

HORN RALPH  
Form 4  
April 16, 2013

**FORM 4**

UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2015  
Estimated average burden hours per response... 0.5

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

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
HORN RALPH

2. Issuer Name and Ticker or Trading Symbol  
Ryman Hospitality Properties, Inc.  
[RHP]

5. Relationship of Reporting Person(s) to Issuer  
  
(Check all applicable)

(Last) (First) (Middle)  
4385 POPULAR AVENUE, 2ND FLOOR  
  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
04/12/2013

Director  10% Owner  
 Officer (give title below)  Other (specify below)

MEMPHIS, TN 38117

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

(City) (State) (Zip)

**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 Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)		
				(A) or (D)	Code	V	Amount	(D)	Price

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

**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 control number.**

SEC 1474 (9-02)

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

1. Title of Derivative	2. Conversion	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if	4. Transaction Number	5.	6. Date Exercisable and Expiration Date	7. Title and Amount of Underlying Securities	8. Price of Derivative
------------------------	---------------	--------------------------------------	-------------------------------	-----------------------	----	---	--	------------------------

Edgar Filing: HORN RALPH - Form 4

Security (Instr. 3)	or Exercise Price of Derivative Security	any (Month/Day/Year)	Code (Instr. 8)	of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	(Month/Day/Year)	(Instr. 3 and 4)	Security (Instr. 5)
------------------------	---	-------------------------	--------------------	---	------------------	------------------	------------------------

Security	Price of	any	Code	of	(Month/Day/Year)	(Instr. 3 and 4)	Security
(Instr. 3)	Derivative	(Month/Day/Year)	(Instr. 8)	Derivative	(Month/Day/Year)	(Instr. 3 and 4)	(Instr. 5)
Units	Security	(Month/Day/Year)	(Instr. 8)	Securities	(Month/Day/Year)	(Instr. 3 and 4)	(Instr. 5)
Units	Security	(Month/Day/Year)	(Instr. 8)	Acquired	(Month/Day/Year)	(Instr. 3 and 4)	(Instr. 5)
Units	Security	(Month/Day/Year)	(Instr. 8)	(A) or	(Month/Day/Year)	(Instr. 3 and 4)	(Instr. 5)
Units	Security	(Month/Day/Year)	(Instr. 8)	Disposed	(Month/Day/Year)	(Instr. 3 and 4)	(Instr. 5)
Units	Security	(Month/Day/Year)	(Instr. 8)	of (D)	(Month/Day/Year)	(Instr. 3 and 4)	(Instr. 5)
Units	Security	(Month/Day/Year)	(Instr. 8)	(Instr. 3,	(Month/Day/Year)	(Instr. 3 and 4)	(Instr. 5)
Units	Security	(Month/Day/Year)	(Instr. 8)	4, and 5)	(Month/Day/Year)	(Instr. 3 and 4)	(Instr. 5)
Restricted Stock Units	\$ 0						
Restricted Stock Units	\$ 0						
Restricted Stock Units	\$ 0						

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HORN RALPH 4385 POPULAR AVENUE 2ND FLOOR MEMPHIS, TN 38117	X			

## Signatures

F. Mitch Walker Jr, Attorney-in-Fact for Ralph Horn 04/16/2013

\*\*Signature of Reporting Person Date

## Explanation of Responses:

- \* 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).
- (1) Mr. Horn has deferred vesting of these restricted stock units until the earlier of 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 \$0.50 dividend per share of outstanding common stock paid by the issuer on April 12, 2013, 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 28, 2013.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.