

Haggerty Stephen G
Form 4
October 18, 2017

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
Haggerty Stephen G

(Last) (First) (Middle)

C/O HYATT HOTELS
CORPORATION, 150 NORTH
RIVERSIDE PLAZA

(Street)

CHICAGO, IL 60606

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

Hyatt Hotels Corp [H]

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

10/16/2017

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director _____ 10% Owner
X Officer (give title _____ Other (specify
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

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	10/16/2017		S ⁽¹⁾		46,869	D	\$ 61.77 ⁽²⁾	32,125	D	
Class A Common Stock	10/17/2017		M		29,461	A	\$ 26	61,586	D	
Class A Common Stock	10/17/2017		D		12,458	D	\$ 61.49	49,128	D	
Class A	10/17/2017		F		7,975	D	\$	41,153	D	

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Common Stock						61.49	
Class A Common Stock	10/17/2017	M	23,093	A	\$ 33.12	64,246	D
Class A Common Stock	10/17/2017	D	12,439	D	\$ 61.49	51,807	D
Class A Common Stock	10/17/2017	F	4,997	D	\$ 61.49	46,810	D
Class A Common Stock	10/17/2017	<u>S⁽¹⁾</u>	14,685	D	\$ 61.59 <u>(3)</u>	32,125	D

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

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(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 (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 Underlying Securities (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Stock Appreciation Rights	\$ 26	10/17/2017		M	29,461	<u>(4)</u> 06/09/2019	Class A Common Stock 29,461
Stock Appreciation Rights	\$ 33.12	10/17/2017		M	23,093	<u>(5)</u> 03/02/2020	Class A Common Stock 23,093

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Reporting Owners

Haggerty Stephen G
C/O HYATT HOTELS CORPORATION
150 NORTH RIVERSIDE PLAZA
CHICAGO, IL 60606

See Remarks

Signatures

Mark S. Hoplamazian,
Attorney-in-fact

10/18/2017

__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) The sales reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on September 14, 2017.
The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$61.36 to \$62.08, inclusive. The reporting person undertakes to provide to Hyatt Hotels Corporation, any security holder of Hyatt Hotels Corporation, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in footnote (2) to this Form 4.
- (2) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$61.17 to \$61.85, inclusive. The reporting person undertakes to provide to Hyatt Hotels Corporation, any security holder of Hyatt Hotels Corporation, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in footnote (3) to this Form 4.
- (3) The stock appreciation rights issued pursuant to the Third Amended and Restated Long-Term Incentive Plan (the "LTIP") vested in four equal annual installments beginning on April 1, 2010.
- (4) The stock appreciation rights issued pursuant to the LTIP vested in four equal annual installments beginning on March 2, 2011.

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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