

MCGILL WILLIAM H JR

Form 4

December 14, 2007

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
MCGILL WILLIAM H JR

(Last) (First) (Middle)

18167 U.S. HIGHWAY 19
NORTH, SUITE 300

(Street)

CLEARWATER, FL 33764

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
12/12/2007

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)
Common Stock	12/12/2007		D	30,000 (1)	\$ 0 1,102,910	D	
Common Stock	12/12/2007		D	70,000 (2)	\$ 0 1,032,910	D	
Common Stock	12/12/2007		A	30,000 (3)	\$ 0 1,062,910	D	
Common Stock	12/12/2007		A	70,000 (3)	\$ 0 1,132,910	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)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repor Trans (Instr
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships
	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

Jack P. Ezzell,
Attorney-in-Fact 12/14/2007

 **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) On December 2, 2004, the Issuer granted 30,000 shares of common stock to the Reporting person subject to certain vesting requirements (the "Restricted Stock"). The Reporting Person and the Issuer entered into an agreement effective as of December 12, 2007, pursuant to which the Reporting Person exchanged the Restricted Stock for 30,000 Restricted Stock Units on the same terms and conditions.

(2) On November 2, 2005, the Issuer granted 70,000 shares of common stock to the Reporting person subject to certain vesting requirements (the "Restricted Stock"). The Reporting Person and the Issuer entered into an agreement effective as of December 12, 2007, pursuant to which the Reporting Person exchanged the Restricted Stock for 70,000 Restricted Stock Units on the same terms and conditions.

(3) Each Restricted Stock Unit represents the right to receive one share of the Issuer's common stock. The shares underlying the Restricted Stock Units will vest on December 2, 2008, subject to the Reporting Person's continuous service with the Issuer.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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