Hyatt Hotels Corp Form 4 November 05, 2014

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

Check this box if no longer subject to

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF Section 16.

Form 4 or Form 5 obligations may continue.

See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * Don Family Trust #3-Nancy

2. Issuer Name and Ticker or Trading Symbol

Hyatt Hotels Corp [H]

(First) (Middle) (Last)

(Street)

(State)

3. Date of Earliest Transaction (Month/Day/Year)

C/O 1922 TRUST COMPANY LTA, 11/03/2014 TRUSTEE. 3555 TIMMONS LANE.

SUITE 800

4. If Amendment, Date Original

Filed(Month/Day/Year)

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

below)

Issuer

Director

Officer (give title

X Form filed by One Reporting Person Form filed by More than One Reporting

5. Relationship of Reporting Person(s) to

(Check all applicable)

See Remarks

below)

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

HOUSTON, TX 77027

(City)

1. Title of 2. Transaction Date 2A. Deemed Security (Month/Day/Year) Execution Date, if (Instr. 3)

(Month/Day/Year)

(Zip)

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

(A)

or

5. Amount of Securities Beneficially Owned Following

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

7. Nature of Indirect Ownership (Instr. 4)

10% Owner __X__ Other (specify

OMB APPROVAL

3235-0287

January 31,

2005

0.5

OMB

Number:

Expires:

response...

Estimated average

burden hours per

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.

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SEC 1474 (9-02)

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

1. Title of Derivative Conversion 3. Transaction Date 3A. Deemed

5. Number of (Month/Day/Year) Execution Date, if TransactionDerivative

6. Date Exercisable and **Expiration Date**

7. Title and Amount of Underlying Securities

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Security (Instr. 3)	or Exercise Price of Derivative Security		any (Month/Day/Year)	Code (Instr. 8)	Acqu Disp	rities uired (A) or osed of (D) r. 3, 4, and	(Month/Day/Year)		(Instr. 3 and 4)		S
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Class B Common Stock	(1)	11/03/2014		S		19,903	<u>(1)</u>	<u>(1)</u>	Class A Common Stock	19,903	
Class B Common Stock	<u>(1)</u>	11/03/2014		S		462,807	<u>(1)</u>	<u>(1)</u>	Class A Common Stock	462,807	
Class B Common Stock	<u>(1)</u>	11/03/2014		S		101,000	<u>(1)</u>	<u>(1)</u>	Class A Common Stock	101,000	
Class B Common Stock	<u>(1)</u>	11/03/2014		S		315,000	<u>(1)</u>	<u>(1)</u>	Class A Common Stock	315,000	
Class B Common Stock	(1)	11/03/2014		S		243,193	<u>(1)</u>	<u>(1)</u>	Class A Common Stock	243,193	

Deletionship

Reporting Owners

Reporting Owner Name / Address	Keiauonsinps					
,	Director	10% Owner	Officer	Other		
Don Family Trust #3-Nancy						
C/O 1922 TRUST COMPANY LTA, TRUSTEE				See		
3555 TIMMONS LANE, SUITE 800				Remarks		
HOUSTON, TX 77027						

Signatures

/s/ Lewis M. Linn, Authorized Signer 11/05/2014

**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).
- (1) 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.
- (2) By BKMP H Company LP, a limited partnership in which the Reporting Person is a limited partner.

Reporting Owners 2

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Under certain circumstances, the Reporting Person could participate indirectly through subsidiaries in a limited portion of excess proceeds from profits upon disposition of Class B Common Stock by limited partnerships (including Texas 8-26-22 H Company LP, Featherman H Company LP, RKMP H Company LP and BKMP H Company LP). These transactions represent a reduction in the number of shares subject to this arrangement due to sales by Texas 8-26-22 H Company LP (101,000 shares), Featherman H Company LP (315,000 shares), RKMP H Company LP (243,193 shares) and BKMP H Company LP (462,807 shares, which includes the sale of 19,903 shares in footnote 2).

Remarks:

The Reporting Person may be deemed to be a member of a 10% owner group because the Reporting Person has agreed to certain 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.