FORM 4

obligations may continue. See Instruction 1(b).

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

BENEFICIAL OWNERSHIP

Check this box if no longer subject to Section 16. Form 4 or Form 5	STATEMENT OF CHANGES IN
- Indianation and a second sec	

OMB APPROVAL 3235-0287 OMB Number: Estimated average burden 0.5 hours per response:

	tion 1(b).							a) of the Sec				1934		liouis	s per re	эринэе.	0.5	
1 No	nd Address - 1	F Donorting Days*						cker or Tradi			t of 1940	5	Relationshir	of Reporti	ing Per	son(s) to Iss	suer	
Name and Address of Reporting Person* Lynn Scott J					2. Issuer Name and Ticker or Trading Symbol Ryman Hospitality Properties, Inc. [RHP]								5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
<u> </u>				<u> </u>									X Office	tor er (give title	!	10% Ov Other (s	·	
(Last)	(Last) (First) (Middle)					3. Date of Earliest Transaction (Month/Day/Year) 10/16/2023							pelow	,		below)		
ONE GAYLORD DRIVE				L									EVP, Secretary and GC					
				4.	4. If Amendment, Date of Original Filed (Month/Day/Year)								Individual or Joint/Group Filing (Check Applicable Line)					
(Street)		NT.	25244										,	filed by Or	ne Rep	orting Perso	n	
NASHVILLE TN 37214													Form filed by More than One Reporting Person					
(City) (State) (Zip)					Rule 10b5-1(c) Transaction Indication													
				-	l Chac	k thic h	ov to in	dicate that a tr	ancac	tion was	mado nurcu	ant to a co	atract instruc	tion or writto	n nlan	that is intende	nd to	
					Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.													
		Tab	le I - Non-D	erivativ	e Sec	uriti	es A	cquired, D	isp	osed (of, or Be	eneficia	lly Owne	d				
1. Title of	Security (Ins	tr. 3)		Transactio	2A. Deemed Execution Date,			3.									7. Nature	
Date (Month/Da				onth/Day/Y				Code (Instr. 5)			u OI (D) (INStr. 3, 4		Benefic	ially (D)		or Indirect I	Beneficial Ownership	
				["	,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	Juyrro	<u> </u>		Amount (A) or		r Price	Reporte	d (''`			(Instr. 4)		
								Code	<u></u>	Amount	int (D) Pi		(Instr. 3	(Instr. 3 and 4)				
		Т	able II - De e.و.)					quired, Dis	•		,		y Owned					
1. Title of	2.	3. Transaction	3A. Deemed	4.				6. Date Exer	_	cisable and 7. Title and		d	8. Price of	rice of 9. Numbe		10.	11. Nature	
Derivative Security	Conversion or Exercise	Date (Month/Day/Year)	Execution Date, if any	Code	action (Instr.	. Derivative		Expiration Date Amount of (Month/Day/Year) Securities			6	Derivative Security	curity Securities		Form:	of Indirect Beneficial		
(Instr. 3)	str. 3) Price of (Month/Day/Year) 8) Securit Acquir						Securities Underlying Acquired Derivative Securities					Security	(Instr. 5)	Beneficially Owned		Direct (D) or Indirect	Ownership (Instr. 4)	
	Security				(A) or Unstr. 3 and 4)						nd 4)		Following Reported	Ĭ	(I) (Instr. 4)			
				of (D) (Instr. 3, 4									Transacti (Instr. 4)	ion(s)				
					$\overline{}$	and 5)			 		Amou		-					
												or Number						
				Code	. v	(A)	(D)	Date Exercisable	Exp	piration te	Title	of Shares						
Restricted Stock Units	\$0							(1)		(1)	Common Stock	928		928 ⁽²	2)	D		
Restricted Stock Units	\$0							(3)		(3)	Common Stock	1,811		1,811	(2)	D		

Explanation of Responses:

\$0

\$0

Restricted

Stock

Units Restricted

Stock

Units

- 1. Restricted stock unit vests 100% on March 15, 2024.
- 2. In accordance with the terms of the reporting person's outstanding restricted stock unit awards, as a result of the \$1.00 dividend per share of outstanding common stock paid by the issuer on October 16, 2023, the reporting person received additional restricted stock units in an amount based on the amount of the dividend per share and the closing price of the issuer's common stock traded on the NYSE on

(4)

(5)

- 3. Restricted stock unit vests on a one-to-one share basis 50% on March 15, 2024 and 50% on March 15, 2025.
- 4. Restricted stock unit vests on a one-to-one share basis ratably in 1/4 increments for four years beginning on March 15, 2023.
- 5. Restricted stock unit vests on a one-to-one share basis ratably in 1/4 increments for four years beginning on March 15, 2024.

Scott J. Lynn

10/16/2023

1,867⁽²⁾

2,664⁽²⁾

D

D

** Signature of Reporting Person Date

Common

Commoi

Stock

(4)

(5)

1,867

2,664

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.