

MARRIOTT VACATIONS WORLDWIDE Corp  
 Form 4  
 October 24, 2016

**FORM 4**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
 Washington, D.C. 20549**

OMB APPROVAL

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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 OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**MARRIOTT J W JR**

2. Issuer Name and Ticker or Trading Symbol  
**MARRIOTT VACATIONS  
 WORLDWIDE Corp [VAC]**

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)  
**10/20/2016**

\_\_\_\_ Director  10% Owner  
 \_\_\_\_ Officer (give title below) \_\_\_\_ Other (specify below)

**10400 FERNWOOD ROAD**

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

**BETHESDA, MD 20817**

(City) (State) (Zip)

**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 |   | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) |            | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4)   |
|---------------------------------|--------------------------------------|--|---------------------|---|---|------------|---|--|-------------------------------------|
|                                 |                                      |  | Code                | V | Amount  | (A) or (D) |   |  |                                     |
| Common Stock                    | 10/20/2016                           |  | G                   | V | 29,000  | D          | \$ 0 104,443  | I  | JWM Jr Lifetime Trust               |
| Common Stock                    |                                      |  |                     |   |   |            | 28,576  | I  | DGM Lifetime Trust <sup>(1)</sup>   |
| Common Stock                    |                                      |  |                     |   |   |            | 171,019   | I  | Sp Trustee 1 <sup>(1)</sup>         |
| Common Stock                    |                                      |  |                     |   |   |            | 2,002,797   | I  | JWMFE <sup>(1)</sup> <sub>(2)</sub> |
|                                 |                                      |  |                     |   |   |            | 1,322   | I  |                                     |

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|              |  |  |        |   |  |                              |
|--------------|--|--|--------|---|--|------------------------------|
| Common Stock |  |  |        |   |  | Sp Trustee 2 <u>(1)</u>      |
| Common Stock |  |  | 1,967  | I |  | Sp Trustee 5 <u>(1)</u>      |
| Common Stock |  |  | 1,967  | I |  | Sp Trustee 6 <u>(1)</u>      |
| Common Stock |  |  | 1,021  | I |  | Sp Trustee 7 <u>(1)</u>      |
| Common Stock |  |  | 2,982  | I |  | Sp Trustee 8 <u>(1)</u>      |
| Common Stock |  |  | 25,000 | I |  | Sp Trustee 11 <u>(1)</u>     |
| Common Stock |  |  | 833    | I |  | Sp Trustee 12 <u>(1) (3)</u> |
| Common Stock |  |  | 3,299  | I |  | Sp Trustee 13 <u>(1) (4)</u> |
| Common Stock |  |  | 50,391 | I |  | Trustee 1 <u>(1)</u>         |
| Common Stock |  |  | 49,555 | I |  | Trustee 4 <u>(1)</u>         |
| Common Stock |  |  | 45,767 | I |  | Trustee 5 <u>(1)</u>         |
| Common Stock |  |  | 66,627 | I |  | Trustee 7 <u>(1)</u>         |
| Common Stock |  |  | 54,582 | I |  | Trustee 8 <u>(1)</u>         |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

**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 control number.**

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(9-02)

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

| 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, | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|

4, and 5)

|      |   |             |            |       |        |
|------|---|-------------|------------|-------|--------|
|      |   | Date        | Expiration | Title | Amount |
|      |   | Exercisable | Date       |       | or     |
| Code | V | (A)         | (D)        |       | Number |
|      |   |             |            |       | of     |
|      |   |             |            |       | Shares |

## Reporting Owners

| Reporting Owner Name / Address                               | Relationships |           |         |       |
|--|---------------|-----------|---------|-------|
|  | Director      | 10% Owner | Officer | Other |
| MARRIOTT J W JR<br>10400 FERNWOOD ROAD<br>BETHESDA, MD 20817 |               | X         |         |       |

## Signatures

|   |            |
|---|------------|
| /s/ Catherine Meeker,<br>Attorney-In-Fact     | 10/24/2016 |
| <u>        </u> Signature of Reporting Person | Date       |

## Explanation of Responses:

- \* 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).
- (1) The reporting person disclaims beneficial ownership of the reported securities except to the extent of his pecuniary interest therein.  
Consists of 919,999 shares held by Thomas Point Ventures, L.P., whose sole general partner is JWM Family Enterprises, L.P., 290,402 shares held by Terrapin Limited Holdings, LLC, whose sole member is JWM Family Enterprises, L.P., 744,896 shares held by JWM Family Enterprises, L.P., and 47,500 shares held by Anchorage Partners, L.P., whose sole general partner is 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 Blake Marriott and David Sheets Marriott are each directors of JWM Family Enterprises, Inc.
- (3) Reflects the transfer of these shares of common stock from a trust identified as "Sp Trustee 4" to a different trust; the shares continue to be beneficially owned by the reporting person
- (4) Reflects the transfer of these shares of common stock from a trust identified as "Sp Trustee 10" to a different trust; the shares continue to be beneficially owned by the reporting person.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.