FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Washington, D.C. 20549

ı	OND APPRO	VAL			
	OMB Number:	3235-0287			
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ı	hours per response:	0.5			

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

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*  GARNSEY JOHN MCD					2. Issuer Name and Ticker or Trading Symbol VAIL RESORTS INC [ MTN ]								5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director 10% Owner  X Officer (give title below) Co-Pres, Mtn Div & COO Bvr Crk				ner		
(Last) (First) (Middle) C/O VAIL RESORTS, INC.						3. Date of Earliest Transaction (Month/Day/Year) 03/10/2009												'	
390 INTERLOCKEN CRESCENT					4 If	If Amendment, Date of Original Filed (Month/Day/Year)							6 In	6. Individual or Joint/Group Filing (Check Applicable					
(Street) BROOMF			80021		4.11	Ame	nament,	Dale	oi Onginai F	-iieu	(Month/Day/1	redi)	Line	) <mark>X</mark> Form fil	ed by One	Repor	rting Persor One Repor		
(City)	(Sta	ate) (.	Zip)																
		Tab	le I - Non	-Deriv	ativ	e Se	curitie	s Ac	cquired,	Dis	posed of,	or Ben	eficially	Owned					
1. Title of Security (Instr. 3)  2. Transa Date (Month/D					Execu Day/Year)   if any		Execution if any	A. Deemed execution Date, f any Month/Day/Year)		3. Transaction Code (Instr. 8)  4. Securities Acquired (A Disposed Of (D) (Instr. 3, 1)			5. Amoun Securities Beneficial Owned Fo Reported	s lly	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	Transaction	Transaction(s) (Instr. 3 and 4)			,iiiəti. 4)		
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)		of I		6. Date Exercisable an Expiration Date (Month/Day/Year)			7. Title and Amount of Securities Underlying Derivative Set (Instr. 3 and 4		8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficia Owned Following Reported Transacti (Instr. 4)	e s ally g	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)	
				,	Code	v	(A)	(D)	Date Exercisable		Expiration Date	Title	Amount or Number of Shares						
Share Appreciation Rights	\$16.51 <sup>(1)</sup>	03/10/2009			A		4,885		03/10/2010	(2)	03/10/2019 <sup>(2)</sup>	Common Stock	4,885	\$16.51	4,88	5	D		

## Explanation of Responses:

- 1. Each Share Appreciation Right (each, a "SAR") represents a contingent right to receive, upon vesting, an amount of shares of Issuer's common stock equal to the positive difference (if any) between the fair market value of Issuer's common stock on the exercise date and the SAR exercise price, divided by the fair market value of Issuer's common stock on the exercise date.
- 2. On March 10, 2009, Reporting Person was granted 4,885 SAR's which vest in three equal annual installments commencing on the first anniversary of the grant date and expire 10 years from the grant date.

Fiona E. Arnold, by Power of Attorney 03/1

03/11/2009

\*\* 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.