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

| 1. Name and Address of Reporting Person* 2. Issuer Name and Ticker or Trading Symbol 5. Relationship of Reporting Person(s) to Issuer   Smith Dwight D. (Middle) 0. Director 10% Owner   (Last) (First) (Middle) 0. Date of Earliest Transaction (Month/Day/Year) 0. Officer (give title Other (specify below)   0649 WESTWOOD BLVD. 3. Date of Earliest Transaction (Month/Day/Year) 0. Inter of Original Filed (Month/Day/Year) Exec. VP & CIO   (Street) 0. RLANDO FL 32821 A. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable)   Vertice X Form filed by One Reporting Person Form filed by More than One Reporting Person |  |  |  |        |  |              |  |
|--|--|--|--|--------|--|--------------|--|
| (Street)<br>ORLANDO FL 32821<br>   | Smith Dwight D.<br>(Last) (First) (Middle) |  | <br>MARRIOTT VACATIONS WORLDWIDE<br>Corp [ VAC ]<br>3. Date of Earliest Transaction (Month/Day/Year) | (Check | x all applicable)<br>Director 10% Owner<br>Officer (give title Other (specify<br>below) below) |              |  |
| (City) (State) (Zip)   | ORLANDO                                    |  | <br>4. If Amendment, Date of Original Filed (Month/Day/Year)   | Line)  | Form filed by One Repo   | rting Person |  |

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

| Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned |  |   |        |   |  |               |        |   |   |   |  |
|--|--|---|--------|---|--|---------------|--------|---|---|---|--|
| 1. Title of Security (Instr. 3)  | 2. Transaction<br>Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | Code ( |   | 4. Securities Acquired (A) or<br>Disposed Of (D) (Instr. 3, 4 ar<br>5) |               |        | 5. Amount of<br>Securities<br>Beneficially<br>Owned Following<br>Reported | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I) (Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership |  |
|  |  |   | Code   | v | Amount   | (A) or<br>(D) | Price  | Transaction(s)<br>(Instr. 3 and 4)  |   | (Instr. 4)  |  |
| Restricted Stock Units   | 03/01/2018                                 |   | Α      |   | 448(1)   | A             | \$0.00 | 1,607   | D   |   |  |

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

| <u> </u>  | -   | 1  |   |                              |   |   |                                    | 3  |                    |  |  |   |  |  |  |
|---|---|--|---|------------------------------|---|---|------------------------------------|--|--------------------|--|--|---|--|--|--|
| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | 4.<br>Transa<br>Code (<br>8) |   | 5. Num<br>of<br>Deriva<br>Securi<br>Acquir<br>(A) or<br>Dispos<br>of (D)<br>(Instr.<br>and 5) | tive<br>ties<br>red<br>sed<br>3, 4 | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |                    | d 7. Title and<br>Amount of<br>Securities<br>Underlying<br>Derivative Security<br>(Instr. 3 and 4) |  | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number of<br>derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 4) | 10.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|   |   |  |   | Code                         | v | (A)   | (D)                                | Date<br>Exercisable  | Expiration<br>Date | Title  | Amount<br>or<br>Number<br>of<br>Shares |   |  |  |  |
| Stock<br>Appreciation<br>Right                      | \$143.38  | 03/01/2018                                 |   | A                            |   | 1,676   |                                    | (1)  | 03/01/2028         | Common<br>Stock  | 1,676                                  | \$0.00  | 1,676  | D  |  |

Explanation of Responses:

1. Vests in four equal installments over the four-year period beginning on February 15, 2019.

**Remarks:** 

<u>/s/ Catherine Meeker, Attorney-</u> 03/05/2018

In-Fact

\*\* 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.