SEC Form 4	
------------	--

П

### FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPRC	VAL
OMB Number:	3235-0287
Estimated average burde	en
hours per response:	0.5

1. Nume and Address of Reporting Ferson			2. Issuer Name <b>and</b> Ticker or Trading Symbol <u>Marriott Vacations Worldwide Corp</u> [VAC]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
Harrison Deborah Marriott				X	Director	10% Owner			
(Last) (First) (Middle)		(Middle)	3. Date of Earliest Transaction (Month/Day/Year)		Officer (give title below)	C Other (specify below)			
6649 WESTWOOD BLVD.			12/21/2012	1	3D Group Owning M	lore Than 10%			
(Street)			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line)	ividual or Joint/Group Filing (Check Applicable				
ORLANDO	FL	32821		X	Form filed by One Rep	orting Person			
(City) (State) (Zip)		(Zip)			Form filed by More tha Person	n One Reporting			

#### 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. Transa Code ( 8)	ction Instr.	4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership	
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)	
Common Stock	12/21/2012		G	v	25,000	A	\$0.00	25,000	I	Trustee 12 <sup>(1)</sup>	
Common Stock								8,149.1	D		
Common Stock								38,500	I	2011 GRAT <sup>(1)</sup>	
Common Stock								9,343.5	I	Spouse <sup>(1)</sup>	
Common Stock								45,767	I	1965 Trusts <sup>(1)</sup>	
Common Stock								69,586	I	1974 Trusts <sup>(1)</sup>	
Common Stock								1,082,798	I	JWMFE, Inc. <sup>(1)(2)</sup>	
Common Stock								919,999	I	TVP, LP <sup>(1)(3)</sup>	
Common Stock								6,947	I	Trustee 1 <sup>(1)(4)</sup>	
Common Stock								5,991	I	Trustee 2 <sup>(1)(4)</sup>	
Common Stock								4,760	I	<b>Trustee</b> 3 <sup>(1)(4)</sup>	
Common Stock								361	I	Trustee 10 <sup>(1)</sup>	
Common Stock								141	I	Trustee 11 <sup>(1)</sup>	

# 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)	cution Date, Transact ny Code (Ins				6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

Explanation of Responses:

1. The reporting person disclaims beneficial ownership of the reported securities except to the extent of her pecuniary interest therein.

2. Represents shares held by 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 Garff Marriott and David Sheets Marriott are each shareholders of JWM Family Enterprises, Inc.

3. Represents shares held by Thomas Point Ventures, L.P., whose general partner is JWM Family Enterprises, L.P.

4. This holding was inadvertently omitted from the reporting person's prior Forms 4.

**Remarks:** 

#### <u>/s/ Catherine Meeker,</u> <u>Attorney-In-Fact</u>

02/11/2013

\*\* Signature of Reporting Person Date

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

\* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.