## SEC Form 4

## FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940 OMB APPROVAL
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1. Name and Address of Reporting Person <sup>*</sup> CARRIG BLAISE			2. Issuer Name and Ticker or Trading Symbol VAIL RESORTS INC [ MTN ]	(Check	ionship of Reporting Pers all applicable) Director Officer (give title	on(s) to Issuer 10% Owner Other (specify	
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year)	X	below)	below)	
(Last) (First) (Middle C/O VAIL RESORTS, INC.		(iviluule)	06/21/2013		President - Mountain Division		
C/O VAIL RESC	RTS, INC.						
390 INTERLOCKEN CRESCENT							
,			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indivi	dual or Joint/Group Filing	(Check Applicable	
(Street)				Line)			
BROOMFIELD	<u> </u>	80021		X	Form filed by One Repo	rting Person	
		00021			Form filed by More than Person	One Reporting	
(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)					5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Common Stock	06/21/2013		М		333	A	\$14.73	12,619	D	
Common Stock	06/21/2013		М		7,333	A	\$18.73	19,952	D	
Common Stock	06/21/2013		S		7,666	D	<b>\$61.2837</b> <sup>(1)</sup>	12,286	D	
Common Stock	06/21/2013		М		14,012	A	\$39.72	26,298	D	
Common Stock	06/21/2013		F		10,658(2)	D	\$61.3	15,640	D	
Common Stock	06/21/2013		М		18,902	A	\$40.09	34,542	D	
Common Stock	06/21/2013		F		14,454 <sup>(2)</sup>	D	\$61.3	20,088	D	
Common Stock	06/21/2013		М		10,117	A	\$39.65	30,205	D	
Common Stock	06/21/2013		F		7,687(2)	D	\$61.3	22,518	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. Transa Code ( 8)		of Deri Seci Acq (A) ( Disp of (E	umber vative urities uired or oosed D) (Instr. 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: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Option (right to buy)	\$14.73	06/21/2013		М			333	(3)	11/20/2013	Common Stock	333	\$0	0	D	
Stock Option (right to buy)	\$18.73	06/21/2013		М			7,333	(4)	09/28/2014	Common Stock	7,333	\$0	0	D	
Share Appreciation Right	\$39.72	06/21/2013		М			14,012	(5)	10/04/2016	Common Stock	14,012	\$0	0	D	
Share Appreciation Right	\$40.09	06/21/2013		М			18,902	(6)	09/23/2018	Common Stock	18,902	\$0	0	D	
Share Appreciation Right	\$39.65	06/21/2013		М			10,117	(7)	09/20/2021	Common Stock	10,117	\$0	20,234	D	

#### Explanation of Responses:

1. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$61.026 to \$61.5901, inclusive. The Reporting Person undertakes to provide Vail Resorts, Inc., any security holder of Vail Resorts, Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote.

2. Shares of common stock were withheld from the issuance of common stock to Reporting Person upon exercise in order to satisfy Reporting Person's obligations for payment of the exercise price and withholding and other taxes due in connection therewith.

3. The option vested in three equal installments on November 20, 2004, 2005 and 2006.

4. The option vested in three equal installments on September 28, 2005, 2006 and 2007.

5. The Share Appreciation Rights (or "SARs") vested in three equal installments on October 4, 2007, 2008 and 2009.

6. The SARs vested in three equal installments on September 23, 2009, 2010 and 2011.

Adam Averbach, Attorney-in-

Fact for Blaise T. Carrig

06/25/2013

\*\* Signature of Reporting Person

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.

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