

Penner Gregory Boyd
 Form 3
 November 04, 2009

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

OMB APPROVAL

OMB Number: 3235-0104
 Expires: January 31, 2005
 Estimated average burden hours per response... 0.5

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)

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

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) |
|------------------------------------|--|---|--|
| Class A Common Stock | 9,787 | D | |
| Class A Common Stock | 1,091 | I | See footnote ⁽¹⁾ |

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

SEC 1473 (7-02)

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

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| 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) or Indirect (I) (Instr. 5) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|--|--|--|--|---|
| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | |
| Class B Common Stock | Â (2) | Â (2) | Class A Common Stock | 10,187,641 \$ 0 | I See footnote (3) |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Penner Gregory Boyd C/O MADRONE GHC, 3000 SAND HILL ROAD BUILDING 1, SUITE 150 MENLO PARK, CA 94025 | Â X | Â X | Â | Â |

Signatures

/s/ Harmit J. Singh, 11/04/2009
 Attorney-in-fact

__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) Represents 1,091 shares of Class A Common Stock held of record by Shimoda Holdings, LLC. The Reporting Person is a manager of Shimoda Holdings, LLC and has voting and investment power with respect to the shares of Class A Common Stock held by Shimoda Holdings, LLC. The Reporting Person disclaims beneficial ownership of the shares of Class A Common Stock held by Shimoda Holdings, LLC, except to the extent of his proportionate pecuniary interest therein, if any.
- (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 Amended and Restated Certificate of Incorporation.
- (3) Represents (i) 5,393,337 shares of Class B Common Stock owned of record by Madrone GHC, LLC, (ii) 3,835,647 shares of Class B Common Stock held of record by Lake GHC, LLC and (iii) 958,657 shares of Class B Common Stock held of record by Shimoda GHC, LLC. The Reporting Person 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. The Reporting Person disclaims beneficial ownership of the shares of Class B Common Stock held by Madrone GHC, LLC, Lake GHC, LLC and Shimoda GHC, LLC, except to the extent of his proportionate pecuniary interest therein, if any.

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Remarks:
 ExhibitÂ List:
 ExhibitÂ 24Â -Â PowerÂ ofÂ Attorney

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.