

HILTON WORLDWIDE HOLDINGS INC.

Reported by
CHAE MICHAEL

FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 10/03/14 for the Period Ending 10/03/14

Address	7930 JONES BRANCH DRIVE, SUITE 1100 MCLEAN, VA 22102
Telephone	703-883-1000
CIK	0001585689
Symbol	HLT
Fiscal Year	12/31

FORM 4

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

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

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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 * Chae Michael (Last) (First) (Middle) C/O THE BLACKSTONE GROUP, 345 PARK AVENUE (Street) NEW YORK, NY 10154 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol Hilton Worldwide Holdings Inc. [HLT]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
3. Date of Earliest Transaction (MM/DD/YYYY) 10/3/2014		6. Individual or Joint/Group Filing (Check Applicable Line)
4. If Amendment, Date Original Filed (MM/DD/YYYY)		

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

1. Title of Security (Instr. 3)	2. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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
Common Stock	10/3/2014		J (1)		6359	A	(1)

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

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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	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 of Derivative Security: 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

Explanation of Responses:

- (1) Represents a distribution to the Reporting Person of a portion of the shares of common stock of the issuer (the "Common Stock") previously held directly by HLT Holdco LLC and HLT A23 Holdco LLC, affiliates of Blackstone (as defined below) in relation to their indirect interests in such entities.

Remarks:

Mr. Chae, an employee of The Blackstone Group L.P. ("Blackstone"), is a member of the board of directors of the issuer. Certain affiliates of Blackstone have filed separate Section 16 reports reporting securities of the issuer that they may be deemed to beneficially own. Mr. Chae disclaims beneficial ownership of any securities of the Issuer that may be deemed to be beneficially owned by affiliates of Blackstone.

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Chae Michael C/O THE BLACKSTONE GROUP	X			

345 PARK AVENUE NEW YORK, NY 10154				
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Signatures

/s/ Michael S. Chae

10/3/2014

** 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 control number.