

MCLAMB MICHAEL H
 Form 4
 November 05, 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
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 11/01/2018

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

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount | (A) or (D) | Price |
| Common Stock | 11/01/2018 | | M ⁽¹⁾ | | 33,400 | A | \$ 15.8 |
| | | | | | | | 151,818 |
| Common Stock | 11/01/2018 | | S ⁽¹⁾ | | 15,000 | D | \$ 22.95 |
| | | | | | | | 136,818 |
| Common Stock | 11/01/2018 | | S ⁽¹⁾ | | 18,400 | D | \$ 23.64 |
| | | | | | | | 118,418 |
| Common Stock | 11/02/2018 | | M ⁽¹⁾ | | 6,600 | A | \$ 15.8 |
| | | | | | | | 125,018 |
| | 11/02/2018 | | S ⁽¹⁾ | | 6,600 | D | |
| | | | | | | | 118,418 |

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| | | | | | | | | |
|--------------|------------|--|------|--------|---|--------------------|--------|---|
| Common Stock | | | | | | \$ 24.26 (4) | | |
| Common Stock | 11/02/2018 | | S(5) | 18,475 | D | \$ 24.88 (6) | 99,943 | D |
| Common Stock | 11/05/2018 | | S(5) | 1,525 | D | \$ 25.05 | 98,418 | 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) | Amount or Number of Shares | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Employee Stock Options (Right to Buy) | \$ 15.8 | 11/01/2018 | | M | 33,400 | 11/07/2016 11/07/2023 | Common Stock | 33,400 | |
| Employee Stock Options (Right to Buy) | \$ 15.8 | 11/02/2018 | | M | 6,600 | 11/07/2016 11/07/2023 | Common Stock | 6,600 | |

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

/s/ Anthony E. Cassella, Jr., Attorney-in-Fact for Michael H.
McLamb

11/05/2018

__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) The shares were exercised and sold pursuant to a 10b5-1 Sales Plan.

This transaction was executed in multiple trades at prices ranging from \$22.75 to \$23.22. 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.

(2) This transaction was executed in multiple trades at prices ranging from \$23.50 to \$24.06. 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 \$24.05 to \$24.41. 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) The shares were sold pursuant to a 10b5-1 Sales plan.

This transaction was executed in multiple trades at prices ranging from \$24.41 to \$25.11. 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.

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.