

McGill W Brett  
Form 4  
October 02, 2018

**FORM 4**

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

OMB APPROVAL

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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 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 \*  
McGill W Brett

2. Issuer Name and Ticker or Trading Symbol  
MARINEMAX INC [HZO]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
2600 MCCORMICK DRIVE, SUITE 200

3. Date of Earliest Transaction (Month/Day/Year)  
09/30/2018

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
CEO & President

(Street)  
CLEARWATER, FL 33759

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

(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)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
				(A) or (D)	Price		
Common Stock	09/30/2018		M	1,704	A \$ 0	13,570	D
Common Stock	09/30/2018		F	415	D \$ 21.25	13,155	D
Common Stock	09/30/2018		M	4,210	A \$ 0	17,365	D
Common Stock	09/30/2018		F	1,026	D \$ 21.25	16,339	D
Common Stock	09/30/2018		M	3,878	A \$ 0	20,217	D

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Common Stock	09/30/2018	F	945	D	\$ 21.25	19,272	D
Common Stock	09/30/2018	M	5,444	A	\$ 0	24,716	D
Common Stock	09/30/2018	F	1,326	D	\$ 21.25	23,390	D
Common Stock	09/30/2018	M	3,750	A	\$ 0	27,140	D
Common Stock	09/30/2018	F	914	D	\$ 21.25	26,226	D
Common Stock	09/30/2018	M	13,375	A	\$ 0	39,601	D
Common Stock	09/30/2018	F	3,257	D	\$ 21.25	36,344	D

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

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(9-02)

**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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Restricted Stock Units	<u>(1)</u>	09/30/2018		M	1,704	<u>(2)</u> <u>(2)</u>	Common Stock 1,704
Restricted Stock Units	<u>(1)</u>	09/30/2018		M	4,210	<u>(3)</u> <u>(3)</u>	Common Stock 4,210
Restricted Stock Units	<u>(1)</u>	09/30/2018		M	3,878	<u>(4)</u> <u>(4)</u>	Common Stock 3,878
Restricted Stock Units	<u>(1)</u>	09/30/2018		M	5,444	<u>(5)</u> <u>(5)</u>	Common Stock 5,444
Performance Based	<u>(1)</u>	09/30/2018		M	3,750	<u>(6)</u> <u>(6)</u>	Common Stock 3,750

Restricted  
Stock Units

Performance  
Based  
Restricted  
Stock Units

(1)

09/30/2018

M

13,375

(7)

(7)

Common  
Stock 13,375

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
McGill W Brett 2600 MCCORMICK DRIVE, SUITE 200 CLEARWATER, FL 33759			CEO & President	

## Signatures

Anthony E. Cassella, Jr., Attorney-in-Fact for W. Brett  
McGill 10/02/2018

\*\*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 stock unit represents a contingent right to receive one share of Marinemax, Inc. Common Stock.
- (2) The restricted stock units vested in three annual installments beginning on September 30, 2016.
- (3) The restricted stock units vested in three annual installments beginning on September 30, 2017.
- (4) The restricted stock units vested in three annual installments beginning on September 30, 2018.
- (5) The restricted stock units, granted on October 23, 2015, vested on September 30, 2018.
- (6) The performance-based restricted stock units vested on September 30, 2018. These units were awarded based on performance criteria established on November 15, 2014 and tied to inventory management and operations during fiscal 2017.
- (7) The performance-based restricted stock units vested on September 30, 2018. These units were awarded based on performance criteria established on November 12, 2015 and tied to inventory management and operations during fiscal 2016.

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