

MARRIOTT INTERNATIONAL INC /MD/

Form 8-K

February 14, 2011

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**FORM 8-K**

**CURRENT REPORT**

Pursuant to Section 13 or 15(d) of

The Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): February 14, 2011

**MARRIOTT INTERNATIONAL, INC.**

(Exact name of registrant as specified in its charter)

**Delaware**  
(State or other jurisdiction

of incorporation)

**1-13881**  
(Commission

File Number)

**52-2055918**  
(IRS Employer

Identification No.)

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**10400 Fernwood Road, Bethesda, Maryland**

**(Address of principal executive offices)**

**Registrant's telephone number, including area code: (301) 380-3000**

**20817**

**(Zip Code)**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- ..  Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- ..  Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- ..  Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- ..  Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**ITEM 2.02. Results of Operations and Financial Condition.**  
**Financial Results for the Quarter and Fiscal Year Ended December 31, 2010**

Marriott International, Inc. ( Marriott ) today issued a press release reporting financial results for the quarter and fiscal year ended December 31, 2010.

A copy of Marriott s press release is attached as Exhibit 99 and is incorporated by reference.

**ITEM 8.01. Other Events.**

In the press release referenced in Item 2.02 above, Marriott also announced a plan to spin off its Timeshare business.

**ITEM 9.01. Financial Statements and Exhibits.**

(d) Exhibits. The following exhibit is furnished with this report:

Exhibit 99 - Press release issued on February 14, 2011, reporting financial results for the quarter and fiscal year ended December 31, 2010 and announcing a plan to spin off the Timeshare business.

**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**MARRIOTT INTERNATIONAL, INC.**

Date: February 14, 2011

By: /s/ Carl T. Berquist  
Carl T. Berquist  
Executive Vice President and Chief Financial Officer

**EXHIBIT INDEX**

<b>Exhibit No.</b>	<b>Description</b>
99	Press release dated February 14, 2011, reporting financial results for the quarter and fiscal year ended December 31, 2010 and announcing a plan to spin off the Timeshare business.