

MCGILL WILLIAM H JR

Form 4

October 02, 2018

**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  
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2005  
Estimated average  
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response... 0.5

(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)

09/30/2018

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)

Executive Chairman

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	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 2600 MCCORMICK DRIVE SUITE 200 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.

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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