Hyatt Hotels Corp Form 3 August 20, 2012

FORM 3

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, response... 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 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person * Statement Hyatt Hotels Corp [H] T11M2 Investors, L.L.C. (Month/Day/Year) 08/17/2012 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) 71 SOUTH WACKER

(Check all applicable) DRIVE, Â SUITE 4700

> 10% Owner Director Officer __X__ Other (give title below) (specify below) See Remarks

6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person

Form filed by More than One

Reporting Person

CHICAGO, ILÂ 60606

(City) (State) (Zip)

(Street)

1. Title of Security (Instr. 4)

2. Amount of Securities Beneficially Owned

(Instr. 4)

Form:

Ownership

Table I - Non-Derivative Securities Beneficially Owned

4. Nature of Indirect Beneficial

Ownership (Instr. 5)

(I)

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 2. Date Exercisable and 3. Title and Amount of 4. 5. 6. Nature of Indirect (Instr. 4) **Expiration Date** Securities Underlying Conversion Ownership Beneficial Ownership (Month/Day/Year) or Exercise Derivative Security Form of (Instr. 5) Price of Derivative (Instr. 4) Security: Derivative Date **Expiration Title** Amount or Security Direct (D) Number of Exercisable Date or Indirect Shares

(Instr. 5)

Class B Common Stock \hat{A} $\stackrel{(1)}{=}$ \hat{A} $\stackrel{(1)}{=}$ \hat{A} $\stackrel{(1)}{=}$ \hat{A} $\stackrel{(1)}{=}$ \hat{A} $\stackrel{(1)}{=}$ \hat{A} $\stackrel{(1)}{=}$ \hat{A} $\stackrel{(2)}{=}$ \hat{A}

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

T11M2 Investors, L.L.C. 71 SOUTH WACKER DRIVE SUITE 4700 CHICAGO, ILÂ 60606

Â Â See Remarks

Signatures

/s/ Ronald D. Wray, authorized signatory

08/17/2012

**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.
 - The sole member of the Reporting Person is F.L.P. Trust #11M2, a trust for the benefit of Thomas J. Pritzker. John A. Miller serves as trustee of the trust and has voting and investment power over the shares beneficially owned by the Reporting Person. The beneficiary of the trust does not have voting and investment power over the shares of Class B Common Stock held by the Reporting Person. The
- acquisition of shares of Class B Common Stock by the Reporting Person constitutes a "permitted transfer" as defined under the Issuer's Amended and Restated Certificate of Incorporation. Contemporaneous with such acquisition of shares, the Reporting Person executed joinders to, and thereby became subject to the provisions of, the Amended and Restated Global Hyatt Agreement and the Amended and Restated Foreign Global Hyatt Agreement. Accordingly, immediately following the acquisition of shares, the shares remain shares of Class B Common Stock.

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Remarks:

Member of 10% owner group. Â The Reporting Person may be deemed to be a member of a gro

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Reporting Owners 2