MCGILL WILLIAM H JR

Form 4 April 30, 2012

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Person

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading MCGILL WILLIAM H JR Issuer Symbol MARINEMAX INC [HZO] (Check all applicable) (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) _X_ Director 10% Owner Other (specify _X__ Officer (give title 18167 U.S. HIGHWAY 19 04/26/2012 below) below) NORTH, SUITE 300 President, Chairman, and CEO (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting

CLEARWATER, FL 33764

| (City) | (State) | (Zip) Tak | ole I - Non- | -Derivative | Securi | ities Acquire | ed, Disposed of, o | 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 or Disposed of (D) (Instr. 3, 4 and 5) | | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | |
| | | | Code V | Amount | or (D) | Price | (Instr. 3 and 4) | | |
| Common Stock | 04/26/2012 | | S <u>(1)</u> | 12,000 | D | \$ 10.1935 | 994,840 | D | |
| Common Stock | 04/26/2012 | | S <u>(1)</u> | 200 | D | \$ 10.46 | 994,640 | D | |
| Common Stock | 04/26/2012 | | S <u>(1)</u> | 800 | D | \$ 10.49 | 993,840 | D | |
| Common Stock | 04/26/2012 | | S(1) | 100 | D | \$ 10.499 | 993,740 | D | |
| Common Stock | 04/26/2012 | | S <u>(1)</u> | 8,743 | D | \$ 10.5 | 984,997 | D | |

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| Common Stock | 04/26/2012 | S <u>(1)</u> | 800 | D | \$ 10.51 | 984,197 | D |
|-----------------|------------|--------------|---------|---|---------------|---------|---|
| Common Stock | 04/26/2012 | S(1) | 100 | D | \$ 10.52 | 984,097 | D |
| Common Stock | 04/26/2012 | S(1) | 100 | D | \$ 10.53 | 983,997 | D |
| Common Stock | 04/26/2012 | S(1) | 200 | D | \$ 10.54 | 983,797 | D |
| Common Stock | 04/26/2012 | S(1) | 200 | D | \$ 10.55 | 983,597 | D |
| Common Stock | 04/26/2012 | S(1) | 100 | D | \$ 10.56 | 983,497 | D |
| Common Stock | 04/26/2012 | S(1) | 600 | D | \$ 10.57 | 982,897 | D |
| Common Stock | 04/26/2012 | S(1) | 445 | D | \$ 10.5925 | 982,452 | D |
| Common Stock | 04/26/2012 | S(1) | 4,357 | D | \$ 10.6 | 978,095 | D |
| Common Stock | 04/26/2012 | S <u>(1)</u> | 100 | D | \$ 10.63 | 977,995 | D |
| Common Stock | 04/26/2012 | S <u>(1)</u> | 200 | D | \$ 10.64 | 977,795 | D |
| Common Stock | 04/26/2012 | S <u>(1)</u> | 100 | D | \$ 10.644 | 977,695 | D |
| Common Stock | 04/26/2012 | S(1) | 100 | D | \$ 10.67 | 977,595 | D |
| Common Stock | 04/26/2012 | S(1) | 400 | D | \$ 10.69 | 977,195 | D |
| Common Stock | 04/26/2012 | S <u>(1)</u> | 100 | D | \$ 10.71 | 977,095 | D |
| Common Stock | 04/26/2012 | S <u>(1)</u> | 200 | D | \$ 10.722 | 976,895 | D |
| Common Stock | 04/26/2012 | S <u>(1)</u> | 35 | D | \$ 10.74 | 976,860 | D |
| Common Stock | 04/26/2012 | S <u>(1)</u> | 44,500 | D | \$ 10.745 | 932,360 | D |
| Common Stock | 04/26/2012 | S(1) | 265 | D | \$ 10.75 | 932,095 | D |
| Common Stock | 04/26/2012 | S(1) | 255 | D | \$ 10.78 | 931,840 | D |
| | 04/26/2012 | S(2) | 625,000 | D | \$ 0 (2) | 306,840 | D |

Common Stock

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 | 2. Conversion | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if | 4. Transacti | 5. orNumber | 6. Date Exer Expiration D | | 7. Titl | | 8. Price of Derivative | 9. Nu Deriv |
|------------------------|---------------|--------------------------------------|--|-----------------|----------------|------------------------------|------------|---------|------------|------------------------|----------------|
| Security | or Exercise | (monan Day) Tour) | , and the second se | Code | of | (Month/Day/ | | Under | | Security | Secui |
| - | Price of | | (Month/Day/Voor) | (Instr. 8) | Derivativ | ` | (i cai) | Secur | , , | | |
| (Instr. 3) | | | (Month/Day/Year) | (111811. 8) | | | | | | (Instr. 5) | Bene |
| | Derivative | | | | Securities | | | (Instr. | . 3 and 4) | | Own |
| | Security | | | | Acquired | | | | | | Follo |
| | | | | | (A) or | | | | | | Repo |
| | | | | | Disposed | | | | | | Trans |
| | | | | | of (D) | | | | | | (Instr |
| | | | | | (Instr. 3, | | | | | | |
| | | | | | 4, and 5) | | | | | | |
| | | | | | , , | | | | | | |
| | | | | | | | | | Amount | | |
| | | | | | | Date | Expiration | | or | | |
| | | | | | | | * | Title | Number | | |
| | | | | | | Exercisable | Date | | of | | |
| | | | | Code V | (A) (D) | | | | Shares | | |

Reporting Owners

| Reporting Owner Name / Address | Keiauonsnips | | | | | | |
|---|--------------|-----------|------------------------------------|-------|--|--|--|
| | Director | 10% Owner | Officer | Other | | | |
| MCGILL WILLIAM H JR 18167 U.S. HIGHWAY 19 NORTH SUITE 300 CLEARWATER, FL 33764 | X | | President, Chairman, and CEO | | | | |

Signatures

Kurt M. Frahn, 04/30/2012 Attorney-in-Fact **Signature of Reporting Person

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) The shares were sold pursuant to a 10b5-1 Sales Plan.
- (2) In 2004, the reporting person pledged an aggregate of 850,000 shares of common stock as collateral for personal loans. Subsequently, 225,000 shares of common stock were returned upon partial repayment of the loans. The reporting person recently discovered that the lender may have fraudulently sold the remaining pledged shares and that the lender is now subject to an enforcement action by the

Reporting Owners 3

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Commission for allegedly fraudulently liquidating stock pledged by other borrowers such as the reporting person. Accordingly, the reporting person is reducing his beneficial ownership by the remaining 625,000 unreturned pledged shares that may have been fraudulently sold by the lender, pending resolution of the matter.

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.