Hyatt Hotels Corp Form 3 August 25, 2010

## 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 \*

Shoalwater Trust (WA 142)

M3

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

Statement

(Month/Day/Year) 08/17/2010

Hyatt Hotels Corp [H]

(Last) (First) (Middle)

4. Relationship of Reporting Person(s) to Issuer

5. If Amendment, Date Original

Filed(Month/Day/Year)

71 S. WACKER DRIVE. SUITE 4600

(Street)

Director Officer

10% Owner \_X\_\_ Other (give title below) (specify below)

Filing(Check Applicable Line) \_X\_ Form filed by One Reporting

Person

Form filed by More than One

6. Individual or Joint/Group

Reporting Person

CHICAGO, ILÂ 60606

(City) (State)

1. Title of Security (Instr. 4)

(Zip)

2. Amount of Securities Beneficially Owned

(Instr. 4)

3. Ownership

Table I - Non-Derivative Securities Beneficially Owned

(Check all applicable)

See Remarks

4. Nature of Indirect Beneficial Ownership

(Instr. 5) Form: 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)

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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

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

Date

Exercisable

**Expiration Title** Date

Amount or Number of

Security: Derivative Security Direct (D)

## Edgar Filing: Hyatt Hotels Corp - Form 3

## **Reporting Owners**

Reporting Owner Name / Address

Director 10% Owner Officer Other

Shoalwater Trust (WA 142) M3
71 S. WACKER DRIVE
SUITE 4600

Relationships

Director 10% Owner Officer Other

Shoalwater Trust (WA 142) M3

 Â Â See Remarks

# **Signatures**

CHICAGO, ILÂ 60606

/s/ Marshall E. Eisenberg, solely in his capacity as trustee of Shoalwater Trust (WA 142) M3

08/25/2010

\*\*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.
  - Represents shares allocated by the co-trustees of a Pritzker Family U.S. Situs Trust or distributed from a Pritzker Family U.S. Situs Trust. No consideration was paid in connection with such allocation or distribution. Such allocation or distribution of shares of Class B Common Stock to the Reporting Person constitutes a "permitted transfer" as defined under the Issuer's Amended and Restated
- (2) Certificate of Incorporation. Contemporaneous with such allocation or distribution, Marshall E. Eisenberg, solely in his capacity as trustee of the Reporting Person, has executed a joinder to, and thereby has become subject to the provisions of, the Amended and Restated Global Hyatt Agreement. Accordingly, immediately following the allocation, the shares will remain shares of Class B Common Stock.

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### **Remarks:**

Member of 10% owner group. Â Marshall E. Eisenberg serves as trustee of the Reporting Person ar

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

Reporting Owners 2