

Marriott Stephen G
Form 3/A
March 20, 2012

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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)

| | | | | |
|--|---|--|---|--|
| <p>1. Name and Address of Reporting Person *</p> <p>Â Marriott Stephen G</p> <p>(Last) (First) (Middle)</p> <p>10400 FERNWOOD ROAD</p> <p>(Street)</p> <p>BETHESDA, Â MD Â 20817</p> <p>(City) (State) (Zip)</p> | <p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>11/21/2011</p> | <p>3. Issuer Name and Ticker or Trading Symbol</p> <p>Marriott Vacations Worldwide Corp [VAC]</p> | <p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner</p> <p><input type="checkbox"/> Officer <input checked="" type="checkbox"/> Other</p> <p>(give title below) (specify below)</p> <p>13D Group Owning More Than 10%</p> | <p>5. If Amendment, Date Original Filed(Month/Day/Year)</p> <p>11/30/2011</p> <p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person</p> <p><input type="checkbox"/> Form filed by More than One Reporting Person</p> |
|--|---|--|---|--|

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|------------------------------------|--|---|--|
| Common Stock | 105,378 ⁽¹⁾ | D | Â |
| Common Stock | 79,582 | I | 1965 Trusts ⁽²⁾ |
| Common Stock | 55,825 | I | 1974 Trusts ⁽²⁾ |
| Common Stock | 4,370 | I | Spouse ⁽²⁾ |
| Common Stock | 1,082,798 | I | JWMFE, Inc. ⁽²⁾ ⁽³⁾ |
| Common Stock | 919,999 | I | TPV, LP ⁽²⁾ ⁽⁴⁾ |
| Common Stock | 1,322 | I | Sp Trustee 1 for Trust f/b/o his child ⁽²⁾ |
| Common Stock | 1,668 | I | Sp Trustee 2 for Trust f/b/o his child ⁽²⁾ |
| Common Stock | 1,668 | I | Sp Trustee 3 for Trust f/b/o his child ⁽²⁾ |

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| | | | |
|--------------|-------|---|--|
| Common Stock | 7,982 | I | Trustee 1 of Trust f/b/o his child <u>(2)</u> |
| Common Stock | 7,541 | I | Trustee 2 of Trust f/b/o his child <u>(2)</u> |
| Common Stock | 6,599 | I | Trustee 3 of Trust f/b/o his child <u>(2)</u> |

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

SEC 1473 (7-02)

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

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|--|--|--|--|---|
| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|--------------------------------|
| | Director | 10% Owner | Officer | Other |
| Marriott Stephen G 10400 FERNWOOD ROAD BETHESDA, MD 20817 | Â | Â | Â | 13D Group Owning More Than 10% |

Signatures

/s/ Catherine Meeker,
Attorney-In-Fact

03/20/2012

**Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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) This amended Form 3 is being filed solely to include 111 shares of Common Stock that were inadvertently omitted from the reporting person's original Form 3.
- (2) 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.
- (4) Represents shares held by Thomas Point Ventures, L.P., whose general partner is JWM Family Enterprises, L.P.

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