

# **HYATT HOTELS CORP**

Reported by  
**PUCKER GIGI PRITZKER**

## **FORM 4**

(Statement of Changes in Beneficial Ownership)

Filed 11/29/11 for the Period Ending 11/28/11

Address	71 SOUTH WACKER DRIVE 12TH FLOOR CHICAGO, IL 60606
Telephone	(312) 750-1234
CIK	0001468174
Symbol	H
SIC Code	7011 - Hotels and Motels
Industry	Hotels & Motels
Sector	Services
Fiscal Year	12/31

# FORM 4

[ ] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

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## STATEMENT OF CHANGES IN 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(f) of the  
Investment Company Act of 1940

1. Name and Address of Reporting Person *	2. Issuer Name and Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
<b>Pucker Gigi Pritzker</b>	<b>Hyatt Hotels Corp [ H ]</b>	<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner
(Last) (First) (Middle)	3. Date of Earliest Transaction (MM/DD/YYYY)	<input type="checkbox"/> Officer (give title below) <input checked="" type="checkbox"/> Other (specify below)
<b>71 SOUTH WACKER DRIVE, SUITE 4600</b>	<b>11/28/2011</b>	<b>See Remarks</b>
(Street)	4. If Amendment, Date Original Filed (MM/DD/YYYY)	6. Individual or Joint/Group Filing (Check Applicable Line)
<b>CHICAGO, IL 60606</b>		<input checked="" type="checkbox"/> Form filed by One Reporting Person
(City) (State) (Zip)		<input type="checkbox"/> Form filed by More than One Reporting Person

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

1. Title of Security (Instr. 3)	2. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			

**Table II - Derivative Securities Beneficially Owned ( e.g. , puts, calls, warrants, options, convertible securities)**

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	6. Date Exercisable and Expiration Date	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction (s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code V (A) (D)		Date Exercisable Expiration Date	Title Amount or Number of Shares				
<b>Class B Common Stock</b>	(1)	11/28/2011		P	540000 (2)	(1) (1)	<b>Class A Common Stock</b> 540000 (2)	\$32.51 (3)	16164602	I	See Footnote (2)

### Explanation of Responses:

- 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 of Class B Common Stock purchased by G14M2 HHC, L.L.C. on November 28, 2011. The members of G14M2 HHC, L.L.C. are F.L.P. Trust #14M2 and F.L.P. Trust #14M5, trusts for the benefit of the Reporting Person. Edward W. Rabin and the Reporting Person serve as co-trustees of F.L.P. Trust #14M2 and F.L.P. Trust #14M5 and have shared voting and investment power over the shares beneficially owned by G14M2 HHC, L.L.C. The purchase of shares of Class B Common Stock by G14M2 HHC, L.L.C. constitutes a "permitted transfer" as defined under the Issuer's Amended and Restated Certificate of Incorporation and, accordingly, immediately following the purchase of shares, the shares remain shares of Class B Common Stock. The Reporting Person disclaims beneficial ownership of the shares listed in the table, except to the extent of her pecuniary interest therein.
- Plus a per share amount equal to 33.33% of the excess, if any, of the Volume Weighted Average Price (VWAP) for the Class A Common Stock of the Issuer for the fifteen-trading day period ending May 25, 2012 over \$32.51 as reported by Bloomberg.

**Remarks:**

(1) Member of 10% owner group.

**Reporting Owners**

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
<b>Pucker Gigi Pritzker</b> <b>71 SOUTH WACKER DRIVE</b> <b>SUITE 4600</b> <b>CHICAGO, IL 60606</b>				<b>See Remarks</b>

**Signatures**/s/ Gigi Pritzker Pucker11/29/2011

\*\* Signature of Reporting Person

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

\* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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.