FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

	Washington,	D.C. 20549	
STATEMENT	OF CHANGES II	N BENEFICIAL	<b>OWNERSHIP</b>

OMB APPI	ROVAL
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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>LEVINE ELLEN R</u>					2. Issuer Name <b>and</b> Ticker or Trading Symbol  Ryman Hospitality Properties, Inc. [ RHP ]								elationship o ck all applica Director	able)	Person(s) to Issuer			
(Last) 250 WES	(F ST 55TH ST	irst) ΓREET	(Middle)		3. Date of Earliest Transaction (Month/Day/Year) 05/08/2014							Officer (give title below)  Other (spe below)				pecify		
(Street)  NEW Y(		itate)	10019 (Zip)		-	4. If Amendment, Date of Original Filed (Month/Day/Year)					Line)	X Form filed by One Reporting Person Form filed by More than One Reporting Person						
Table I - Non-Deriv  1. Title of Security (Instr. 3)  2. Trans Date (Month/			nsactio	<u> </u>		3. 4. Securities A		s Acquired (A) or of (D) (Instr. 3, 4 and		5. Amount of Securities Beneficially Owned Following		Form:	Direct I Indirect E str. 4)	'. Nature of ndirect Beneficial Dwnership				
									Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)				Instr. 4)
Common Stock 05			05/0	09/20	/2014		М		1,777	A \$45.9		16,854			D			
			Table II -								osed of, o			Owned				,
1. Title of Derivative Security (Instr. 3)  2. Conversion or Exercise Price of Derivative Security		3. Transaction Date (Month/Day/Year)	3A. Deemed Execution D if any (Month/Day/	ate,	4. Transa Code ( 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercis Expiration Dat (Month/Day/Ye		te Amount Securitie Underlyi		f g Security	8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficially Owned Following Reported	is Blly	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership ct (Instr. 4)
					Code	v	(A)	(D)	Date Exercis	able	Expiration Date	Title	Amount or Number of Shares		Transaction(s) (Instr. 4)	on(s)		
Restricted Stock Units	\$0.00	05/08/2014			A		1,618 <sup>(1)</sup>		05/08/2	2015	05/08/2015	Common Stock	1,618	\$0.00	1,618		D	
Restricted Stock Units	\$45.97	05/09/2014			M			1,777	05/09/2	.014	(2)	Common Stock	1,777	\$0.00	0		D	

## **Explanation of Responses:**

- 1. Represents an annual grant of 1,618 restricted stock units awarded to the director in connection with the director's service on the Company's board. Upon lapse of the restrictions with respect to the restricted stock units, which unless deferred by the director will be May 8, 2015, one share of common stock will be issued for each restricted stock unit.
- 2. These restricted stock units and accrued dividend equivalent units were converted to common stock on May 9, 2014 on a one to one basis upon the vesting of the restricted stock units.

## Remarks:

Scott J. Lynn, Attorney-in-Fact for Ellen R. Levine

05/09/2014

\*\* Signature of Reporting Person

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- \* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.