

MCGILL WILLIAM H JR  
Form 4  
October 02, 2018

**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

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)  
Executive Chairman

(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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|
|                                 |                                      |  | Code                           | V   | Amount or Price   |  |  |
| Common Stock                    | 09/30/2018                           |  | M                              |   | 5,468 A \$ 0  | 212,210  | D  |
| Common Stock                    | 09/30/2018                           |  | F                              |   | 2,152 D \$ 21.25  | 210,058  | D  |
| Common Stock                    | 09/30/2018                           |  | M                              |   | 11,695 A \$ 0   | 221,753  | D  |
| Common Stock                    | 09/30/2018                           |  | F                              |   | 4,602 D \$ 21.25  | 217,151  | D  |
| Common Stock                    | 09/30/2018                           |  | M                              |   | 9,794 A \$ 0  | 226,945  | D  |

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|              |            |   |        |   |          |                    |   |
|--------------|------------|---|--------|---|----------|--------------------|---|
| Common Stock | 09/30/2018 | F | 3,854  | D | \$ 21.25 | 223,091            | D |
| Common Stock | 09/30/2018 | M | 12,000 | A | \$ 0     | 235,091            | D |
| Common Stock | 09/30/2018 | F | 2,922  | D | \$ 21.25 | 232,169            | D |
| Common Stock | 09/30/2018 | M | 42,925 | A | \$ 0     | 275,094            | D |
| Common Stock | 09/30/2018 | F | 15,601 | D | \$ 21.25 | 260,990 <u>(1)</u> | 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>(2)</u>   | 09/30/2018                           |  | M                              | 5,468   | <u>(3)</u>   | <u>(3)</u>  | Common Stock | 5,468                      |
| Restricted Stock Units                     | <u>(2)</u>   | 09/30/2018                           |  | M                              | 11,695  | <u>(4)</u>   | <u>(4)</u>  | Common Stock | 11,695                     |
| Restricted Stock Units                     | <u>(2)</u>   | 09/30/2018                           |  | M                              | 9,794   | <u>(5)</u>   | <u>(5)</u>  | Common Stock | 9,794                      |
| Performance Based Restricted Stock Units   | <u>(2)</u>   | 09/30/2018                           |  | M                              | 12,000  | <u>(6)</u>   | <u>(6)</u>  | Common Stock | 12,000                     |
| Performance Based Restricted Stock Units   | <u>(2)</u>   | 09/30/2018                           |  | M                              | 42,925  | <u>(7)</u>   | <u>(7)</u>  | Common Stock | 42,925                     |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |                    |       |
|--|---------------|-----------|--------------------|-------|
|  | Director      | 10% Owner | Officer            | Other |
| MCGILL WILLIAM H JR<br>2600 MCCORMICK DRIVE<br>SUITE 200<br>CLEARWATER, FL 33759 | X             |           | Executive Chairman |       |

## Signatures

Anthony E. Cassella, Jr., Attorney-in-Fact for William H. McGill, Jr. 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) Includes 1,497 shares acquired under the MarineMax Employee Stock Purchase Plan on various dates during Q3 of fiscal 2018.
- (2) Each restricted stock unit represents a contingent right to receive one share of Marinemax, Inc. Common Stock.
- (3) The restricted stock units vested in three annual installments beginning on September 30, 2016.
- (4) The restricted stock units vested in three annual installments beginning on September 30, 2017.
- (5) The restricted stock units vested in three annual installments beginning on September 30, 2018.
- (6) The performance-based restricted stock units vest 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 vest 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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