

MARINEMAX INC
Form 4
July 28, 2016

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 *
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
 Officer (give title below) Other (specify below)
EVP & Chief Legal Officer

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	07/26/2016		M ⁽¹⁾	A	\$ 6.1 15,046 ⁽²⁾	D	
Common stock	07/26/2016		S ⁽¹⁾	D	\$ 21.48 13,411 ⁽³⁾	D	
Common stock	07/26/2016		M ⁽¹⁾	A	\$ 7.48 28,411	D	
Common stock	07/26/2016		S ⁽¹⁾	D	\$ 20.58 27,597 ⁽⁴⁾	D	
	07/26/2016		S ⁽¹⁾	D	14,186	D	

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Common stock \$ 21.18
(5)

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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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	(6) 11/18/2021	Common Stock 1,635
Employee Stock Option (Right to Buy)	\$ 7.48	07/26/2016		M	15,000	(7) 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 sole 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.

(3) 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.

(4) 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.

(5) 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.

(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 18, 2011, the initial grant date.

(7) 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.

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