

MARINEMAX INC

Form 4

July 28, 2016

**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  
Number: 3235-0287  
Expires: January 31,  
2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Day Paulee C

(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)  
07/26/2016

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

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

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

EVP &amp; Chief Legal Officer

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_\_\_\_X\_\_\_\_ 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	07/26/2016		M <sup>(1)</sup>	1,635 A	\$ 6.1 15,046 <sup>(2)</sup>	D	
Common stock	07/26/2016		S <sup>(1)</sup>	1,635 D	\$ 21.48 13,411 <sup>(3)</sup>	D	
Common stock	07/26/2016		M <sup>(1)</sup>	15,000 A	\$ 7.48 28,411	D	
Common stock	07/26/2016		S <sup>(1)</sup>	814 D	\$ 20.58 27,597 <sup>(4)</sup>	D	
	07/26/2016		S <sup>(1)</sup>	14,186 D	13,411	D	

# Edgar Filing: MARINEMAX INC - Form 4

Common  
stock

\$  
21.18  
(5)

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)	\$ 6.1	07/26/2016		M		1,635		<u>(6)</u>	11/18/2021	Common Stock	1,635
Employee Stock Option (Right to Buy)	\$ 7.48	07/26/2016		M		15,000		<u>(7)</u>	11/20/2022	Common Stock	15,000

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Day Paulee C 2600 MCCORMICK DRIVE, SUITE 200 CLEARWATER, FL 33759			EVP & Chief Legal Officer	

## Signatures

/s/ Michael H. McLamb, Attorney-in-Fact for Paulee  
C. Day

07/28/2016

                    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 1,743 shares acquired under the MarineMax Employee Stock Purchase Plan on various dates during Q2 of fiscal 2016.

This transaction was executed in multiple trades at prices ranging from \$21.43 to \$21.54. 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.

(3) This transaction was executed in multiple trades at prices ranging from \$20.57 to \$20.58. 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 \$20.78 to \$21.66. 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) 1/36 of the total number of options granted vested and became exercisable on a monthly basis for a three-year period beginning on November 18, 2011, the initial grant date.

(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 November 20, 2012, the initial grant date.

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.