

Hyatt Hotels Corp
Form 4
January 03, 2011

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 *
Settlement 1740 Trust #28

(Last) (First) (Middle)
WEST BAY STREET, PO BOX
N-3933
(Street)

NASSAU, C5 N-3933

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
Hyatt Hotels Corp [H]

3. Date of Earliest Transaction
(Month/Day/Year)
01/01/2011

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 Ownership (Instr. 4)
				(A) or (D)	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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SEC 1474
(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	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of Derivative Securities	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. ...
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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)	Acquired (A) or Disposed of (D)								
				(Instr. 3, 4, and 5)			Date Exercisable	Expiration Date	Title			Amount or Number of Shares
			Code	V	(A)	(D)						
Class B Common Stock	<u>(1)</u>	01/01/2011	J <u>(2)(3)</u>		18,278		<u>(1)</u>	<u>(1)</u>	Class A Common Stock			18,278
			<u>(2)</u>	<u>(3)</u>								

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Settlement 1740 Trust #28 WEST BAY STREET, PO BOX N-3933 NASSAU, C5 N-3933				See Remarks

Signatures

/s/ Schevon Miller, Authorized Signatory
 01/03/2011
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) 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.
- (2) On January 1, 2011, (i) the trustee of multi-beneficiary Pritzker Family non-U.S. situs trusts divided and allocated the assets of such trusts into a number of new and existing single-beneficiary trusts, including the Reporting Person, and (ii) the trustee of a single-beneficiary Pritzker Family non-U.S. situs trust allocated the assets of such trust into the Reporting Person. In connection with the divisions and allocations of such trust assets, 18,278 shares of Class B Common Stock were allocated to the Reporting Person. The Reporting Person has the same trustee as the multi-beneficiary and single-beneficiary trusts. No consideration was paid in connection with such allocations, and the allocations of shares of Class B Common Stock to the Reporting Person constitute a "permitted transfer" as defined under the Issuer's Amended and Restated Certificate of Incorporation. (Continued in Footnote 3)
- (3) CIBC Trust Company (Bahamas) Limited, solely in its capacity as trustee of the Reporting Person, has executed a joinder to the Amended and Restated Foreign Global Hyatt Agreement, and is thereby subject to the provisions of such agreement. Accordingly, immediately following the divisions and allocations, the shares remain shares of Class B Common Stock.

Remarks:

Member of 10% owner group. CIBC Trust Company (Bahamas) Limited serves as trustee of the Reporting Person and has incurred the costs of this filing. 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.