

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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 APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

1. Name and Address of Reporting Person* <u>MARRIOTT J W JR</u> (Last) (First) (Middle) 10400 FERNWOOD ROAD (Street) BETHESDA MD 20817 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Marriott Vacations Worldwide Corp [VAC]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) <input checked="" type="checkbox"/> Other (specify below) 13D Group Owning More Than 10%
	3. Date of Earliest Transaction (Month/Day/Year) 02/15/2013	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	
		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> 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. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction 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	02/15/2013		M	V	4,499.6	A	\$0.00	245,546.2	D	
Restricted Stock Units	02/15/2013		M	V	4,499.6	D	\$0.00	6,366.1 ⁽¹⁾	D	
Common Stock	02/15/2013		F		2,291	D	\$46.78	243,255.2	D	
Common Stock								100,000	I	JWM-MAR 2011 GRAT ⁽²⁾
Common Stock								1,082,798	I	JWMFE, Inc. ⁽²⁾⁽³⁾
Common Stock								919,999	I	TPV, LP ⁽²⁾⁽⁴⁾
Common Stock								32,349	I	JWM Associates LP ⁽²⁾
Common Stock								28,252	I	Spouse ⁽²⁾
Common Stock								199,144	I	Sp Trustee 1 ⁽²⁾
Common Stock								1,322	I	Sp Trustee 2 ⁽²⁾
Common Stock								833	I	Sp Trustee 4 ⁽²⁾
Common Stock								1,967	I	Sp Trustee 5 ⁽²⁾
Common Stock								1,967	I	Sp Trustee 6 ⁽²⁾
Common Stock								1,021	I	Sp Trustee 7 ⁽²⁾
Common Stock								2,982	I	Sp Trustee 8 ⁽²⁾
Common Stock								3,299	I	Sp Trustee 10 ⁽²⁾
Common Stock								25,000	I	Sp Trustee 11 ⁽²⁾
Common Stock								50,391	I	Trustee 1 ⁽²⁾
Common Stock								49,555	I	Trustee 4 ⁽²⁾

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 (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								45,767	I	Trustee 5 ⁽²⁾
Common Stock								66,627	I	Trustee 7 ⁽²⁾
Common Stock								79,582	I	Trustee 8 ⁽²⁾
Common Stock								32,488	I	Trustee 19 ⁽²⁾

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, 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)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					

Explanation of Responses:

- Amount beneficially owned gives effect to a vesting that occurred on February 15, 2013 and that is reported on this Form 4, as well as a vesting that occurred on February 15, 2012 that was not required to be reported as it was merely a change in form of ownership from restricted stock units to common stock.
- The reporting person disclaims beneficial ownership of the reported securities except to the extent of his pecuniary interest therein.
- 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.
- Represents shares held by Thomas Point Ventures, L.P., whose general partner is JWM Family Enterprises, L.P.

Remarks:

This Form 4 omits 1,700 shares held by a trust for the benefit of the reporting person, which shares were reported previously as indirectly beneficially owned by the reporting person, because the reporting person is merely a beneficiary of the trust, is not a trustee of the trust and does not otherwise have or share investment or voting control over the shares held by the trust.

/s/ Catherine Meeker,
Attorney-In-Fact

02/20/2013

** 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.