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MARRIOTT VACATIONS WORLDWIDE CORP

Reported by

HARRISON DEBORAH MARRIOTT

FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 02/17/12 for the Period Ending 02/15/12

Address	6649 WESTWOOD BLVD. ORLANDO, FL 32821
Telephone	407-206-6000
CIK	0001524358
Symbol	VAC
Fiscal Year	12/30

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FORM 4

[ ] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

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

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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(f) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *	2. Issuer Name **and** Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
Harrison Deborah Marriott	**Marriott Vacations Worldwide Corp [VAC]**	__ X __ Director _____ 10% Owner
(Last) (First) (Middle) **6649 WESTWOOD BLVD.**	3. Date of Earliest Transaction (MM/DD/YYYY) **2/15/2012**	_____ Officer (give title below) __ X __ Other (specify below) **13D Group Owning More Than 10%**
(Street) **ORLANDO, FL 32821** (City) (State) (Zip)	4. If Amendment, Date Original Filed (MM/DD/YYYY)	6. Individual or Joint/Group Filing (Check Applicable Line) _ X _ Form filed by One Reporting Person ___ Form filed by More than One Reporting Person

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

1.Title of Security (Instr. 3)	2. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. Code (Instr. 8)		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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	**2/15/2012**		**M**	**V**	**267.1**	**A**	**$ 0**	**7104.1**	**D**	
Common Stock	**2/15/2012**		**F**		**93**	**D**	**$22.52**	**7011.1**	**D**	
Restricted Stock Units	**2/15/2012**		**M**	**V**	**267.1**	**D**	**$ 0**	**433.1**	**D**	
Common Stock	**2/15/2012**		**M**	**V**	**336.6**	**A**	**$ 0**	**9257.5**	**I**	**By Spouse** (1)
Common Stock	**2/15/2012**		**F**		**117**	**D**	**$22.52**	**9140.5**	**I**	**By Spouse** (1)
Restricted Stock Units	**2/15/2012**		**M**	**V**	**336.6**	**D**	**$ 0**	**489.9**	**I**	**By Spouse**
Common Stock								**38500**	**I**	**By 2011 GRAT** (1)
Common Stock								**80767**	**I**	**By 1965 Trusts** (1)
Common Stock								**69586**	**I**	**By 1974 Trusts** (1)
Common Stock								**1082798**	**I**	**By JWMFE, Inc.** (1) (2)
Common Stock								**919999**	**I**	**By TVP, LP** (1) (3)
Common Stock								**1917**	**I**	**By Trustee 2**

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

1.Title of Security (Instr. 3)	2. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. Code (Instr. 8)		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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
										(1)
Common Stock								**898**	**I**	**By Trustee 4** (1)
Common Stock								**8762**	**I**	**By Trustee 5** (1)
Common Stock								**6197**	**I**	**By Trustee 6** (1)
Common Stock								**6791**	**I**	**By Trustee 7** (1)
Common Stock								**6558**	**I**	**By Trustee 8** (1)
Common Stock								**5873**	**I**	**By Trustee 9** (1)
Common Stock								**361**	**I**	**By Trustee 10** (1)
Common Stock								**141**	**I**	**By Trustee 11** (1)

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

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction (s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

Explanation of Responses:

(1) The reporting person disclaims beneficial ownership of the reported securities except to the extent of her pecuniary interest therein.

(2) 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.

(3) Represents shares held by Thomas Point Ventures, L.P., whose general partner is JWM Family Enterprises, L.P.

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Harrison Deborah Marriott 6649 WESTWOOD BLVD. ORLANDO, FL 32821	**X**			**13D Group Owning More Than 10%**

Signatures

/s/ Catherine Meeker, Attorney-In-Fact **2/17/2012**

** 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).

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