

GS Capital Partners VI Parallel LP
 Form 4
 March 01, 2010

FORM 4

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

OMB APPROVAL

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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, 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 *
GOLDMAN SACHS GROUP INC

(Last) (First) (Middle)

85 BROAD ST,
 (Street)

NEW YORK, NY 10004

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
Hyatt Hotels Corp [H]

3. Date of Earliest Transaction
 (Month/Day/Year)
02/25/2010

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 ___ Form filed by One Reporting Person
 ___X___ 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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| Class A Common Stock | 02/25/2010 | | P | 400 A | \$ 32.33 8,124 | I | See footnotes (1) (2) (3) (4) (5) (6) (7) (8) |
| Class A Common Stock | 02/25/2010 | | P | 400 A | \$ 32.3 8,524 | I | See footnotes (1) (2) (3) (4) (5) (6) (7) (8) |
| Class A Common Stock | 02/25/2010 | | S | 100 D | \$ 32.29 8,424 | I | See footnotes (1) (2) (3) (4) (5) (6) (7) (8) |

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| | | | | | | | | |
|----------------------------|------------|---|-----|---|-------------|-------|---|--|
| Class A Common Stock | 02/25/2010 | S | 200 | D | \$ 32.26 | 8,224 | I | See footnotes (1) (2) (3) (4) (5) (6) (7) (8) |
| Class A Common Stock | 02/25/2010 | S | 100 | D | \$ 32.25 | 8,124 | I | See footnotes (1) (2) (3) (4) (5) (6) (7) (8) |
| Class A Common Stock | 02/25/2010 | S | 400 | D | \$ 31.5 | 7,724 | I | See footnotes (1) (2) (3) (4) (5) (6) (7) (8) |

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

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.

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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) | 8. Price or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|------------------------------|
| Class B Common Stock | \$ 0 | | | | | (6) (6) | Class A Common Stock (6) | 12,654,050 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| GOLDMAN SACHS GROUP INC 85 BROAD ST NEW YORK, NY 10004 | | | X | |

| | |
|--|---|
| GOLDMAN SACHS & CO 85 BROAD STREET NEW YORK, NY 10004 | X |
| GS Capital Partners VI Fund, L.P. 85 BROAD STREET NEW YORK, NY 10004 | X |
| GS Capital Partners VI Offshore Fund, L.P. 85 BROAD STREET NEW YORK, NY 10004 | X |
| GS Capital Partners VI Parallel LP 85 BROAD ST NEW YORK, NY 10004 | X |
| GS Capital Partners VI GmbH & Co KG 85 BROAD STREET NEW YORK, NY 10004 | X |
| GSCP VI Advisors, L.L.C. 85 BROAD STREET NEW YORK, NY 10004 | X |
| GSCP VI Offshore Advisors, L.L.C. 85 BROAD STREET NEW YORK, NY 10004 | X |
| GS Advisors VI, L.L.C. 85 BROAD STREET NEW YORK, NY 10004 | X |
| GOLDMAN, SACHS MANAGEMENT GP GMBH MESSETURM 60308 FRANKFURT AM MAIN GERMANY, 2M 00000 | X |

Signatures

/s/ Yvette Kotic,
Attorney-in-fact

03/01/2010

**Signature of Reporting Person

Date

/s/ Yvette Kotic,
Attorney-in-fact

03/01/2010

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03/01/2010

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GS Sunray I may be deemed to beneficially own 5,514,889 shares Class A Common Stock by reason of its direct beneficial ownership of 5,514,889 shares of Class B Common Stock. GS Sunray II may be deemed to beneficially own 5,514,889 shares of Class A Common
(7) Stock by reason of its direct beneficial ownership of 5,514,889 shares of Class B Common Stock. GS Sunray Parallel may be deemed to beneficially own 1,624,272 shares of Class A Common Stock by reason of its direct beneficial ownership of 1,624,272 shares of Class B Common Stock.

GS Capital, and its general partner GSCP Advisors, may be deemed to beneficially own indirectly 5,906,782 shares of Class A Common Stock by reason of the direct beneficial ownership of Class B Common Stock by GS Sunray I and GS Sunray II. GS Offshore, and its general partner GSCP Offshore Advisors, may be deemed to beneficially own indirectly 4,913,071 shares of Class A Common Stock by
(8) reason of the direct beneficial ownership of Class B Common Stock by GS Sunray I and GS Sunray II. GS Parallel, and its general partner GS Advisors, may be deemed to beneficially own indirectly 1,624,272 shares of Class A Common Stock by reason of the direct beneficial ownership of Class B Common Stock by GS Sunray Parallel. GS Germany, and its general partner, GS GmbH, may be deemed to beneficially own indirectly 209,925 shares of Class A Common Stock by reason of the direct beneficial ownership of Class B Common Stock by GS Sunray I and GS Sunray II.

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.