

MARINEMAX INC
Form 4
June 16, 2015

FORM 4

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

OMB APPROVAL

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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 WILLIAM H JR

(Last) (First) (Middle)

2600 MCCORMICK DRIVE, SUITE 200

(Street)

CLEARWATER, FL 33759

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)
06/12/2015

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)

President, Chairman and CEO

6. Individual or Joint/Group Filing(Check Applicable Line)

Form filed by One Reporting Person
 Form filed by More than One Reporting Person

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)	
			Code	V	Amount			
Common stock	06/12/2015		M ⁽¹⁾		25,000	A	\$ 2.81 268,033 ⁽²⁾	D
Common stock	06/12/2015		S ⁽¹⁾		25,000	D	\$ 25.19 243,033 ⁽³⁾	D
Common stock	06/15/2015		M ⁽¹⁾		2,250	A	\$ 2.81 245,283	D
Common stock	06/15/2015		S ⁽¹⁾		2,250	D	\$ 26.01 243,033 ⁽⁴⁾	D
	06/16/2015		M ⁽¹⁾		7,910	A	\$ 2.81 250,943	D

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Common stock

Common stock	06/16/2015		<u>S</u> ⁽¹⁾	7,910	D	\$ 26.03 <u>(5)</u>	243,033	D
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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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)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (Right to Buy)	\$ 2.81	06/12/2015		M	25,000	<u>(6)</u> 11/20/2018	Common Stock	25,000	
Employee Stock Option (Right to Buy)	\$ 2.81	06/15/2015		M	2,250	09/06/2012 11/20/2018	Common Stock	2,250	
Employee Stock Option (Right to Buy)	\$ 2.81	06/16/2015		M	7,910	09/06/2012 11/20/2018	Common Stock	7,910	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
	X		President, Chairman and CEO	

MCGILL WILLIAM H JR
2600 MCCORMICK DRIVE
SUITE 200
CLEARWATER, FL 33759

Signatures

/s/ Michael H. McLamb, Attorney-in-Fact for William H.
McGill, Jr.

06/16/2015

__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) The shares were exercised and sold pursuant to a 10b5-1 Sales Plan.
- (2) Includes 1,043 shares acquired under the MarineMax Employee Stock Purchase Plan on various dates during Q3 of fiscal 2015.

- (3) This transaction was executed in multiple trades at prices ranging from \$25.00 to \$25.50. The price reported above reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request to the Securities and Exchange Commission staff, the Issuer or a security holder of the Issuer, full information regarding the number of shares sold at each separate price for all transactions reported on this Form 4.

- (4) This transaction was executed in multiple trades at prices ranging from \$26.00 to \$26.03. The price reported above reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request to the Securities and Exchange Commission staff, the Issuer or a security holder of the Issuer, full information regarding the number of shares sold at each separate price for all transactions reported on this Form 4.

- (5) This transaction was executed in multiple trades at prices ranging from \$26.00 to \$26.05. The price reported above reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request to the Securities and Exchange Commission staff, the Issuer or a security holder of the Issuer, full information regarding the number of shares sold at each separate price for all transactions reported on this Form 4.

- (6) 1/36 of the total number of options granted vested and became exercisable on a monthly basis for a three-year period beginning on the date of grant of November 20, 2008.

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.