SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

☐ Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

1. Name and Address of Reporting Person* Bender Michael J (Last) (First) (Middle) 14853 SOUTH 7TH STREET (Street) PHOENIX AZ 85048 (City) (State) (Zip)	2. Issuer Name **and** Ticker or Trading Symbol Ryman Hospitality Properties, Inc. [RHP] 3. Date of Earliest Transaction (Month/Day/Year) 04/14/2017 4. If Amendment, Date of Original Filed (Month/Day/Year)	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner Officer (give title below) Other (specify below) 6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Restricted Stock Units	$0.00							(1)	(1)	Common Stock	4,512		4,512[2]	D	
Restricted Stock Units	$0.00							(1)	(1)	Common Stock	4,216		4,216[2]	D	
Restricted Stock Units	$0.00							(1)	(1)	Common Stock	2,063		2,063[2]	D	
Restricted Stock Units	$0.00							(1)	(1)	Common Stock	1,578		1,578[2]	D	
Restricted Stock Units	$0.00							(1)	(1)	Common Stock	1,634		1,634[2]	D	

Explanation of Responses:

1. Mr. Bender has deferred vesting of these stock units until either a designated date or termination of his service as a director.

2. In accordance with the terms of the reporting person's outstanding restricted stock unit awards, as a result of the $0.80 dividend per share of outstanding common stock paid by the issuer on April 14, 2017, 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 March 31, 2017.

Remarks:

Scott J. Lynn, Attorney-in-Fact for Michael J. Bender 04/17/2017

** Signature of Reporting Person Date