SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

1. Name and Address of Reporting Person[*]	2. Issuer Name **and** Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
Barkin Michael Z	VAIL RESORTS INC [MTN]	

(Last)	(First)	(Middle)
C/O VAIL RESORTS, INC.		
390 INTERLOCKEN CRESCENT		

3. Date of Earliest Transaction (Month/Day/Year) 09/25/2015

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

EVP & Chief Financial Officer

(Street)		
BROOMFIELD CO		80021

(City)	(State)	(Zip)

4. If Amendment, Date of Original Filed (Month/Day/Year)

6. Individual or Joint/Group Filing (Check Applicable Line)

X Form filed by One Reporting Person

☐ Form filed by More than One Reporting Person

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	09/26/2015		M		514[(1)]	A	$0	4,253	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: 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				
Restricted Share Unit	$0	09/25/2015		A		1,891		[(2)]	[(2)]	Common Stock	1,891	$0	1,891	D	
Share Appreciation Right	$107.42	09/25/2015		A		13,169		[(3)]	09/25/2025	Common Stock	13,169	$0	13,169	D	
Restricted Share Unit	$0	09/26/2015		M			514	[(1)]	[(1)]	Common Stock	514	$0	514	D	

Explanation of Responses:

1. On September 26, 2013, Reporting Person was granted 1,542 Restricted Share Units ("RSUs"), which vest in three equal annual installments beginning on September 26, 2014.

2. On September 25, 2015, Reporting Person was granted 1,891 RSUs, which vest in three equal annual installments beginning on September 25, 2016.

3. On September 25, 2015, Reporting Person was granted 13,169 Share Appreciation Rights, which vest in three equal annual installments beginning on September 25, 2016.

Jason K. Zachary, Attorney-in-Fact for Michael Z. Barkin	09/29/2015
** 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.

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.