

Final Term Sheet



**\$250,000,000 7.375% Notes due 2020**

<b>Issuer:</b>	Wyndham Worldwide Corporation
<b>Principal Amount:</b>	\$250,000,000
<b>Title of Securities:</b>	7.375% Notes due 2020
<b>Trade Date:</b>	February 22, 2010
<b>Original Issue Date (Settlement Date):</b>	February 25, 2010
<b>Maturity Date:</b>	March 1, 2020
<b>Interest Rate:</b>	7.375% per annum
<b>Price to Public:</b>	99.998%
<b>Yield to Maturity:</b>	7.375%
<b>Spread to Benchmark Treasury:</b>	T + 357.2 basis points
<b>Benchmark Treasury:</b>	3.625% Notes due February 15, 2020
<b>Benchmark Treasury Price / Yield:</b>	98-17% / 3.803%
<b>Interest Payment Dates:</b>	March 1 and September 1, commencing September 1, 2010
<b>Record Dates:</b>	February 15 and August 15
<b>Make-Whole Call:</b>	At any time at a discount rate of Treasury plus 50 basis points
<b>Gross Proceeds to Issuer:</b>	\$249,995,000
<b>CUSIP / ISIN:</b>	98310WAE8 / US98310WAE84
<b>Ratings*:</b>	Ba1 (stable outlook) / BBB- (stable outlook)
<b>Joint Book-Running Managers:</b>	Banc of America Securities LLC Credit Suisse Securities (USA) LLC Deutsche Bank Securities Inc. J.P. Morgan Securities Inc.
<b>Lead Managers:</b>	RBS Securities Inc. Scotia Capital (USA) Inc.
<b>Co-Managers:</b>	nabSecurities, LLC Wells Fargo Securities, LLC

\*Note: A securities rating is not a recommendation to buy, sell or hold securities and may be subject to revision or withdrawal at any time.

The issuer has filed a registration statement (including a prospectus) with the SEC for the offering to which this communication relates. Before you invest, you should read the prospectus in that registration statement and other documents the issuer has filed with the SEC for more complete information about the issuer and this offering. You may get these documents for free by visiting EDGAR on the SEC Web site at [www.sec.gov](http://www.sec.gov). Alternatively, the issuer, any underwriter or any dealer participating in the offering will arrange to send you the prospectus if you request it by calling Banc of America Securities LLC toll-free at 1-800-294-1322, Credit Suisse Securities (USA) LLC toll-free at 1-800-221-1037, Deutsche Bank Securities Inc. toll-free at 1-800-503-4611 or J.P. Morgan Securities Inc. collect at 1-212-834-4533.

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