Hyatt Hotels Corp Form 3 December 14, 2012

#### 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 \*

FLP11 HHC, L.L.C.

(Last)

(First)

(Middle)

Statement

(Month/Day/Year)

12/11/2012

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol

Hyatt Hotels Corp [H]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

See Remarks

5. If Amendment, Date Original

Filed(Month/Day/Year)

71 SOUTH WACKER DRIVE, Â SUITE 4700

(Street)

Director Officer (give title below) (specify below)

10% Owner \_\_X\_\_ Other

6. Individual or Joint/Group Filing(Check Applicable Line) \_X\_ Form filed by One Reporting

Person

Form filed by More than One

Reporting Person

CHICAGO, ILÂ 60606

(City) (State) (Zip)

1. Title of Security (Instr. 4)

Table I - Non-Derivative Securities Beneficially Owned

2. Amount of Securities Beneficially Owned

(Instr. 4)

Ownership

Form:

4. Nature of Indirect Beneficial

Ownership (Instr. 5)

Direct (D) or Indirect (I) (Instr. 5)

Reminder: Report on a separate line for each class of securities beneficially

owned directly or indirectly.

SEC 1473 (7-02)

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.

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

5. Ownership Form of Derivative Security:

6. Nature of Indirect Beneficial Ownership (Instr. 5)

Date Exercisable

**Expiration Title** Date

Amount or Number of Shares

Derivative Security Direct (D) or Indirect

(I)

1

(Instr. 5)

Class B Common Stock  $\hat{A}$   $\stackrel{(1)}{=}$   $\hat{A}$   $\stackrel{(1)}{=}$   $\hat{A}$   $\stackrel{(1)}{=}$   $\hat{A}$   $\stackrel{(2)}{=}$   $\hat{A}$   $\hat$ 

# **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

FLP11 HHC, L.L.C.
71 SOUTH WACKER DRIVE
SUITE 4700
CHICAGO, ILÂ 60606

## **Signatures**

Ronald D. Wray, authorized signatory 12/14/2012

\*\*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).
- 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.
  - The sole member of the Reporting Person is F.L.P. Trust #11, a trust for the benefit of Thomas J. Pritzker. Marshall E. Eisenberg serves as trustee of F.L.P. Trust #11 and has voting and investment power over the shares beneficially owned by the Reporting Person. The beneficiary of the trust does not have voting and investment power over the shares of Class B Common Stock held by the Reporting

See Remarks

(2) Person. The acquisition of shares of Class B Common Stock by the Reporting Person constitutes a "permitted transfer" as defined under the Issuer's Amended and Restated Certificate of Incorporation. Contemporaneous with such acquisition of shares, the Reporting Person is executing a joinder to, and thereby becoming subject to the provisions of, the Amended and Restated Global Hyatt Agreement. Accordingly, immediately following the acquisition of shares, the shares remain shares of Class B Common Stock.

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#### **Remarks:**

Member of 10% owner group. Â The Reporting Person may be deemed to be a member of a gro 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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