Hyatt Hotels Corp Form 4 January 03, 2012

### FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB APPROVAL** OMB

3235-0287 Number:

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if no longer subject to Section 16. Form 4 or Form 5 obligations

may continue.

See Instruction

Check this box

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(b).

1. Name and Address of Reporting Person \* 1740 Trust #40-FDA

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to

Issuer

(First) (Last)

(Middle)

Hyatt Hotels Corp [H] 3. Date of Earliest Transaction

(Check all applicable)

WEST BAY STREET, PO BOX

(Street)

N-3933

(Month/Day/Year) 01/01/2012

Officer (give title below)

10% Owner X\_ Other (specify

below) See Remarks

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check Applicable Line)

Director

Filed(Month/Day/Year)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

Person

NASSAU, C5

(City) (State) (Zip)

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

1. Title of Security (Instr. 3)

2. Transaction Date 2A. Deemed (Month/Day/Year)

Execution Date, if

(Month/Day/Year)

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 3, 4 and 5) (Instr. 8)

5. Amount of Securities Beneficially Owned Following

6. Ownership 7. Nature of Form: Direct Indirect (D) or Indirect Beneficial Ownership (I) (Instr. 4) (Instr. 4)

(A)

Reported Transaction(s)

(Instr. 3 and 4) Code V Amount (D) Price

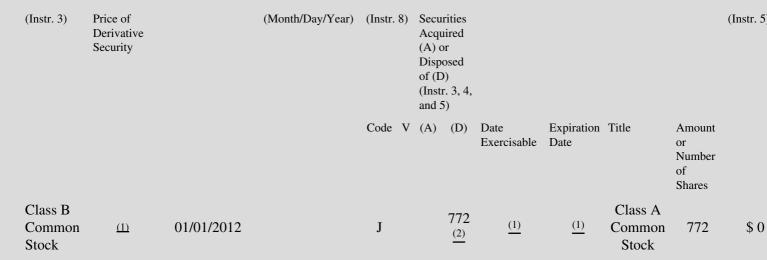
Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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

1. Title of 3. Transaction Date 3A. Deemed 4. 5. Number 6. Date Exercisable and 7. Title and Amount of 8. Price Derivative Conversion (Month/Day/Year) Execution Date, if Transactionof **Expiration Date** Underlying Securities Derivati Security or Exercise any Code Derivative (Month/Day/Year) (Instr. 3 and 4) Security

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# **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

1740 Trust #40-FDA WEST BAY STREET PO BOX N-3933 NASSAU, C5

See Remarks

### **Signatures**

/s/ Schevon Miller, Authorized Signatory

01/03/2012

\*\*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).
- As provided in the Issuer's Amended and Restated Certificate of Incorporation, each share of Class B Common Stock is convertible at any time, at the option of the holder, into one share of Class A Common Stock. In addition, each share of Class B Common Stock will convert automatically into one share of Class A Common Stock upon any transfer, whether or not for value, except for certain permitted transfers described in the Issuer's Amended and Restated Certificate of Incorporation.
- On January 1, 2012, the trustee of 1740 Trust #40-FDA transferred to certain lineal descendants of Nicholas J. Pritzker, deceased, 772 shares of Class B Common Stock in the aggregate beneficially owned by 1740 Trust #40-FDA. No cash consideration was paid in connection with the transfers from 1740 Trust #40-FDA. Each of the transfers of shares of Class B Common Stock to the recipients constitutes a "permitted transfer" as defined under the Issuer's Amended and Restated Certificate of Incorporation.

#### **Remarks:**

Member of 10% owner group. CIBC Trust Company (Bahamas) Limited serves as trustee of the Reporting Person and has invover the shares beneficially owned by the Reporting Person. The beneficiary of the Reporting Person does not have investment over the shares of Class B Common Stock held by the Reporting Person. In addition, the Reporting Person may be deemed to of a group because the Reporting Person has agreed to certain voting agreements and limitations on transfers of shares of Class Common Stock and Class B Common Stock. The Reporting Person disclaims beneficial ownership of the securities reported to the extent of its pecuniary interest therein

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

Reporting Owners 2

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