

Barkin Michael Z
 Form 3
 April 09, 2013

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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. Name and Address of Reporting Person * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â Barkin Michael Z | | (Month/Day/Year) | VAIL RESORTS INC [MTN] | |
| (Last) | (First) | (Middle) | 04/08/2013 | |
| 390 INTERLOCKEN CRESCENT, SUITE 1000 | | | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| (Street) | | | (Check all applicable) | |
| BROOMFIELD,Â COÂ 80021 | | | ___ Director | ___ 10% Owner |
| (City) | (State) | (Zip) | <u> X </u> Officer | ___ Other |
| | | | (give title below) | (specify below) |
| | | | EVP & Chief Financial Officer | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| | | | | <u> X </u> Form filed by One Reporting Person |
| | | | | ___ Form filed by More than One Reporting Person |

Table I - Non-Derivative Securities Beneficially Owned

| | | | |
|------------------------------------|--|---|--|
| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|------------------------------------|--|---|--|

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

SEC 1473 (7-02)

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

| | | | | | |
|---|---|--|--|--|--|
| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | |

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(Instr. 5)

| | | | | | | | |
|--------------------------|---------------------------|---------------------------|--------------|-------|----------|---|---|
| Restricted Share Unit | 07/30/2013 ⁽¹⁾ | 07/30/2015 ⁽¹⁾ | Common Stock | 1,713 | \$ 0 | D | Â |
| Restricted Share Unit | 09/21/2013 ⁽²⁾ | 09/21/2015 ⁽²⁾ | Common Stock | 834 | \$ 0 | D | Â |
| Share Appreciation Right | 07/30/2013 ⁽³⁾ | 07/30/2022 ⁽³⁾ | Common Stock | 1,457 | \$ 50.11 | D | Â |
| Share Appreciation Right | 09/21/2013 ⁽⁴⁾ | 09/21/2022 ⁽⁴⁾ | Common Stock | 7,891 | \$ 54.07 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Barkin Michael Z 390 INTERLOCKEN CRESCENT, SUITE 1000 BROOMFIELD,Â COÂ 80021 | Â | Â | Â EVP & Chief Financial Officer | Â |

Signatures

Adam Averbach, Attorney-in-fact for Michael Z.
Barkin

04/09/2013

__Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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) On July 30, 2012, Reporting Person was granted 1,713 Restricted Share Units which vest in three equal annual installments commencing on the first anniversary of the grant date.
- (2) On September 21, 2012, Reporting Person was granted 834 Restricted Share Units which vest in three equal annual installments commencing on the first anniversary of the grant date.
- (3) On July 30, 2012, Reporting Person was granted 1,457 Share Appreciation Rights which vest in three equal annual installments commencing on the first anniversary of the grant date and expire 10 years from the grant date.
- (4) On September 21, 2012, Reporting Person was granted 7,891 Share Appreciation Rights which vest in three equal annual installments commencing on the first anniversary of the grant date and expire 10 years from the grant date.

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Remarks:

ExhibitÂ List:Â Â ExhibitÂ 24Â -Â PowerÂ ofÂ Attorney

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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