

BUCKMAN JAMES E  
Form 4  
December 10, 2007

**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, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
BUCKMAN JAMES E

2. Issuer Name and Ticker or Trading Symbol  
WYNDHAM WORLDWIDE CORP  
[WYN]

5. Relationship of Reporting Person(s) to Issuer  
  
(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction  
(Month/Day/Year)  
12/06/2007

Director  10% Owner  
 Officer (give title below)  Other (specify below)

WYNDHAM WORLDWIDE CORPORATION, SEVEN SYLVAN WAY

(Street)

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

PARSIPPANY, NJ 07054

(City) (State) (Zip)

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction 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) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	12/06/2007		M		70,183	A	\$ 20.6189
Common Stock	12/06/2007		S <sup>(1)</sup>		70,183	D	\$ 29.8201
Common Stock							6,046 <sup>(4)</sup>

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

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(9-02)

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (Right to Buy)	\$ 20.6189	12/06/2007		M	70,183	08/01/2006 12/17/2007	Common Stock	70,183	

## Reporting Owners

**Reporting Owner Name / Address**

**Relationships**

Director 10% Owner Officer Other

BUCKMAN JAMES E  
WYNDHAM WORLDWIDE CORPORATION  
SEVEN SYLVAN WAY  
PARSIPPANY, NJ 07054

X

## Signatures

/s/ Lynn A. Feldman as Attorney-in-Fact for James E. Buckman

12/10/2007

\_\_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) The sale reported in this Form 4 was effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on May 14, 2007.

The average price for the sale of 70,183 shares in the aggregate was \$29.8201 per share. Actual prices of shares sold was as follows:

(2) 5,083 shares at \$29.78; 13,100 shares at \$29.79; 17,200 shares at \$29.80; 8,400 shares at \$29.81; 5,400 shares at \$29.82; 3,600 shares at \$29.83; 3,600 shares at \$29.84; 3,400 shares at \$29.85; 2,100 shares at \$29.86; 400 shares at \$29.87; 2,000 shares at \$29.88; 1,400 shares at \$29.89; 1,500 shares at \$29.90; 500 shares at \$29.91; 200 shares at \$29.92; 200 shares at \$29.93; 100 shares at \$29.94; 300 shares at \$29.95; and 1,700 shares at \$29.96.

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- (3) Includes 3,220 shares held in the reporting person's IRA account and 27,069 shares held in a non-qualified deferred compensation plan.
- Consists of deferred stock units issued under the Wyndham Worldwide Corporation 2006 Equity and Incentive Plan to satisfy obligations under the Wyndham Worldwide Corporation's Non-Employee Directors Deferred Compensation Plan. Each deferred stock unit will
- (4) entitle the reporting person to receive one share of common stock following his retirement or termination of service from the Board of Directors for any reason. The reporting person may not sell or receive value from any deferred stock unit prior to termination of service.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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