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The information in this Preliminary Pricing Supplement is not complete and may be changed. We may not sell these Notes until the Pricing Supplement is delivered in final form. We are not selling these Notes, nor are we soliciting offers to buy these Notes, in any State where such offer or sale is not permitted.

PRELIMINARY PRICING SUPPLEMENT Filed Pursuant to Rule 424(b)(2)

Subject to Completion: Registration No. 333-228614

Dated December 26, 2018

Pricing Supplement dated 1, 2018 to the Prospectus dated December 26, 2018 and

Prospectus Supplement dated December 26, 2018

The Bank of Nova Scotia

\$

Callable Step-Up Rate Notes

Due June 30, 2020

100% repayment of principal at maturity, subject to the credit risk

of the Bank

Semi-annual interest payments

Callable by the Bank quarterly on any Call Payment Date on or

after the first anniversary of issuance

"us" or "our" refers to The Bank of Nova Scotia.

Interest Rate that increases over the 1.5-year stated term of the Notes

The Callable Step-Up Rate Notes due June 30, 2020 (the "Notes") offered hereunder are unsubordinated and unsecured obligations of The Bank of Nova Scotia and are subject to investment risks including possible loss of the Principal Amount invested due to the credit risk of The Bank of Nova Scotia. As used in this pricing supplement, the "Bank," "we,"

The Notes will not be listed on any securities exchange or automated quotation system.

NEITHER THE UNITED STATES SECURITIES AND EXCHANGE COMMISSION ("SEC") NOR ANY STATE SECURITIES COMMISSION HAS APPROVED OR DISAPPROVED OF THE NOTES OR PASSED UPON THE ACCURACY OR THE ADEQUACY OF THIS DOCUMENT, THE ACCOMPANYING PROSPECTUS OR PROSPECTUS SUPPLEMENT.

ANY REPRESENTATION TO THE CONTRARY IS A CRIMINAL OFFENSE. THE NOTES ARE NOT INSURED BY THE CANADA DEPOSIT INSURANCE CORPORATION (THE "CDIC") PURSUANT TO THE CANADA DEPOSIT INSURANCE CORPORATION ACT (THE "CDIC ACT"), THE UNITED STATES FEDERAL DEPOSIT INSURANCE CORPORATION, OR ANY OTHER GOVERNMENTAL AGENCY OF CANADA, THE UNITED STATES OR ANY OTHER JURISDICTION.

The Notes are bail-inable debt securities (as defined in the accompanying prospectus) and subject to conversion in whole or in part – by means of a transaction or series of transactions and in one or more steps – into common shares of

the Bank or any of its affiliates under subsection 39.2(2.3) of the CDIC Act and to variation or extinguishment in consequence, and subject to the application of the laws of the Province of Ontario and the federal laws of Canada applicable therein in respect of the operation of the CDIC Act with respect to the Notes. See "Description of the Debt Securities We May Offer Special Provisions Related to Bail-inable Debt Securities" and "Risk Factors — Risks Related to the Bank's Debt Securities" in the accompanying prospectus.

Scotia Capital (USA) Inc. ("SCUSA"), our affiliate, will purchase the Notes from us for distribution to other registered broker-dealers or will offer the Notes directly to investors. SCUSA or any of our affiliates or agents may use the final pricing supplement to which this preliminary pricing supplement relates in market-making transactions in the Notes after their initial sale. Unless we, SCUSA or another of our affiliates or agents selling such Notes to you informs you otherwise in the confirmation of sale, the final pricing supplement to which this pricing supplement relates is being used in a market-making transaction. See "Supplemental Plan of Distribution (Conflicts of Interest)" in this pricing supplement and "Supplemental Plan of Distribution (Conflicts of Interest)" on page S-23 of the accompanying prospectus supplement.

Investment in the Notes involves certain risks. You should refer to "Additional Risk Factors" beginning on page P-7 in this pricing supplement and "Risk Factors" beginning on page S-2 of the accompanying prospectus supplement.

_	Drive to multip	Per Note	e Total
	Price to public Underwriting commissions ¹	100.00% 0.10%	\$
	Proceeds to The Bank of Nova Scotia		
		0	
		10.	Shared Dispositive Power
			20,723,351*
	11.		Aggregate Amount Beneficially
			Owned by Each Reporting Person
			Cison
	10		20,723,351*
	12.		Check if the Aggregate Amount in Row (11) Excludes Certain
			Shares
	13.		Percent of Class Represented
			by Amount in Row (11)

16.6%*

Type of Reporting Person

14.

* Represents shares of the Issuer s Class A Common Stock, \$0.01 par value per share (the <u>Class A Common Stock</u>), issuable upon conversion of shares of the Issuer s Class B Common Stock, \$0.01 par value per share (the <u>Class B Common Stock</u> and, together with the Class A Common Stock, the <u>Common Stock</u>). 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.

The Reporting Person is party to certain agreements with the Separately Filing Group Members (as defined in the Schedule 13D), which agreements contain, among other things, certain voting agreements and limitations on the sale of their shares of Common Stock. As a result, the Reporting Person may be deemed to be a member of a group, within the meaning of Section 13(d)(3) of the Act (as defined in the Schedule 13D), comprised of the Reporting Person and the Separately Filing Group Members. Shares listed as beneficially owned by the Reporting Person exclude shares held by any other Reporting Person or by any of the Separately Filing Group Members, in each case as to which the Reporting Person disclaims beneficial ownership.

All references to the number of shares outstanding are as of July 28, 2017, as reported in the Issuer s Quarterly Report on Form 10-O for the quarter ended June 30, 2017, as adjusted to account for (i) the conversion of an aggregate of 1,500,000 shares of Class B Common Stock into 1,500,000 shares of Class A Common Stock in connection with sales by a Separately Filing Group Member that settled on August 11, 2017 and (ii) the conversion of an aggregate of 8,654,050 shares of Class B Common Stock into 8,654,050 shares of Class A Common Stock in connection with sales by certain stockholders pursuant to an underwritten offering that settled on August 14, 2017. The percentage is calculated using the total number of shares of Common Stock beneficially owned by the Reporting Person and based on 125,031,440 shares of Common Stock outstanding as of July 28, 2017, as adjusted. With respect to matters upon which the Issuer s stockholders are entitled to vote, the holders of Class A Common Stock and Class B Common Stock vote together as a single class, and each holder of Class A Common Stock is entitled to one vote per share and each holder of Class B Common Stock is entitled to ten votes per share. The shares of Class B Common Stock owned by the Reporting Person represent 25.6% of the total voting power of the Common Stock as of July 28, 2017, as adjusted. The percentage of total voting power of the Common Stock is calculated based on the total voting power of the Common Stock outstanding as of July 28, 2017, as adjusted, which is comprised of 49,094,651 shares of Class A Common Stock and 75,936,789 shares of Class B Common Stock and assumes that no other outstanding shares of Class B Common Stock have been converted into shares of Class A Common Stock.

CUSIP No. 4	4857910)2 13D	Page 3 of 19 Pages
		Reporting Persons ification Nos. of Above Persons (Entities Only)	
		C. Appropriate Box if a Member of a Group b)	
3. SE	C Use O	nly	
4. Sou	urce of F	funds	
OC 5. Ch		sclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)	
6. Cit	izenship	or Place of Organization	
		es Sole Voting Power	
BENEFICIAI OWNED B	8	0 Shared Voting Power	
EACH		20,723,351*	
REPORTIN PERSON		Sole Dispositive Power	
WITH		0 Shared Dispositive Power	

20	١.	723	3	5	1	þ
~1		<i>L</i>)	٠.,		

- 11. Aggregate Amount Beneficially Owned by Each Reporting Person
 - 20,723,351*
- 12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares
- 13. Percent of Class Represented by Amount in Row (11)
 - 16.6%*
- 14. Type of Reporting Person

OO

* Represents shares of the Issuer s Class A Common Stock, \$0.01 par value per share (the <u>Class A Common Stock</u>), issuable upon conversion of shares of the Issuer s Class B Common Stock, \$0.01 par value per share (the <u>Class B Common Stock</u> and, together with the Class A Common Stock, the <u>Common Stock</u>). 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.

The Reporting Person is party to certain agreements with the Separately Filing Group Members (as defined in the Schedule 13D), which agreements contain, among other things, certain voting agreements and limitations on the sale of their shares of Common Stock. As a result, the Reporting Person may be deemed to be a member of a group, within the meaning of Section 13(d)(3) of the Act (as defined in the Schedule 13D), comprised of the Reporting Person and the Separately Filing Group Members. Shares listed as beneficially owned by the Reporting Person exclude shares held by any other Reporting Person or by any of the Separately Filing Group Members, in each case as to which the Reporting Person disclaims beneficial ownership.

All references to the number of shares outstanding are as of July 28, 2017, as reported in the Issuer s Quarterly Report on Form 10-Q for the quarter ended June 30, 2017, as adjusted to account for (i) the conversion of an aggregate of 1,500,000 shares of Class B Common Stock into 1,500,000 shares of Class A Common Stock in connection with sales by a Separately Filing Group Member that settled on August 11, 2017 and (ii) the conversion of an aggregate of 8,654,050 shares of Class B Common Stock into 8,654,050 shares of Class A Common Stock in connection with sales by certain stockholders pursuant to an underwritten offering that settled on August 14, 2017. The percentage is calculated using the total number of shares of Common Stock beneficially owned by the Reporting Person and based on 125,031,440 shares of Common Stock outstanding as of July 28,

2017, as adjusted. With respect to matters upon which the Issuer's stockholders are entitled to vote, the holders of Class A Common Stock and Class B Common Stock vote together as a single class, and each holder of Class A Common Stock is entitled to one vote per share and each holder of Class B Common Stock is entitled to ten votes per share. The shares of Class B Common Stock owned by the Reporting Person represent 25.6% of the total voting power of the Common Stock as of July 28, 2017, as adjusted. The percentage of total voting power of the Common Stock is calculated based on the total voting power of the Common Stock outstanding as of July 28, 2017, as adjusted, which is comprised of 49,094,651 shares of Class A Common Stock and 75,936,789 shares of Class B Common Stock and assumes that no other outstanding shares of Class B Common Stock have been converted into shares of Class A Common Stock.

CUSIP No. 448579102 13D Page 4 of 19 Pages 1. Names of Reporting Persons I.R.S. Identification Nos. of Above Persons (Entities Only) CIBC Trust Company (Bahamas) Limited, not individually, but solely as trustee of the trusts listed on Appendix A-2. 2. Check the Appropriate Box if a Member of a Group (a) (b) 3. SEC Use Only 4. Source of Funds OO 5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e) Citizenship or Place of Organization 6. Bahamian International Business Company NUMBER OF 7. Sole Voting Power **SHARES BENEFICIALLY** 8. Shared Voting Power OWNED BY **EACH** 1,746,453* 9. Sole Dispositive Power **REPORTING PERSON** WITH 10. Shared Dispositive Power

1	1	74	6	4	5	3	þ

- 11. Aggregate Amount Beneficially Owned by Each Reporting Person
 - 1,746,453*
- 12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares
- 13. Percent of Class Represented by Amount in Row (11)
 - 1.4%*
- 14. Type of Reporting Person

OO

* Represents shares of the Issuer s Class A Common Stock, \$0.01 par value per share (the <u>Class A Common Stock</u>), issuable upon conversion of shares of the Issuer s Class B Common Stock, \$0.01 par value per share (the <u>Class B Common Stock</u> and, together with the Class A Common Stock, the <u>Common Stock</u>). 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.

The Reporting Person is party to certain agreements with the Separately Filing Group Members (as defined in the Schedule 13D), which agreements contain, among other things, certain voting agreements and limitations on the sale of their shares of Common Stock. As a result, the Reporting Person may be deemed to be a member of a group, within the meaning of Section 13(d)(3) of the Act (as defined in the Schedule 13D), comprised of the Reporting Person and the Separately Filing Group Members. Shares listed as beneficially owned by the Reporting Person exclude shares held by any other Reporting Person or by any of the Separately Filing Group Members, in each case as to which the Reporting Person disclaims beneficial ownership.

All references to the number of shares outstanding are as of July 28, 2017, as reported in the Issuer s Quarterly Report on Form 10-Q for the quarter ended June 30, 2017, as adjusted to account for (i) the conversion of an aggregate of 1,500,000 shares of Class B Common Stock into 1,500,000 shares of Class A Common Stock in connection with sales by a Separately Filing Group Member that settled on August 11, 2017 and (ii) the conversion of an aggregate of 8,654,050 shares of Class B Common Stock into 8,654,050 shares of Class A Common Stock in connection with sales by certain stockholders pursuant to an underwritten offering that settled on August 14, 2017. The percentage is calculated using the total number of shares of Common Stock beneficially owned by the Reporting Person and based on 125,031,440 shares of Common Stock outstanding as of July 28,

2017, as adjusted. With respect to matters upon which the Issuer's stockholders are entitled to vote, the holders of Class A Common Stock and Class B Common Stock vote together as a single class, and each holder of Class A Common Stock is entitled to one vote per share and each holder of Class B Common Stock is entitled to ten votes per share. The shares of Class B Common Stock owned by the Reporting Person represent 2.2% of the total voting power of the Common Stock as of July 28, 2017, as adjusted. The percentage of total voting power of the Common Stock is calculated based on the total voting power of the Common Stock outstanding as of July 28, 2017, as adjusted, which is comprised of 49,094,651 shares of Class A Common Stock and 75,936,789 shares of Class B Common Stock and assumes that no other outstanding shares of Class B Common Stock have been converted into shares of Class A Common Stock.

CUSIP No. 448579102 13D Page 5 of 19 Pages 1. Names of Reporting Persons I.R.S. Identification Nos. of Above Persons (Entities Only) Marshall E. Eisenberg and Thomas J. Pritzker, not individually, but solely as co-trustees of the trust listed on Appendix A-3. 2. Check the Appropriate Box if a Member of a Group (a) (b) 3. SEC Use Only 4. Source of Funds OO 5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e) Citizenship or Place of Organization 6. **United States** NUMBER OF 7. Sole Voting Power **SHARES BENEFICIALLY** 8. Shared Voting Power OWNED BY **EACH** 50,963* 9. Sole Dispositive Power **REPORTING PERSON** WITH 10. Shared Dispositive Power

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- 11. Aggregate Amount Beneficially Owned by Each Reporting Person
 - 50,963*
- 12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares
- 13. Percent of Class Represented by Amount in Row (11)
 - Less than 0.1%*
- 14. Type of Reporting Person

OO

* Represents shares of the Issuer s Class A Common Stock, \$0.01 par value per share (the <u>Class A Common Stock</u>), issuable upon conversion of shares of the Issuer s Class B Common Stock, \$0.01 par value per share (the <u>Class B Common Stock</u> and, together with the Class A Common Stock, the <u>Common Stock</u>). 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.

The Reporting Persons are party to certain agreements with the Separately Filing Group Members (as defined in the Schedule 13D), which agreements contain, among other things, certain voting agreements and limitations on the sale of their shares of Common Stock. As a result, the Reporting Persons may be deemed to be members of a group, within the meaning of Section 13(d)(3) of the Act (as defined in the Schedule 13D), comprised of the Reporting Persons and the Separately Filing Group Members. Shares listed as beneficially owned by the Reporting Persons exclude shares held by any other Reporting Person or by any of the Separately Filing Group Members, in each case as to which the Reporting Persons disclaim beneficial ownership.

All references to the number of shares outstanding are as of July 28, 2017, as reported in the Issuer s Quarterly Report on Form 10-Q for the quarter ended June 30, 2017, as adjusted to account for (i) the conversion of an aggregate of 1,500,000 shares of Class B Common Stock into 1,500,000 shares of Class A Common Stock in connection with sales by a Separately Filing Group Member that settled on August 11, 2017 and (ii) the conversion of an aggregate of 8,654,050 shares of Class B Common Stock into 8,654,050 shares of Class A Common Stock in connection with sales by certain stockholders pursuant to an underwritten offering that settled on August 14, 2017. The percentage is calculated using the total number of shares of Common Stock beneficially owned by the Reporting Persons and based on 125,031,440 shares of Common Stock outstanding as of July 28,

2017, as adjusted. With respect to matters upon which the Issuer's stockholders are entitled to vote, the holders of Class A Common Stock and Class B Common Stock vote together as a single class, and each holder of Class A Common Stock is entitled to one vote per share and each holder of Class B Common Stock is entitled to ten votes per share. The shares of Class B Common Stock owned by the Reporting Persons represent less than 0.1% of the total voting power of the Common Stock as of July 28, 2017, as adjusted. The percentage of total voting power of the Common Stock is calculated based on the total voting power of the Common Stock outstanding as of July 28, 2017, as adjusted, which is comprised of 49,094,651 shares of Class A Common Stock and 75,936,789 shares of Class B Common Stock and assumes that no other outstanding shares of Class B Common Stock have been converted into shares of Class A Common Stock.

CUSIP No. 448579102 13D Page 6 of 19 Pages 1. Names of Reporting Persons I.R.S. Identification Nos. of Above Persons (Entities Only) Thomas J. Pritzker, individually and as trustee of Maroon Trust, solely in such trust s capacity as the member of Maroon Private Trust Company, LLC 2. Check the Appropriate Box if a Member of a Group (a) (b) 3. SEC Use Only 4. Source of Funds OO 5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e) Citizenship or Place of Organization 6. **United States** NUMBER OF 7. Sole Voting Power **SHARES BENEFICIALLY** 0 8. Shared Voting Power OWNED BY **EACH** 20,723,351* REPORTING 9. Sole Dispositive Power **PERSON** WITH 10. Shared Dispositive Power

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- 11. Aggregate Amount Beneficially Owned by Each Reporting Person
 - 20,723,351*
- 12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares
- 13. Percent of Class Represented by Amount in Row (11)
 - 16.6%*
- 14. Type of Reporting Person

IN; OO

* Represents shares of the Issuer s Class A Common Stock, \$0.01 par value per share (the <u>Class A Common Stock</u>), issuable upon conversion of shares of the Issuer s Class B Common Stock, \$0.01 par value per share (the <u>Class B Common Stock</u> and, together with the Class A Common Stock, the <u>Common Stock</u>). 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.

The Reporting Person is party to certain agreements with the Separately Filing Group Members (as defined in the Schedule 13D), which agreements contain, among other things, certain voting agreements and limitations on the sale of their shares of Common Stock. As a result, the Reporting Person may be deemed to be a member of a group, within the meaning of Section 13(d)(3) of the Act (as defined in the Schedule 13D), comprised of the Reporting Person and the Separately Filing Group Members. Shares listed as beneficially owned by the Reporting Person exclude shares held by any other Reporting Person or by any of the Separately Filing Group Members, in each case as to which the Reporting Person disclaims beneficial ownership.

All references to the number of shares outstanding are as of July 28, 2017, as reported in the Issuer s Quarterly Report on Form 10-Q for the quarter ended June 30, 2017, as adjusted to account for (i) the conversion of an aggregate of 1,500,000 shares of Class B Common Stock into 1,500,000 shares of Class A Common Stock in connection with sales by a Separately Filing Group Member that settled on August 11, 2017 and (ii) the conversion of an aggregate of 8,654,050 shares of Class B Common Stock into 8,654,050 shares of Class A Common Stock in connection with sales by certain stockholders pursuant to an underwritten offering that settled on August 14, 2017. The percentage is calculated using the total number of shares of Common Stock beneficially owned by the Reporting Person and based on 125,031,440 shares of Common Stock outstanding as of July 28,

2017, as adjusted. With respect to matters upon which the Issuer's stockholders are entitled to vote, the holders of Class A Common Stock and Class B Common Stock vote together as a single class, and each holder of Class A Common Stock is entitled to one vote per share and each holder of Class B Common Stock is entitled to ten votes per share. The shares of Class B Common Stock owned by the Reporting Person represent 25.6% of the total voting power of the Common Stock as of July 28, 2017, as adjusted. The percentage of total voting power of the Common Stock is calculated based on the total voting power of the Common Stock outstanding as of July 28, 2017, as adjusted, which is comprised of 49,094,651 shares of Class A Common Stock and 75,936,789 shares of Class B Common Stock and assumes that no other outstanding shares of Class B Common Stock have been converted into shares of Class A Common Stock.

Thomas J. Pritzker holds 119,707 stock appreciation rights (<u>SAR</u>s) that are currently exercisable at an exercise price of \$40.96, 127,410 SARs that are currently exercisable at an exercise price of \$41.74, 140,601 SARs that are currently exercisable at an exercise price of \$41.29, 207,381 SARs that are currently exercisable at an exercise price of \$43.44, 105,141 SARs that are currently exercisable at an exercise price of \$49.39, 90,176 SARs that are currently exercisable at an exercise price of \$47.36. Each SAR gives the holder the right to receive a number of shares of Class A Common Stock equal to the excess of the value of one share of Class A Common Stock at the exercise date, over the exercise price. The number of shares of Class A Common Stock that Mr. Pritzker will receive upon exercise of such SARs is not determinable until the date of exercise and therefore is not included in the information above.

CUSIP No. 44857	9102	2 13D	Page 7 of 19 Pages
		eporting Persons	
I.R.S. Id	dentif	fication Nos. of Above Persons (Entities Only)	
		er, individually ppropriate Box if a Member of a Group	
(a)	(b)		
3. SEC Us	e On	ly	
4. Source	of Fu	nds	
OO 5. Check i	f Dis	closure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)	
6. Citizens	ship o	or Place of Organization	
United S			
NUMBER OF SHARES	7.	Sole Voting Power	
BENEFICIALLY OWNED BY	8.	0 Shared Voting Power	
EACH		1,410*	
REPORTING	9.	Sole Dispositive Power	
PERSON			
WITH	10.	0 Shared Dispositive Power	

1	41	10	*

- 11. Aggregate Amount Beneficially Owned by Each Reporting Person
 - 1,410*
- 12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares
- 13. Percent of Class Represented by Amount in Row (11)
 - Less than 0.1%*
- 14. Type of Reporting Person

IN

* Represents shares of the Issuer s Class A Common Stock, \$0.01 par value per share (the Class A Common Stock).

The Reporting Person is party to certain agreements with the Separately Filing Group Members (as defined in the Schedule 13D), which agreements contain, among other things, certain voting agreements and limitations on the sale of their shares of Common Stock. As a result, the Reporting Person may be deemed to be a member of a group, within the meaning of Section 13(d)(3) of the Act (as defined in the Schedule 13D), comprised of the Reporting Person and the Separately Filing Group Members. Shares listed as beneficially owned by the Reporting Person exclude shares held by any other Reporting Person or by any of the Separately Filing Group Members, in each case as to which the Reporting Person disclaims beneficial ownership.

All references to the number of shares outstanding are as of July 28, 2017, as reported in the Issuer s Quarterly Report on Form 10-Q for the quarter ended June 30, 2017, as adjusted to account for (i) the conversion of an aggregate of 1,500,000 shares of Class B Common Stock into 1,500,000 shares of Class A Common Stock in connection with sales by a Separately Filing Group Member that settled on August 11, 2017 and (ii) the conversion of an aggregate of 8,654,050 shares of Class B Common Stock into 8,654,050 shares of Class A Common Stock in connection with sales by certain stockholders pursuant to an underwritten offering that settled on August 14, 2017. The percentage is calculated using the total number of shares of Common Stock beneficially owned by the Reporting Person and based on 125,031,440 shares of Common Stock outstanding as of July 28, 2017, as adjusted. With respect to matters upon which the Issuer's stockholders are entitled to vote, the holders of Class A Common Stock and Class B Common Stock vote together as a single class, and each holder of Class A Common Stock is entitled to one vote per share and each holder of Class B Common Stock is entitled to ten votes per share. The shares of Class A Common Stock owned by the Reporting Person represent less than 0.1% of the

total voting power of the Common Stock as of July 28, 2017, as adjusted. The percentage of total voting power of the Common Stock is calculated based on the total voting power of the Common Stock outstanding as of July 28, 2017, as adjusted, which is comprised of 49,094,651 shares of Class A Common Stock and 75,936,789 shares of Class B Common Stock and assumes that no other outstanding shares of Class B Common Stock have been converted into shares of Class A Common Stock.

CUSIP No. 448579102 13D Page 8 of 19 Pages

EXPLANATORY NOTE: This Amendment No. 20 to Schedule 13D (<u>Amendment No. 20</u>) relates to the Class A Common Stock, \$0.01 par value per share, of Hyatt Hotels Corporation, a Delaware corporation (the <u>Issuer</u>), which has its principal executive office at 150 North Riverside Plaza, Chicago, Illinois 60606. This Amendment No. 20 amends and supplements, as set forth below, the Schedule 13D filed by the Reporting Persons with respect to the Issuer on August 26, 2010 (the Original Schedule 13D), as amended and supplemented by Amendment No. 1 to Schedule 13D filed by the Reporting Persons on September 8, 2010 (Amendment No. 1), Amendment No. 2 to Schedule 13D filed by the Reporting Persons on May 18, 2011 (_Amendment No. 2_), Amendment No. 3 to Schedule 13D filed by the Reporting Persons on November 29, 2011 (Amendment No. 3), Amendment No. 4 to Schedule 13D filed by the Reporting Persons on December 19, 2011 (Amendment No. 4), Amendment No. 5 to Schedule 13D filed by the Reporting Persons on January 4, 2012 (Amendment No. 5), Amendment No. 6 to Schedule 13D filed by the Reporting Persons on August 22, 2012 (Amendment No. 6), Amendment No. 7 to Schedule 13D filed by the Reporting Persons on December 4, 2012 (Amendment No. 7), Amendment No. 8 to Schedule 13D filed by the Reporting Persons on December 18, 2012 (<u>Amendment No. 8</u>), Amendment No. 9 to the Schedule 13D filed by the Reporting Persons on May 17, 2013 (Amendment No. 9), Amendment No. 10 to the Schedule 13D filed by the Reporting Persons on June 6, 2013 (<u>Amendment No. 1</u>0), Amendment No. 11 to the Schedule 13D filed by the Reporting Persons on June 21, 2013 (<u>Amendment No. 1</u>1), Amendment No. 12 to the Schedule 13D filed by the Reporting Persons on September 6, 2013 (_Amendment No. 12_), Amendment No. 13 to the Schedule 13D filed by the Reporting Persons on December 2, 2013 (<u>Amendment No. 1</u>3), Amendment No. 14 to the Schedule 13D filed by the Reporting Persons on January 3, 2014 (<u>Amendment No. 14</u>), Amendment No. 15 to the Schedule 13D filed by the Reporting Persons on April 1, 2014 (Amendment No. 15), Amendment No. 16 to the Schedule 13D filed by the Reporting Persons on March 4, 2015 (<u>Amendment No. 16</u>), Amendment No. 17 to the Schedule 13D filed by the Reporting Persons on September 2, 2015 (Amendment No. 17), Amendment No. 18 to the Schedule 13D filed by the Reporting Persons on August 31, 2016 (Amendment No. 18) and Amendment No. 19 to the Schedule 13D filed by the Reporting Persons on December 9, 2016 (Amendment No. 19). The Original Schedule 13D, as amended and supplemented by Amendment No. 1, Amendment No. 2, Amendment No. 3, Amendment No. 4, Amendment No. 5, Amendment No. 6, Amendment No. 7, Amendment No. 8, Amendment No. 9, Amendment No. 10, Amendment No. 11, Amendment No. 12, Amendment No. 13, Amendment No. 14, Amendment No. 15, Amendment No. 16, Amendment No. 17, Amendment No. 18 and Amendment No. 19, is referred to as the Schedule 13D. All capitalized terms not otherwise defined herein have the meanings ascribed to them in the Schedule 13D. The Schedule 13D is amended and supplemented by adding the information contained herein. Only those items amended are reported herein.

CUSIP No. 448579102 13D Page 9 of 19 Pages

Item 2. Identity and Background

Item 2 of the Schedule 13D is amended by deleting the second paragraph thereof and replacing such paragraph with the following:

The address of the principal business and principal office of Maroon Private Trust Company, LLC is 101 South Reid Street, Suite 307 (Office #315-Maroon), Sioux Falls, South Dakota 57103. The address of the principal business and principal office of THHC, L.L.C. is 101 South Reid Street, Suite 307 (Office #316), Sioux Falls, South Dakota 57103. The address of the principal business and principal office of the Non-U.S. Trustee is Goodman s Bay Corporate Center, West Bay Street, P.O. Box N-3933, Nassau, Bahamas. The address of the principal office of Marshall E. Eisenberg is 150 North Riverside Plaza, Suite 3300, Chicago, Illinois 60606-1594. The address of the principal office of Jason Pritzker is 150 North Riverside Plaza, Suite 3300, Chicago, Illinois 60606-1594.

Item 5. Interest in Securities of the Issuer

Item 5 of the Schedule 13D is amended and supplemented as follows:

(a)-(b) As of the date hereof, the Reporting Persons in the aggregate may be deemed to be the beneficial owners of 1,410 shares of currently issued Class A Common Stock and 22,520,767 shares of Class B Common Stock beneficially owned by the Reporting Persons. Based on the number of shares of Class B Common Stock outstanding as of July 28, 2017, as reported in the Issuer's Quarterly Report on Form 10-Q for the quarter ended June 30, 2017, as adjusted to account for (i) the conversion of an aggregate of 1,500,000 shares of Class B Common Stock into 1,500,000 shares of Class A Common Stock in connection with sales by a Separately Filing Group Member that settled on August 11, 2017 and (ii) the conversion of an aggregate of 8,654,050 shares of Class B Common Stock into 8,654,050 shares of Class A Common Stock in connection with sales by certain stockholders pursuant to an underwritten offering that settled on August 14, 2017, the number of shares of Class B Common Stock beneficially owned by the Reporting Persons represents 29.7% of the total number of shares of Class B Common Stock outstanding. Based on the number of shares of Common Stock outstanding as of July 28, 2017, as adjusted, the number of shares of Common Stock beneficially owned by the Reporting Persons represents 18.0% of the total number of shares of Common Stock outstanding and 27.9% of the total voting power of the shares of Common Stock outstanding, voting together as a single class, assuming that no additional outstanding shares of Class B Common Stock have been converted into shares of Class A Common Stock.

Thomas J. Pritzker holds 119,707 SARs that are currently exercisable at an exercise price of \$40.96, 127,410 SARs that are currently exercisable at an exercise price of \$41.74, 140,601 SARs that are currently exercisable at an exercise price of \$41.29, 207,381 SARs that are currently exercisable at an exercise price of \$43.44, 105,141 SARs that are currently exercisable at an exercise price of \$49.39, 90,176 SARs that are currently exercisable at an exercise price of \$56.27 and 68,775 SARs that are currently

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exercisable at an exercise price of \$47.36. Each SAR gives the holder the right to receive a number of shares of Class A Common Stock equal to the excess of the value of one share of Class A Common Stock at the exercise date, over the exercise price. The number of shares of Class A Common Stock that Mr. Pritzker will receive upon exercise of such SARs is not determinable until the date of exercise and therefore is not included in the information above.

Schedule A attached to this Amendment No. 20 amends and restates, in its entirety, Schedule A attached to the Schedule 13D. Schedule A attached to this Amendment No. 20 sets forth, as of the date hereof, the number of shares and percentage of the Class A Common Stock outstanding, the number of shares and percentage of the Class B Common Stock outstanding, the percentage of the total number of shares of Common Stock outstanding, and the percentage of the total voting power of the shares of Common Stock outstanding, voting together as a single class, represented by the shares beneficially owned by each Reporting Person.

THHC, L.L.C. is a member-managed Delaware limited liability company and directly holds 20,723,351 shares of Class B Common Stock. Maroon Private Trust Company, LLC is a manager-managed South Dakota limited liability company and the trustee of the trust listed on <u>Appendix A-1</u>, which is the controlling member of THHC, L.L.C., and in such capacity may be deemed to beneficially own such shares of Class B Common Stock. Maroon Trust is the sole member of Maroon Private Trust Company, LLC and in such capacity may be deemed to beneficially own such shares of Class B Common Stock. Thomas J. Pritzker is the trustee of Maroon Trust and in such capacity may, for the purposes hereof, be deemed to beneficially own such shares of Class B Common Stock. The investment decisions of Maroon Private Trust Company, LLC are made by the Trust Committee of its board of managers, consisting of Thomas J. Pritzker, John A. Miller, Glen Miller, Marshall E. Eisenberg and P. Daniel Donohue. The voting decisions of Maroon Private Trust Company, LLC are made by the independent members of the Trust Committee, consisting of John A. Miller, Glen Miller, Marshall E. Eisenberg and P. Daniel Donohue. The members of the Trust Committee disclaim beneficial ownership as a result of serving on the Trust Committee.

Based solely on the information contained in the Issuer s Current Report on Form 8-K filed December 22, 2016, two Separately Filing Group Members sold an aggregate of 1,696,476 shares of Class B Common Stock into the public market pursuant to Rule 144 under the Securities Act of 1933, as amended. In accordance with the Issuer s Amended and Restated Certificate of Incorporation, the shares of Class B Common Stock sold pursuant to such sales automatically converted upon such sales into shares of Class A Common Stock.

Based solely on the information contained in the Form 4 filings filed on March 21, 2017 and March 22, 2017 by a Separately Filing Group Member, such Separately Filing Group Member sold an aggregate of 258,877 shares of Class A Common Stock.

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Based solely on the information contained in the Issuer s Current Report on Form 8-K filed July 18, 2017, a Separately Filing Group Member sold an aggregate of 233,000 shares of Class B Common Stock into the public market pursuant to Rule 144 under the Securities Act of 1933, as amended. In accordance with the Issuer s Amended and Restated Certificate of Incorporation, the shares of Class B Common Stock sold pursuant to such sales automatically converted upon such sales into shares of Class A Common Stock.

Based solely on the information contained in an amendment to the Schedule 13D filed by a Separately Filing Group Member on August 16, 2017, such Separately Filing Group Member sold an aggregate of 1,500,000 shares of Class B Common Stock in a block trade with a broker-dealer at a price of \$59.55 per share, for an aggregate price of \$89,325,000. In accordance with the Issuer s Amended and Restated Certificate of Incorporation, the shares of Class B Common Stock sold pursuant to such sale automatically converted upon such sale into shares of Class A Common Stock.

Based solely on the information contained in the Schedule 13Ds, as amended, filed by the Separately Filing Group Members, as of the date hereof, the Pritzker Family Group in the aggregate may be deemed to be the beneficial owners of 305,023 shares of currently issued Class A Common Stock and 73,666,394 shares of Class A Common Stock issuable upon conversion of 73,666,394 shares of Class B Common Stock beneficially owned by the Pritzker Family Group. The number of shares of Class A Common Stock beneficially owned by the Pritzker Family Group and currently issued represents 0.6% of the total number of shares of Class A Common Stock outstanding, assuming that no outstanding shares of Class B Common Stock have been converted into shares of Class A Common Stock. The number of shares of Class B Common Stock beneficially owned by the Pritzker Family Group represents 97.0% of the total number of shares of Class B Common Stock outstanding. The number of shares of Common Stock beneficially owned by the Pritzker Family Group represents 59.2% of the total number of shares of Common Stock outstanding and 91.2% of the total voting power of the shares of Common Stock outstanding, voting together as a single class, assuming that no outstanding shares of Class B Common Stock have been converted into shares of Class A Common Stock.

Schedule B attached to this Amendment No. 20 amends and restates, in its entirety, Schedule B attached to the Schedule 13D. Schedule B attached to this Amendment No. 20 sets forth, as of the date hereof, the number of shares and percentage of the Class A Common Stock outstanding, the number of shares and percentage of the Class B Common Stock outstanding, the percentage of the total number of shares of Common Stock outstanding, and the percentage of the total voting power of the shares of Common Stock outstanding, voting together as a single class, represented by the shares beneficially owned by the Reporting Persons and each Separately Filing Group Member. All information with regard to the Separately Filing Group Members is based solely on the information contained in the Schedule 13Ds filed by the Separately Filing Group Members.

SIGNATURES

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: August 17, 2017

Maroon Private Trust Company, LLC, solely as trustee of the trust listed on <u>Appendix A-1</u>.

By: /s/ Derek Arend Derek Arend Vice President

THHC, L.L.C.

By: /s/ Derek Arend Derek Arend President

CIBC Trust Company (Bahamas) Limited, solely as trustee of the trusts listed on Appendix A-2.

By: /s/ Schevon Miller Schevon Miller Authorized Signatory*

By: /s/ Helen M. Carroll Helen M. Carroll Authorized Signatory*

/s/ Marshall E. Eisenberg Marshall E. Eisenberg, not individually, but solely in the capacity as co-trustee of the trust listed on Appendix A-3.

[Signature Page to Amendment No. 20 to Schedule 13D]

^{*} A Secretary s Certificate evidencing the authority of such persons to sign and file this Amendment No. 20 on behalf of CIBC Trust Company (Bahamas) Limited was previously filed as Exhibit 20 to the Schedule 13D and is incorporated by reference herein.

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/s/ Thomas J. Pritzker
Thomas J. Pritzker, not individually, but solely
in the capacity as trustee of Maroon Trust,
solely in such trust s capacity as the member of
Maroon Private Trust Company, LLC, and in
the capacity as co-trustee of the trust listed on
Appendix A-3

/s/ Thomas J. Pritzker Thomas J. Pritzker, individually

/s/ Jason Pritzker Jason Pritzker, individually

[Signature Page to Amendment No. 20 to Schedule 13D]

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Appendix A-1

Name of TrustJurisd.F.L.P. Trust #11South Dakota

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Appendix A-2

	Jurisd. of
Name of Trusts	Org.
Trust 2015-THC1	Bahamas
Trust 2015-THC2	Bahamas
Trust J-2015B	Bahamas
Trust B-2015C	Bahamas
Trust D-2015D	Bahamas

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Appendix A-3

	Jurisd.
Name of Trust	of Org.
TJP Revocable Trust	Illinois

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 $\underline{\textbf{Schedule A}}$ Certain Information Regarding the Reporting Persons 1

	Class A Common Stock ²		Class B Common Stock ³		% of Total Voting Power ⁵
	% of		% of		
Name of Beneficial Owner	Shares Class A	Shares	Class B		
Maroon Private Trust Company, LLC, solely in					
the capacity as trustee of the trust listed on					
Appendix A-1.6		20,723,351	27.3%	16.6%	25.6%
THHC, L.L.C.6		20,723,351	27.3%	16.6%	25.6%
CIBC Trust Company (Bahamas) Limited, solely					
in the capacity as trustee of the trusts listed on					
Appendix A-2.		1,746,453	2.3%	1.4%	2.2%
Thomas J. Pritzker and Marshall E. Eisenberg,					
not individually, but solely in the capacity as					
co-trustees of the trust listed on Appendix A-3.		50,963	*	*	*
Thomas J. Pritzker, individually and as trustee of					
Maroon Trust, solely in such trust s capacity as					
the member of Maroon Private Trust Company,					
LLC ⁶⁷		20,723,351	27.3%	16.6%	25.6%
Jason Pritzker, individually.	1,410 *	,		*	*

^{*} Less than 1% beneficial ownership

- All references to the number of shares outstanding are as of July 28, 2017, as reported in the Issuer's Quarterly Report on Form 10-Q for the quarter ended June 30, 2017, as adjusted to account for (i) the conversion of an aggregate of 1,500,000 shares of Class B Common Stock into 1,500,000 shares of Class A Common Stock in connection with sales by a Separately Filing Group Member that settled on August 11, 2017 and (ii) the conversion of an aggregate of 8,654,050 shares of Class B Common Stock into 8,654,050 shares of Class A Common Stock in connection with sales by certain stockholders pursuant to an underwritten offering that settled on August 14, 2017.
- The information shown in the table with respect to the percentage of Class A Common Stock beneficially owned is based on 49,094,651 shares of the Class A Common Stock outstanding as of July 28, 2017, as adjusted, and assuming that no additional outstanding shares of Class B Common Stock have been converted into shares of Class A Common Stock.
- The information shown in the table with respect of the percentage of Class B Common Stock beneficially owned is based on 75,936,789 shares of Class B Common Stock outstanding as of July 28, 2017, as adjusted, and assuming that no additional outstanding shares of Class B Common Stock have been converted into shares of

- Class A Common Stock.
- The information shown in the table with respect to the percentage of total Common Stock beneficially owned is based on 49,094,651 shares of Class A Common Stock and 75,936,789 shares of Class B Common Stock outstanding as of July 28, 2017, as adjusted.
- With respect to matters upon which the Issuer's stockholders are entitled to vote, the holders of Class A Common Stock and Class B Common Stock vote together as a single class, and each holder of Class A Common Stock is entitled to one vote per share and each holder of Class B Common Stock is entitled to ten votes per share. The percentage of total voting power of the shares of Common Stock is calculated based on the total voting power of the shares of Common Stock outstanding as of July 28, 2017, as adjusted, which is comprised of 49,094,651 shares of Class A Common Stock and 75,936,789 shares of Class B Common Stock and assumes that no additional outstanding shares of Class B Common Stock have been converted into shares of Class A Common Stock.
- THHC, L.L.C. is a member-managed Delaware limited liability company and directly holds 20,723,351 shares of Class B Common Stock. Maroon Private Trust Company, LLC is a manager-managed South Dakota limited liability company and the trustee of the trust listed on Appendix A-1, which is the controlling member of THHC, L.L.C., and in such capacity may be deemed to beneficially own such shares of Class B Common Stock. Maroon Trust is the sole member of Maroon Private Trust Company, LLC and in such capacity may be deemed to beneficially own such shares of Class B Common Stock. Thomas J. Pritzker is the trustee of Maroon Trust and in such capacity may, for the purposes hereof, be deemed to beneficially own such shares of Class B Common Stock. The investment decisions of Maroon Private Trust Company, LLC are made by the Trust Committee of its board of managers, consisting of Thomas J. Pritzker, John A. Miller, Glen Miller, Marshall E. Eisenberg and P. Daniel Donohue. The voting decisions of Maroon Private Trust Company, LLC are made by the independent members of the Trust Committee, consisting of John A. Miller, Glen Miller, Marshall E. Eisenberg and P. Daniel Donohue. The members of the Trust Committee disclaim beneficial ownership as a result of serving on the Trust Committee.
- Thomas J. Pritzker holds 119,707 stock appreciation rights (<u>SAR</u>s) that are currently exercisable at an exercise price of \$40.96, 127,410 SARs that are currently exercisable at an exercise price of \$41.74, 140,601 SARs that are currently exercisable at an exercise price of \$41.29, 207,381 SARs that are currently exercisable at an exercise price of \$43.44, 105,141 SARs that are currently exercisable at an exercise price of \$49.39, 90,176 SARs that are currently exercisable at an exercise price of \$47.36. Each SAR gives the holder the right to receive a number of shares of Class A Common Stock equal to the excess of the value of one share of Class A Common Stock at the exercise date, over the exercise price. The number of shares of Class A Common Stock that Mr. Pritzker will receive upon exercise of such SARs is not determinable until the date of exercise and therefore is not included in the information above. Thomas J. Pritzker is also the grantor of the trust set forth on <u>Appendix A-3</u>, and has the right to revoke the trust at any time without the consent of another person. As a result he could be deemed to be the sole beneficial owner of the shares owned by such trust.

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Schedule B

Certain Information Regarding the

Separately Filing Group Members¹

	Class	s A			% of Total % of Total	
	Common		Class B		Common	Voting
	Stock ²		Common Stock ³		Stock ⁴	Power ⁵
		% of	% of			
Separately Filing Group Member	Shares	Class A	Shares	Class B		
CIBC Trust Company (Bahamas) Limited in its						
capacity as trustee and Other Reporting						
Persons ⁶			781,807	1.0%	0.6%	1.0%
Trustees of the Thomas J. Pritzker Family						
Trusts and Other Reporting Persons ⁷	1,410	*	22,520,767	29.7%	18.0%	27.9%
Trustees of the Nicholas J. Pritzker Family						
Trusts and Other Reporting Persons ⁸			1,409,437	1.9%	1.1%	1.7%
Trustees of the Jennifer N. Pritzker Family						
Trusts and Other Reporting Persons ⁹	8,470	*	2,420,151	3.2%	1.9%	3.0%
Trustees of the Linda Pritzker Family Trusts ¹⁰						
Trustees of the Karen L. Pritzker Family						
Trusts ¹¹			8,584,104	11.3%	6.9%	10.6%
Trustee of the Penny Pritzker Family Trusts						
and Other Reporting Persons ¹²	14,650	*	8,965,797	11.8%	7.2%	11.1%
Trustees of the Daniel F. Pritzker Family						
Trusts and Other Reporting Persons ¹³	280,493	0.6%	6,486,507	8.5%	5.4%	8.1%
The Anthony N. Pritzker Family Foundation ¹⁴			1,830,094	2.4%	1.5%	2.3%
Trustees of the Gigi Pritzker Pucker Family						
Trusts and Other Reporting Persons ¹⁵			18,837,636	24.8%	15.1%	23.3%
The Pritzker Family Foundation ¹⁶			1,830,094	2.4%	1.5%	2.3%
Pritzker Family Group Totals	305,023	0.6%	73,666,394	97.0%	59.2%	91.2%

^{*} Less than 1% beneficial ownership

All references to the number of shares outstanding are as of July 28, 2017, as reported in the Issuer's Quarterly Report on Form 10-Q for the quarterly period ended June 30, 2017, as adjusted to account for (i) the conversion of an aggregate of 1,500,000 shares of Class B Common Stock into 1,500,000 shares of Class A Common Stock in connection with sales by a Separately Filing Group Member that settled on August 11, 2017 and (ii) the conversion of an aggregate of 8,654,050 shares of Class B Common Stock into 8,654,050 shares of Class A Common Stock in connection with sales by certain stockholders pursuant to an underwritten offering that settled

- on August 14, 2017.
- The information shown in the table with respect to the percentage of Class A Common Stock beneficially owned is based on 49,094,651 shares of Class A Common Stock outstanding as of July 28, 2017, as adjusted, and assuming that no additional outstanding shares of Class B Common Stock have been converted into shares of Class A Common Stock.
- The information shown in the table with respect of the percentage of Class B Common Stock beneficially owned is based on 75,936,789 shares of Class B Common Stock outstanding as of July 28, 2017, as adjusted, and assuming that no additional outstanding shares of Class B Common Stock have been converted into shares of Class A Common Stock.
- ⁴ The information shown in the table with respect to the percentage of total Common Stock beneficially owned is based on 49,094,651 shares of Class A Common Stock and 75,936,789 shares of Class B Common Stock outstanding as of July 28, 2017, as adjusted.
- With respect to matters upon which the Issuer's stockholders are entitled to vote, the holders of Class A Common Stock and Class B Common Stock vote together as a single class, and each holder of Class A Common Stock is entitled to one vote per share and each holder of Class B Common Stock is entitled to ten votes per share. The percentage of total voting power of the shares of Common Stock is calculated based on the total voting power of the shares of Common Stock outstanding as of July 28, 2017, as adjusted, which is comprised of 49,094,651 shares of Class A Common Stock and 75,936,789 shares of Class B Common Stock and assumes that no additional outstanding shares of Class B Common Stock have been converted into shares of Class A Common Stock.
- See the Schedule 13D filed on August 26, 2010, as amended, by the CIBC Trust Company (Bahamas) Limited, solely as trustee of the Non-U.S. Situs Trusts listed on Appendix A to the Schedule 13D, which includes information regarding the filer s jurisdiction of organization, principal business, and address of principal office.

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- See the Schedule 13D filed on August 26, 2010, as amended, by Marshall E. Eisenberg, not individually, but solely as trustee of certain trusts listed on Appendix A-1 to the Schedule 13D, and the other Reporting Persons named therein, which includes information regarding the filer s jurisdiction of organization, principal business, and address of principal office. Thomas J. Pritzker holds 119,707 stock appreciation rights (<u>SARs</u>) that are currently exercisable at an exercise price of \$40.96, 127,410 SARs that are currently exercisable at an exercise price of \$41.74, 140,601 SARs that are currently exercisable at an exercise price of \$43.44, 105,141 SARs that are currently exercisable at an exercise price of \$49.39, 90,176 SARs that are currently exercisable at an exercise price of \$47.36. The number of shares of Class A Common Stock that Mr. Pritzker will receive upon exercise of such SARs is not currently determinable and therefore not included in the table above because each SAR gives the holder the right to receive a number of shares of Class A Common Stock equal to the excess of the value of one share of A Common Stock at the exercise date, which is not determinable until the date of exercise, over the exercise price.
- See the Schedule 13D filed on August 26, 2010, as amended, by Marshall E. Eisenberg, not individually, but solely as trustee of certain trusts listed on Appendix A-1 to the Schedule 13D, and the other Reporting Persons named therein, which includes information regarding the filer s jurisdiction of organization, principal business, and address of principal office.
- See the Schedule 13D filed on August 26, 2010, as amended, by Charles E. Dobrusin and Harry B. Rosenberg, not individually, but solely as co-trustees of certain trusts listed on Appendix A-1 to the Schedule 13D, and the other Reporting Persons named therein, which includes information regarding the filer s jurisdiction of organization, principal business, and address of principal office.
- See the Schedule 13D filed on August 26, 2010, as amended, by Lewis M. Linn, not individually, but solely as trustee for the trusts listed on Appendix A-1 to the Schedule 13D, and the other Reporting Persons named therein, which includes information regarding the filer s jurisdiction of organization, principal business, and address of principal office.
- See the Schedule 13D filed on August 26, 2010, as amended, by Walter W. Simmers, Andrew D. Wingate and Lucinda Falk, not individually, but solely as co-trustees for the trusts listed on Appendix A-1 to the Schedule 13D, and the other Reporting Persons named therein, which includes information regarding the filer s jurisdiction of organization, principal business, and address of principal office.
- See the Schedule 13D filed on August 26, 2010, as amended, by John Kevin Poorman, not individually, but solely as trustee of certain trusts listed on Appendix A-1 to the Schedule 13D, and the other Reporting Persons named therein, which includes information regarding the filer s jurisdiction of organization, principal business, and address of principal office.
- See the Schedule 13D filed on August 26, 2010, as amended, by Lewis M. Linn, not individually, but solely as trustee for the trusts listed on Appendix A-1 to the Schedule 13D, and the other Reporting Persons named therein, which includes information regarding the filer s jurisdiction of organization, principal business, and address of principal office.
- See the Schedule 13D filed on August 26, 2010, as amended, by Lewis M. Linn, not individually, but solely as trustee for the trusts listed on Appendix A-1 to the Schedule 13D, and the other Reporting Persons named therein, which includes information regarding the filer s jurisdiction of organization, principal business, and address of principal office.
- See the Schedule 13D filed on August 26, 2010, as amended, by Gigi Pritzker Pucker and Edward W. Rabin, not individually, but solely as trustees of certain trusts listed on Appendix A-1 to the Schedule 13D, and the other Reporting Persons named therein on, which includes information regarding the filer s jurisdiction of organization, principal business, and address of principal office.

See the Schedule 13D filed on August 26, 2010, as amended, by Thomas J. Muenster, not individually, but solely as trustee for the trusts listed on Appendix A-1 to the Schedule 13D, and the other Reporting Persons named therein, which includes information regarding the filer s jurisdiction of organization, principal business, and address of principal office.