

SMITH SUSAN T
Form 3
November 04, 2009

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL
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INITIAL STATEMENT OF 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 * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â SMITH SUSAN T | | (Month/Day/Year) | Hyatt Hotels Corp [H] | |
| (Last) | (First) | (Middle) | 11/04/2009 | |
| C/O HYATT HOTELS CORPORATION,Â 71 S. WACKER DRIVE, 12TH FLOOR | | | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| (Street) | | | (Check all applicable) | |
| CHICAGO,Â ILÂ 60606 | | | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| (City) | (State) | (Zip) | <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
| | | | (give title below) (specify below) | <input type="checkbox"/> Form filed by More than One Reporting Person |
| | | | SVP, General Counsel,Secretary | |

Table I - Non-Derivative Securities Beneficially Owned

| | | | |
|---------------------------------|---|--|---|
| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|

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

SEC 1473 (7-02)

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

| | | | | | |
|--|--|---|---|---|---|
| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative | 5. Ownership Form of Derivative Security: | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|---|---|---|---|

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| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | Security | Direct (D) or Indirect (I) (Instr. 5) | |
|---------------------------|------------------|-----------------|----------------------|----------------------------|----------|---------------------------------------|---|
| Stock Appreciation Rights | Â (1) | 07/01/2017 | Class A Common Stock | 26,399 | \$ 62.8 | D | Â |
| Stock Appreciation Rights | Â (2) | 05/02/2018 | Class A Common Stock | 19,000 | \$ 58.18 | D | Â |
| Stock Appreciation Rights | Â (3) | 06/09/2019 | Class A Common Stock | 26,190 | \$ 26 | D | Â |
| Restricted Stock Units | Â (4) | 05/01/2012 | Class A Common Stock | 3,625 | \$ (7) | D | Â |
| Restricted Stock Units | Â (5) | 05/01/2012 | Class A Common Stock | 12,500 | \$ (7) | D | Â |
| Restricted Stock Units | Â (6) | 05/01/2013 | Class A Common Stock | 12,571 | \$ (7) | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-----------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| SMITH SUSAN T C/O HYATT HOTELS CORPORATION 71 S. WACKER DRIVE, 12TH FLOOR CHICAGO, IL 60606 | Â | Â | Â SVP, General Counsel, Secretary | Â |

Signatures

/s/ Harmit J. Singh,
Attorney-in-fact

11/04/2009

__Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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) The stock appreciation rights issued pursuant to the Amended and Restated Hyatt Hotels Corporation Long-Term Incentive Plan (the LTIP) vest in four equal annual installments beginning on March 31, 2008.
- (2) The stock appreciation rights issued pursuant to the LTIP vest in four equal annual installments beginning on April 1, 2009.
- (3) The stock appreciation rights issued pursuant to the LTIP vest in four equal annual installments beginning on April 1, 2010.
- (4)

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The restricted stock units issued pursuant to the LTIP vest in four equal annual installments beginning on April 1, 2009. The restricted stock units will be settled in Class A Common Stock or, at the election of the administrator of the LTIP, cash on May 1, 2012, subject to earlier settlement upon either a termination of the Reporting Person's service or a change of control of the Issuer.

- (5) The restricted stock units issued pursuant to the LTIP vest in four annual installments of 10%, 25%, 25% and 40%, respectively, beginning on April 1, 2009. The restricted stock units will be settled in Class A Common Stock or, at the election of the administrator of the LTIP, cash on May 1, 2012, subject to earlier settlement upon either a termination of the Reporting Person's service or a change of control of the Issuer.

- (6) The restricted stock units issued pursuant to the LTIP vest in four equal annual installments beginning on April 1, 2010. The restricted stock units will be settled in Class A Common Stock or, at the election of the administrator of the LTIP, cash on May 1, 2013, subject to earlier settlement upon either a termination of the Reporting Person's service or a change of control of the Issuer.

- (7) Each restricted stock unit represents the contingent right to receive one share of Class A Common Stock.

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Remarks:

ExhibitÂ List:

ExhibitÂ 24Â -Â PowerÂ ofÂ Attorney

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

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