FORM 4

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

OMB APPROVAL
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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

1. Name ar																
(Print or Type Responses) 1. Name and Address of Reporting Person* Conforti Thomas G.					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) WYNDHAM WORLDWIDE CORPORATION, 22 SYLVAN WAY					3. Date of Earliest Transaction (Month/Day/Year) 02/27/2012						X Officer (give title below) Other (specify below) Exec. VP and CFO					
PARSIPPANY, NJ 07054				4. If	4. If Amendment, Date Original Filed(Month/Day/Year)						6. Individual or Joint/Group Filing(Check Applicable Line) _X_Form filed by One Reporting Person _Form filed by More than One Reporting Person					
(City) (State) (Zip)					Table I - Non-Derivative Securities Acquired, Disposed of, or Bene							Beneficially (Owned			
1.Title of Security (Instr. 3)		2. Transaction Date (Month/Day/Year)		A. Deemed Execution Date, if		Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s)			6. Ownership Form:	7. Nature of Indirect Beneficial	
				(Mo	nth/Day/Yea		ode	V Amo	(A) or (D)	Pric		Instr. 3 a	and 4) Direct (I or Indirect (I)		Direct (D) or Indirect (I) (Instr. 4)	Ownership (Instr. 4)
Common	Stock		02/27/2012				F	15,9 (1)	92 D	\$ 43.7	72	43,922			D	
Common Stock										1	136,591 (2)			D		
							direct	-) .							
			Table I		vative Securi		quire	Persons vectorial contained the form of the dispose	who responding the second seco	form a a cur Benefic	are r rrent	not requ tly valid		ormation pond unlear rol number	ss	1474 (9-02)
	l.			(e.g.,	puts, calls, v	arran	quire	Persons vectors of the form of	who responder in this files lays and the second sec	form a a cur Benefic curitie	are r rrent cially es)	not requ tly valid	ired to res OMB cont	pond unles	ss ·	, ,
	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/	3A. Deem Execution Year) any	(e.g.,) ed Date, if		arran 5.	equire ts, opto er ative ities ired r osed)	Persons vectorial contained the form of the dispose	who respond in this in this in this in this in this in the second of, or Bertible second on the second of the seco	Genefic curitie	cially es) '. Titl Amou Jnder Securi	not required the valid of chying	ired to res OMB cont	spond unles rol number	of 10. Owners: Form of Derivati Security Direct (or Indire	11. Natur of Indire Benefici ve (Instr. 4)

Reporting Owners

	Relationships					
Reporting Owner Name / Address	Director	10% Owner	Officer	Other		
Conforti Thomas G. WYNDHAM WORLDWIDE CORPORATION 22 SYLVAN WAY PARSIPPANY, NJ 07054			Exec. VP and CFO			

Signatures

/s/ Scott G. McLester as Attorney-in-Fact for Thomas G. Conforti	02/28/2012
**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).
- Consists of shares of Common Stock withheld as payment of tax liability incident to the vesting of restricted stock units granted in accordance with Rule 16b-3.
- (2) 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.