

MARBERT JEANETTE E
Form 4
January 07, 2019

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 *
MARBERT JEANETTE E

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)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Pres., Exchange and TPM

C/O MARRIOTT VACATIONS
WORLDWIDE, 6649 WESTWOOD
BLVD

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

ORLANDO, FL 32821

(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 (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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V Amount (A) or (D) Price | | | |
| Restricted Stock Unit | 01/03/2019 | | A | 6 A \$ 0 | 993 ⁽¹⁾ | D | |
| Restricted Stock Unit | 01/03/2019 | | A | 15 A \$ 0 | 2,288 ⁽²⁾ | D | |
| Restricted Stock Unit | 01/03/2019 | | A | 22 A \$ 0 | 3,434 ⁽²⁾ | D | |
| Restricted Stock Unit | 01/03/2019 | | A | 40 A \$ 0 | 6,192 ⁽³⁾ | D | |
| | 01/03/2019 | | A | 41 A \$ 0 | 6,193 ⁽³⁾ | D | |

| | | | | | | | | |
|-----------------------|------------|---|----|---|------|----------------------|---|--|
| Restricted Stock Unit | | | | | | | | |
| Restricted Stock Unit | 01/03/2019 | A | 15 | A | \$ 0 | 2,323 ⁽⁴⁾ | D | |
| Restricted Stock Unit | 01/03/2019 | A | 23 | A | \$ 0 | 3,466 ⁽⁵⁾ | D | |
| Restricted Stock Unit | 01/03/2019 | A | 15 | A | \$ 0 | 2,338 ⁽⁶⁾ | D | |
| Restricted Stock Unit | 01/03/2019 | A | 15 | A | \$ 0 | 2,338 ⁽⁷⁾ | D | |

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, 4, and 5) | 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. Number of Derivative Securities Owned Beneficially (Instr. 3, 4, and 5) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |

Reporting Owners

| Reporting Owner Name / Address | Relationships |
|---|---|
| MARBERT JEANETTE E C/O MARRIOTT VACATIONS WORLDWIDE 6649 WESTWOOD BLVD ORLANDO, FL 32821 | Director 10% Owner Officer Other Pres., Exchange and TPM |

Signatures

/s/ James H Hunter, IV,
Attorney-In-Fact

01/07/2019

__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) Represents Restricted Stock Units ("RSUs") that vest February 24, 2019 including additional RSUs issued in connection with the Registrant's January 3, 2019 cash dividend.
- (2) Represents RSUs that vest February 23, 2019 including additional RSUs issued in connection with the Registrant's January 3, 2019 cash dividend.
- (3) Represents RSUs that vest May 12, 2019 including additional RSUs issued in connection with the Registrant's January 3, 2019 cash dividend.
- (4) Represents RSUs that vest ratably February 14, 2019 and 2020 including additional RSUs issued in connection with the Registrant's January 3, 2019 cash dividend.
- (5) Represents RSUs that vest February 14, 2020 including additional RSUs issued in connection with the Registrant's January 3, 2019 cash dividend.
- (6) Represents RSUs that vest ratably February 20, 2019, 2020 and 2021 including additional RSUs issued in connection with the Registrant's January 3, 2019 cash dividend.
- (7) Represents RSUs that vest February 20, 2021 including additional RSUs issued in connection with the Registrant's January 3, 2019 cash dividend.

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.