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

# SCHEDULE 13G/A\*

Under the Securities Exchange Act of 1934

(Amendment No. 1)*
Wyndham Worldwide Corporation
(Name of Issuer)
Common Stock, \$0.01 par value per share
(Title of Class of Securities)
98310W108
(CUSIP Number)
December 31, 2011
(Date of Event Which Requires Filing of this Statement)
Check the appropriate box to designate the rule pursuant to which this Schedule 13G/A is filed:  □Rule 13d-1(b) □Rule 13d-1(c) □Rule 13d-1(d)
(Page 1 of 19 Pages)
* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.  The information required in the remainder of this cover page shall not be deemed to be "filed" for purposes of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP No. 98310W108	13G/A	Page 2 of 19 Pages	

1	NAMES OF R	EPORTING PERSONS	
	Lone Spru	ce, L.P.	
2	CHECK THE	APPROPRIATE BOX IF A MEMBER OF A GROUP**	(a) ☐ (b) 区
3	SEC USE ONI	Y	
4	CITIZENSHIP Delaware	OR PLACE OF ORGANIZATION	
NUMBER OF	5	SOLE VOTING POWER -0-	
SHARES BENEFICIALLY OWNED BY	6	SHARED VOTING POWER 87,542	
EACH REPORTING	7	SOLE DISPOSITIVE POWER -0-	
PERSON WITH	8	SHARED DISPOSITIVE POWER 87,542	
9	AGGREGATE 87,542	AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
10	CHECK BOX	IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES**	
11	PERCENT OF 0.1%	CLASS REPRESENTED BY AMOUNT IN ROW (9)	
12	TYPE OF REP PN	ORTING PERSON**	

1 NAMES OF REPORTING PERSONS  Lone Balsam, L.P.  2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP**  (a) □ (b) ☒  3 SEC USE ONLY  4 CITIZENSHIP OR PLACE OF ORGANIZATION Delaware  NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH  9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 192,104  10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES**  11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)  12 TYPE OF REPORTING PERSON**			<del></del>	
Lone Balsam, L.P.				
Lone Balsam, L.P.				
Lone Balsam, L.P.				
Lone Balsam, L.P.	1	NAMES OF DEDO	DTING DEDSONS	
2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP**  (a) □ (b) ☑  3 SEC USE ONLY  4 CITIZENSHIP OR PLACE OF ORGANIZATION Delaware  5 SOLE VOTING POWER -0- SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH  7 SOLE DISPOSITIVE POWER -0- 8 SHARED DISPOSITIVE POWER 192,104  9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 192,104  10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES** □  11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 0.1%	1	NAMES OF KEI O	KTING LEKSONS	
3 SEC USE ONLY  4 CITIZENSHIP OR PLACE OF ORGANIZATION Delaware  NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH  9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 192,104  10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES**    (a)   (b)     (b)   (b)     (c)     (c)     (c)     (d)		Lone Balsam,	L.P.	
3 SEC USE ONLY  4 CITIZENSHIP OR PLACE OF ORGANIZATION Delaware  NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING POWER 192,104  7 SOLE DISPOSITIVE POWER 192,104  7 SOLE DISPOSITIVE POWER 192,104  9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 192,104  10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES** □  PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 10.1%	2	CHECK THE APP	ROPRIATE BOX IF A MEMBER OF A GROUP**	(a) [
3 SEC USE ONLY  4 CITIZENSHIP OR PLACE OF ORGANIZATION Delaware  SOLE VOTING POWER ONLY  5 SOLE VOTING POWER -0- 6 SHARED VOTING POWER 192,104  7 SOLE DISPOSITIVE POWER -0- PERSON WITH  8 SHARED DISPOSITIVE POWER 192,104  9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 192,104  10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES**  □  11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 0.1%	_			
4 CITIZENSHIP OR PLACE OF ORGANIZATION Delaware  NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH  4 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 192,104  10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) 0.1%  CITIZENSHIP OR PLACE OF ORGANIZATION Delaware  SOLE VOTING POWER -00- SHARED VOTING POWER -192,104  7 SOLE DISPOSITIVE POWER -0192,104  AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 192,104  10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES**  11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 0.1%	2	SEC LISE ONLY		(0) 🖾
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES**    Delaware   Delaware			N. J. CD. CD. CD. C. L. LYG J. TYCLY	
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH    AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  192,104  CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES**  PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)  0.1%	4		PLACE OF ORGANIZATION	
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH    AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  192,104  CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES**  PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)  0.1%			COLE VOTING DOWED	
SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH     AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  192,104   CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES**  PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)  0.1%	NUMBER OF	5		
BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH     AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 192,104   CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES**  PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 0.1%		6	<u>*</u>	
OWNED BY EACH REPORTING PERSON WITH		U		
REPORTING PERSON WITH  8 SHARED DISPOSITIVE POWER 192,104  9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 192,104  10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES**  11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 0.1%		7	,	
PERSON WITH  8 SHARED DISPOSITIVE POWER 192,104  9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 192,104  10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES**  11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 0.1%		,	-0-	
192,104  9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 192,104  10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES**  11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 0.1%		8	SHARED DISPOSITIVE POWER	
192,104  10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES**  □  11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)  0.1%	TERROTT WITH		192,104	
10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES**  □ 11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 0.1%	9		IOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 0.1%				
0.1%	10	CHECK BOX IF T	HE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES**	
	11		ASS REPRESENTED BY AMOUNT IN ROW (9)	
12 TYPE OF REPORTING PERSON**				
	12		TING PERSON**	
PN		PN		

13G/A

Page 3 of 19 Pages

CUSIP No. 98310W108

CUSIP No. 98310W108		13G/A	Page 4 of 19 Pages	
1	NAMES OF REPORTING	PERSONS		
	Lone Sequoia, L.P.			
2		TE BOX IF A MEMBER OF A GROUP**		(a) □ (b) ⊠
3	SEC USE ONLY			
4	CITIZENSHIP OR PLACE Delaware	OF ORGANIZATION		
NUMBER OF SHARES	5	SOLE VOTING POWER -0-		
BENEFICIALLY OWNED BY	6	SHARED VOTING POWER 160,493		
EACH REPORTING	7	SOLE DISPOSITIVE POWER -0-		
PERSON WITH	8	SHARED DISPOSITIVE POWER 160,493		
9	160,493	BENEFICIALLY OWNED BY EACH REPORT		
10	CHECK BOX IF THE AGO	GREGATE AMOUNT IN ROW (9) EXCLUDES	CERTAIN SHARES**	
11	PERCENT OF CLASS REI 0.1%	PRESENTED BY AMOUNT IN ROW (9)		
12	TYPE OF REPORTING PE PN	ERSON**		

CUSIP No. 98310W108		13G/A Page 5			ge 5 of 19 Pages	
1	NAMES OF REPORTING PERSONS					
	Lone Cascade, L.P.					
2	CHECK THE APPROPRIATE BOX IF A M	MEMBER OF A GROUP**		(a) □ (b) ⊠		
3	SEC USE ONLY					
4	CITIZENSHIP OR PLACE OF ORGANIZA Delaware	ATION				
NUMBER OF	5 SOLE VOTING	G POWER				
SHARES BENEFICIALLY OWNED BY	6 SHARED VOT 3,648,826	ING POWER				
EACH REPORTING	7 SOLE DISPOS -0-	ITIVE POWER				
PERSON WITH	8 SHARED DISF 3,648,826	POSITIVE POWER				
9	AGGREGATE AMOUNT BENEFICIALL' 3,648,826	Y OWNED BY EACH REPORTING P	ERSON			
10	CHECK BOX IF THE AGGREGATE AMO	OUNT IN ROW (9) EXCLUDES CERT	AIN SHARES**		]	
11	PERCENT OF CLASS REPRESENTED BY 2.4%	Y AMOUNT IN ROW (9)				
12	TYPE OF REPORTING PERSON** PN					

CUSIP No. 98310W108		13G/A	Page 6 of 19 Pages	
1	NAMES OF REPO	ORTING PERSONS		
	Lone Sierra, I	P.		
2		PROPRIATE BOX IF A MEMBER OF A GROUP**		(a) □ (b) ☒
3	SEC USE ONLY			
4	CITIZENSHIP OF Delaware	R PLACE OF ORGANIZATION		
NUMBER OF	5	SOLE VOTING POWER -0-		
SHARES BENEFICIALLY OWNED BY	6	SHARED VOTING POWER 171,956		
EACH REPORTING	7	SOLE DISPOSITIVE POWER -0-		
PERSON WITH	8	SHARED DISPOSITIVE POWER 171,956		
9	AGGREGATE AN 171,956	MOUNT BENEFICIALLY OWNED BY EACH REPORT	ING PERSON	
10	CHECK BOX IF	THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES	CERTAIN SHARES**	
11	PERCENT OF CL 0.1%	ASS REPRESENTED BY AMOUNT IN ROW (9)		
12	TYPE OF REPOR PN	TING PERSON**		

CUSIP No. 98310W108	1	13G/A	Page 7 of 19 Pages	
1	NAMES OF REPORTING PER	SONS		
	Lone Pine Associates LLC			
2	CHECK THE APPROPRIATE	BOX IF A MEMBER OF A GROUP**		(a) □ (b) ⊠
3	SEC USE ONLY			
4	CITIZENSHIP OR PLACE OF Delaware	ORGANIZATION		
NUMBER OF SHARES	5 SOI	LE VOTING POWER -0-		
BENEFICIALLY OWNED BY	6 SH.	ARED VOTING POWER 440,139		
EACH REPORTING	7 SOI	LE DISPOSITIVE POWER -0-		
PERSON WITH	8 SH.	ARED DISPOSITIVE POWER 440,139		
9	440,139	IEFICIALLY OWNED BY EACH REPORTIN		
10	CHECK BOX IF THE AGGRE	GATE AMOUNT IN ROW (9) EXCLUDES C	ERTAIN SHARES**	
11	PERCENT OF CLASS REPRES 0.3%	SENTED BY AMOUNT IN ROW (9)		
12	TYPE OF REPORTING PERSO OO	)N**		

CUSIP No. 98310W108		13G/A	Page 8 of 19 Pages	_
1	NAMES OF REPORTING PERSONS			
	Lone Pine Members LLC			
2	CHECK THE APPROPRIATE BOX IF A	A MEMBER OF A GROUP**		(a) □ (b) ⊠
3	SEC USE ONLY			
4	CITIZENSHIP OR PLACE OF ORGANI Delaware	IZATION		
NUMBER OF	5 SOLE VOTII	NG POWER		
SHARES BENEFICIALLY OWNED BY	6 SHARED VC 3,820,78	OTING POWER 32		
EACH REPORTING	7 SOLE DISPO	OSITIVE POWER		
PERSON WITH	8 SHARED DI 3,820,78	SPOSITIVE POWER		
9	AGGREGATE AMOUNT BENEFICIAL 3,820,782	LY OWNED BY EACH REPORTING	PERSON	
10	CHECK BOX IF THE AGGREGATE AM	MOUNT IN ROW (9) EXCLUDES CEI	RTAIN SHARES**	
11	PERCENT OF CLASS REPRESENTED 2.5%	BY AMOUNT IN ROW (9)		
12	TYPE OF REPORTING PERSON** OO			

CUSIP No. 98310W108		13G/A P	Page 9 of 19 Pages	
	NAMES OF REPORTING PERSONS			
	Lone Pine Capital LLC			
2	CHECK THE APPROPRIATE BOX IF	A MEMBER OF A GROUP**	(a) (b)	
}	SEC USE ONLY			
4	CITIZENSHIP OR PLACE OF ORGAN Delaware	IZATION		
NUMBER OF	5 SOLE VOT	ING POWER		
SHARES BENEFICIALLY OWNED BY	6 SHARED V 3,998,1	OTING POWER 13		
EACH REPORTING	7 SOLE DISP -0-	OSITIVE POWER		
PERSON WITH	8 SHARED D 3,998,1	ISPOSITIVE POWER 13		
)	3,998,113	LLY OWNED BY EACH REPORTING PE		
.0	CHECK BOX IF THE AGGREGATE A	MOUNT IN ROW (9) EXCLUDES CERTA	AIN SHARES**	
11	PERCENT OF CLASS REPRESENTED 2.6%	BY AMOUNT IN ROW (9)		
12	TYPE OF REPORTING PERSON** IA			

CUSIP No. 98310W108	3		13G/A	Page 10 of 19 Pages		
1	NAMES OF REPO	PRTING PERSONS				
	Lone Pine Mar	naging Member LLC				
2	CHECK THE APP	ROPRIATE BOX IF A MI	EMBER OF A GROUP**		(a) □ (b) ⊠	
3	SEC USE ONLY					
4	CITIZENSHIP OR Delaware	PLACE OF ORGANIZAT	ΓΙΟΝ			
NUMBER OF	5	SOLE VOTING 1 -0-	POWER			
SHARES BENEFICIALLY OWNED BY	6	SHARED VOTIN 8,259,034	NG POWER			
EACH REPORTING	7	SOLE DISPOSIT -0-	TIVE POWER			
PERSON WITH	8	SHARED DISPO 8,259,034	OSITIVE POWER			
9	AGGREGATE AM 8,259,034	MOUNT BENEFICIALLY	OWNED BY EACH REPORT	TING PERSON		
10	CHECK BOX IF T	HE AGGREGATE AMOU	JNT IN ROW (9) EXCLUDES	S CERTAIN SHARES**		
11	PERCENT OF CLA 5.4%	ASS REPRESENTED BY	AMOUNT IN ROW (9)			
12	TYPE OF REPOR' OO	TING PERSON**				

CUSIP No. 98310W108		13G/A Pa	ge 11 of 19 Pages	
	NAMES OF REPORTING PERSONS			
	Stephen F. Mandel, Jr.			
2	CHECK THE APPROPRIATE BOX IF	A MEMBER OF A GROUP**		)□ )⊠
3	SEC USE ONLY		`	,
4	CITIZENSHIP OR PLACE OF ORGAN United States	IZATION		
NUMBER OF	5 SOLE VOTI	NG POWER		
SHARES BENEFICIALLY OWNED BY	6 SHARED V 8,259,03	OTING POWER 34		
EACH REPORTING	-0-	OSITIVE POWER		
PERSON WITH	8 SHARED D 8,259,03	ISPOSITIVE POWER 34		
9	8,259,034	LLY OWNED BY EACH REPORTING PER		
10	CHECK BOX IF THE AGGREGATE A	MOUNT IN ROW (9) EXCLUDES CERTAI	N SHARES**	
11	PERCENT OF CLASS REPRESENTED 5.4%	BY AMOUNT IN ROW (9)		
12	TYPE OF REPORTING PERSON** IN			

CUSIP No. 98310W108	13G/A	Page 12 of 19 Pages	

This Amendment No. 1 (this "Amendment") amends the statement on Schedule 13G filed on November 7, 2011 (the "Original Schedule 13G" and the Original Schedule 13G as amended, the "Schedule 13G"), with respect to shares of common stock, par value \$0.01 (the "Common Stock"), of Wyndham Worldwide Corporation (the "Issuer"). Capitalized terms used herein and not otherwise defined in this Amendment have the meanings set forth in the Schedule 13G.

# Item 1 (a). NAME OF ISSUER:

Wyndham Worldwide Corporation

### Item 1(b). ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES:

22 Sylvan Way, Parsippany, NJ 07054

### Item 2 (a). NAME OF PERSON FILING:

This statement is filed by:

- (i) Lone Spruce, L.P., a Delaware limited partnership ("Lone Spruce"), with respect to the Common Stock directly owned by it;
- (ii) Lone Balsam, L.P., a Delaware limited partnership ("Lone Balsam"), with respect to the Common Stock directly owned by it;
- (iii) Lone Sequoia, L.P., a Delaware limited partnership ("Lone Sequoia"), with respect to the Common Stock directly owned by it;
- (iv) Lone Cascade, L.P., a Delaware limited partnership ("Lone Cascade"), with respect to the Common Stock directly owned by it;
- (v) Lone Sierra, L.P., a Delaware limited partnership ("Lone Sierra"), with respect to the Common Stock directly owned by it;
- (vi) Lone Pine Associates LLC, a Delaware limited liability company ("Lone Pine Associates"), with respect to the Common Stock directly owned by Lone Spruce, Lone Balsam and Lone Sequoia;
- (vii) Lone Pine Members LLC, a Delaware limited liability company ("Lone Pine Members"), with respect to the Common Stock directly owned by Lone Cascade and Lone Sierra;
- (viii) Lone Pine Capital LLC, a Delaware limited liability company ("Lone Pine Capital"), which serves as investment manager to Lone Cypress, Ltd. ("Lone Cypress"), Lone Kauri, Ltd. ("Lone Kauri") and Lone Monterey Master Fund, Ltd. ("Lone Monterey Master Fund"), each a Cayman Islands exempted company, with respect to the Common Stock directly owned by each of Lone Cypress, Lone Kauri and Lone Monterey Master Fund;

CUSIP No. 98310W108			13G/A	Page 13 of 19 Pages	
	(ix)	2 2	each of Lone Spruce, Lone Balsam,	any ("Lone Pine Managing Member"), with respect to the Lone Sequoia, Lone Cascade, Lone Sierra, Lone Cypress, Lone	
	(x)		del"), with respect to the Common St ra, Lone Cypress, Lone Kauri and Lo	tock directly owned by each of Lone Spruce, Lone Balsam, Lone one Monterey Master Fund.	
		oing persons are hereinafter sometimes the Reporting Persons are made on inf		orting Persons." Any disclosures herein with respect to persons quiry to the appropriate party.	
Item 2(b).	ADDRES	S OF PRINCIPAL BUSINESS OFF	TICE OR, IF NONE, RESIDENCE	a:	
	The addre	ss of the business office of each of the	Reporting Persons is Two Greenwick	ch Plaza, Greenwich, Connecticut 06830.	
Item 2(c).	CITIZEN	SHIP:			

# Ite

Lone Spruce, Lone Balsam, Lone Sequoia, Lone Cascade and Lone Sierra are limited partnerships organized under the laws of the State of Delaware. Lone Pine Associates, Lone Pine Members, Lone Pine Capital and Lone Pine Managing Member are limited liability companies organized under the laws of the State of Delaware. Mr. Mandel is a United States citizen.

#### Item 2(d). TITLE OF CLASS OF SECURITIES:

Common Stock, \$0.01 par value per share.

#### **CUSIP NUMBER:** Item 2(e).

98310W108

CUSIP No. 98310W108		13G/A	Page 14 of 19 Pages	f 19 Pages		
Item 3.	IF THIS STA	ATEMENT IS F	ILED PURSUANT TO RULES 13d-1(b)	) OR 13d-2(b) OR (c), CHECK W	Bd-2(b) OR (c), CHECK WHETHER THE PERSON FILING IS	
	(a) (b) (c) (d) (e) (f) (g) (h) (i)	Bank as of Insurance Investme Investme Employe Parent H Savings Church F Act of 19	r dealer registered under Section 15 of the Adefined in Section 3(a)(6) of the Act, e Company as defined in Section 3(a)(19) of the Company registered under Section 8 of the Adviser in accordance with Rule 13d-1(b) as Benefit Plan or Endowment Fund in accordance Company or control person in accordance as defined in Section 3(b) of the Plan that is excluded from the definition of a paccordance with Rule 13d-1(b)(1)(ii)(J).  In the Rule 13d-1(c), check this box:	of the Act, the Investment Company Act of 194(b)(1)(ii)(E), ordance with Rule 13d-1(b)(1)(ii)(F), dance with Rule 13d-1(b)(1)(ii)(G), e Federal Deposit Insurance Act,		
Item 4.	OWNERSH	IP.				
A.	Lone Spruce, (a) (b)	Amount Percent of for the quere 154	beneficially owned: 87,542  of class: 0.1% The percentages used herein uarterly period ended September 30, 2011  of 17,892 shares of Common Stock issued as Sole power to vote or direct the vote: -0-Shared power to vote or direct the vote: 8 Sole power to dispose or direct the dispose Shared power to dispose or direct the dispose Shared power to dispose or direct the dispo	filed on October 26, 2011 which st and outstanding. 87,542 sition: -0-		

В.	Lone Balsam, L.				
	(a)	Amount beneficially owned: 192,104			
	(b)	Percent of class: 0.1%			
	(c)	(i) Sole power to vote or direct the vote: -0-			
		(ii) Shared power to vote or direct the vote: 192,104			
		(iii) Sole power to dispose or direct the disposition: -0-			
		(iv) Shared power to dispose or direct the disposition: 192,104			
		(17) Shared power to dispose of direct the disposition. 172,107			
C.	Lone Sequoia, L	.P.			
	(a)	Amount beneficially owned: 160,493			
	(b)	Percent of class: 0.1%			
	(c)	(i) Sole power to vote or direct the vote: -0-			
	(•)	(ii) Shared power to vote or direct the vote: 160,493			
		(iii) Sole power to dispose or direct the disposition: -0-			
		(iv) Shared power to dispose or direct the disposition: 160,493			
		(1v) Shaled power to dispose of direct the disposition. 100,493			
D.	Lone Cascade, L	Lone Cascade, L.P.			
	(a)	Amount beneficially owned: 3,648,826			
	(b)	Percent of class: 2.4%			
	(c)	(i) Sole power to vote or direct the vote: -0-			
		(ii) Shared power to vote or direct the vote: 3,648,826			
		(iii) Sole power to dispose or direct the disposition: -0-			
		(iv) Shared power to dispose or direct the disposition: 3,648,826			
		(17) Shared power to dispose of direct the disposition. 5,616,626			
E.	Lone Sierra, L.P				
	(a)	Amount beneficially owned: 171,956			
	(b)	Percent of class: 0.1%			
	(c)	(i) Sole power to vote or direct the vote: -0-			
		(ii) Shared power to vote or direct the vote: 171,956			
		(iii) Sole power to dispose or direct the disposition: -0-			
		(iv) Shared power to dispose or direct the disposition: 171,956			
F.	Lone Pine Associates LLC				
	(a)	Amount beneficially owned: 440,139			
	(b)	Percent of class: 0.3%			
	(c)	(i) Sole power to vote or direct the vote: -0-			
		(ii) Shared power to vote or direct the vote: 440,139			
		(iii) Sole power to dispose or direct the disposition: -0-			
		(iv) Shared power to dispose or direct the disposition: 440,139			
G.	Lone Pine Meml	ners LLC			
o.	(a)	Amount beneficially owned: 3,820,782			
	(b)	Percent of class: 2.5%			
	(c)	(i) Sole power to vote or direct the vote: -0-			
	(c)	(ii) Shared power to vote or direct the vote: -0-			
		(iii) Sole power to dispose or direct the disposition: -0-			
		(iv) Shared power to dispose or direct the disposition: 3,820,782			

Item 6.

- H. Lone Pine Capital LLC
  - (a) Amount beneficially owned: 3,998,113
  - (b) Percent of class: 2.6%
  - (c) Sole power to vote or direct the vote: -0-
    - (ii) Shared power to vote or direct the vote: 3,998,113
    - (iii) Sole power to dispose or direct the disposition: -0-
    - (iv) Shared power to dispose or direct the disposition: 3,998,113
- Lone Pine Managing Member LLC

(c)

- (a) Amount beneficially owned: 8,259,034
- (b) Percent of class: 5.4%
  - (i) Sole power to vote or direct the vote: -0-
    - (ii) Shared power to vote or direct the vote: 8,259,034
    - (iii) Sole power to dispose or direct the disposition: -0-
    - (iv) Shared power to dispose or direct the disposition: 8,259,034
- J. Stephen F. Mandel, Jr.
  - (a) Amount beneficially owned: 8,259,034
  - (b) Percent of class: 5.4%
  - (c) Sole power to vote or direct the vote: -0-
    - (ii) Shared power to vote or direct the vote: 8,259,034
    - (iii) Sole power to dispose or direct the disposition: -0-
    - (iv) Shared power to dispose or direct the disposition: 8,259,034

# Item 5. OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS.

Not applicable.

### OWNERSHIP OF MORE THAN FIVE PERCENT ON BEHALF OF ANOTHER PERSON.

Lone Pine Associates, the general partner of Lone Spruce, Lone Sequoia and Lone Balsam, has the power to direct the affairs of Lone Spruce, Lone Sequoia and Lone Balsam, including decisions respecting the disposition of the proceeds from the sale of shares. Lone Pine Members, the general partner of Lone Cascade and Lone Sierra, has the power to direct the affairs of Lone Cascade and Lone Sierra, including decisions respecting the disposition of the proceeds from the sale of shares. Lone Pine Capital, the investment manager of Lone Cypress, Lone Kauri and Lone Monterey Master Fund, has the power to direct the receipt of dividends from or the proceeds of the sale of shares held by Lone Cypress, Lone Kauri and Lone Monterey Master Fund. Lone Pine Managing Member, the Managing Member of Lone Pine Associates, Lone Pine Members and Lone Pine Capital, has the power to direct the affairs of Lone Pine Associates, Lone Pine Members and Lone Pine Capital. Mr. Mandel is the Managing Member of Lone Pine Managing Member and in that capacity directs its operations.

Item 7. IDENTIFICATION AND CLASSIFICATION OF THE SUBSIDIARY WHICH ACQUIRED THE SECURITY BEING REPORTED ON BY THE PARENT HOLDING COMPANY.

Not applicable.

	-	
CUSIP No. 98310W108	13G/A	Page 17 of 19 Pages
	_	

Item 8. IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP.

Not applicable.

Item 9. NOTICE OF DISSOLUTION OF GROUP.

Not applicable.

Item 10. CERTIFICATION.

Each of the Reporting Persons hereby makes the following certification:

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

CUSIP No. 98310W108	13G/A	Dago 19 of 10 Dagos
CUSIF NO. 96310W106	130/A	Page 18 of 19 Pages

# **SIGNATURES**

After reasonable inquiry and to the best of our knowledge and belief, the undersigned certify that the information set forth in this statement is true, complete and correct.

DATED: February 14, 2012

Ву:

Stephen F. Mandel, Jr., individually and as Managing Member of Lone Pine Managing Member LLC, for itself and as Managing Member of (a) Lone Pine Associates LLC, for itself and as the general partner of (i) Lone Spruce, L.P., (ii) Lone Balsam, L.P. and (iii) Lone Sequoia, L.P.;

- (b) Lone Pine Members LLC, for itself and as the general partner of (i) Lone Cascade, L.P. and (ii) Lone Sierra, L.P.; and
- (c) Lone Pine Capital LLC

CUSIP No. 98310W108	13G/A	Page 19 of 19 Pages

### **EXHIBIT 1**

# JOINT ACQUISITION STATEMENT

# PURSUANT TO RULE 13d-1(k)

The undersigned acknowledge and agree that the foregoing statement on Schedule 13G/A, is filed on behalf of each of the undersigned and that all subsequent amendments to this statement on Schedule 13G/A, shall be filed on behalf of each of the undersigned without the necessity of filing additional joint acquisition statements. The undersigned acknowledge that each shall be responsible for the timely filing of such amendments, and for the completeness and accuracy of the information concerning him or it contained therein, but shall not be responsible for the completeness and accuracy of the information concerning the others, except to the extent that he or it knows or has reason to believe that such information is inaccurate.

DATED: February 14, 2012

Bv:

Stephen F. Mandel, Jr., individually and as Managing Member of Lone Pine Managing Member LLC, for itself and as Managing Member of (a) Lone Pine Associates LLC, for itself and as the general partner of (i) Lone Spruce, L.P., (ii) Lone Balsam, L.P. and (iii) Lone Sequoia, L.P.;

(b) Lone Pine Members LLC, for itself and as the general partner of (i) Lone Cascade, L.P. and (ii) Lone Sierra, L.P.; and

(c) Lone Pine Capital LLC