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MARRIOTT VACATIONS WORLDWIDE Corp

Form 4 March 02, 2016

FORM 4

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

OMB Number:

Expires:

3235-0287

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

January 31,

2005

0.5

Estimated average

response...

OMB APPROVAL

burden hours per

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

obligations

may continue.

See Instruction

Check this box

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *

Cunningham R. Lee

2. Issuer Name and Ticker or Trading

Symbol

MARRIOTT VACATIONS WORLDWIDE Corp [VAC]

(Last)

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

02/29/2016

4. If Amendment, Date Original

Filed(Month/Day/Year)

3.

A

5. Relationship of Reporting Person(s) to

Issuer

(Check all applicable)

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

Exec VP & COO

6. Individual or Joint/Group Filing(Check

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

Person

ORLANDO, FL 32821

6649 WESTWOOD BLVD.

(City) (State) (Zip)

(Street)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.Title of Security (Instr. 3)

2. Transaction Date 2A. Deemed (Month/Day/Year)

Execution Date, if

(Month/Day/Year)

TransactionAcquired (A) or Code (Instr. 8)

Disposed of (D) (Instr. 3, 4 and 5)

4. Securities

5. Amount of Securities Beneficially Owned Following Reported

Transaction(s)

Form: Direct Indirect (D) or Beneficial Indirect (I) (Instr. 4)

Ownership (Instr. 4)

(9-02)

6. Ownership 7. Nature of

(A)

(D) Price

Code V Amount

(Instr. 3 and 4)

Restricted Stock Units

02/29/2016

2,978 A \$0 7,479 (1)

D

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

Persons who respond to the collection of SEC 1474 information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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

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| 1. Title of Derivative | 2. Conversion | 3. Transaction Date (Month/Day/Year) | Execution Date, if | | ioi | 5. Number | | 6. Date Exercisable and Expiration Date | | 7. Title and Amount Underlying Securitie | |
|--------------------------------|---|--------------------------------------|-------------------------|-----------------|---|-----------|-------------|---|--------------------|--|----------------------------------|
| Security (Instr. 3) | or Exercise Price of Derivative Security | | any (Month/Day/Year) | Code (Instr. 8) | Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | | (Month/Day/ | Year) | (Instr. 3 and | 4) | |
| | | | | Code V | I | (A) | (D) | Date Exercisable | Expiration Date | Title | Amour or Number of Shar |
| Stock Appreciation Right | \$ 61.71 | 02/29/2016 | | A | | 13,027 | | <u>(1)</u> | 02/28/2026 | Common Stock | 13,02 |

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Cunningham R. Lee

6649 WESTWOOD BLVD. Exec VP & COO

ORLANDO, FL 32821

Signatures

/s/ Catherine Meeker,
Attorney-In-Fact
03/02/2016

**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).
- (1) Vests in four equal installments over the four-year period beginning on February 15, 2017.

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 2