Hyatt Hotels Corp Form 4 January 03, 2011

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject to Section 16. Form 4 or

Form 5 obligations

may continue. See Instruction 1(b).

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)

(Last)

N-3933

1. Name and Address of Reporting Person * Settlement 1740 Trust #36

(First)

Symbol

Hyatt Hotels Corp [H]

3. Date of Earliest Transaction

(Month/Day/Year) 01/01/2011

(Street)

WEST BAY STREET, PO BOX

4. If Amendment, Date Original

Filed(Month/Day/Year)

NASSAU, C5 N-3933

(Zip)

(Middle)

5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading Issuer

(Check all applicable)

OMB

Number:

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3235-0287

January 31,

2005

0.5

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

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

(City) (State)

1. Title of 2. Transaction Date 2A. Deemed Security (Month/Day/Year) (Instr. 3)

Execution Date, if (Month/Day/Year)

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 8)

(Instr. 3, 4 and 5)

Code V Amount (D) Price

(A)

5. Amount of Securities Beneficially Owned Following Reported

6. Ownership Form: Direct (I) (Instr. 4)

7. Nature of Indirect (D) or Indirect Beneficial Ownership (Instr. 4)

Transaction(s) (Instr. 3 and 4)

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

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

1. Title of Derivative Security

Conversion or Exercise

3. Transaction Date 3A. Deemed (Month/Day/Year) Execution Date, if

any

4. 5. Number Transaction of Derivative Expiration Date Securities Code

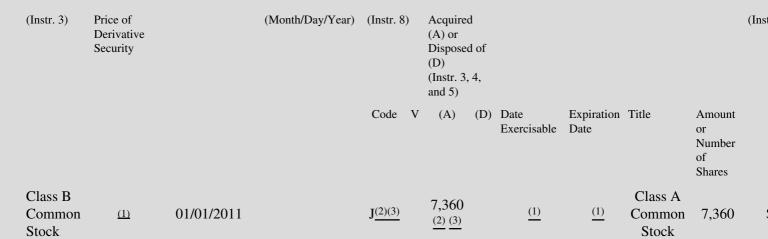
6. Date Exercisable and (Month/Day/Year)

7. Title and Amount of 8. P. **Underlying Securities** (Instr. 3 and 4)

Der

Seci

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Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Settlement 1740 Trust #36

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).
- 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.
- On January 1, 2011, 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. In connection with the divisions and allocations of such trust assets, 7,360 shares of Class B Common Stock were allocated to the Reporting Person. The Reporting Person has the same trustee as the multi-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)
- 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 inv

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.

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