

WYNDHAM WORLDWIDE CORP
Form FWP
February 22, 2010

**Filed pursuant to Rule 433
Relating to
Prospectus Supplement dated February 22, 2010 to
Prospectus dated November 25, 2008
File No. 333-155676**

Final Term Sheet
\$250,000,000 7.375% Notes due 2020

Issuer:	Wyndham Worldwide Corporation
Principal Amount:	\$250,000,000
Title of Securities:	7.375% Notes due 2020
Trade Date:	February 22, 2010
Original Issue Date (Settlement Date):	February 25, 2010
Maturity Date:	March 1, 2020
Interest Rate:	7.375% per annum
Price to Public:	99.998%
Yield to Maturity:	7.375%
Spread to Benchmark Treasury:	T + 357.2 basis points
Benchmark Treasury:	3.625% Notes due February 15, 2020
Benchmark Treasury Price / Yield:	98-17% / 3.803%
Interest Payment Dates:	March 1 and September 1, commencing September 1, 2010
Record Dates:	February 15 and August 15
Make-Whole Call:	At any time at a discount rate of Treasury plus 50 basis points
Gross Proceeds to Issuer:	\$249,995,000
CUSIP / ISIN:	98310WAE8 / US98310WAE84
Ratings*:	Ba1 (stable outlook) / BBB- (stable outlook)
Joint Book-Running Managers:	Banc of America Securities LLC Credit Suisse Securities (USA) LLC

Deutsche Bank Securities Inc.
J.P. Morgan Securities Inc.

Lead Managers:

RBS Securities Inc.
Scotia Capital (USA) Inc.

Co-Managers:

nabSecurities, LLC
Wells Fargo Securities, LLC

*Note: A securities rating is not a recommendation to buy, sell or hold securities and may be subject to revision or withdrawal at any time.

The issuer has filed a registration statement (including a prospectus) with the SEC for the offering to which this communication relates. Before you invest, you should read the prospectus in that registration statement and other documents the issuer has filed with the SEC for more complete information about the issuer and this offering. You may get these documents for free by visiting EDGAR on the SEC Web site at www.sec.gov.

Alternatively, the issuer, any underwriter or any dealer participating in the offering will arrange to send you the prospectus if you request it by calling Banc of America Securities LLC toll-free at 1-800-294-1322, Credit Suisse Securities (USA) LLC toll-free at 1-800-221-1037, Deutsche Bank Securities Inc. toll-free at 1-800-503-4611 or J.P. Morgan Securities Inc. collect at 1-212-834-4533.

Any disclaimers or other notices that may appear below are not applicable to this communication and should be disregarded. Such disclaimers or other notices were automatically generated as a result of this communication being sent via Bloomberg or another email system.