

WYNDHAM WORLDWIDE CORP

Form 8-K

August 31, 2006

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549**

**Form 8-K  
CURRENT REPORT  
PURSUANT TO SECTION 13 OR 15(d) OF THE  
SECURITIES EXCHANGE ACT OF 1934**

**Date of Report (Date of earliest event reported) August 30, 2006**  
**Wyndham Worldwide Corporation**  
*(Exact name of Registrant as specified in its charter)*

**Delaware**  
*(State or other jurisdiction  
of incorporation)*

**1-32876**  
*(Commission File No.)*

**20-0052541**  
*(I.R.S. Employer  
Identification Number)*

**Seven Sylvan Way**  
**Parsippany, NJ**  
*(Address of principal  
executive office)*

**07054**  
*(Zip Code)*

Registrant's telephone number, including area code **(973) 496-8900**  
**None**

(Former name or former address if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Securities Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 1.01 Entry into a Material Definitive Agreement.**

On August 30, 2006, the Compensation Committee of the Board of Directors of Wyndham Worldwide Corporation (the Company ) authorized the Company to make a special cash bonus payment in the amount of \$500,000 to Virginia M. Wilson, Executive Vice President and Chief Financial Officer of the Company (the Special Bonus ). The Special Bonus was previously contemplated by Cendant Corporation s senior management and Compensation Committee pursuant to a program (the Retention Program ) to incentivize and reward certain officers and key employees of each of the separated companies who were expected to provide transitional services to one or more of Cendant s separated new companies and/or for additional duties in connection with implementing the separation transactions. The payment to Ms. Wilson is expected to be made by the Company on or about September 6, 2006.

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**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**WYNDHAM WORLDWIDE CORPORATION**

By: /s/ Scott G. McLester

Scott G. McLester  
Executive Vice President and General Counsel

Date: August 31, 2006