

SECURITIES AND EXCHANGE COMMISSION

FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2012-04-30** | Period of Report: **2012-04-26**
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(HTML Version on secdatabase.com)

REPORTING OWNER

VAN PAASSCHEN FRITS D

CIK: **1239009**

Type: **4** | Act: **34** | File No.: **001-07959** | Film No.: **12795796**

Mailing Address
C/O STARWOOD HOTELS &
RESORTS WORLDWIDE
1111 WESTCHESTER
AVENUE
WHITE PLAINS NY 10604

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
15147 N. SCOTTSDALE
ROAD
SUITE H-210
SCOTTSDALE AZ 85254

Business Address
ONE STARPOINT
STAMFORD CT 06902
203-964-4000

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 <u>YAN PAASSCHEN FRITS D</u>			2. Issuer Name and Ticker or Trading Symbol <u>STARWOOD HOTEL & RESORTS WORLDWIDE, INC [HOT]</u>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) President and CEO		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 04/26/2012					
STARWOOD HOTELS & RESORTS WORLDWIDE INC., ONE STARPOINT			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 <input type="checkbox"/> Form Filed by More than One Reporting Person		
(Street) STAMFORD, CT 06902								
(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	04/26/2012		<u>M</u> ⁽¹⁾		48,444	A	\$11.385	284,666	D	
Common Stock	04/26/2012		<u>S</u> ⁽¹⁾		48,444	D	\$60	236,222	D	
Common Stock	04/27/2012		<u>M</u> ⁽¹⁾		300,524	A	\$11.385	536,746	D	
Common Stock	04/27/2012		<u>S</u> ⁽¹⁾		300,524 ⁽²⁾	D	\$60.0305 ⁽³⁾	236,222	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
Stock Options (Right to buy)	\$11.385	04/26/2012		<u>M</u> ⁽¹⁾		48,444		02/27/2010 ⁽⁴⁾	02/27/2017	Common Stock	48,444	⁽⁵⁾	575,008	D	
Stock Options	\$11.385	04/27/2012		<u>M</u> ⁽¹⁾		300,524		02/27/2010 ⁽⁴⁾	02/27/2017	Common Stock	300,524	⁽⁵⁾	274,484	D	

(Right
to buy)

Explanation of Responses:

1. The transactions reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person on March 8, 2011, as amended on February 9, 2012.
2. The number of securities reported represents an aggregate number of shares sold in multiple open market transactions over a range of sales prices. The price reported represents the weighted average price. The Reporting Person undertakes to provide the staff of the SEC, the issuer, or a stockholder of the issuer, upon request, the number of shares sold at each separate price within the range.
3. Sales prices range from \$60.00 to \$60.38 per share, inclusive.
4. This option vests in four equal annual installments beginning on 2/27/2010.
5. Not Applicable.

Signatures

Kristen Prohl, Attorney-in-Fact

** Signature of Reporting Person

04/30/2012

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.