Hyatt Hotels Corp Form 3

August 20, 2012

FORM 3 UNITED STATES SECURITIES AND EXCHA						ANGE COMMISSION		OMB APPROVAL		
			Washi	ngton, E	D.C. 20549			OMB Number:	3235-0104	
					F BENEFICIAL OWNERSHIP OF CURITIES				January 31, 2005	
		on 17(a) of	t to Section 16(a the Public Utili 0(h) of the Inves	ty Holdi	ng Company	Act of 1935		Estimated burden hou response on	urs per	
(Print or Type Rea	sponses)									
1. Name and Address of Reporting Person <u>*</u> T11M5 Investors, L.L.C.			2. Date of Event Requiring Statement (Month/Day/Year)		3. Issuer Nam Hyatt Hote		mbol			
(Last)	(First)	(Middle)	08/17/2012		4. Relationship of Reporting Person(s) to Issuer			5. If Amendment, Date Original Filed(Month/Day/Year)		
71 SOUTH W DRIVE, SU					(Check	all applicable)				
	(Street)				OfficerXOther Film (give title below) (specify below)X			dividual or Joint/Group g(Check Applicable Line) Form filed by One Reporting		
CHICAGO,Â	ILÂ 606	06			See	e Remarks		on Form filed by Mo orting Person	ore than One	
(City)	(State)	(Zip)	Ta	ble I - N	lon-Derivat	ive Securiti	es Benefio	cially Owne	d	
1.Title of Securit (Instr. 4)	у		Be	Amount of meficially astr. 4)	f Securities Owned	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature o Ownership (Instr. 5)	f Indirect Bene	ficial	
Reminder: Repor owned directly or	-		ach class of securities	es benefici	ally S	EC 1473 (7-02)	)			
	inforn requir	nation conta red to respo	pond to the colle ained in this form and unless the fo MB control numb	n are not orm displ						
Ta	ble II - Der	rivative Secu	rities Beneficially	Owned (e.	g., puts, calls,	warrants, opt	ions, conve	rtible securitie	s)	
1. Title of Deriva (Instr. 4)	tive Securi	· · · · · ·	e Exercisable and ation Date		nd Amount of s Underlying	4. Conversio	5. on Owner		re of Indirect cial Ownership	

r. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		Securities Underlying Derivative Security			5. Ownership Form of	Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	(Instr. 4)	Amount or Number of Shares	Price of Derivative Security	Derivative Security: Direct (D) or Indirect (I)	(11841. 5)

Class B Common Stock  $\hat{A} \stackrel{(1)}{=} \hat{A} \stackrel{(1)}{=} \hat{A} \stackrel{(1)}{=} \begin{array}{c} Class A \\ Common \\ Stock \end{array} \begin{array}{c} 930,946 \\ 930,946 \\ (1) \end{array} \$ 0 \qquad D \qquad \hat{A} \end{array}$ 

## **Reporting Owners**

<b>Reporting Owner Name / Address</b>	Relationships						
	Director	10% Owner	Officer	Other			
T11M5 Investors, L.L.C. 71 SOUTH WACKER DRIVE SUITE 4700 CHICAGO, IL 60606	Â	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 #11M5, 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

(2) 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.

## Â

(1)

## **Remarks:**

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

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.