

MCLAMB MICHAEL H
Form 4
October 02, 2018

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
MCLAMB MICHAEL H

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
2600 MCCORMICK DRIVE, SUITE 200

3. Date of Earliest Transaction (Month/Day/Year)
09/30/2018

Director 10% Owner
 Officer (give title below) Other (specify below)
Executive VP, CFO and Sec

(Street)
CLEARWATER, FL 33759

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

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) |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|-------------------------------------------------------|
| | | | Code | V | Amount or Price | | |
| Common Stock | 09/30/2018 | | M | | 2,734 A \$ 0 | 99,190 | D |
| Common Stock | 09/30/2018 | | F | | 1,076 D \$ 21.25 | 98,114 | D |
| Common Stock | 09/30/2018 | | M | | 3,275 A \$ 0 | 101,389 | D |
| Common Stock | 09/30/2018 | | F | | 1,289 D \$ 21.25 | 100,100 | D |
| Common Stock | 09/30/2018 | | M | | 2,742 A \$ 0 | 102,842 | D |

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| | | | | | | | |
|--------------|------------|---|--------|---|----------|---------|---|
| Common Stock | 09/30/2018 | F | 1,079 | D | \$ 21.25 | 101,763 | D |
| Common Stock | 09/30/2018 | M | 6,000 | A | \$ 0 | 107,763 | D |
| Common Stock | 09/30/2018 | F | 2,361 | D | \$ 21.25 | 105,402 | D |
| Common Stock | 09/30/2018 | M | 21,462 | A | \$ 0 | 126,864 | D |
| Common Stock | 09/30/2018 | F | 8,446 | D | \$ 21.25 | 118,418 | D |

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.

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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 | (1) | 09/30/2018 | | M | 2,734 | (2) (2) | Common Stock 2,734 |
| Restricted Stock Units | (1) | 09/30/2018 | | M | 3,275 | (3) (3) | Common Stock 3,275 |
| Restricted Stock Units | (1) | 09/30/2018 | | M | 2,742 | (4) (4) | Common Stock 2,742 |
| Performance Based Restricted Stock Units | (1) | 09/30/2018 | | M | 6,000 | (5) (5) | Common Stock 6,000 |
| Performance Based Restricted Stock Units | (1) | 09/30/2018 | | M | 21,462 | (6) (6) | Common Stock 21,462 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|-----------------------------------------------------------------------------|---------------|-----------|---------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| MCLAMB MICHAEL H 2600 MCCORMICK DRIVE, SUITE 200 CLEARWATER, FL 33759 | X | | Executive VP, CFO and Sec | |

Signatures

| | |
|------------------------------------------------------------------|------------|
| Anthony E. Cassella, Jr., Attorney-in-Fact for Michael H. McLamb | 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) Each restricted stock unit represents a contingent right to receive one share of Marinemax, Inc. Common Stock.
- (2) The restricted stock vested in three annual installments beginning on September 30, 2016.
- (3) The restricted stock vested in three annual installments beginning on September 30, 2017.
- (4) The restricted stock vests in three annual installments beginning on September 30, 2018.
- (5) The performance-based restricted stock units vested 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.
- (6) The performance-based restricted stock units vested 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. 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.