## FORM 5

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

| OMB APPR           | OVAL      |
|--------------------|-----------|
| OMB Number:        | 3235-0362 |
| Estimated average  | burden    |
| hours par response | a 10      |

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b). Form 3 Holdings Reported

Form 4 Transactions

Reported

# ANNUAL 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 and Address of Reporting Per<br>BUCKMAN JAMES E | rson*                                      | 2. Issuer Name and<br>WYNDHAM W                             |                   | ~ .                           |                   |        | 5. Relationship of Reporting Perso<br>(Check all applie   |  | er                      |
|---|--|---|-------------------|-------------------------------|-------------------|--------|---|--|-------------------------|
| (Last) (First)  | (Middle)                                   | 3. Statement for Iss<br>(Month/Day/Year)                    | uer's Fiscal Yea  | r Ended                       |                   | :      | Officer (give title below)  | Other (specify l   | below)                  |
| WYNDHAM WORLDWIDE                                       |  | 12/31/2015  |                   |                               |                   |        |   |  |                         |
| CORPORATION, 22 SYLVAN                                  | N WAY                                      |   |                   |                               |                   |        |   |  |                         |
| (Street)  |  | 4. If Amendment, D  | Oate Original Fil | led(Month/D                   | ay/Year)          | •      | 6. Individual or Joint/Group Repo<br>(check applicable  |  |                         |
| PARSIPPANY, NJ 07054                                    |  |   |                   |                               |                   | -      | _X_Form Filed by One Reporting Person<br>Form Filed by More than One Reporting                      | g Person   |                         |
| (City) (State)  | (Zip)                                      | Tab   | le I - Non-Deri   | vative Sec                    | curities          | Acqui  | red, Disposed of, or Beneficially   | Owned  |                         |
| 1.Title of Security (Instr. 3)                          | 2. Transaction<br>Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) |                   | 4. Securi (A) or D (Instr. 3, | 4 and 5<br>(A) or | of (D) | 5. Amount of Securities<br>Beneficially Owned at end of<br>Issuer's Fiscal Year<br>(Instr. 3 and 4) | 6.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 4) | Beneficial<br>Ownership |
| Common Stock  | 06/08/2015                                 |   | G <sup>(1)</sup>  | 475                           | ( )               |        | 5,533   | D  |                         |
| Common Stock  | 12/11/2015                                 |   | G <sup>(1)</sup>  | 800                           | D                 | \$ 0   | 4,733   | D  |                         |
| Common Stock  | 12/14/2015                                 |   | G <sup>(1)</sup>  | 335                           | D                 | \$ 0   | 4,398   | D  |                         |
| Common Stock  |  |   |                   |                               |                   |        | 42,193 (2)  | D  |                         |
| Common Stock  |  |   |                   |                               |                   |        | 2,904 (3)   | D  |                         |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 2270 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of | 2.          | 3. Transaction   | 3A. Deemed         | 4.          | 5.     |       | 6. Date Exer        | cisable    | 7. Tit | le and  | 8. Price of | 9. Number    | 10.         | 11. Nature  |
|-------------|-------------|------------------|--------------------|-------------|--------|-------|---------------------|------------|--------|---------|-------------|--------------|-------------|-------------|
| Derivative  | Conversion  | Date             | Execution Date, if | Transaction | Numl   | oer   | and Expiration      | on Date    | Amou   | ınt of  | Derivative  | of           | Ownership   | of Indirect |
| Security    | or Exercise | (Month/Day/Year) | any                | Code        | of     |       | (Month/Day          | /Year)     | Unde   | rlying  | Security    | Derivative   | Form of     | Beneficial  |
| (Instr. 3)  | Price of    |                  | (Month/Day/Year)   | (Instr. 8)  | Deriv  | ative |                     |            | Secur  | ities   | (Instr. 5)  | Securities   | Derivative  | Ownership   |
|             | Derivative  |                  |                    |             | Secur  | ities |                     |            | (Instr | . 3 and |             | Beneficially | Security:   | (Instr. 4)  |
|             | Security    |                  |                    |             | Acqu   | ired  |                     |            | 4)     |         |             | Owned at     | Direct (D)  |             |
|             |             |                  |                    |             | (A) o  | r     |                     |            |        |         |             | End of       | or Indirect |             |
|             |             |                  |                    |             | Dispo  | sed   |                     |            |        |         |             | Issuer's     | (I)         |             |
|             |             |                  |                    |             | of (D  | )     |                     |            |        |         |             | Fiscal Year  | (Instr. 4)  |             |
|             |             |                  |                    |             | (Instr | . 3,  |                     |            |        |         |             | (Instr. 4)   |             |             |
|             |             |                  |                    |             | 4, and | 15)   |                     |            |        |         |             |              |             |             |
|             |             |                  |                    |             |        |       |                     |            |        | Amount  |             |              |             |             |
|             |             |                  |                    |             |        |       | Data                | Evaluation |        | or      |             |              |             |             |
|             |             |                  |                    |             |        |       | Date<br>Exercisable | Expiration | Title  | Number  |             |              |             |             |
|             |             |                  |                    |             |        |       | Exercisable         | Date       |        | of      |             |              |             |             |
|             |             |                  |                    |             | (A)    | (D)   |                     |            |        | Shares  |             |              |             |             |

#### **Reporting Owners**

|   |          | Relationsh   | nips    |       |
|---|----------|--------------|---------|-------|
| Reporting Owner Name / Address  | Director | 10%<br>Owner | Officer | Other |
| BUCKMAN JAMES E<br>WYNDHAM WORLDWIDE CORPORATION<br>22 SYLVAN WAY<br>PARSIPPANY, NJ 07054 | X        |              |         |       |

#### **Signatures**

| /s/ Scott G. McLester as Attorney-in-Fact for James E. Buckman | 02/01/2016 | 5 |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |    |      |   |      |   |   |   |   |   |   |   |   |   |   |   |    |       | , | , | 6 | 5 | Ó | , | , | 6 | 5 | 5 | Ó | 6 | 6 | 6 | 6 | 6 | ( | 1 | 1 | 01 | 0 | 0 | 0 | 0 | 20 | 2( | 2 | 2 | 2  | 2  | 2  | /2 | /2  | /2  | /2  | /2  | /2  | /2  | /2  | /2  | /2  | /2 | 2  | 2( | 20 | 0 | 0 | ) 1 | 1 | . ( | 6 | 5 | , |       |      | , | • | • |      |      |      | • |      |
|--|------------|---|--|--|--|--|--|--|--|--|--|--|--|--|--|--|--|--|--|--|--|--|--|--|--|--|--|----|------|---|------|---|---|---|---|---|---|---|---|---|---|---|----|-------|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|----|---|---|---|---|----|----|---|---|----|----|----|----|-----|-----|-----|-----|-----|-----|-----|-----|-----|----|----|----|----|---|---|-----|---|-----|---|---|---|-------|------|---|---|---|------|------|------|---|------|
| **Signature of Reporting Person                                | Date       |   |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  | -" | <br> | _ | <br> | Ì | Ì | Ī | Ī | ĺ | Ì | Ì | Ì | Ì | ĺ | Ī | -" | <br>_ | _ |   |   |   |   |   | _ |   |   |   |   |   |   |   |   |   |   |   |   |    |   |   |   |   | ;  | е  | e | e | te | te | te | te | ate | ate | ate | ate | ite | ate | ate | ate | ate | te | te | е  | ;  |   |   |     |   |     |   |   | Ī | <br>- | <br> | _ |   |   | <br> | <br> | <br> |   | <br> |
|  | J          |   |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |    |      |   |      |   |   |   |   |   |   |   |   |   |   |   |    |       |   |   |   |   |   |   |   |   |   |   |   |   |   |   |   |   |   |   |   |    |   |   |   |   |    |    |   |   |    |    |    |    |     |     |     |     |     |     |     |     |     |    |    |    |    |   |   |     |   |     |   |   |   |       |      |   |   |   |      |      |      |   |      |

### **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) Gift of securities for charitable purposes.
- (2) Deferred stock units as previously reported.
- (3) Restricted stock units as previously reported.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.