

SECURITIES AND EXCHANGE COMMISSION

FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2013-03-19** | Period of Report: **2013-03-15**
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(HTML Version on secdatabase.com)

REPORTING OWNER

Webb Robert W.K.

CIK: **1472179**

Type: **4** | Act: **34** | File No.: **001-34521** | Film No.: **13703128**

Mailing Address

*71 SOUTH WACKER DRIVE,
12TH FLOOR
CHICAGO IL 60606*

ISSUER

Hyatt Hotels Corp

CIK: **1468174** | IRS No.: **201480589** | State of Incorporation: **DE** | Fiscal Year End: **1231**
SIC: **7011** Hotels & motels

Mailing Address

*71 SOUTH WACKER DRIVE
12TH FLOOR
CHICAGO IL 60606*

Business Address

*71 SOUTH WACKER DRIVE
12TH FLOOR
CHICAGO IL 60606
(312) 750-1234*

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

OMB APPROVAL	
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

1. Name and Address of Reporting Person Webb Robert W.K.			2. Issuer Name and Ticker or Trading Symbol Hyatt Hotels Corp [H]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) See Remarks		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 03/15/2013					
C/O HYATT HOTELS CORPORATION, 71 SOUTH WACKER DRIVE, 12TH FLOOR								
(Street) CHICAGO, IL 60606			4. If Amendment, Date Original Filed(Month/Day/Year)			6. Individual or Joint/Group Filing (Check applicable line) <input checked="" type="checkbox"/> Form Filed by One Reporting Person <input type="checkbox"/> Form Filed by More than One Reporting Person		
(City)	(State)	(Zip)						

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)
			Code	V	Amount	(A) or (D)	Price			
Class A Common Stock ⁽¹⁾	03/15/2013		A		10,742	A	\$ 0	22,435	D	
Class A Common Stock	03/16/2013		M		1,557	A	(2)	23,992	D	
Class A Common Stock	03/16/2013		F		504	D	\$43.44	23,488	D	
Class A Common Stock	03/16/2013		M		1,574	A	(2)	25,062	D	
Class A Common Stock	03/16/2013		F		510	D	\$43.44	24,552	D	

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 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
Restricted Stock Units	(3)	03/15/2013		A		5,371		(4)	(4)	Class A Common Stock	5,371	\$ 0	5,371	D	
Stock Appreciation Rights	\$43.44	03/15/2013		A		12,999		(5)	03/15/2023	Class A Common Stock	12,999	\$ 0	12,999	D	

Restricted Stock Units	(2)	03/16/2013		<u>M</u>		1,557	03/16/2013	03/16/2013	Class A Common Stock	1,557	\$ 0	3,115	D	
Restricted Stock Units	(2)	03/16/2013		<u>M</u>		1,574	03/16/2013	03/16/2013	Class A Common Stock	1,574	\$ 0	4,722	D	

Explanation of Responses:

1. Represents 10,742 shares of restricted Class A common stock ("Restricted Stock") issued pursuant to the Amended and Restated Hyatt Hotels Corporation Long-Term Incentive Plan (the "LTIP"). The Restricted Stock will vest following the three-year period ending December 31, 2015, subject to attainment of certain performance goals set forth in a restricted stock award agreement. The Restricted Stock is subject to certain restrictions, including restrictions on transfer, prior to vesting. The shares of Restricted Stock vest at 25% if the threshold goal is achieved, 50% if the target goal is achieved and 100% if the maximum goal is achieved or exceeded. If less than 100% of the shares of Restricted Stock vest, then those shares that do not vest will be forfeited.
2. 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.
3. Each RSU represents the contingent right to receive one share of Class A Common Stock.
4. The RSUs issued pursuant to the LTIP vest and become payable in four equal annual installments beginning on March 16, 2014. The RSUs will be settled in Class A Common Stock upon vesting, subject to earlier settlement upon death or disability or a change of control of the Issuer.
5. The stock appreciation rights issued pursuant to the LTIP vest in four equal annual installments beginning on March 16, 2014.

Remarks:

Executive Vice President, Chief Human Resources Officer

Signatures

/s/ Rena Hozore Reiss, Attorney-in-fact

** Signature of Reporting Person

03/19/2013

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.

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