

**Report of Organizational Actions
 Affecting Basis of Securities**

▶ See separate instructions.

Part I Reporting Issuer

1 Issuer's name		2 Issuer's employer identification number (EIN)	
Marriott Vacations Worldwide Corporation		45-2598330	
3 Name of contact for additional information	4 Telephone No. of contact	5 Email address of contact	
Investor Relations	407-206-6000	investor@mvwc.com	
6 Number and street (or P.O. box if mail is not delivered to street address) of contact		7 City, town, or post office, state, and ZIP code of contact	
9002 San Marco Court		Orlando, Florida 32819	
8 Date of action		9 Classification and description	
December 22, 2021		Conversion rate adjustment	
10 CUSIP number	11 Serial number(s)	12 Ticker symbol	13 Account number(s)
57164Y AB3		VAC	

Part II Organizational Action Attach additional statements if needed. See back of form for additional questions.

14 Describe the organizational action and, if applicable, the date of the action or the date against which shareholders' ownership is measured for the action ▶

On December 22, 2021, the Conversion Rate applicable to the 1.5% Convertible Senior Notes due 2022 was adjusted to 6.8282 shares of Common Stock per \$1,000 principal amount of Notes as a result of cash dividends made to holders of the Common Stock since the 1.5% Convertible Senior Notes due 2022 were issued.

15 Describe the quantitative effect of the organizational action on the basis of the security in the hands of a U.S. taxpayer as an adjustment per share or as a percentage of old basis ▶

The conversion rate adjustment will be reported as a dividend (on Form 1099-DIV) in the amount of \$12.78 per \$1,000 principal amount of Notes based on the closing share price on the trading day prior to the December 22, 2021 ex-dividend date, and which dividend amount increases a holder's basis in its Notes.

16 Describe the calculation of the change in basis and the data that supports the calculation, such as the market values of securities and the valuation dates ▶

The amount of the dividend as a result of the conversion rate adjustment is the excess of (i) the fair market value of the right to acquire the stock immediately after the adjustment, over (ii) the fair market value of the right to acquire the stock without the adjustment, and the Company's determination of the change in the fair market value of the right to acquire the stock was based in part on the amount of the cash dividend paid to holders of the Common Stock, which cash dividend resulted in the conversion rate adjustment.

Part II Organizational Action (continued)

17 List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based ►
Internal Revenue Code 305(c)

18 Can any resulting loss be recognized? ►
No.

19 Provide any other information necessary to implement the adjustment, such as the reportable tax year ►
The adjustment relates to calendar year ending December 31, 2021.

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.

Sign Here

Signature ►  Date ► 2/17/22

Print your name ► Bryan Blythe Title ► Vice President/Tax

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
Firm's name ►			Firm's EIN ►	
Firm's address ►			Phone no.	

Send Form 8937 (including accompanying statements) to: Department of the Treasury, Internal Revenue Service, Ogden, UT 84201-0054