

SECURITIES AND EXCHANGE COMMISSION

FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2006-08-03** | Period of Report: **2006-08-01**
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ISSUER

STARWOOD HOTEL & RESORTS WORLDWIDE INC

CIK: **316206** | IRS No.: **521193298** | State of Incorporation: **MD** | Fiscal Year End: **1231**
SIC: **7011** Hotels & motels

Mailing Address

2231 E CAMELBACK RD. 4TH
FL
SUITE 400
PHOENIX AZ 85016

Business Address

1111 WESTCHESTER
AVENUE
WHITE PLAINS NY 10604
9146408100

REPORTING OWNER

Ouimet Matthew A

CIK: **1371495**
Type: **4** | Act: **34** | File No.: **001-07959** | Film No.: **061003273**

Mailing Address

PO BOX 3232
ANAHEIM CA 92803

Business Address

914-640-8100

FORM 4

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

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

1. Name and Address of Reporting Person Quimet Matthew A			2. Issuer Name and Ticker or Trading Symbol STARWOOD HOTEL & RESORTS WORLDWIDE INC [HOT]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) ____ Director _____ 10% Owner <input checked="" type="checkbox"/> Officer (give title below) _____ Other (specify below) President, Hotel Group		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 08/01/2006					
PO BOX 3232			4. If Amendment, Date Original Filed(Month/Day/Year)			6. Individual or Joint/Group Filing (Check applicable line) <input checked="" type="checkbox"/> Form Filed by One Reporting Person ____ Form Filed by More than One Reporting Person		
(Street) ANAHEIM, CA 92803								
(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	08/01/2006		A	(1)	9,918	A	\$ 0	9,918	D	

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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Options to Purchase Common Stock	\$52.515	08/01/2006		A	(2)	29,931		(3)	08/01/2014	Common Stock	29,931	\$ 0	29,931	D	
Restricted Stock Units	(4)	08/01/2006		A	(2)	13,425		(5)	(6)	Common Stock	13,425	\$ 0	13,425	D	

Explanation of Responses:

1. Restricted stock granted to Reporting Person pursuant to Starwood's 2004 Long Term Incentive Compensation Plan.
2. Granted to Reporting Person pursuant to Starwood's 2004 Long Term Incentive Compensation Plan.
3. This option vests in four equal annual installments beginning on 8/1/2007.
4. 1-for-1.
5. Restricted stock units granted to Reporting Person will vest on August 1, 2009 subject to acceleration upon certain events.
6. None.

Signatures

Michael Dojlidko, Attorney-In-Fact

** Signature of Reporting Person

08/03/2006

Date

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

* 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).

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

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 Number.