\Box

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject	t 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

	ress of Reporting F		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)
Harrison Deborah Marriott				X Director 10% Owner
(Last)	(Last) (First) (Middle)		3. Date of Earliest Transaction (Month/Day/Year)	Officer (give title X Other (specify below)
6649 WESTW	OOD BLVD.		11/15/2012	13D Group Owning More Than 10%
(Street)			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)
ORLANDO	FL	32821		X Form filed by One Reporting Person
(City)	(State)	(Zip)	—	Form filed by More than One Reporting Person

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

r. 3) 2. Transaction Date (Month/Day/Year) 2A. Deemed Execution Date, (Month/Day/Year) 3. Transaction Code (Instr. 8) 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and Securities Acquired (A) or					d (A) or r. 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 (Instr. 4)	
		Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(1150. 4)
11/15/2012		S		35,000	D	\$38.07(1)	45,767	Ι	By 1965 Trusts ⁽²⁾
11/16/2012		s		8,762	D	\$38.17 ⁽³⁾	0	I	By SMH Investments LLC ⁽²⁾⁽⁴⁾
11/16/2012		s		8,114	D	\$38.16 ⁽⁵⁾	0	Ι	By MCH Investments LLC ⁽²⁾⁽⁶⁾
11/16/2012		S		898	D	\$38.1 ⁽⁷⁾	0	I	By Trustee 4 ⁽²⁾
11/16/2012		s		6,791	D	\$38.09(8)	0	I	By Trustee 7 ⁽²⁾
11/16/2012		s		6,558	D	\$38.05 ⁽⁹⁾	0	I	By Trustee 8 ⁽²⁾
11/16/2012		s		5,873	D	\$37.96 ⁽¹⁰⁾	0	I	By Trustee 9 ⁽²⁾
							8,149.1	D	
							38,500	Ι	By 2011 GRAT ⁽²⁾
							9,343.5	I	By Spouse ⁽²⁾
							69,586	Ι	By 1974 Trusts ⁽²⁾
							1,082,798	Ι	By JWMFE Inc. ⁽²⁾⁽¹¹⁾
							919,999	I	By TVP, LP ⁽²⁾⁽¹²⁾
							361	I	By Trustee 10 ⁽²⁾
							141	Ι	By Trustee 11 ⁽²⁾
							Owned	3	3
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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)	derivative Securities Beneficially Owned	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)

		Ta	ble II - Deriva (e.g., p					options,	· ·		or				
1. Title of	2.	3. Transaction	3A. Deemed	⊈ ode			m(160e)r	Date 6xDectisEbiler			aSaldares	8. Price of	9. Number of	10.	11. Nature
Derivative Eseptiantiation	n of Elespises	efMonth/Day/Year)	Execution Date, if any	Code (lction (Instr.	Deriv	, ative	Expiration D (Month/Day/	Year)	Amour Securi	ties	Derivative Security	derivative Securities	Ownership Form:	of Indirect Beneficial
1. The price i	"Price of reported in Colu	umn 4 is a weighted a ration, any security h	(Month/Day/Year)	8) shares w	ere sold	Secu	rities tiple tra	nsactions at pr	ices ranging f	" Underl	ying 350 \$38.19	(instr. 5) The reporti	Beneficially ng person underta Owned	Direct (D) kes to provide or indirect	Ownership
Vacations Wo	or Security or po	ration, any security h h separate price with	older of Marriott Vac	ations V	Vorldwi			n, or the staff of	the Securities		hangstr. 3 ^m	mission, upoi		rmation regard	ling the
		laims beneficial own		securiti	es excer	Disp ot et (P		of her pecunia	rv interest the	and 4) rein.		,	Reported Transaction(s)		
3. The price i	reported in Colu	umn 4 is a weighted a	verage price. These s	shares w	۔ ere sold	insti in nou	1. 3, 4 Niple tra	- insactions at pr	ices ranging f	rom \$38.	17 to \$38.20	. The reporti	 (Instr. 4) ng person underta 	- kes to provide	to Marriott
		ration, any security h		ations V	Vorldwi	de Corj	poration	n, or the staff of	the Securities	s and Exc	hange Com	mission, upor	n request, full info	rmation regard	ling the
		h separate price with			-						Amount				-
		n and her spouse are													
5. The price i	reported in Colu	umn 4 is a weighted a	verage price. These s	hares w	ere sold	l in mul	ltiple tra	ansactions at pr	ices ranging f	rom \$38.	Number 1940 \$38.22	. The reporti	ng person underta	kes to provide	to Marriott

5. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at price sparse from \$38.09 to \$38.22. The reporting person undertakes to provide to Marriot Vacations Worldwide Corporation, any security holder of Marriott Vacations Worldwide Corporation, and security holder of Marriott Vacations Worldwide Corporation, expressible f the securities and Exchange commission, upon request, full information regarding the number of shares sold at each separate price within such range.

6. Deborah Marriott Harrison and her spouse are managers of MCH Investments, LLC and trustees of the trusts which are the economic members of MCH Investments, LLC.

7. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$38.07 to \$38.12. 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 at each separate price within such range.

8. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$38.08 to \$38.12. 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 at each separate price within such range.

9. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$37.94 to \$38.11. 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 at each separate price within such range.

10. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$37.95 to \$38.00. 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 at each separate price within such range.

11. 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.

12. 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>

11/19/2012

** 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.