

Hyatt Hotels Corp
Form 4
March 20, 2017

FORM 4

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

OMB APPROVAL

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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(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
HOPLAMAZIAN MARK SAMUEL

(Last) (First) (Middle)

C/O HYATT HOTELS CORPORATION, 71 S. WACKER DRIVE, 12TH FLOOR

(Street)

CHICAGO, IL 60606

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

Hyatt Hotels Corp [H]

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

02/08/2017

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)

See Remarks

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

Form filed by One Reporting Person
 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. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction 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)	
				(A) or (D)	Price			
				Code	V	Amount		
Class A Common Stock	03/16/2017		M		8,634	A	Ⓟ 368,131	D
Class A Common Stock	03/16/2017		F		3,743	D	\$ 53.55 364,388	D
Class A Common Stock	03/16/2017		M		6,453	A	Ⓟ 370,841	D
Class A Common Stock	03/16/2017		F		2,798	D	\$ 368,043	D

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Common Stock						53.55	
Class A Common Stock	03/16/2017		M	6,664	A	Ⓛ	374,707 D
Class A Common Stock	03/16/2017		F	2,889	D	\$ 53.55	371,818 D
Class A Common Stock	03/16/2017		M	10,557	A	Ⓛ	382,375 D
Class A Common Stock	03/16/2017		F	4,577	D	\$ 53.55	377,798 D
Class A Common Stock	03/16/2017		M	7,918	A	Ⓛ	385,716 D
Class A Common Stock	03/16/2017		F	3,433	D	\$ 53.55	382,283 D

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

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(9-02)

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction 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 (Month/Day/Year)	7. Title and Amount of Underlying Security (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Restricted Stock Units	(2)	02/08/2017		A	7,918 (2)	03/16/2017 03/16/2017	Class A Common Stock 7,918
Restricted Stock Units	(1)	03/16/2017		M	8,634	03/16/2017 03/16/2017	Class A Common Stock 8,634
	(1)	03/16/2017		M	6,453	03/16/2017 03/16/2017	6,453

Restricted Stock Units								Class A Common Stock	
Restricted Stock Units	<u>(1)</u>	03/16/2017	M	6,664	03/16/2017	03/16/2017		Class A Common Stock	6,664
Restricted Stock Units	<u>(1)</u>	03/16/2017	M	10,557	03/16/2017	03/16/2017		Class A Common Stock	10,557
Restricted Stock Units	<u>(1)</u>	03/16/2017	M	7,918	03/16/2017	03/16/2017		Class A Common Stock	7,918

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HOPLAMAZIAN MARK SAMUEL C/O HYATT HOTELS CORPORATION 71 S. WACKER DRIVE, 12TH FLOOR CHICAGO, IL 60606	X		See Remarks	

Signatures

Rena Hozore Reiss,
Attorney-in-fact

03/20/2017

 **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) Each Restricted Stock Unit ("RSU") represents the contingent right to receive, at settlement, one share of Class A Common Stock. This transaction represents the settlement of vested RSUs in shares of Class A Common Stock.
- Each RSU represents the contingent right to receive, at settlement, one share of Class A Common Stock. This transaction represents the attainment of certain performance goals set forth in a restricted stock unit award agreement. The RSUs, granted to the reporting person on
- (2) March 23, 2016 and issued pursuant to the Third Amended and Restated Hyatt Hotels Corporation Long-Term Incentive Plan, vest on March 16, 2017. The RSUs will be settled in shares of Class A Common Stock upon vesting, subject to earlier settlement upon death or disability or a change of control of the issuer.

Remarks:

President and Chief Executive Officer

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