

HOST MARRIOTT CORP/
Form 8-K
October 28, 2003

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

Washington, DC 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 OR 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest reported): **October 28, 2003**

Host Marriott Corporation

(Exact name of registrant as specified in its chapter)

Maryland
(State or other jurisdiction of
incorporation)

001-05664
(Commission File
Number)

53-0085950
(IRS Employer
Identification No.)

6903 Rockledge Drive, Suite 1500

Bethesda, Maryland 20817

(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code: **(240) 744-1000**

Item 5. Other events

On October 28, 2003, Host Marriott Corporation (the Company) announced that Host Marriott, L.P., for whom the Company acts as sole general partner, increased its offering in a private placement to \$725 million in aggregate principal amount of 7¹/₈% Senior Notes due 2013 (the Notes). The Notes generally may not be redeemed prior to 2008. The net proceeds of the offering will be used to redeem in full Host Marriott L.P.'s existing \$429 million 7.85% Senior Notes due 2005, and a portion of Host Marriott L.P.'s existing 8.45% Senior Notes due 2008 and to pay related fees and expenses. A copy of the news release issued by the Company is attached as an Exhibit to this Current Report on Form 8-K.

Item 7. Financial Statements, Pro Forma Financial Information and Exhibits

(c) Exhibits.

99.1 Host Marriott Corporation news release dated October 28, 2003.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized this 28th day of October 2003.

HOST MARRIOTT CORPORATION

BY: /s/ LARRY K. HARVEY

Name: Larry K. Harvey
Title: Senior Vice President and
Corporate Controller

Exhibit No.

Description

99.1	Host Marriott Corporation news release dated October 28, 2003.
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