SEC Form 4	
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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject to	r
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 APPROVAL							
OMB Number:	3235-0287						
Estimated average burde	en						
hours per response:	0.5						

1. Name and Address of Reporting Person [*] Marriott Stephen G			2. Issuer Name and Ticker or Trading Symbol <u>Marriott Vacations Worldwide Corp</u> [VAC]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner Officer (give title v Other (specify
(Last) 10400 FERNW	(First) DOD ROAD	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 01/03/2012	Officer (give title X Other (specify below) X below) 13D Group Owning More Than 10%
(Street) BETHESDA (City)	MD (State)	20817 (Zip)	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) X 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)					5. Amount of Securities Beneficially Owned Following Penotted	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	 Reported Transaction(s) (Instr. 3 and 4) 		(Instr. 4)
Common Stock	01/03/2012		М	v	2.6	A	\$0.00	105,269.6	D	
Common Stock	01/03/2012		F		1	D	\$17.88	105,268.6	D	
Deferred Bonus Stock	01/03/2012		М	v	2.6	D	\$0.00	38.8	D	
Common Stock								79,582	I	1965 Trusts ⁽¹⁾
Common Stock								55,825	I	1974 Trusts ⁽¹⁾
Common Stock								4,370	I	Spouse ⁽¹⁾⁽²
Common Stock								1,082,798	I	JWMFE, Inc. ⁽¹⁾⁽³⁾
Common Stock								919,999	I	TPV, LP ⁽¹⁾
Common Stock								1,322	I	Sp Trustee 1 for Trust f/b/o his child ⁽¹⁾
Common Stock								1,668	Ι	Sp Trustee 2 for Trus f/b/o his child ⁽¹⁾
Common Stock								1,668	I	Sp Trustee 3 for Trust f/b/o his child ⁽¹⁾
Common Stock								7,982	I	Trustee 1 of Trust f/b/o his child ⁽¹⁾
Common Stock								7,541	I	Trustee 2 of Trust f/b/o his child ⁽¹⁾
Common Stock								6,599	I	Trustee 3 of Trust f/b/o his child ⁽¹⁾
Ta	ble II - Derivative Se	curities Acqualls, warrants,						Dwned		

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Ta Date (Month/Day/Year)	Iffe Prenderiva Execution Date, if any (e.g., p (Month/Day/Year)	utsdeqialie,	it fe Sua Con of Securities Acquired (A) or Disposed	ifedte5isi Expiration Da QDHQDSy/1	issecret, acconvertib	Dr Beneficiall Amount of Issactusities) Underlying Derivative Security (Instr. 3 and 4)	r Derivative	9. Number of derivative Securities Beneficially Owned Following Reported	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
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) Code V	9f (R)mber (Instr. 3, 4 Defivative Securities Acquired (A) or Disposed of (D) (Instr \$P)	6. Date Exerc Expiration Da (Month/Day/Y Date Exercisable	ate	7. Title and Amount of Securities Underlying Derivativemount SecurityOnstr. 3 and 4) Number of Title Shares	8. Price of Derivative Security (Instr. 5)	Ji Ansactive d(s) (IBRIVactive 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)
Explanation	n of Respons	es:			and 5)							

Explanation of Responses:

Amount

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

 2. On the reporting person's initial Form 3, these shares were inadvertently reported as directly held. The shares are indirectly held through the person's spouse.
 Amount

3. Represents shares held by JWM Family Enterprises, L.P. JWM Family Enterprises, Inc. is the sole general partner Expiration amily Enterprises, L.P. J.W. Marriott, Jr., John W. Marriott, III, Deborah Marriott Harrison, Stephen Garff Marriott and David Sheets Marriott are each shares for JWM Family Enterprises, Inc.

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

Remarks:

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

01/05/2012

** 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.