

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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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 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)  
06/12/2015

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
President, Chairman and CEO

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

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Common  
stock

Common stock	06/16/2015		<u>S</u> <sup>(1)</sup>	7,910	D	\$ 26.03	243,033	D
						<u>(5)</u>		

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.**

SEC 1474  
(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
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.