FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPRO	JVAL					
OMB Number:	3235-0287					
Estimated average burd	en					
hours per response:	0.5					

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

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

Owight D.							ınd Tic	ker or Tra	adina :	Symbol			5	Dolati	onshi	p of Reportin	g Person(s) to I	ssuer		
,	et) (1. Name and Address of Reporting Person* Smith Dwight D.							2. Issuer Name and Ticker or Trading Symbol MARRIOTT VACATIONS WORLDWIDE Corp [VAC]									Owner (specify		
(Last) (First) (Middle) 6649 WESTWOOD BLVD.						3. Date of Earliest Transaction (Month/Day/Year) 02/15/2014									X Officer (give title Other (specify below) Exec. VP & CIO					
(Street) ORLANDO FL 32821 (City) (State) (Zip)						4. If Amendment, Date of Original Filed (Month/Day/Year)										Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person				
	Tabl	e I - No	n-Deriv	ative/	Sec	curitie	s Ac	quired	, Dis	posed o	f, oı	Ben	eficia	ally C	wne	ed				
Date						2A. Deemed Execution Date, if any (Month/Day/Year)		Code	Transaction Code (Instr.					4 and Secu Bene Own		ties cially d Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership		
							v	Amount		(A) or (D)	Price	- 1	Transaction(s) (Instr. 3 and 4)			(Instr. 4)				
Restricted Stock Units 02/15							2014		v	676.4		D	\$0.	00	3,466.5		D			
Common Stock 02/1						/2014		М	V	676.4		A	\$0.	00	4,157.8		D			
Common Stock 02/						/2014		F		187		D	\$50.43		3,970.8		D			
	Та													y Ow	ned					
2. Conversion or Exercise Price of Derivative Security	se (Month/Day/Year)	Execution if any	n Date,	Code (Ins 8)		of Deriv Secu Acqu (A) or Dispo of (D) (Instr and 5	of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		on Dat	e ar)	Amount of Securities Underlyin Derivative Security (and 4)		ount nber	Deriva Secur	ative rity	derivative Securities Beneficially Owned Following Reported	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)		
	O FL (State Curity (Institute Conversion of Exercise Price of Derivative)	(State) (Table (Stock Units) Stock Units Stock Conversion or Exercise Price of Derivative (Month/Day/Year)	(State) (Zip) Table I - Note curity (Instr. 3) Stock Units Stock Table II - I 2. Conversion or Exercise Price of Derivative 3. Transaction Date (Month/Day/Year) (Month/Day/Year) [Month/Day/Year) 3. Transaction if any (Month/Day/Year)	(State) (Zip) Table I - Non-Derive curity (Instr. 3) Stock Units Stock Table II - Derivate (e.g., p Conversion or Exercise Price of Derivative 2. Transaction Date (Month/Day/Year) 3. Transaction Date (Month/Day/Year) Stock 3. Transaction Date (Month/Day/Year)	Conversion or Exercise Price of Derivative (Month/Day/Year) (State) (Zip) Table I - Non-Derivative 2. Transaction Date (Month/Day/Year) 2. Transaction Date (Month/Day/Year) Table II - Derivative S (e.g., puts, conversion of Exercise (Month/Day/Year) 3. Transaction Date (Month/Day/Year) Stock 3. Transaction Date (Month/Day/Year) 3. Transaction Date (Month/Day/Year) Stock 4. Transaction Date (Month/Day/Year) Stock 5. Table II - Derivative S (e.g., puts, conversion Date (Month/Day/Year) Stock 5. Table II - Derivative S (e.g., puts, conversion Date (Month/Day/Year) Stock 5. Table II - Derivative S (e.g., puts, conversion Date (Month/Day/Year) Stock 5. Table II - Derivative S (e.g., puts, conversion Date (Month/Day/Year) Stock 5. Table II - Derivative S (e.g., puts, conversion Date (Month/Day/Year)	(State) (Zip) Table I - Non-Derivative Security (Instr. 3) 2. Transaction Date (Month/Day/Year) Stock Units O2/15/2014 O2/15/2014 Table II - Derivative Security Table II - Derivative Security 2. Transaction Date (e.g., puts, calls, if any (Month/Day/Year) Stock Table II - Derivative Security 3. Transaction Date (Month/Day/Year) Security A. If Americal A. If American	(State) (Zip) Table I - Non-Derivative Securities (Month/Day/Year) 2A. Deem Execution fany (Month/D Stock Units 02/15/2014 Stock 02/15/2014 Table II - Derivative Securities (e.g., puts, calls, warr (e.g., puts, calls, warr (Month/Day/Year)) Table II - Derivative Securities (e.g., puts, calls, warr (Month/Day/Year)) Table II - Derivative Securities (e.g., puts, calls, warr (e.g., puts, calls, warr (Month/Day/Year)) Table II - Derivative Securities (e.g., puts, calls, warr (e.g., puts, calls, puts, calls, warr (e.g., puts, calls, warr (e.g., puts, calls,	Table I - Non-Derivative Securities Accurity (Instr. 3) Stock Units Table II - Derivative Securities Acquee.g., puts, calls, warrants, (Month/Day/Year) Table II - Derivative Securities Acquee.g., puts, calls, warrants, (Month/Day/Year) Table II - Derivative Securities Acquee.g., puts, calls, warrants, (Month/Day/Year) Table II - Derivative Securities Acquee.g., puts, calls, warrants, (Month/Day/Year) Table II - Derivative Securities Acquee.g., puts, calls, warrants, (Month/Day/Year) Table II - Derivative Securities Acquee.g., puts, calls, warrants, (Month/Day/Year) Table II - Derivative Securities Acquee.g., puts, calls, warrants, (Month/Day/Year) Table II - Derivative Securities Acquee.g., puts, calls, warrants, (Month/Day/Year) Table II - Derivative Securities Acquee.g., puts, calls, warrants, (Month/Day/Year) Table II - Derivative Securities Acquee.g., puts, calls, warrants, (Month/Day/Year) Table II - Derivative Securities Acquee.g., puts, calls, warrants, (Month/Day/Year) Table II - Derivative Securities Acquee.g., puts, calls, warrants, (Month/Day/Year) Table II - Derivative Securities Acquee.g., puts, calls, warrants, (Month/Day/Year) Table II - Derivative Securities Acquee.g., puts, calls, warrants, (Month/Day/Year) Table II - Derivative Securities Acquee.g., puts, calls, warrants, (Month/Day/Year)	Table I - Non-Derivative Securities Acquired Executity (Instr. 3) 2. Transaction Date (Month/Day/Year) 2A. Deemed Execution Date, if any (Month/Day/Year) 4A. Transaction Date (e.g., puts, calls, warrants, option of Exercise Price of Date (Month/Day/Year) 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) 4A. Deemed Execution Date, if any (Month/Day/Year) 5. Number of Expiration Date (A) or Disposed of (D) (Instr. 3, 4 and 5) 4A. Deemed Execution Date, if any (Month/Day/Year) 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) 4A. Deemed Execution Date, if any (Month/Day/Year) 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) 4A. Deemed Execution Date, if any (Month/Day/Year) 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) 4A. Deemed Execution Date, if any (Month/Day/Year) 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) 4A. Deemed Execution Date, if any (Month/Day/Year) 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) 5A. Deemed Execution Date, if any (Month/Day/Year) 5A. Dee	(State) (Zip) Table I - Non-Derivative Securities Acquired, Distransaction Date (Month/Day/Year) Stock Units O2/15/2014 Table II - Derivative Securities Acquired, Distransaction Octed (Instr. 8) Code V Stock Units O2/15/2014 M V Table II - Derivative Securities Acquired, Dispoce (e.g., puts, calls, warrants, options, comparison or Exercise Price of Date (Month/Day/Year) Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) Date Date Date	4. If Amendment, Date of Original Filed (Month/Date of Original Fi	4. If Amendment, Date of Original Filed (Month/Day/Year) Table I - Non-Derivative Securities Acquired, Disposed of, Original Filed (Month/Day/Year) Partial Content of Code (Instr. 3) 2. Transaction Date (Month/Day/Year) 3. Transaction Date (B. Derivative Securities Acquired, Disposed of, or Experiment of Date (B. Derivative Securities Acquired, Disposed of, or Experiment of Date (Month/Day/Year) 3. Transaction Date (B. Derivative Securities Acquired, Disposed of, or Experiment of Date (Month/Day/Year) 3. Transaction Date (B. Derivative Securities Acquired, Disposed of, or Experiment of Date (Month/Day/Year) 3. Transaction Date (B. Derivative Securities Acquired (A) or Disposed of (D) (Month/Day/Year) 3. Transaction Date (Month/Day/Year) 3. Transaction Date (Month/Day/Year) 3. Transaction Date (Month/Day/Year) 3. Transaction Date (Month/Day/Year) 4. Transaction Date (Month/Day/Year) 5. Number of Expiration Date (Expiration Date (Month/Day/Year) (Month/Day/Year) 5. Number of Expiration Date (Expiration Date (Month/Day/Year) (Month/Day/Year) 5. Number of Expiration Date (Expiration Date (Month/Day/Year) (Month/Day/Year) 5. Number of Expiration Date (Expiration Date (Month/Day/Year) (Month/Day/Year) 5. Number of Expiration Date (Expiration Date (Month/Day/Year) (Month/Day/Year) 5. Number of Expiration Date (Expiration Date (Month/Day/Year) (Month/Day/Year) 5. Number of Expiration Date (Expiration Date (Month/Day/Year) (Month/Day/Year) 5. Number of Expiration Date (Expiration Date (Month/Day/Year) (Month/Day/Year) 5. Number of Expiration Date (Month/Day/Year) 5. Number	(State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneral Execution Date (Month/Day/Year) Stock Units 02/15/2014 Date 02/15/2014 Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 8) Table II - Derivative Securities Acquired (A) or (Disposed of (D) (Instr. 18) Table II - Derivative Securities Acquired (Date (Instr. 18)) Table II - Derivative Securities Acquired (Date (Instr. 18)) Table II - Derivative Securities Acquired (Date (Instr. 18)) Table II - Derivative Securities Acquired (Date (Instr. 18)) Table II - Derivative Securities Acquired (Date (Instr. 18)) Table II - Derivative Securities Acquired (Date (Instr. 18)) Table II - Derivative Securities Acquired (Date (Instr. 18)) Table II - Derivative Securities Acquired (Date (Instr. 18)) Table II - Derivative Securities Acquired (Date (Instr. 18)) Table II - Derivative Securities Acquired (Date (Instr. 18)) Table II - Derivative Securities Acquired (Date (Instr. 18)) Table II - Derivative Securities Acquired (Date (Instr. 18)) Table II - Derivative Securities Acquired (Date (Instr. 18)) Table II - Derivative Securities Acquired (Date (Instr. 18)) Table II - Derivative Securities Acquired (Date (Instr. 18)) Table II - Derivative Securities Acquired (Date (Instr. 18)) Table II - Derivative Securities Acquired (Date (Instr. 18)) Table II - Derivative Securities Acquired (Date (Instr. 18)) Table II - Derivative Security (Instr. 18) Table II - Derivative Security (Instr. 18)	4. If Amendment, Date of Original Filed (Month/Day/Year) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficial Execution Date (Month/Day/Year) Price Stock Units O2/15/2014 D2/15/2014 D2/15/2014 D2/15/2014 D2/15/2014 D2/15/2014 D2/15/2014 D2/15/2014 D2/15/2014 D2/15/2014 D3/15/2014 D3/	(State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Cecurity (Instr. 3) 2. Transaction Date (Month/Day/Year) (Month/Day/	4. If Amendment, Date of Original Filed (Month/Day/Year) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owner (Month/Day/Year) 2. Transaction Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) 2. Transaction Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (A) or Price (Repor Transaction Code (Instr. S) (Instr. Stock Units	(State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned Excurity (Instr. 3) 2. Transaction Date (Month/Day/Year) (Mont	(State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned Line) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned Line) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned Line) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned Line) X Form filed by One Reporting Per Form filed by More than One Reperson Disposed of (D) (Instr. 3, 4 and Disposed of (D) (Instr. 3, 4 and 4) or Disposed of (D) (Instr. 3, 4 and 4) or Disposed of (D) (Instr. 3, 4 and 4) or Disposed of (D) (Instr. 3, 4 and 4) or Disposed of (D) (Instr. 3, 4 and 4) or Disposed of (D) (Instr. 3, 4 and 4) or Disposed of (D) (Instr. 3, 4 and 4) or Disposed of (D) (Instr. 4) or Disposed of (D) (Instr. 3, 4 and 4) or Disposed of (D) (Instr. 3, 4 and 4) or Disposed of (D) (Instr. 4) or Disposed of (D) (In		

Explanation of Responses:

Remarks:

/s/ Catherine Meeker, Attorney-in-Fact

02/20/2014

** 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.