

MARRIOTT VACATIONS WORLDWIDE Corp  
 Form 4  
 February 18, 2015

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
 Expires: January 31, 2015  
 Estimated average burden hours per response... 0.5

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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 \*  
**MARRIOTT J W JR**

2. Issuer Name and Ticker or Trading Symbol  
**MARRIOTT VACATIONS  
 WORLDWIDE Corp [VAC]**

5. Relationship of Reporting Person(s) to Issuer  
 (Check all applicable)

(Last) (First) (Middle)  
**10400 FERNWOOD ROAD**  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
**02/15/2015**

\_\_\_\_ Director  
 \_\_\_\_ Officer (give title below)  
 10% Owner  
 \_\_\_\_ Other (specify below)

**BETHESDA, MD 20817**

(City) (State) (Zip)

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

6. Individual or Joint/Group Filing(Check Applicable Line)  
 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)
				(A) or (D)	Price		
				Code	V	Amount	
Restricted Stock Units	02/15/2015		M	V	1,836.5	D	\$ 0 0
Common Stock	02/15/2015		M	V	1,836.5	A	\$ 0 155,620.3
Common Stock	02/17/2015		F		935	D	\$ 77.14 154,685.3
Common Stock							171,019 I Sp Trustee 1 <sup>(1)</sup>
Common Stock							2,002,797 I JWMFE <sup>(1)</sup> <sub>(2)</sub>

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Common Stock				32,349	I	JWM Associates LP <sup>(1)</sup>
Common Stock				28,252	I	Spouse <sup>(1)</sup>
Common Stock				1,322	I	Sp Trustee 2 <sup>(1)</sup>
Common Stock				833	I	Sp Trustee 4 <sup>(1)</sup>
Common Stock				1,967	I	Sp Trustee 5 <sup>(1)</sup>
Common Stock				1,967	I	Sp Trustee 6 <sup>(1)</sup>
Common Stock				1,021	I	Sp Trustee 7 <sup>(1)</sup>
Common Stock				2,982	I	Sp Trustee 8 <sup>(1)</sup>
Common Stock				3,299	I	Sp Trustee 10 <sup>(1)</sup>
Common Stock				25,000	I	Sp Trustee 11 <sup>(1)</sup>
Common Stock				50,391	I	Trustee 1 <sup>(1)</sup>
Common Stock				49,555	I	Trustee 4 <sup>(1)</sup>
Common Stock				45,767	I	Trustee 5 <sup>(1)</sup>
Common Stock				66,627	I	Trustee 7 <sup>(1)</sup>
Common Stock				79,582	I	Trustee 8 <sup>(1)</sup>

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)

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

1. Title of Derivative Security	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying	8. Price of Derivative Security	9. Nu Deriv Secur
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