Hyatt Hotels Corp Form 4 February 26, 2015

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL OMB

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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).

Form 5

obligations

may continue.

See Instruction

(Print or Type Responses)

1. Name and Address of Reporting Person *

1922 Trust

(Last)

Security

(Instr. 3)

2. Issuer Name and Ticker or Trading

Symbol

Hyatt Hotels Corp [H]

(Middle)

3. Date of Earliest Transaction

11/03/2014

(Month/Day/Year)

C/O LEWIS M. LINN, TRUSTEE. 3555 TIMMONS LANE. **SUITE 800**

(First)

(Street) 4. If Amendment, Date Original

Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

below)

(Check all applicable)

Director 10% Owner _X_ Other (specify Officer (give title

> below) See Remarks

Applicable Line)

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

6. Individual or Joint/Group Filing(Check

HOUSTON, TX 77027

(State) (Zip) (City) 1. Title of 2. Transaction Date 2A. Deemed

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned (Month/Day/Year) Execution Date, if

3. TransactionAcquired (A) or Code (Month/Day/Year) (Instr. 8)

4. Securities Disposed of (D) (Instr. 3, 4 and 5)

(A)

or

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)

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

3. Transaction Date 3A. Deemed 1. Title of Derivative (Month/Day/Year) Execution Date, if TransactionDerivative Conversion

5. Number of

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)	Securities (Month/Day/Year) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		(Instr. 3 and 4)			
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Class B Common Stock	(1)	11/03/2014		S	462,807	<u>(1)</u>	<u>(1)</u>	Class A Common Stock	462,807	
Class B Common Stock	(1)	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	
Class B Common Stock	(1)	02/24/2015		S	180,000	<u>(1)</u>	<u>(1)</u>	Class A Common Stock	180,000	
Class B Common Stock	(1)	02/24/2015		S	570,000	<u>(1)</u>	<u>(1)</u>	Class A Common Stock	570,000	

Reporting Owners

Reporting Owner Name / Address	Relationships					
copyring of the remark results	Director	10% Owner	Officer	Other		
1922 Trust						
C/O LEWIS M. LINN, TRUSTEE				See		
3555 TIMMONS LANE, SUITE 800				Remarks		
HOUSTON, TX 77027						

Signatures

/s/ Lewis M. Linn,
Trustee

**Signature of Reporting

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)

Reporting Owners 2

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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 Reporting Person is the sole member of 1922 Trust Company LTA, which serves as trustee of various trusts that have previously contributed shares of Class B Common Stock of the Issuer to limited partnership holding vehicles. Under certain circumstances, the Reporting Person could participate indirectly through other subsidiaries in a limited portion of excess proceeds from profits upon

(2) disposition of Class B Common Stock by those limited partnership holding vehicles. 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 on November 3, 2014 and 180,000 shares on February 24, 2015), BKMP H Company LP (462,807 shares) and TGFJ H Company LP (570,000 shares).

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.