JONES JEFFREY W Form 4

October 06, 2009

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

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obligations may continue. See Instruction

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

(Print or Type Responses)

1(b).

1. Name and Address of Reporting Person * JONES JEFFREY W

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to

Issuer

(First) (Last)

VAIL RESORTS INC [MTN]

(Check all applicable)

C/O VAIL RESORTS, INC., 390

(Street)

(State)

(Middle)

(7:m)

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

_X__ Director X_ Officer (give title below)

10% Owner Other (specify

INTERLOCKEN CRESCENT

4. If Amendment, Date Original

Sr. Exec. VP and CFO

Filed(Month/Day/Year)

10/04/2009

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

6. Individual or Joint/Group Filing(Check

Person

BROOMFIELD, CO 80021

(City)

(City)	(State)	Table Table	e I - Non-D	erivative	Secur	rities Acq	uired, Disposed o	f, or Beneficial	y Owned
1.Title of Security	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if	3. Transactio	4. Securi		*	5. Amount of Securities	6. Ownership Form: Direct	7. Nature of Indirect
(Instr. 3)	• •	any	Code	(Instr. 3,	4 and	5)	Beneficially	(D) or	Beneficial
		(Month/Day/Year)	(Instr. 8) Code V	Amount	(A) or (D)	Price	Owned Following Reported Transaction(s) (Instr. 3 and 4)	Indirect (I) (Instr. 4)	Ownership (Instr. 4)
Common Stock	10/04/2009		M	999 (2)	A	\$0	41,039	D	
Common Stock	10/04/2009		F	310 (3)	D	\$ 31.42	40,729	D	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date		4.		6. Date Exercisab	ole and Expiration	7. Title and A		
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactionof		Date	Date		Underlying Securitie	
Security	or Exercise		any	Code	Derivative	(Month/Day/Year	r)	(Instr. 3 and	4)	
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Securities					
	Derivative				Acquired					
	Security				(A) or					
	·				Disposed					
					of (D)					
					(Instr. 3, 4,					
					and 5)					
									Amour	
									or	
						Date Exercisable	Expiration Date	Title	Numbe	
									of	
				Code V	(A) (D)				Shares	
Restricted	+ - (1)							Common		
Share Unit	\$ 0 (1)	10/04/2009		M	999	10/04/2009(2)	10/04/2009(2)	Stock	999	

Reporting Owners

Reporting Owner Name / Address	Relationships						
Reporting Owner France, Mariess	Director	10% Owner	Officer	Other			
JONES JEFFREY W C/O VAIL RESORTS, INC. 390 INTERLOCKEN CRESCENT BROOMFIELD, CO 80021	X		Sr. Exec. VP and CFO				

Signatures

Kay Guthrie by Power of Attorney 10/06/2009

**Signature of Reporting Person Date

Explanation of Responses:

- * 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).
- (1) Each Restricted Share Unit represents a contingent right to receive one share of common stock.
- (2) On October 4, 2006, Reporting Person was granted 2,996 Restricted Share Units which vest in three equal annual installments commencing on the first anniversary of the grant date.
- (3) 310 shares of common stock were withheld from the issuance of common stock to Reporting Person upon vesting of Restricted Share Units in order to satisfy the Reporting Person's obligations for payment of withholding and other taxes due in connection therewith.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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