
UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20549

FORM 8-K

CURRENT REPORT
Pursuant to Section 13 or 15(d) of the
Securities Exchange Act of 1934

Date of Report (Date of Earliest Event Reported): November 28, 2006

Wyndham Worldwide Corporation

(Exact Name of Registrant as Specified in its Charter)

Delaware
(State or Other Jurisdiction
of Incorporation)

1-32876
(Commission File
Number)

20-0052541
(IRS Employer
Identification No.)

Seven Sylvan Way
Parsippany, NJ
(Address of Principal Executive Offices)

07054
(Zip Code)

(973) 753-6000
(Registrant's telephone number, including area code)

None
(Former name or former address if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 8.01. Other Events.

On November 28, 2006, Wyndham Worldwide Corporation issued a press release announcing that it intends to offer \$500 million aggregate principal amount of senior unsecured notes due 2016 in the United States to qualified institutional buyers pursuant to Rule 144A under the Securities Act of 1933, as amended (the "Securities Act"), and outside the United States pursuant to Regulation S under the Securities Act. A copy of the press release is attached as Exhibit 99.1 to this Form 8-K and is incorporated herein by reference.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits.

<u>Exhibit No.</u>	<u>Description</u>
Exhibit 99.1	Press Release of Wyndham Worldwide Corporation dated November 28, 2006 regarding the proposed \$500 million private offering of senior unsecured notes.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

WYNDHAM WORLDWIDE CORPORATION

By: /s/ Virginia M. Wilson

Virginia M. Wilson
Chief Financial Officer

Date: November 28, 2006

WYNDHAM WORLDWIDE CORPORATION
CURRENT REPORT ON FORM 8-K
Report Dated November 28, 2006

EXHIBIT INDEX

<u>Exhibit No.</u>	<u>Description</u>
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FOR IMMEDIATE RELEASE

Wyndham Worldwide to Offer Senior Unsecured Notes

PARSIPPANY, N.J. (Nov. 28, 2006) — Wyndham Worldwide Corporation (NYSE:WYN) today announced that it is planning to offer \$500 million aggregate principal amount of senior unsecured notes due 2016 (“Senior Unsecured Notes”). The Company intends to use the net proceeds from this offering to repay \$350 million principal amount outstanding under its existing interim loan facility and a portion of the outstanding borrowings under its revolving credit facility. The notes are expected to be senior, unsecured obligations of Wyndham Worldwide and to bear interest at a fixed rate.

The offering of the Senior Unsecured Notes is subject to market and other customary conditions. Therefore, there can be no assurance that the sale of the Senior Unsecured Notes will be ultimately consummated or, if consummated, as to the terms thereof.

The notes will be offered in the United States to qualified institutional buyers pursuant to Rule 144A under the Securities Act of 1933, as amended (the “Securities Act”), and outside the United States pursuant to Regulation S under the Securities Act. The Senior Unsecured Notes have not been registered under the Securities Act and may not be offered or sold in the United States absent registration or an applicable exemption from the registration requirements.

This press release is neither an offer to sell nor the solicitation of an offer to buy the Senior Unsecured Notes or any other securities and shall not constitute an offer, solicitation or sale in any jurisdiction in which, or to any person to whom, such an offer, solicitation or sale is unlawful.

About Wyndham Worldwide Corporation

As one of the world’s largest hospitality companies, Wyndham Worldwide offers individual consumers and business-to-business customers a broad suite of hospitality products and services across various accommodation alternatives and price ranges through its premier portfolio of world-renowned brands. Wyndham Hotel Group encompasses more than 6,400 franchised hotels and approximately 534,000 hotel rooms worldwide. RCI Global Vacation Network offers its nearly 3.4 million members access to approximately 63,000 vacation properties located in more than 100 countries. Wyndham Vacation Ownership develops, markets and sells vacation ownership interests and provides consumer financing to owners through its network of more than 140 vacation ownership resorts serving more than 750,000 owners throughout North America, the Caribbean and the South Pacific. Wyndham Worldwide, headquartered in Parsippany, N.J., employs approximately 28,800 employees globally.

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Forward-Looking Statements

This press release contains “forward-looking statements” within the meaning of Section 21E of the Securities Exchange Act of 1934, as amended, conveying management’s expectations as to the future based on plans, estimates and projections at the time the Company makes the statements. These statements can be identified by the use of forward-looking terminology, including “plan,” “intend,” “will,” and “expect,” or other similar words. Forward-looking statements involve known and unknown risks, uncertainties and other factors which may cause the actual results, performance or achievements of the Company to be materially different from any future results, performance or achievements expressed or implied by such forward-looking statements. The forward-looking statements contained in this press release include statements related to the completion of its senior notes offering.

You are cautioned not to place undue reliance on these forward-looking statements, which speak only as of the date of this press release. Factors that could cause actual results to differ materially from those in the forward looking statements include general economic and market conditions and other factors beyond the Company’s control. In addition, the offering of the Senior Unsecured Notes is subject to market and other customary conditions and there can be no assurance that the sale of the Senior Unsecured Notes will be ultimately consummated or, if consummated, as to the terms thereof. Except for the Company’s ongoing obligations to disclose material information under the federal securities laws, it undertakes no obligation to release any revisions to any forward-looking statements, to report events or to report the occurrence of unanticipated events.