

MARRIOTT JOHN W III

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)

1. Name and Address of Reporting Person *

MARRIOTT JOHN W III

(Last) (First) (Middle)

10400 FERNWOOD ROAD

(Street)

BETHESDA, MD 20817

(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)

11/21/2011

3. Issuer Name and Ticker or Trading Symbol

Marriott Vacations Worldwide Corp [VAC]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director ____ 10% Owner

____ Officer ____X____ Other

(give title below) (specify below)

13D Group Owning More Than 10%

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

11/30/2011

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 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	76,517 ⁽¹⁾	D	Â
Common Stock	34,380	I	1974 Trusts ⁽²⁾
Common Stock	50,391	I	1965 Trusts ⁽²⁾
Common Stock	3,155	I	Spouse ⁽²⁾
Common Stock	1,082,798	I	JWFME, Inc. ⁽²⁾ ⁽³⁾
Common Stock	919,999	I	TPV, LP ⁽²⁾ ⁽⁴⁾
Common Stock	32,349	I	JWM Associates, L.P. ⁽²⁾
Common Stock	1,967	I	Sp Trustee 2 ⁽²⁾
Common Stock	1,967	I	Sp Trustee 2 ⁽²⁾
Common Stock	1,021	I	Sp Trustee 3 ⁽²⁾
Common Stock	6,947	I	Trustee 1 ⁽²⁾

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Common Stock	5,991	I	Trustee 2 ⁽²⁾
Common Stock	4,760	I	Trustee 3 ⁽²⁾

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

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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 JOHN W III 10400 FERNWOOD ROAD BETHESDA, MD 20817	Â	Â	Â	13D Group Owning More Than 10%

Signatures

/s/ Catherine Meeker,
Attorney-In-Fact

**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 385 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.
- (3) 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.

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.