

Hyatt Hotels Corp
Form 3
November 04, 2009

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 *		2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
Â Madrone GHC, LLC		(Month/Day/Year)	Hyatt Hotels Corp [H]	
(Last)	(First)	(Middle)	4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
		11/04/2009		
3000 SAND HILL ROAD,Â BUILDING 1, SUITE 150			(Check all applicable)	
	(Street)		<input type="checkbox"/> Director	<input checked="" type="checkbox"/> 10% Owner
			<input type="checkbox"/> Officer	<input type="checkbox"/> Other
			(give title below) (specify below)	
MENLO PARK,Â CAÂ 94025			6. Individual or Joint/Group Filing(Check Applicable Line)	
(City)	(State)	(Zip)	<input checked="" type="checkbox"/> Form filed by One Reporting Person	
			<input type="checkbox"/> Form filed by More than One Reporting Person	

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of	

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			Shares	or Indirect (I) (Instr. 5)		
Class B Common Stock <u>(1)</u> <u>Â (2)</u>	<u>Â (2)</u>	Class A Common Stock	5,393,337 \$ 0		D	<u>Â</u>
Class B Common Stock <u>(1)</u> <u>Â (2)</u>	<u>Â (2)</u>	Class A Common Stock	4,794,304 \$ 0		I	See Footnote <u>(3)</u>

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Madrone GHC, LLC 3000 SAND HILL ROAD BUILDING 1, SUITE 150 MENLO PARK, CA 94025	<u>Â</u>	<u>Â X</u>	<u>Â</u>	<u>Â</u>

Signatures

/s/ Gregory B. Penner, Manager on behalf of Madrone GHC, LLC
 11/04/2009
 **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).
- (1) The Reporting Person disclaims beneficial ownership of the shares of Class B Common Stock except to the extent of its pecuniary interest therein, if any, and this report shall not be deemed to be an admission that the Reporting Person is the beneficial owner of such shares of Class B Common Stock for purposes of Section 16 of the Securities Exchange Act of 1934, as amended, or for any other purpose.
- (2) 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.
- (3) Represents (i) 3,835,647 shares of Class B Common Stock held of record by Lake GHC, LLC and (ii) 958,657 shares of Class B Common Stock held of record by Shimoda GHC, LLC. Gregory B. Penner (who is concurrently filing a separate Form 3 in his capacity as Director and 10% Owner) is a manager of Madrone GHC, LLC, Lake GHC, LLC and Shimoda GHC, LLC and has voting and investment power with respect to the shares of Class B Common Stock held by such entities.

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.