

[] 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

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## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| 1. Name and Address of Reporting Person * |                         |            |         |        | 2.   |              |                      |               |              |             |             |  |   | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) |             |                                    |                            |                         |
|---|-------------------------|------------|---------|--------|--|--------------|----------------------|---------------|--------------|-------------|-------------|--|---|---|-------------|------------------------------------|----------------------------|-------------------------|
| Haggerty Stephen G                        |                         |            |         | Н      | Hyatt Hotels Corp [ H ]                      |              |                      |               |              |             |             |  |   | ,   |             |                                    |                            |                         |
| (Last) (First) (Middle)                   |                         |            |         | 3.     | 3. Date of Earliest Transaction (MM/DD/YYYY) |              |                      |               |              |             |             | ╁  | Director  |   |             | % Owner                            |                            |                         |
| (Last) (First) (Midule)                   |                         |            |         |        |  |              |                      |               |              |             |             |  | X Officer (give title below) Other (specify below)                                |   |             |                                    |                            |                         |
| C/O HYATT HOTELS                          |                         |            |         |        | 2/8/2017                                     |              |                      |               |              |             |             | Se   | See Remarks   |   |             |                                    |                            |                         |
| CORPORA                                   |                         |            | CKEF    | ₹      |  |              |                      |               |              |             |             |  |   |   |             |                                    |                            |                         |
| DRIVE, 12TH FLOOR                         |                         |            |         |        |  |              |                      |               |              |             |             |  |   |   |             |                                    |                            |                         |
|   | (Stre                   |            |         |        | 4.   | If Ar        | nendme               | ent, Date     | Origi        | nal Fil     | led (MM/    | DD/YYYY)                                       | 6.  | Individual o  | or Joint/G  | roup Filing (                      | Check Appl                 | icable Line)            |
| CHICAGO, IL 60606                         |                         |            |         |        |  |              |                      |               |              |             |             | _ 2  | X_Form filed by One Reporting Person Form filed by More than One Reporting Person |   |             |                                    |                            |                         |
| (C  | ity) (Sta               | te) (Zip   | )       |        |  |              |                      |               |              |             |             |  |   | _ Form filed by   | More than ( | one Reporting P                    | erson                      |                         |
|   |                         |            | Table   | I - No | on-De  | rivat        | ive Sec              | urities A     | cquii        | red, D      | isposed     | of, or Be                                      | enefi   | cially Own  | ed          |                                    |                            |                         |
| 1.Title of Security                       |                         |            |         |        | s. Date                                      |              |                      | 3. Trans. Co  |              |             | urities Acc |  | _   | nount of Securi   |             | ally Owned                         | 6.                         | 7. Nature               |
| (Instr. 3)                                |                         |            |         |        | Execution                                    |              | (Instr. 8)           | or Dis        |              | posed of (I | D)          | Follo  | Following Reported Transaction(s)   |   |             | Ownership<br>Form:                 | of Indirect                |                         |
|   |                         |            |         |        |  | Date, if any |                      |               | (IIISII      |             | 3, 4 and 3  | <u>,                                      </u> | (Instr. 3 and 4)  |   |             | Direct (D)                         | Beneficial<br>Ownership    |                         |
|   |                         |            |         |        |  |              |                      |               |              |             | (A) or      |  |   |   |             |                                    | or Indirect<br>(I) (Instr. | (Instr. 4)              |
|   |                         |            |         |        |  |              |                      | Code          | V            | Amou        |             | Price  |   |   |             |                                    | 4)                         |                         |
| Class A Common S                          | tock                    |            |         | 3/16/  | 3/16/2017                                    |              |                      | M             |              | 2879        | A           | <u>(1)</u>                                     |   |   | 92460       |                                    | D                          |                         |
| Class A Common S                          |                         |            |         |        | 3/16/2017                                    |              |                      | F             |              | 896         | D           | \$53.55  |   | 91564   |             | D                                  |                            |                         |
| Class A Common S                          |                         |            |         |        | 16/2017                                      |              |                      | M             |              | 2657        | A           | <u>(1)</u>                                     |   |   | 94221       |                                    | D                          |                         |
| Class A Common Stock 3/16/20              |                         |            |         |        |  |              | F                    |               | 827          | D           | \$53.55     |  | 93394   |   | D           |                                    |                            |                         |
| Class A Common Stock 3/16/201             |                         |            |         |        |  |              | M                    |               | 2221         | A           | <u>(1)</u>  |  | 95615   |   | D           |                                    |                            |                         |
| Class A Common Stock 3/16/2017            |                         |            |         |        | <u> </u>                                     |              | F                    |               | 691          | D           | \$53.55     |  | 94924   |   | D           |                                    |                            |                         |
| Class A Common Stock 3/16/2017            |                         |            |         |        |  |              | M                    | -             | 2639         | A           | (1)         |  | 97563   |   | D           |                                    |                            |                         |
| Class A Common Stock 3/16/2017            |                         |            |         |        | +  |              | F                    |               | 1167         | D           | \$53.55     |  | 96396   |   | D           |                                    |                            |                         |
| Class A Common Stock 3/16/2017            |                         |            |         |        |  |              | M                    | -             | 1979         | A           | (1)         | 98375<br>97470                                 |   | D   |             |                                    |                            |                         |
| Class A Common Stock 3/16/2017            |                         |            |         | 2017   |  |              | F                    |               | 905          | D           | \$53.55     |  |   | 9/4/0   |             | D                                  |                            |                         |
|   | Tabl                    | la II Dari | votivo  | Soon   | ritios                                       | Done         | ficially             | Owned         | ( 0 0        | nute        | colle v     | varrants                                       | oni   | tions, conve  | rtible see  | uritios)                           |                            |                         |
| Title of Derivate                         | 2.                      | 3. Trans.  | 3A. De  |        | 4. Trans                                     |              | 5. Numb              |               | _            |             |             | 7. Title an                                    |   |   | 8. Price of | 9. Number of                       | 10.                        | 11. Nature              |
| Security                                  | Conversion              |            | Execut  | ion    | Code   |              | Derivativ            | ve Securities | Expiration I |             |             | Securities                                     | Unde  | erlying   |             | derivative Securities Beneficially | Ownership                  | of Indirect             |
| (Instr. 3)                                | or Exercise<br>Price of |            | Date, i | fany   | (Instr. 8                                    | )            | Acquired<br>Disposed |               |              |             |             | Derivative<br>(Instr. 3 at                     |   |   |             |                                    | Form of<br>Derivative      | Beneficial<br>Ownership |
|   | Derivative              |            |         |        |  |              | (Instr. 3,           |               |              |             |             | (IIISII. 5 til                                 |   |   | (111541.5)  | Owned                              | Security:<br>Direct (D)    | (Instr. 4)              |
|   | Security                |            |         |        |  |              |                      |               | Date         |             | Expiration  | 1 201  |   | Amount or   |             | Following<br>Reported              | or Indirect                |                         |
|   |                         |            |         |        | Code   | v            | (A)                  | (D)           | Exer         | cisable     | Date        | Title  |   | Number of<br>Shares   |             | Transaction(s)<br>(Instr. 4)       | (I) (Instr.<br>4)          |                         |
| Restricted Stock                          |                         |            |         |        |  |              |                      |               |              |             | 3/16/2017   | Class  | A   |   |             | ( 211 )                            | ,                          |                         |
| Units                                     | <u>(2)</u>              | 2/8/2017   |         | A      |  |              | 1979 (2              | 2)            | 3/16/2017    |             | 3/10/2017   | Common<br>Stock                                |   | 1979.0  | \$0         | 1979                               | D                          |                         |
| Dogatuinto d Stools                       |                         |            |         |        |  |              |                      |               |              |             | 2/17/2015   | Class  |   |   |             |                                    |                            |                         |
| Restricted Stock<br>Units                 | <u>(1)</u>              | 3/16/2017  |         |        | M  |              |                      | 2879          | 3/16         | /2017       | 3/16/2017   | Commo<br>Stock                                 |   | 2879.0  | \$0         | 0                                  | D                          |                         |
|   |                         |            |         |        |  |              |                      |               |              |             | 2/4 / / 204 | Class  |   |   |             |                                    |                            |                         |
| Restricted Stock<br>Units                 | <u>(1)</u>              | 3/16/2017  |         |        | M  |              |                      | 2657          | 3/16         | /2017       | 3/16/2017   | Commo  | on  | 2657.0  | \$0         | 2657                               | D                          |                         |
|   |                         |            |         |        |  |              |                      |               |              |             |             | Stock<br>Class                                 |   |   |             |                                    |                            |                         |
| Restricted Stock<br>Units                 | <u>(1)</u>              | 3/16/2017  |         |        | M  |              |                      | 2221          | 3/16         | /2017       | 3/16/2017   | Commo  | on  | 2221.0  | \$0         | 4443                               | D                          |                         |
|   |                         |            |         |        |  |              |                      |               |              |             |             | Stock<br>Class                                 |   |   |             |                                    |                            |                         |
| Restricted Stock<br>Units                 | <u>(1)</u>              | 3/16/2017  |         |        | M  |              |                      | 2639          | 3/16         | /2017       | 3/16/2017   | Commo  |   | 2639.0  | \$0         | 7918                               | D                          |                         |
| - Into                                    |                         |            |         |        |  |              |                      |               |              |             |             | Stock  |   |   |             |                                    |                            |                         |
| Restricted Stock<br>Units                 | <u>(1)</u>              | 3/16/2017  |         |        | M  |              |                      | 1979          | 3/17         | /2016       | 3/16/2017   | Class A  |   | 1979.0  | \$0         | 0                                  | D                          |                         |
| Units                                     |                         |            |         |        |  |              |                      |               | 1            |             |             | Stock  |   |   |             |                                    |                            |                         |

### **Explanation of Responses:**

- ( Each Restricted Stock Unit ("RSU") represents the contingent right to receive, at settlement, one share of Class A Common Stock. This transaction represents
- 1) the settlement of vested RSUs in shares of Class A Common Stock.

- ( Each RSU represents the contingent right to receive, at settlement, one share of Class A Common Stock. This transaction represents the attainment of certain performance goals set forth in a restricted stock unit award agreement. The RSUs, granted to the reporting person on March 23, 2016 and issued pursuant to
- 2) performance goals set forth in a restricted stock unit award agreement. The RSUs, granted to the reporting person on March 23, 2016 and issued pursuant to the Third Amended and Restated Hyatt Hotels Corporation Long-Term Incentive Plan, vest on March 16, 2017. The RSUs will be settled in shares of Class A Common Stock upon vesting, subject to earlier settlement upon death or disability or a change of control of the issuer.

#### Remarks

Executive Vice President, Global Head of Capital Strategy, Franchising and Select Service

**Reporting Owners** 

| Reporting Owner Name / Address  | Relationships |           |             |       |  |  |
|---|---------------|-----------|-------------|-------|--|--|
| Reporting Owner Name / Address  | Director      | 10% Owner | Officer     | Other |  |  |
| Haggerty Stephen G<br>C/O HYATT HOTELS CORPORATION<br>71 S. WACKER DRIVE, 12TH FLOOR<br>CHICAGO, IL 60606 |               |           | See Remarks |       |  |  |

#### **Signatures**

| Rena Hozore Reiss, Attorney-in-fact | 3/20/2017 |  |  |
|-------------------------------------|-----------|--|--|
| ** Signature of Reporting Person    | 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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