Marriott Vacations Worldwide Corp

Form 4

September 04, 2012

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

Symbol

[VAC]

OMB APPROVAL OMB

3235-0287 Number:

January 31, Expires: 2005

Estimated average burden hours per 0.5

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

5. Relationship of Reporting Person(s) to

(Check all applicable)

Issuer

response...

if no longer subject to Section 16. Form 4 or Form 5

Check this box

obligations may continue. See Instruction

1. Name and Address of Reporting Person *

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

SECURITIES

30(h) of the Investment Company Act of 1940

2. Issuer Name and Ticker or Trading

Marriott Vacations Worldwide Corp

1(b).

(Print or Type Responses)

MARRIOTT J W JR

			[]	ll control of the con							
(Mo			(Month/	3. Date of Earliest Transaction (Month/Day/Year) 08/31/2012					DirectorX 10% Owner Officer (give titleX Other (specify below) 13D Group Owning More Than 10%		
				4. If Amendment, Date Original Filed(Month/Day/Year)					6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person		
BETHESDA, MD 20817									Form filed by More than One Reporting Person		
(City)	(State)	(Zip)	Tal	ole I - Noi	n-l	Derivative	Secu	rities Acc	quired, Disposed	of, or Benefic	cially Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deem Execution any (Month/Da	Date, if	3. Transact Code (Instr. 8))	4. Securitin(A) or Dis (Instr. 3, 4)	sposed	d of (D)	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)
Common Stock	08/31/2012			S		27,700	D	31.91 (1)	199,145	I	Sp Trustee 1
Common Stock									336,306.6	D	
Common Stock									32,488	I	Trustee 19 (2)
Common Stock									100,000	I	JWM-MAR 2011 GRAT
									1,082,798	I	

Edgar Filing: Marriott Vacations Worldwide Corp - Form 4

Common Stock			JWMFE, Inc. (2) (3)
Common Stock	919,999	I	TPV, LP (2) (4)
Common Stock	32,349	I	JWM Associates LP (2)
Common Stock	28,252	I	Spouse (2)
Common Stock	1,322	I	Sp Trustee 2
Common Stock	833	I	Sp Trustee 4
Common Stock	1,967	I	Sp Trustee 5
Common Stock	1,967	I	Sp Trustee 6
Common Stock	1,021	I	Sp Trustee 7
Common Stock	50,391	I	Trustee 1 (2)
Common Stock	43,111	I	Trustee 3 (2)
Common Stock	49,555	I	Trustee 4 (2)
Common Stock	80,767	I	Trustee 5 (2)
Common Stock	58,752	I	Trustee 6 (2)
Common Stock	66,627	I	Trustee 7 (2)
Common Stock	79,582	I	Trustee 8 (2)
Common Stock	1,700	I	Trustee 17

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.

SEC 1474 (9-02)

Edgar Filing: Marriott Vacations Worldwide Corp - Form 4

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

1. Title of	f 2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exer	cisable and	7. Titl	le and	8. Price of	9. Nu
Derivativ	e Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orNumber	Expiration D	ate	Amou	ınt of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	/Year)	Under	rlying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivativ	e		Secur	ities	(Instr. 5)	Bene
	Derivative				Securities	S		(Instr.	. 3 and 4)		Own
	Security				Acquired						Follo
					(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									A		
									Amount		
						Date	Expiration	T:41-	or Namel		
						Exercisable	ercisable Date	Title Number			
				C-1- V	(A) (D)				of		
				Code v	(A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address				Relationships
	ъ.	1000	0.00	

10% Owner Officer Other

X

MARRIOTT J W JR 10400 FERNWOOD ROAD BETHESDA, MD 20817

13D Group Owning More Than 10%

Signatures

/s/ Catherine Meeker, Attorney-In-Fact

09/04/2012

**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).
 - The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$31.75
- to \$32.17. The reporting person undertakes to provide to Marriott Vacations Worldwide Corporation, any security holder of Marriott Vacations Worldwide 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 such range.
- (2) The reporting person disclaims beneficial ownership of the reported securities except to the extent of his pecuniary interest therein.
 - Represents shares held by JWM Family Enterprises, L.P. JWM Family Enterprises, Inc. is the sole general partner of JWM Family
- (3) Enterprises, L.P. J.W. Marriott, Jr., John W. Marriott, III, Deborah Marriott Harrison, Stephen Garff Marriott and David Sheets Marriott are each shareholders of JWM Family Enterprises, Inc.
- Represents shares held by Thomas Point Ventures, L.P., whose general partner is JWM Family Enterprises, L.P.

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.

Reporting Owners 3