## FORM 4

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

OMB APPROVAL
OMB Number: 3235-0287
Estimated average burden
hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

#### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

es)												
1. Name and Address of Reporting Person * Anderson Thomas F			2. Issuer Name and Ticker or Trading Symbol WYNDHAM WORLDWIDE CORP [WYN]					5. Relationship of Reporting Person(s) to Issuer (Check all applicable)Director10% Owner				
(Last) (First) (Middle) C/O WYNDHAM WORLDWIDE CORPORATION, 22 SYLVAN WAY			3. Date of Earliest Transaction (Month/Day/Year) 02/09/2012					X Officer (give title below) Other (specify below)  EVP and Chief RE Dev. Off.				elow)
PARSIPPANY, NJ 07054			4. If Amendment, Date Original Filed(Month/Day/Year)					6. Individual or Joint/Group Filing(Check Applicable Line)  Form filed by One Reporting Person Form filed by More than One Reporting Person				
(State)	(Zip)	Tr	able I - No	n-Dei	rivative S	Securities .	Acqui	red, Dispe	osed of, or I	Beneficially (	Owned	
(Instr. 3) Date		any	Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		f (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)		Ownership Form:	Beneficial	
		(Month/Day/Year)	Code	V	Amount	(A) or (D) I	Price	(Instr. 3 a	or India (I)		or Indirect	Ownership (Instr. 4)
	02/09/2012		S		40,000	D \$	3.77	20,426			D	
								94,348	(1)		D	
				Pers	sons wh tained ii	no respon n this for	m are	not requ	uired to res	pond unle	ss	1474 (9-02)
		<b>Derivative Securit</b>						y Owned				
3 Transaction		(e.g., puts, calls, wa		otions	, conver	tible secur	ities)		8 Price of	0 Number	_	11 Notar
3. Transaction n Date (Month/Day/Y	3A. Deemed Execution Da	(e.g., puts, calls, wa	arrants, op 5.	6. D and (Mc		tible secur cisable on Date	7. Tit Amo Unde Secur	tle and ount of erlying	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4)	of 10. Ownersl Form of Derivati Security Direct (1 or Indire	Ownersh (Instr. 4)
[ ,	S F (First) I WORLDWI , 22 SYLVAN (Street) IJ 07054 (State)	SF	SF WYNDHAM 3. Date of Earliest 02/09/2012  WORLDWIDE 02/09/2012  (Street) 4. If Amendment,  IJ 07054  (State) (Zip) Ta  2. Transaction Date (Month/Day/Year)  (Month/Day/Year)  02/09/2012	SF WYNDHAM WORLD  (First) (Middle) WORLDWIDE 02/09/2012  (Street)  4. If Amendment, Date Orig  (State)  2. Transaction Date (Month/Day/Year)  (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  Code (Instr. 8)	SF (First) (Middle) 3. Date of Earliest Transaction (MO2/09/2012 3. Date of Earliest Transaction (MO2/09/2012 4. If Amendment, Date Original Formula (State) (Zip) Table I - Non-Determined (Month/Day/Year) 2. Transaction Date (Month/Day/Year) (Month/Day/Year) 2. Transaction Date (Month/Day/Year) (Month/Day/Year) Code (Instr. 8) (Month/Day/Year) S (Code V Person)	WYNDHAM WORLDWIDE COR  (First) (Middle) 3. Date of Earliest Transaction (Month/Day 02/09/2012  (Street) 4. If Amendment, Date Original Filed(Month of Date (Month/Day/Year))  (State) 2. Transaction Date (Month/Day/Year) 2. Transaction Execution Date, if any (Month/Day/Year) (Month/Day/Year)  (Month/Day/Year) 2. Transaction Execution Date, if any (Month/Day/Year) Code (Instr. 8)  (Instr. 3) Code V Amount of Amount of Separate line for each class of securities beneficially owned directly or indirectly Persons whe contained in the security of the security	WYNDHAM WORLDWIDE CORP [WYNDHAM WORLDWIDE CORP [WYNDHAM WORLDWIDE (First) (Middle) (1 WORLDWIDE (02/09/2012) 3. Date of Earliest Transaction (Month/Day/Year) (02/09/2012) 4. If Amendment, Date Original Filed(Month/Day/Year) 4. If Amendment, Date Original Filed(Month/Day/Year) 2A. Deemed (A) or Disposed or (Instr. 3, 4 and 5) (Instr. 3, 4 and 5) (A) or Code (Instr. 3, 4 and 5) (A)	WYNDHAM WORLDWIDE CORP [WYN]  (First) (Middle) (Street) (Street) (State) (Zip) (State) (Zip) (Zip) (Anoth/Day/Year) (Anoth/Da	WYNDHAM WORLDWIDE CORP [WYN]  3. Date of Earliest Transaction (Month/Day/Year)  (Street)  4. If Amendment, Date Original Filed(Month/Day/Year)  (State)  2. Transaction Date (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  2. Code (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  3. Transaction Code (A) or Disposed of (D) (Instr. 3, 4 and 5)  (Instr. 3 a)  (Instr. 3 a)  (Instr. 3 a)  4. Securities Acquired Reported (Instr. 3 a)  (Instr.	SF   WYNDHAM WORLDWIDE CORP [WYN]   Director   WYNDHAM WORLDWIDE CORP [WYN]   Softier (give title beleficity of the bound of the boun	(Check all applications)  (A) officer (give title below)  (B. Individual or Joint/Group Filing A. Securities Acquired, Disposed of, or Beneficially One Reporting Person applications (Instr. 3, 4 and 5)  (Street)  (Street)  (State)  (A) or Disposed of (D) (Instr. 3, 4 and 5)  (Instr. 3 and 4)  (Instr.	WYNDHAM WORLDWIDE CORP [WYN]  (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) 02/09/2012  (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) 02/09/2012  (State) 7. Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned Execution Date (Month/Day/Year) and (Month/Day/Year) (Instr. 3, 4 and 5) (Instr. 3 and 4)  (State) 8. Amount of Securities Beneficially Owned Following (Instr. 4)  (Month/Day/Year) 02/09/2012 8. 40,000 D. \$ 43.77 20,426 D. a separate line for each class of securities beneficially owned directly or indirectly.  (State) 8. Amount of Securities Beneficially Owned Following (Instr. 4)  (Instr. 4) 94,348 (II) D. Amount of Information (Contained in this form are not required to respond unless)

#### **Reporting Owners**

	Relationships					
Reporting Owner Name / Address	Director	10% Owner	Officer	Other		
Anderson Thomas F C/O WYNDHAM WORLDWIDE CORPORATION 22 SYLVAN WAY PARSIPPANY, NJ 07054			EVP and Chief RE Dev. Off.			

### **Signatures**

/s/ Scott G. McLester as Attorney-in-Fact for Thomas F. Anderson	02/13/2012
**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).
- (1) Consists of restricted stock units granted under the Wyndham Worldwide Corporation 2006 Equity and Incentive Plan as previously reported.

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.