

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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 APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

1. Name and Address of Reporting Person* <u>Cunningham R. Lee</u> (Last) (First) (Middle) 6649 WESTWOOD BLVD. (Street) ORLANDO FL 32821 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>MARRIOTT VACATIONS WORLDWIDE Corp [VAC]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner Officer (give title below) Other (specify below) Exec VP & COO
	3. Date of Earliest Transaction (Month/Day/Year) 06/26/2017	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

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)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	06/26/2017		M		5,075	A	\$18.52	43,922.3	D	
Common Stock	06/26/2017		F		2,129	D	\$120.22	41,793.3	D	
Common Stock	06/26/2017		M		1,293	A	\$20.414	43,086.3	D	
Common Stock	06/26/2017		F		543	D	\$120.22	42,543.3	D	
Common Stock	06/26/2017		M		837	A	\$15.773	43,380.3	D	
Common Stock	06/26/2017		F		351	D	\$120.22	43,029.3	D	
Common Stock	06/26/2017		M		949	A	\$15.503	43,978.3	D	
Common Stock	06/26/2017		F		398	D	\$120.22	43,580.3	D	
Common Stock	06/26/2017		M		714	A	\$23.458	44,294.3	D	
Common Stock	06/26/2017		F		300	D	\$120.22	43,994.3	D	
Common Stock	06/26/2017		S		15,638	D	\$118.79 ⁽¹⁾	28,356.3	D	

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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of 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
Stock Appreciation Right	\$18.52	06/26/2017		M			6,000	(2)	12/15/2021	Common Stock	6,000	\$0.00	12,900	D	
Stock Appreciation Right	\$20.414	06/26/2017		M			1,558	(3)	02/19/2018	Common Stock	1,558	\$0.00	0	D	
Stock Appreciation Right	\$15.773	06/26/2017		M			964	(3)	08/07/2018	Common Stock	964	\$0.00	0	D	
Stock Appreciation Right	\$15.503	06/26/2017		M			1,090	(3)	02/16/2020	Common Stock	1,090	\$0.00	0	D	
Stock Appreciation Right	\$23.458	06/26/2017		M			888	(3)	02/17/2021	Common Stock	888	\$0.00	0	D	

Explanation of Responses:

- The price in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$118.46 to 119.43. 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
- Vested in four equal installments over the four year period beginning on December 15, 2012.
- Issued under the Marriott Vacations Worldwide Corporation Stock and Cash Incentive Plan pursuant to the anti-dilution provisions of an award granted to the reporting person under the Marriott International,

Inc. Stock and Cash Incentive Plan, which award has substantially the same terms as the Marriott International, Inc. award to which it relates (other than with respect to the exercise price and the number and type of shares covered thereby, which were adjusted based on the distribution ratio in the legal and structural separation of Marriott Vacations Worldwide Corporation from Marriott International, Inc. (the "Spin-Off")) and is fully vested based on service prior to the Spin-Off.

Remarks:

/s/Catherine Meeker

06/28/2017

** 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.

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