

MARRIOTT VACATIONS WORLDWIDE Corp

Form 4

December 19, 2013

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
MARRIOTT JOHN W III2. 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)
11/25/2013☐ Director ☐ 10% Owner
☒ Officer (give title below) ☒ Other (specify
below)
13D Group Owning More Than 10%

BETHESDA, MD 20817

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

(City) (State) (Zip)

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)
Common Stock	11/25/2013		G	V 3,900 D \$ 0	54,745	D	
Common Stock					3,155	I	Spouse ⁽¹⁾
Common Stock					5,000	I	Minor Child 2 ⁽¹⁾
Common Stock					2,002,797	I	JWFME ⁽¹⁾ ⁽²⁾
Common Stock					1,967	I	Sp Trustee 1 ⁽¹⁾

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Common Stock	1,967	I	Sp Trustee 2 <u>(1)</u>
Common Stock	1,021	I	Sp Trustee 3 <u>(1)</u>
Common Stock	6,947	I	Trustee 1 <u>(1)</u>
Common Stock	5,991	I	Trustee 2 <u>(1)</u>
Common Stock	4,760	I	Trustee 3 <u>(1)</u>
Common Stock	3,224	I	Trustee 4 <u>(1)</u>
Common Stock	1,987	I	Trustee 5 <u>(1)</u>
Common Stock	1,199	I	Trustee 6 <u>(1)</u>
Common Stock	446	I	Trustee 7 <u>(1)</u>
Common Stock	25,000	I	Trustee 8 <u>(1)</u>

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

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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 of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repor Trans (Instr
				Code	V (A) (D)	Date Exercisable	Expiration Date	Amount or Number of Shares	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MARRIOTT JOHN W III 10400 FERNWOOD ROAD BETHESDA, MD 20817				13D Group Owning More Than 10%

Signatures

/s/ Catherine Meeker,
Attorney-in-Fact

12/19/2013

__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) The reporting person disclaims beneficial ownership of the reported securities except to the extent of his pecuniary interest therein.
Consists of 919,999 shares held by Thomas Point Ventures, L.P., whose sole general partner is JWM Family Enterprises, L.P., 290,402 shares held by Terrapin Limited Holdings, LLC, whose sole member is JWM Family Enterprises, L.P., 744,896 shares held by JWM Family Enterprises, L.P., and 47,500 shares held by Anchorage Partners, L.P. , whose sole general partner is JWM Family Enterprises, L.P. JWM Family Enterprises, Inc. is the sole general partner of JWM Family Enterprises, L.P. J.W. Marriott, Jr., John W. Marriott, III, Deborah Marriott Harrison, Stephen Blake Marriott and David Sheets Marriott are each directors of JWM Family Enterprises, Inc.

Remarks:

This Form 4 omits: (i) 84,771 shares in the aggregate held by two trusts for the benefit of the reporting person, which shares w

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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