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

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Y						
1. Name and Address of Reporting Person [*] HERNANDEZ ROLAND A			2. Issuer Name and Ticker or Trading Symbol VAIL RESORTS INC [MTN]		tionship of Reporting Pers all applicable) Director	son(s) to Issuer 10% Owner
(Last) (First) (Middle) C/O VAIL RESORTS, INC. 390 INTERLOCKEN CRESCENT		(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 09/21/2010		Officer (give title below)	Other (specify below)
			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)		
(Street)				X	Form filed by One Rep	orting Person
BROOMFIELD	СО	80021			Form filed by More than Person	n 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)						5. Amount of Securities Beneficially Owned Following Reported	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(s) (Instr. 3 and 4)		(1130.4)
Common Stock	09/22/2010		М		3,437 ⁽³⁾	Α	\$36.23	14,775	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)		Derivative		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	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		Transaction(s) (Instr. 4)		
Restricted Share Unit	\$0 ⁽¹⁾	09/21/2010		Α		3,427		09/21/2011 ⁽²⁾	09/21/2013 ⁽²⁾	Common Stock	3,427	\$0	3,427	D	
Restricted Share Unit	\$0 ⁽¹⁾	09/22/2010		М			3,437	09/22/2010 ⁽³⁾	09/22/2010 ⁽³⁾	Common Stock	3,437	\$0	0	D	

Explanation of Responses:

1. Each Restricted Share Unit represents a contingent right to receive one share of common stock.

2. On September 21, 2010, Reporting Person was granted 3,427 Restricted Share Units which cliff vest on the first anniversary of the grant date.

3. On September 22, 2009, Reporting Person was granted 3,437 Restricted Share Units which vest in one installment on the first anniversary of the grant date.

Kay Guthrie by Power of

09/23/2010

** Signature of Reporting Person

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.

<u>Attorney</u>

Date