HOLMES STEPHEN P

Check this box

if no longer

subject to

Form 4/A August 09, 2018

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

January 31, Expires:

OMB APPROVAL

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Estimated average burden hours per

response...

Section 16. Form 4 or Form 5 obligations may continue.

See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *

HOLMES STEPHEN P

2. Issuer Name and Ticker or Trading

Symbol

Wyndham Destinations, Inc.

[WYND]

5. Relationship of Reporting Person(s) to

Issuer

below)

(Check all applicable)

(Last)

(First)

(Middle)

3. Date of Earliest Transaction

(Month/Day/Year)

X_ Director Officer (give title

10% Owner Other (specify

C/O WYNDHAM DESTINATIONS, 05/31/2018

INC., 6277 SEA HARBOR DRIVE

(Street)

4. If Amendment, Date Original

Filed(Month/Day/Year)

06/04/2018

6. Individual or Joint/Group Filing(Check

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

ORLANDO, FL 32821

(State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)

(City)

2. Transaction Date 2A. Deemed (Month/Day/Year) Execution Date, if

(Month/Day/Year)

3. 4. Securities TransactionAcquired (A) or Code

Disposed of (D) (Instr. 3, 4 and 5) (Instr. 8)

5. Amount of Securities Beneficially Owned

Following

6. Ownership 7. Nature of Form: Direct Indirect (D) or Indirect Beneficial (I)

(Instr. 4)

Ownership (Instr. 4)

Reported (A) Transaction(s)

or

(Instr. 3 and 4)

Code V Amount (D) Price

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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

1. Title of Derivative

Conversion

3. Transaction Date 3A. Deemed

5. Number of (Month/Day/Year) Execution Date, if TransactionDerivative Securities 6. Date Exercisable and **Expiration Date**

7. Title Underly

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| | Security (Instr. 3) | or Exercise Price of Derivative Security | | any (Month/Day/Year) | Code (Instr. 8) | Acquired (A Disposed of (Instr. 3, 4, | f (D) | (Month/Day/Year) | | (Instr. 3 |
|---------|---|---|------------|-------------------------|-----------------|---------------------------------------|---------|---------------------|-----------------|--------------|
| | | | | | Code V | (A) | (D) | Date Exercisable | Expiration Date | Title |
| St A | cock Settled cock ppreciation ight | \$ 71.65 | 05/31/2018 | | D <u>(1)</u> | | 109,489 | <u>(1)</u> | 02/25/2022 | Comn Stoc |
| St A | cock Settled cock ppreciation ight | \$ 31.7 | 05/31/2018 | | A <u>(1)</u> | 109,489 | | 05/31/2018 | 05/31/2021(2) | Comn Stoc |

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

HOLMES STEPHEN P C/O WYNDHAM DESTINATIONS, INC. 6277 SEA HARBOR DRIVE ORLANDO, FL 32821



Signatures

/s/ Carlos C. Clark as Attorney-in-Fact for Stephen P. Holmes

08/09/2018

**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).

The two reported transactions involve an adjustment to outstanding Stock Settled Stock Appreciation Rights ("SSARs") previously

granted under the Wyndham Worldwide Corporation 2006 Equity and Incentive Plan in connection with the Registrant's spin-off

- (1) transaction resulting in the deemed cancellation of the existing SSARs and the grant of replacement SSARs. The SSARs were originally granted on February 27, 2016. The SSARs vested on May 31, 2018, and each SSAR confers upon the reporting person the right to receive an amount in common stock equal to the excess of the fair market value of a share of common stock on the date of exercise over the exercise price of the SSAR
- (2) This amendment is being filed solely to correct the expiration date of the SSARs, which was inadvertently reported as February 25, 2022 on the Form 4 filed on June 4, 2018. The correct expiration date is May 31, 2021.

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.

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