

Barkin Michael Z
Form 4
October 11, 2017

FORM 4

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

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Barkin Michael Z

(Last) (First) (Middle)

C/O VAIL RESORTS INC., 390
INTERLOCKEN CRESCENT

(Street)

BROOMFIELD, CO 80021

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

VAIL RESORTS INC [MTN]

3. Date of Earliest Transaction
(Month/Day/Year)

10/09/2017

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
X Officer (give title below) ____ Other (specify
below)

EVP & Chief Financial Officer

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. 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)
Common Stock	10/09/2017		M	1,457 A	\$ 50.11 14,015	D	
Common Stock	10/09/2017		F	799 ⁽¹⁾ D	\$ 216.56 13,216	D	
Common Stock	10/09/2017		M	7,891 A	\$ 54.07 21,107	D	
Common Stock	10/09/2017		F	4,729 ⁽¹⁾ D	\$ 216.56 16,378	D	
Common Stock	10/09/2017		M	3,651 A	\$ 60.67 20,029	D	

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Common Stock	10/09/2017	F	2,248 (1)	D	\$ 216.56	17,781	D
Common Stock	10/09/2017	M	7,500	A	\$ 68.98	25,281	D
Common Stock	10/09/2017	F	4,770 (1)	D	\$ 216.56	20,511	D
Common Stock	10/10/2017	S	3,771 (2)	D	\$ 216.23	16,740	D
Common Stock	10/10/2017	S	4,182 (3)	D	\$ 216.84	12,558	D

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

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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, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Share Appreciation Right	\$ 50.11	10/09/2017		M	1,457	(4) 07/30/2022	Common Stock 1,457
Share Appreciation Right	\$ 54.07	10/09/2017		M	7,891	(5) 09/21/2022	Common Stock 7,891
Share Appreciation Right	\$ 60.67	10/09/2017		M	3,651	(6) 04/08/2023	Common Stock 3,651
Share Appreciation Right	\$ 68.98	10/09/2017		M	7,500	(7) 09/26/2023	Common Stock 7,500

Signatures

10/11/2017

Date _____

Explanation of Responses:

** 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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