

GS Capital Partners VI Parallel LP  
 Form 4/A  
 October 03, 2011

**FORM 4**

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**GOLDMAN SACHS GROUP INC**

(Last) (First) (Middle)

200 WEST STREET,

(Street)

NEW YORK, NY 10282

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

Hyatt Hotels Corp [H]

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

03/30/2011

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

04/01/2011

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 Ownership Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
|                                 |                                      |  |                                | (A) or (D)  | Code V Amount (D) Price   |  |   |

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

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SEC 1474 (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 | 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 | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Security (Instr. 3 and 4) |
|--|------------------------------------|--------------------------------------|--|--------------------------------|------------------------------------|--|---|
|--|------------------------------------|--------------------------------------|--|--------------------------------|------------------------------------|--|---|

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| Derivative Security                   |      |            | Acquired (A) or Disposed of (D)<br>(Instr. 3, 4, and 5) |     | Date Exercisable          | Expiration Date           | Title                | Amount or Number of Shares |
|---------------------------------------|------|------------|---|-----|---------------------------|---------------------------|----------------------|----------------------------|
|                                       |      |            | Code  | V   |                           |                           |                      |                            |
| Restricted Stock Units <sup>(4)</sup> | \$ 0 | 03/30/2011 | A   | 406 | 03/31/2016 <sup>(4)</sup> | 03/31/2016 <sup>(4)</sup> | Class A Common Stock | 406                        |
| Restricted Stock Units <sup>(4)</sup> | \$ 0 |            |   |     | 03/31/2015 <sup>(4)</sup> | 03/31/2015 <sup>(4)</sup> | Class A Common Stock | 3,170                      |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |         |       |
|---|---------------|-----------|---------|-------|
|   | Director      | 10% Owner | Officer | Other |
| GOLDMAN SACHS GROUP INC<br>200 WEST STREET<br>NEW YORK, NY 10282                    |               | X         |         |       |
| GOLDMAN SACHS & CO<br>200 WEST STREET<br>NEW YORK, NY 10282                         |               | X         |         |       |
| GS Capital Partners VI Fund, L.P.<br>200 WEST STREET<br>NEW YORK, NY 10282          |               | X         |         |       |
| GS Capital Partners VI Offshore Fund, L.P.<br>200 WEST STREET<br>NEW YORK, NY 10282 |               | X         |         |       |
| GS Capital Partners VI Parallel LP<br>200 WEST STREET<br>NEW YORK, NY 10282         |               | X         |         |       |
| GS Capital Partners VI GmbH & Co KG<br>200 WEST STREET<br>NEW YORK, NY 10282        |               | X         |         |       |
| GSCP VI Advisors, L.L.C.<br>200 WEST STREET<br>NEW YORK, NY 10282                   |               | X         |         |       |
|   |               | X         |         |       |

GSCP VI Offshore Advisors, L.L.C.  
200 WEST STREET  
NEW YORK, NY 10282

GS Advisors VI, L.L.C.  
200 WEST STREET  
NEW YORK, NY 10282

X

GOLDMAN, SACHS MANAGEMENT GP GMBH  
MESSETURM 60323  
FRIEDRICH-EBERT-ANLAGE 49  
FRANKFURT AM MAIN, 2M

X

## Signatures

/s/ Yvette Kosic,  
Attorney-in-fact 10/03/2011

\_\_Signature of Reporting Person Date

/s/ Yvette Kosic,  
Attorney-in-fact 10/03/2011

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Attorney-in-fact 10/03/2011

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## 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).

This statement is being filed by The Goldman Sachs Group, Inc. ("GS Group"), Goldman, Sachs & Co. ("Goldman Sachs"), GS Capital Partners VI Fund, L.P. ("GS Capital"), GS Capital Partners VI Offshore Fund, L.P. ("GS Offshore"), GS Capital Partners VI Parallel, L.P. ("GS Parallel"), GS Capital Partners VI GmbH & Co. KG ("GS Germany", and together with GS Capital, GS Offshore and GS Parallel,

(1) the "Limited Partnerships"), GS Sunray Holdings Subco I, L.L.C. ("GS Sunray I"), GS Sunray Holdings Subco II, L.L.C. ("GS Sunray II"), GS Sunray Holdings Parallel Subco, L.L.C. ("GS Sunray Parallel", and together with GS Sunray I and GS Sunray II, the "Sunray Entities"), GSCP VI Advisors, L.L.C. ("GSCP Advisors"), GSCP VI Offshore Advisors, L.L.C. ("GSCP Offshore Advisors"), (continued in next footnote)

GS Advisors VI, L.L.C. ("GS Advisors") and Goldman, Sachs Management GP GmbH ("GS GmbH", and together with GSCP Advisors, GSCP Offshore Advisors, GS Advisors, the Limited Partnerships, the Sunray Entities, Goldman Sachs and GS Group, the "Reporting

(2) Persons"). Goldman Sachs is a wholly-owned subsidiary of GS Group. Goldman Sachs is the investment manager for certain of the Limited Partnerships. The Sunray Entities are owned directly and indirectly by the Limited Partnerships, of which affiliates of Goldman Sachs and GS Group are the general partner, managing limited partner or managing partner.

(3) Due to the electronic system's limitation of 10 Reporting Persons per joint filing, this statement is being filed in duplicate.

(4) This Amendment to the Form 4, filed with the Securities and Exchange Commission on April 1, 2011, corrects the Date Exercisable and Expiration Date of certain of the restricted stock units granted to Richard Friedman in his capacity as a director of the Company.

The 406 restricted stock units were granted to Richard A. Friedman in his capacity as a director of the Company and issued under the

(5) Amended and Restated Hyatt Hotels Corporation Long-Term Incentive Plan, pursuant to the Hyatt Hotels Corporation Non-Employee Director Compensation Program and the Hyatt Hotels Corporation Deferred Compensation Plan for Directors.

GS Group may be deemed to beneficially own an aggregate of 3,576 restricted stock units that were granted to Richard A. Friedman in his capacity as a director of the Company. Mr. Friedman has an understanding with GS Group pursuant to which such restricted stock units are held for the benefit of GS Group. Each restricted stock unit represents the contingent right to receive one share of Class A Common Stock and is fully vested.

(6)

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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