



MARRIOTT INTERNATIONAL 2017 SECURITY ANALYST MEETING

March 21, 2017



FORWARD-LOOKING STATEMENTS, NON-GAAP FINANCIAL MEASURES, AND INFORMATION FOR 2016 AND 2015

This material contains “forward-looking statements” within the meaning of federal securities laws, including RevPAR, profit margin and earnings trends; the number of lodging properties we may add or remove in future years; our potential investment spending and share repurchases; the amount of and timing for realizing anticipated synergies from our acquisition of Starwood, and similar statements concerning possible future events or expectations that are not historical facts. We caution you that these statements are not guarantees of future performance and are subject to a number of risks and uncertainties, including changes in market conditions; changes in global and regional economies; supply and demand changes for hotel rooms; competitive conditions in the lodging industry; relationships with clients and property owners; the availability of capital to finance hotel growth and refurbishment; and other risk factors that we identify in our most recent annual report on Form 10-K; any of which could cause actual results to differ materially from the expectations we express or imply here. We make these statements as of March 21, 2017 and we assume no obligation to publicly update or revise any forward-looking statement, whether as a result of new information, future events or otherwise.

Throughout this presentation we report certain financial measures, each identified with the symbol “†,” that are not required by, or presented in accordance with United States generally accepted accounting principles (“GAAP”). We discuss our reasons for reporting these non-GAAP measures and reconcile each to the most directly comparable GAAP measures at the end of this material.

Except where otherwise indicated, financial information and lodging statistics in this material for the years 2016 and 2015 give effect to Marriott’s acquisition of Starwood, and Starwood’s sale of its timeshare business, as if these two transactions had occurred on January 1, 2015 and exclude merger related costs and charges, and reflect other adjustments described in the Form 8-K relating to certain combined information and lodging statistics that we filed on February 15, 2017 with the U.S. Securities and Exchange Commission.



LEENY OBERG

EXECUTIVE VICE PRESIDENT AND
CHIEF FINANCIAL OFFICER

CREATING SHAREHOLDER VALUE

**PIONEERED
ASSET-LIGHT
MODEL**
.....

**STRONG FREE
CASH FLOW**
.....

**SUPERIOR BRAND
PORTFOLIO
WITH EXCELLENT
GROWTH
PROSPECTS**
.....

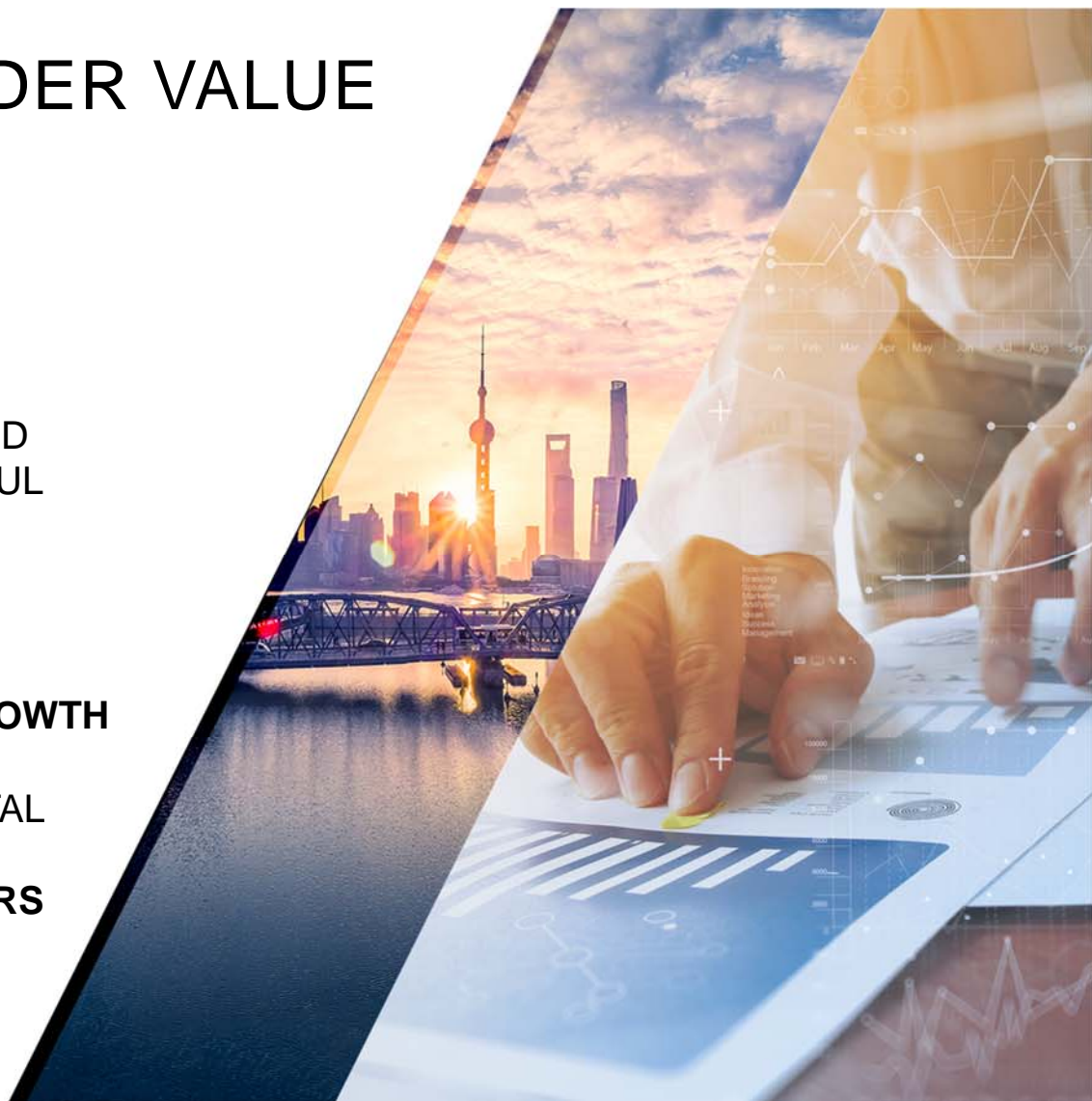
**PURE-PLAY
LODGING
COMPANY**

**LONG-TERM,
HIGH QUALITY
CONTRACTS**
.....

**TRACK RECORD
OF SUCCESSFUL
ACQUISITION
INTEGRATION**
.....

**MEANINGFUL
EARNINGS GROWTH**
.....

**EXCESS CAPITAL
RETURNED TO
SHAREHOLDERS**



2017 - 2019 MODEL ASSUMPTIONS

3%
RevPAR

1%
RevPAR

**1 OR 3 PERCENT
COMPOUND REVPAR FOR
2017 THROUGH 2019**

**285,000 TO 300,000
GROSS ROOM ADDITIONS
OVER THREE YEARS ~
6.5% NET**

**APPROXIMATELY 40,000
ROOM DELETIONS OVER
THREE YEARS ~ 1% PER
YEAR**

**TARGET LEVERAGE
3.0X TO 3.25X
ADJUSTED DEBT TO
ADJUSTED EBITDAR**

**INVESTMENT SPENDING
OF \$1.5 TO \$1.7 BILLION
OVER THREE YEARS**

**STABLE CURRENCIES
BEYOND 2017**

**AVERAGE TAX RATE 31%,
33% BEFORE WINDFALL**

**2015 AND 2016
BASED ON COMBINED
RESULTS AND EXCLUDE
MERGER-RELATED COSTS**

PROPERTY SYNERGIES

LOYALTY
PROGRAMS

REVENUE
MANAGEMENT

SHARED SERVICES

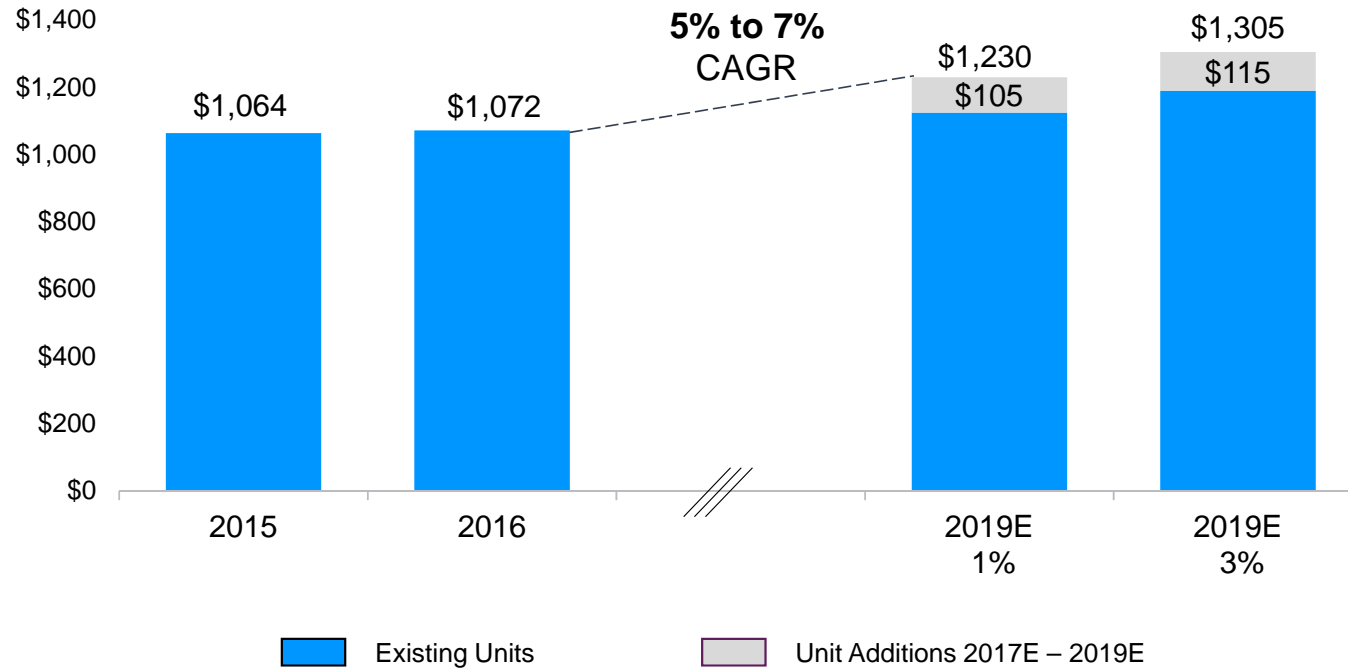
PROCUREMENT

CREDIT CARD
PARTNERSHIPS

MOXY Berlin Ostbahnhof

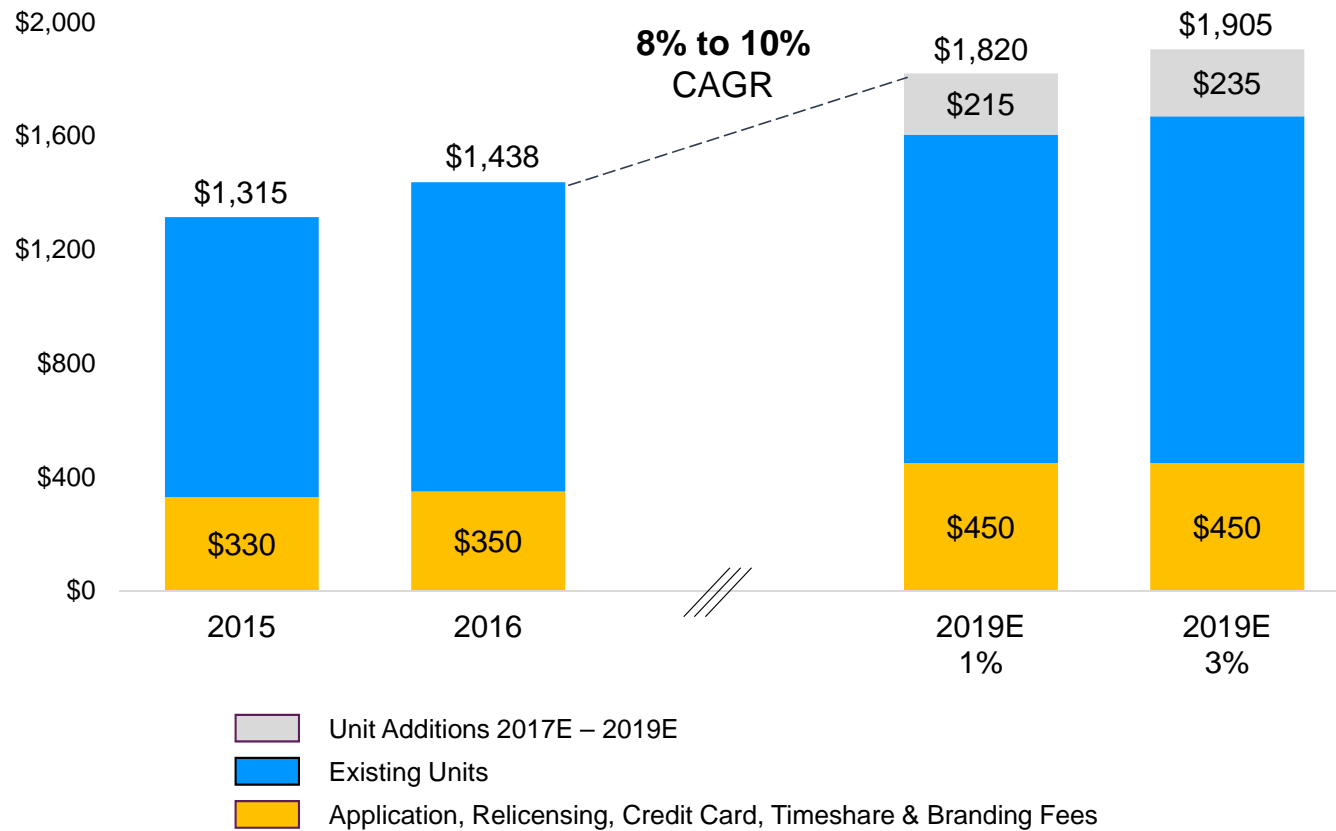
BASE MANAGEMENT FEE GROWTH

WORLDWIDE
(\$ IN MILLIONS)



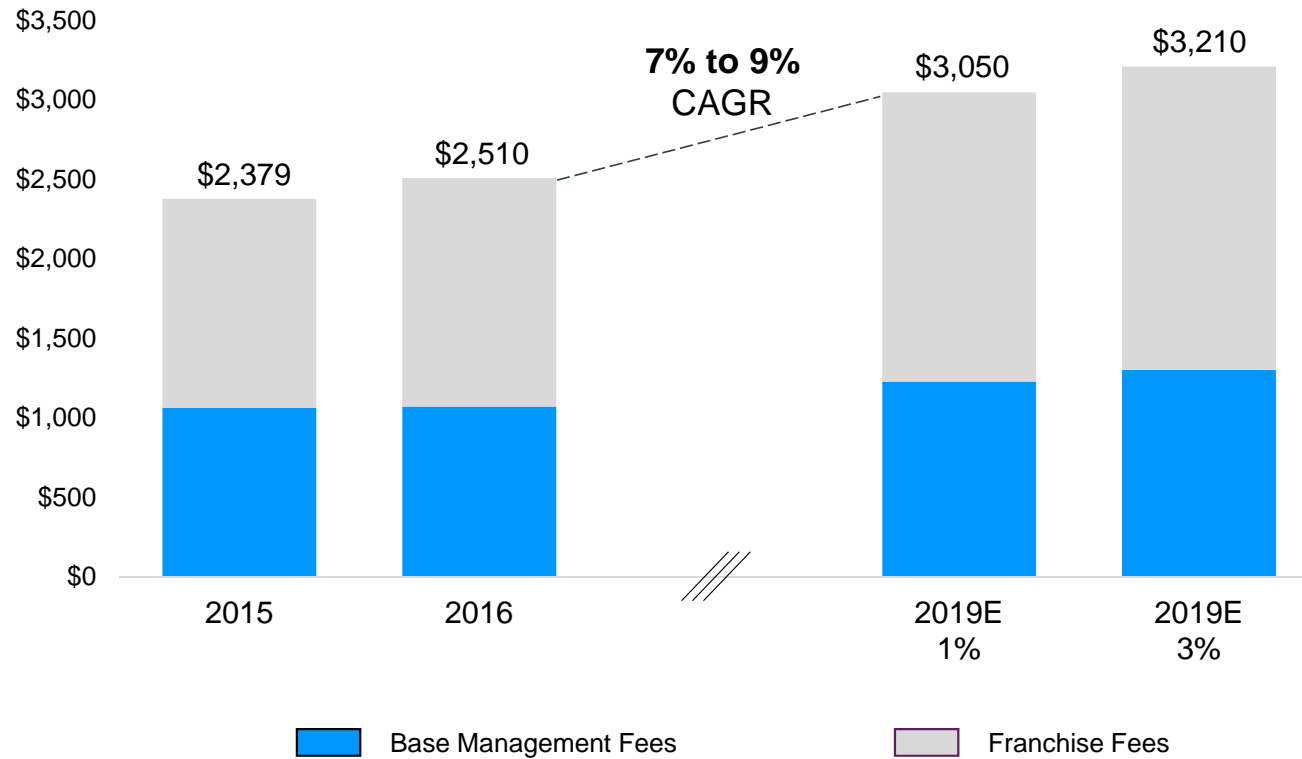
FRANCHISE FEE GROWTH

WORLDWIDE
(\$ IN MILLIONS)



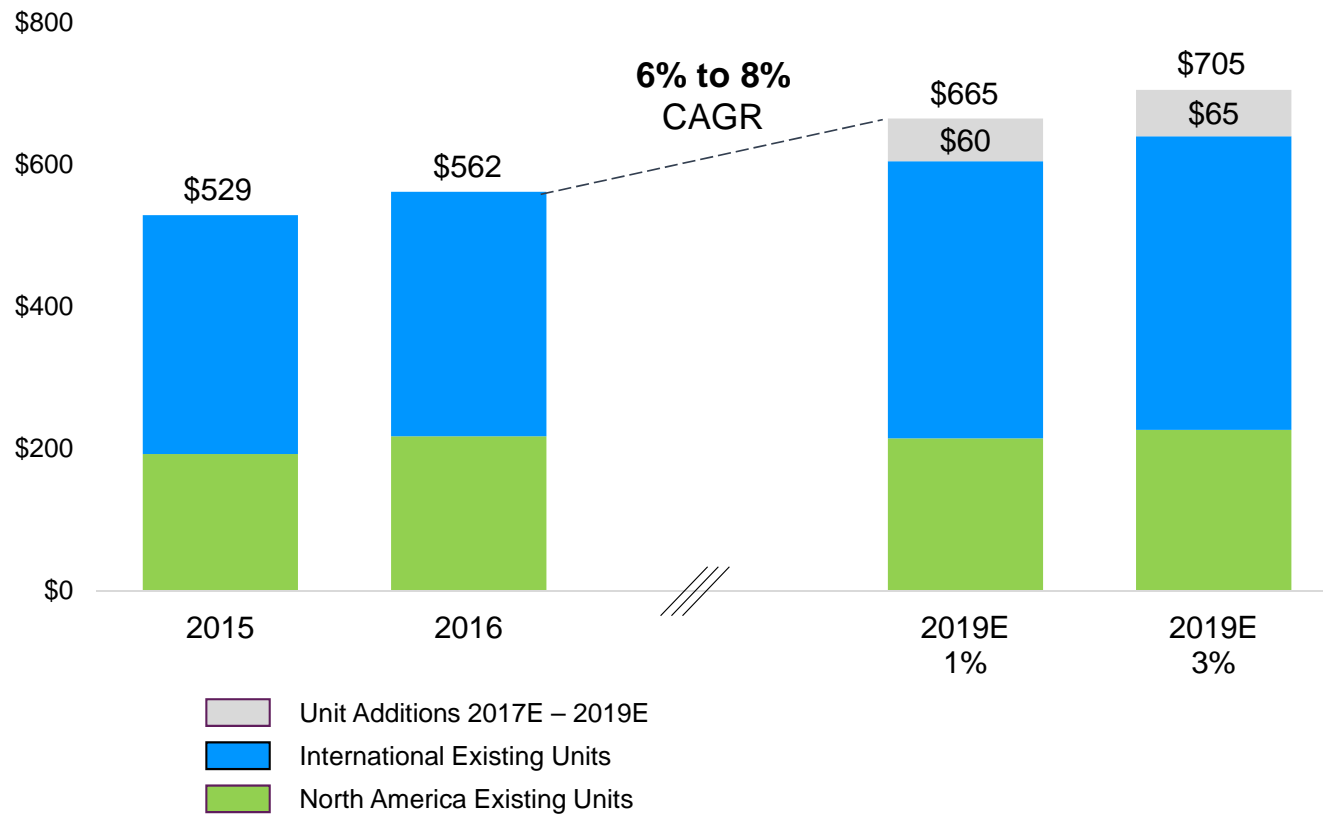
BASE MANAGEMENT & FRANCHISE FEE GROWTH

WORLDWIDE
(\$ IN MILLIONS)



INCENTIVE MANAGEMENT FEE GROWTH

WORLDWIDE
(\$ IN MILLIONS)

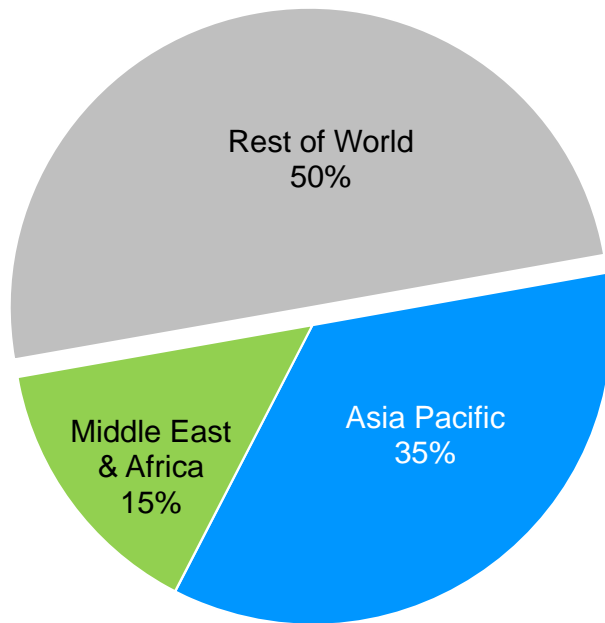


FEE STABILITY

INCENTIVE MANAGEMENT FEES

Half of 2019 incentive management fees are expected to be earned in regions that typically do not have owner's priority

2019E



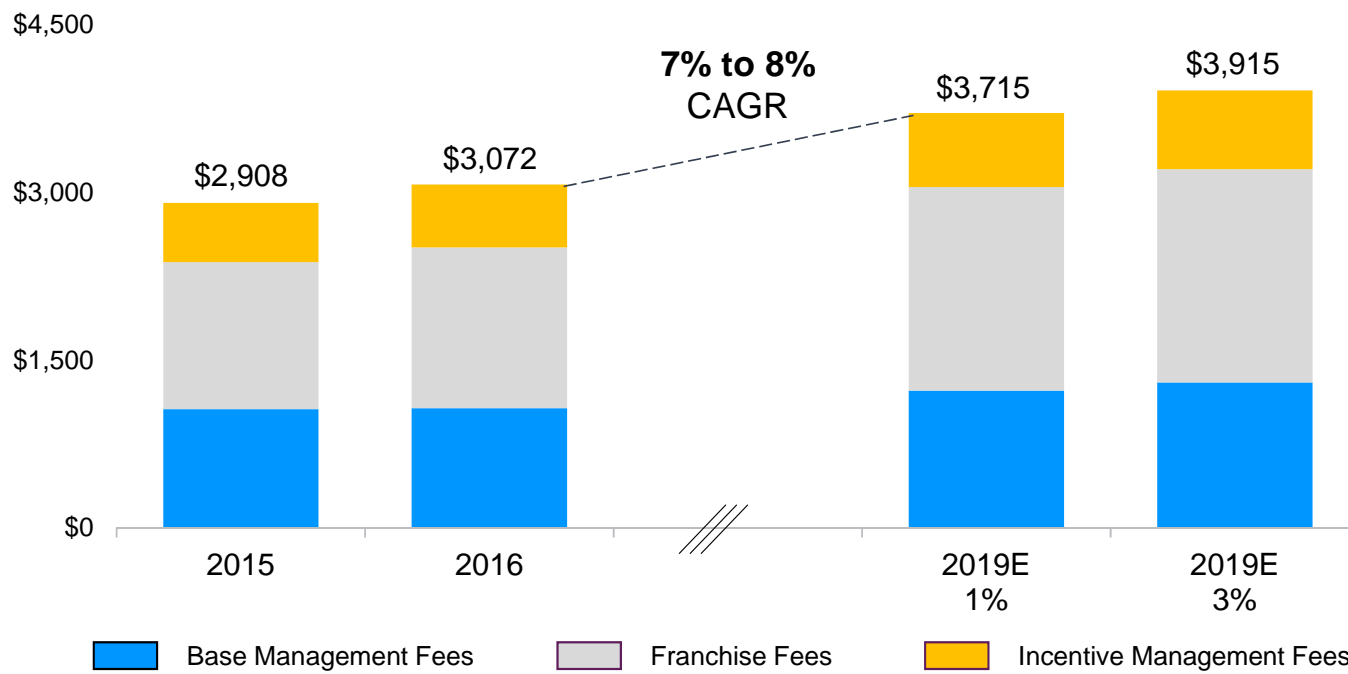
\$665M to \$705M



Changzhou Marriott Hotel

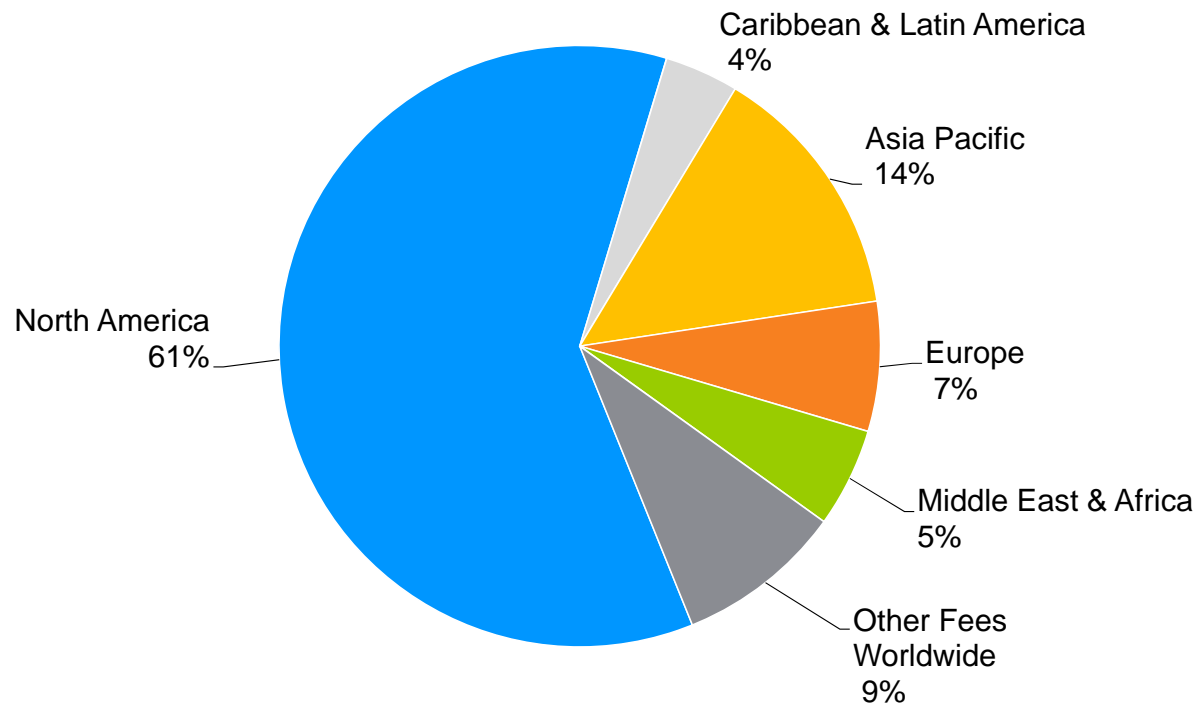
TOTAL FEE REVENUE GROWTH

WORLDWIDE
(\$ IN MILLIONS)



TOTAL FEE REVENUE BY CONTINENT

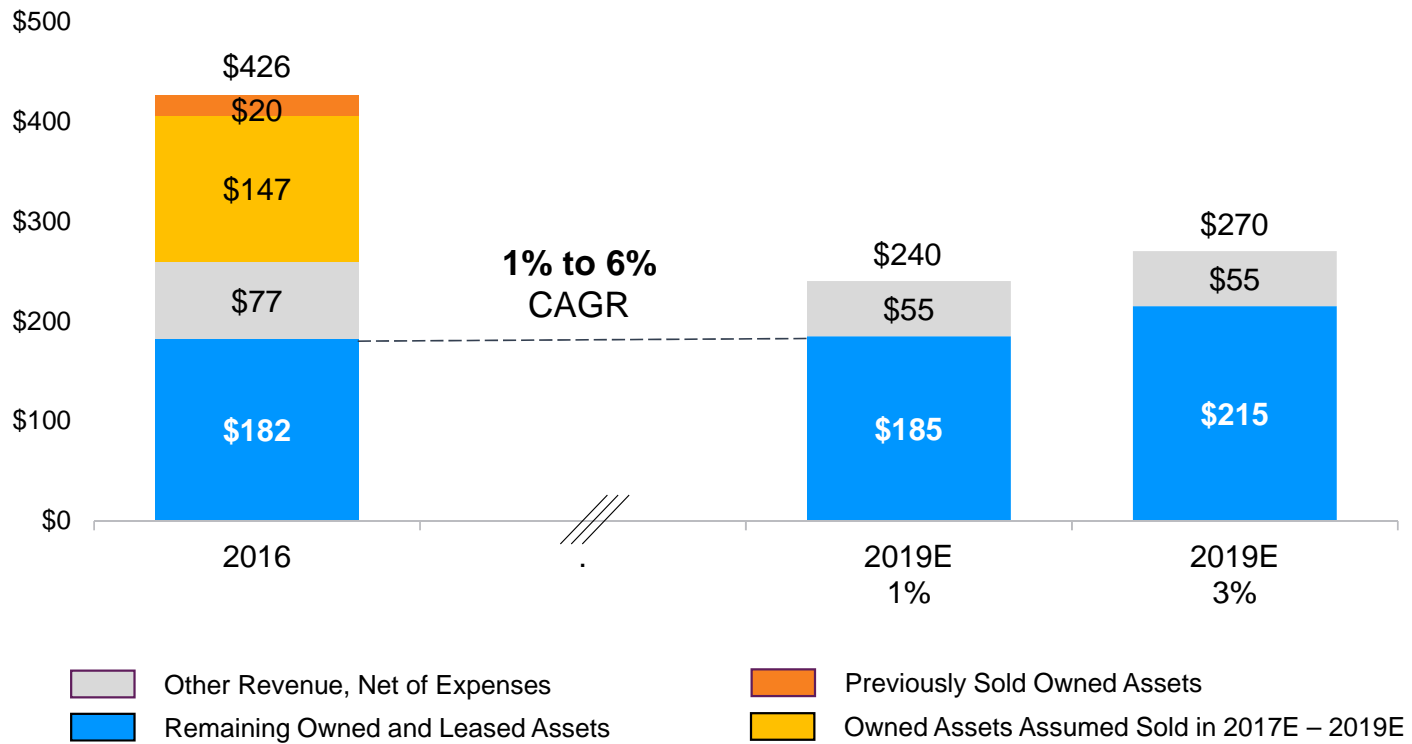
2019E | \$3.7B to \$3.9B



Other Fees Worldwide includes Timeshare and co-brand credit card franchise fees

OWNED, LEASED AND OTHER

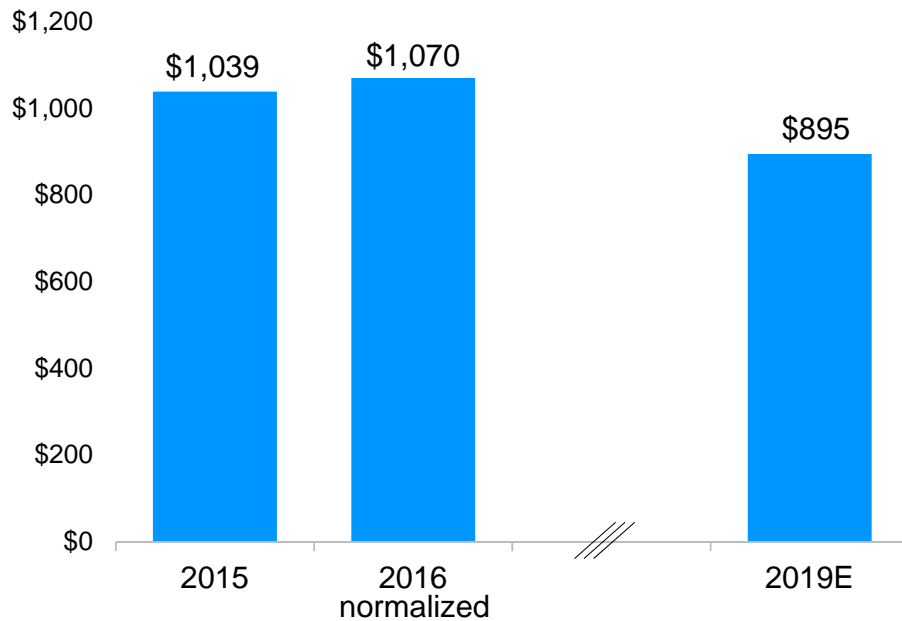
NET OF DIRECT EXPENSES | AFTER DISPOSITIONS
(\$ IN MILLIONS)



OTHER EXPENSES

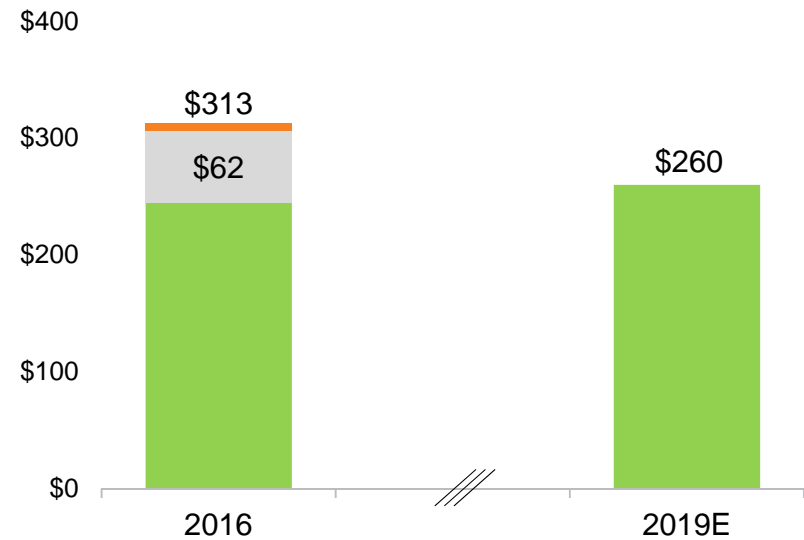
(\$ IN MILLIONS)

GENERAL, ADMINISTRATIVE, AND OTHER



- 2016 Normalized is 2015 G&A grown at 3% Inflation
- Model reflects \$274M in annual cost savings in 2019E (\$250M in 2016 Dollars)

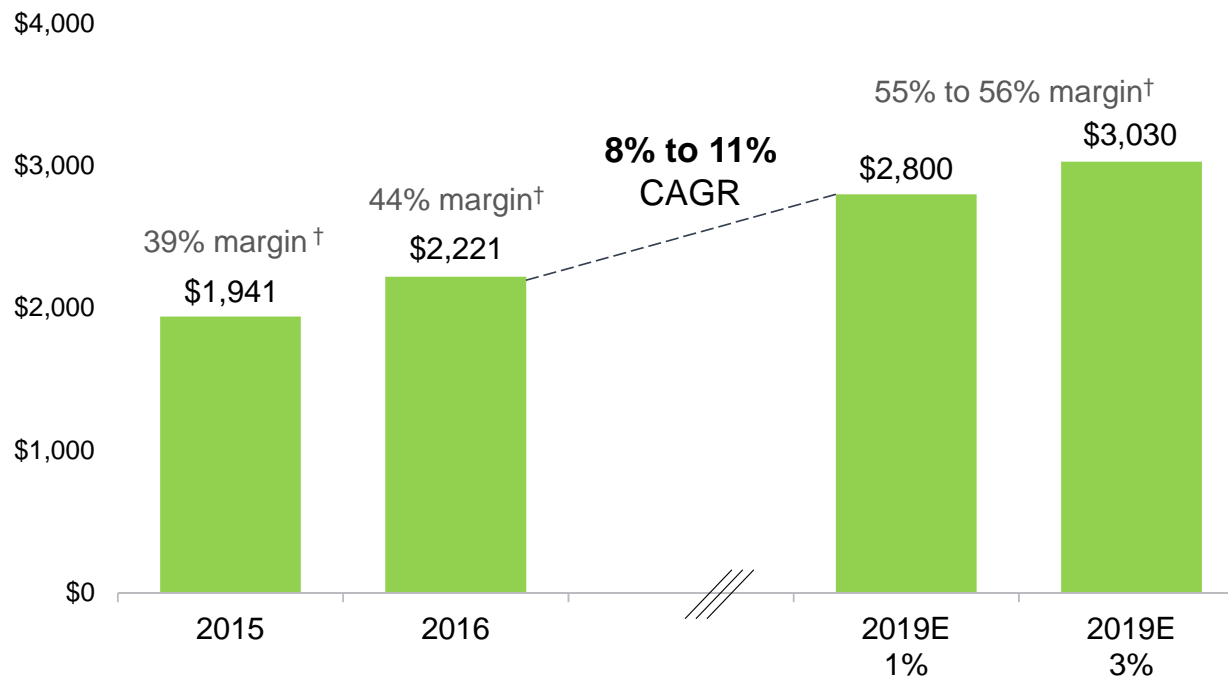
DEPRECIATION, AMORTIZATION, AND OTHER



- Previously Sold Owned Assets
- Owned Assets Assumed Sold 2017E – 2019E
- Other Depreciation & Amortization

OPERATING INCOME GROWTH

(\$ IN MILLIONS)



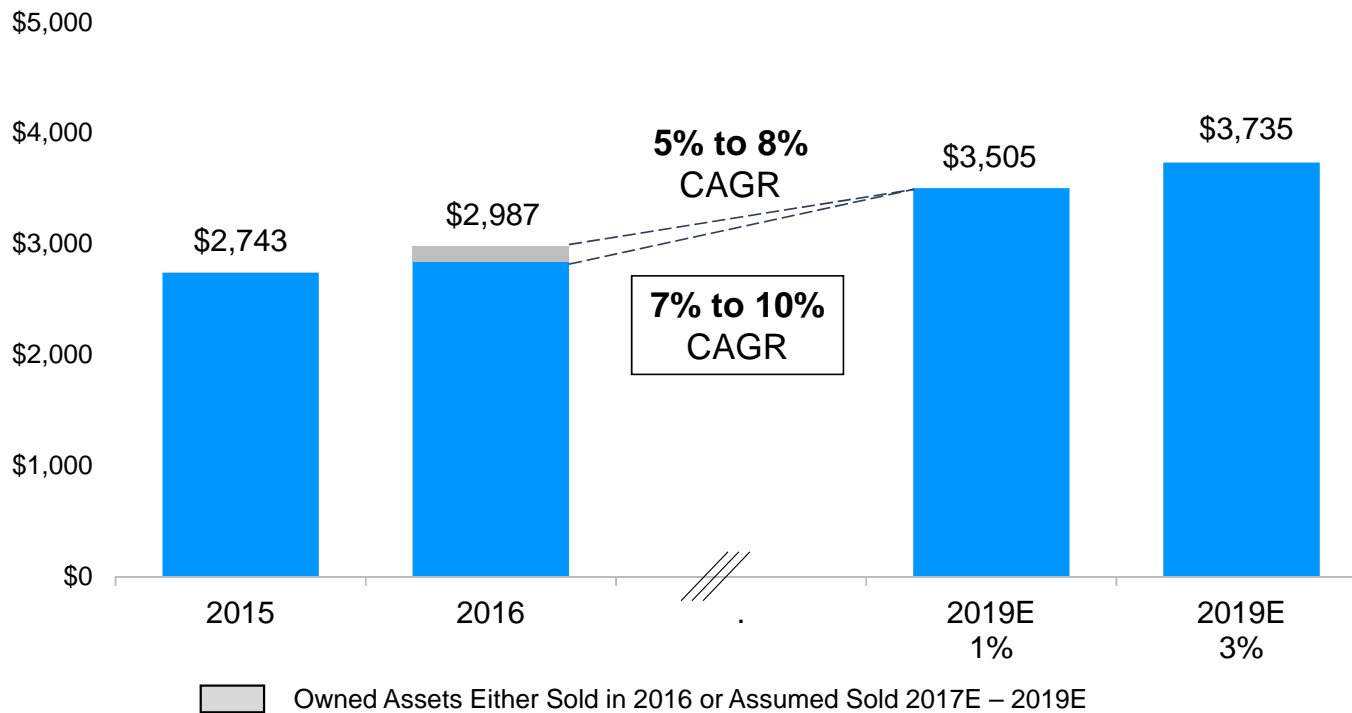
GROWING NET INCOME

(\$ IN MILLIONS)

	2016	2019E	
		1%	3%
Operating Income	\$2,221	\$2,800	\$3,030
Gains and Other Income	(22)	5	5
Interest Income	41	45	45
Interest Expense	(312)	(340)	(360)
Equity in Earnings/(Losses)	25	45	45
Income before Income Taxes	\$1,953	\$2,555	\$2,765
Provision for Income Taxes	(652)	(780)	(850)
Net Income	\$1,301	\$1,775	\$1,915
Compound Growth		11%	14%

ADJUSTED EBITDA[†] GROWTH

(\$ IN MILLIONS)



STRONG CAPITAL STRUCTURE

(\$ IN MILLIONS)

	<u>2016</u>
Net Debt ¹	\$7,913
Adjustment for Leases	1,234
Adjustment for Outstanding Guarantees and Other	61
Purchase Price Accounting Debt Step-up	<u>(96)</u>
Total Adjusted Debt[†]	<u>\$9,112</u>
Operating Income	\$2,221
Depreciation and Amortization	445
Share-Based Compensation Expense	193
Imputed Interest & Depreciation on Operating Leases	<u>155</u>
Adjusted EBITDAR[†]	<u>\$3,014</u>
Adjusted Debt/EBITDAR Coverage[†]	3.0x

TARGET
3.0x to 3.25x
 Assumed 3.15x in 2019E

¹ Net of Excess Cash

CASH FROM OPERATIONS

CUMULATIVE 2017E TO 2019E
(\$ IN BILLIONS)

	1%	3%
Net Income	\$4.7	\$5.0
Share-Based Compensation	0.6	0.6
Depreciation and Amortization	0.8	0.8
Income Taxes	(0.2)	(0.2)
Other Operating Profit Adjustments And Working Capital Changes	0.2	0.2
Liability for Guest Loyalty Programs	0.7	0.7
Net Cash Provided By Operating Activities	\$6.8	\$7.1

INVESTMENT PHILOSOPHY



**STRONG
CONTRACTS**



**STRATEGIC
MARKETS**



**SELECTIVE
REAL ESTATE
DEVELOPMENT**



**INVEST WHERE
EXPECTED
RETURNS EXCEED
RISK-ADJUSTED
COST OF CAPITAL**



**RECYCLE
CAPITAL**

BBB

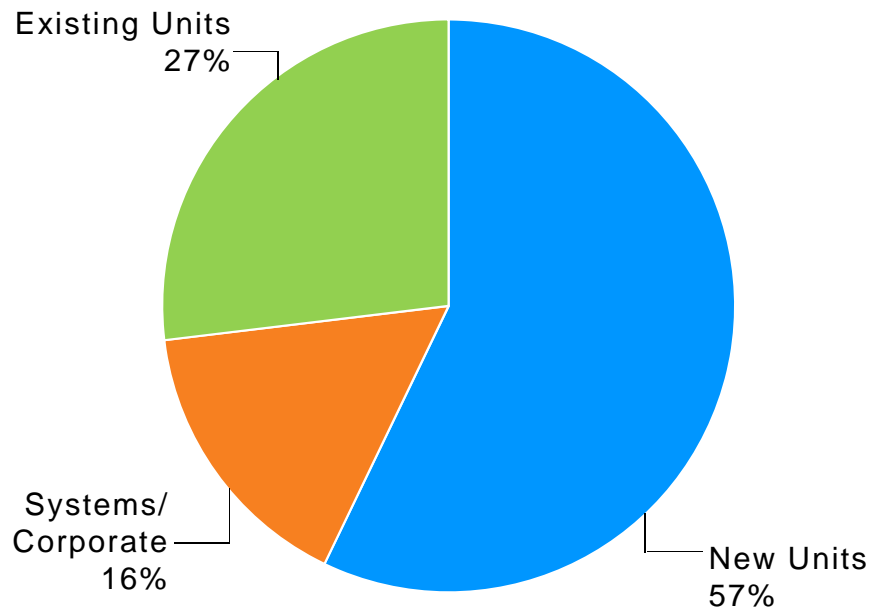
**SOLID
INVESTMENT
GRADE
RATING**

The Ritz-Carlton Orlando, Grande Lakes

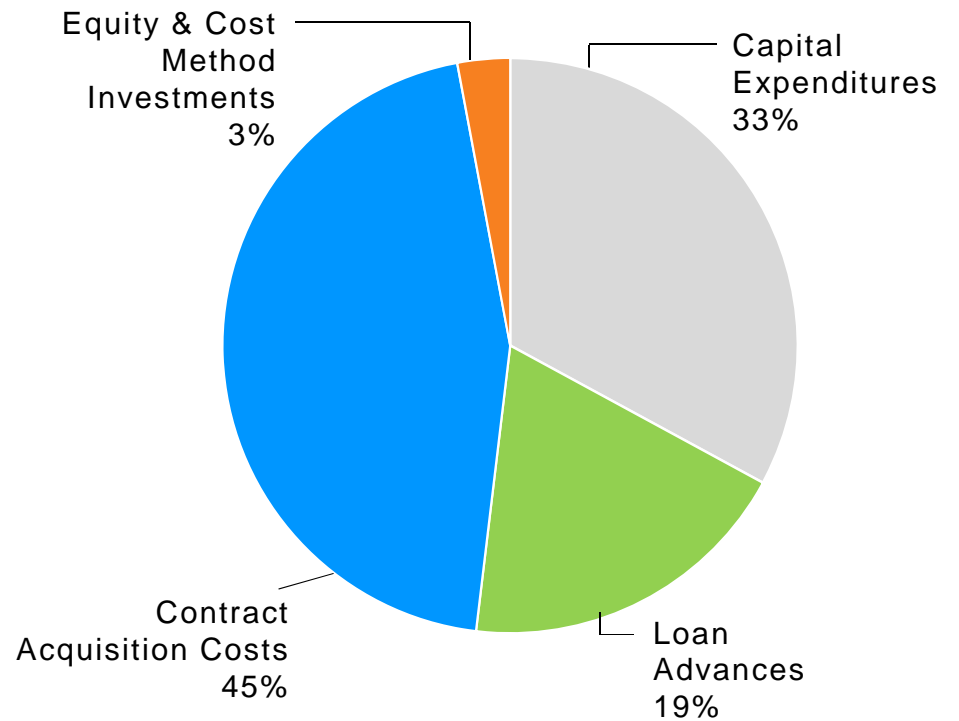
INVESTMENT SPENDING †

2017E TO 2019E | \$1.5B to \$1.7B

ON WHAT?

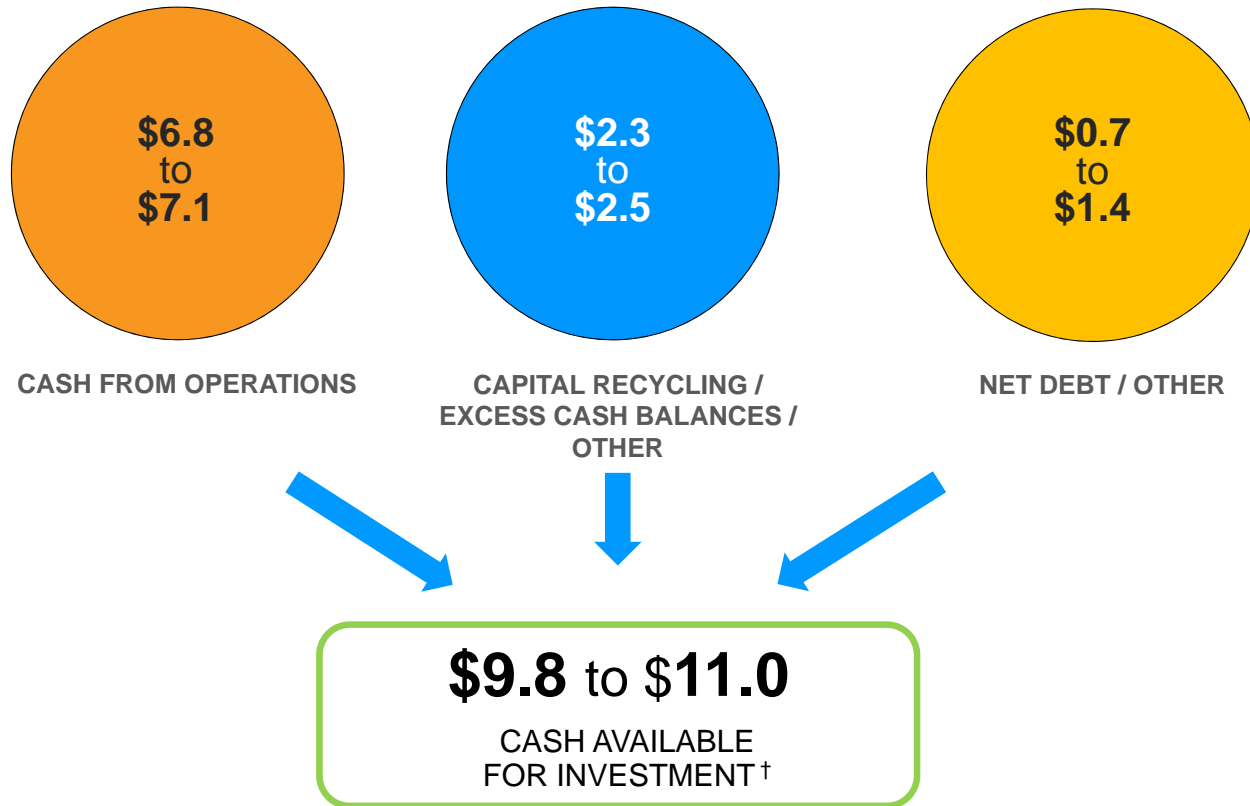


WHAT TYPE?



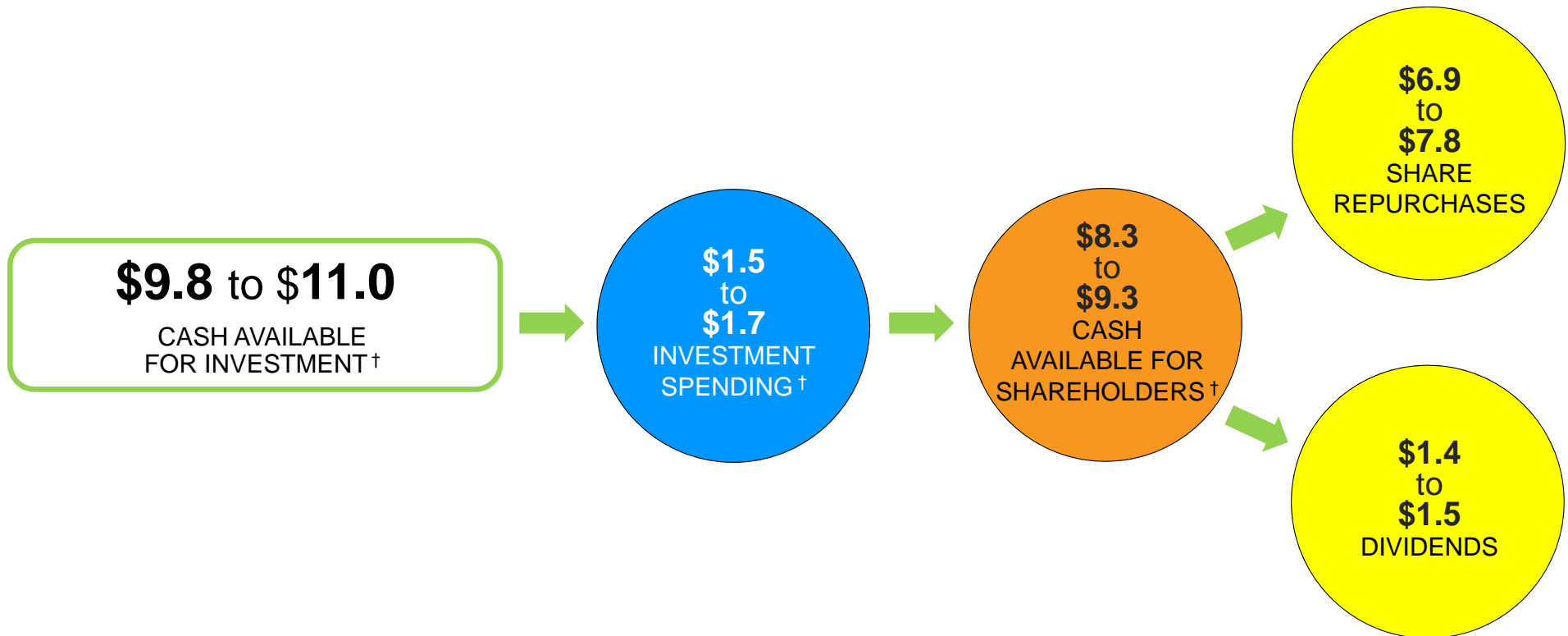
CUMULATIVE CAPITAL ALLOCATION

2017E TO 2019E
(\$ IN BILLIONS)



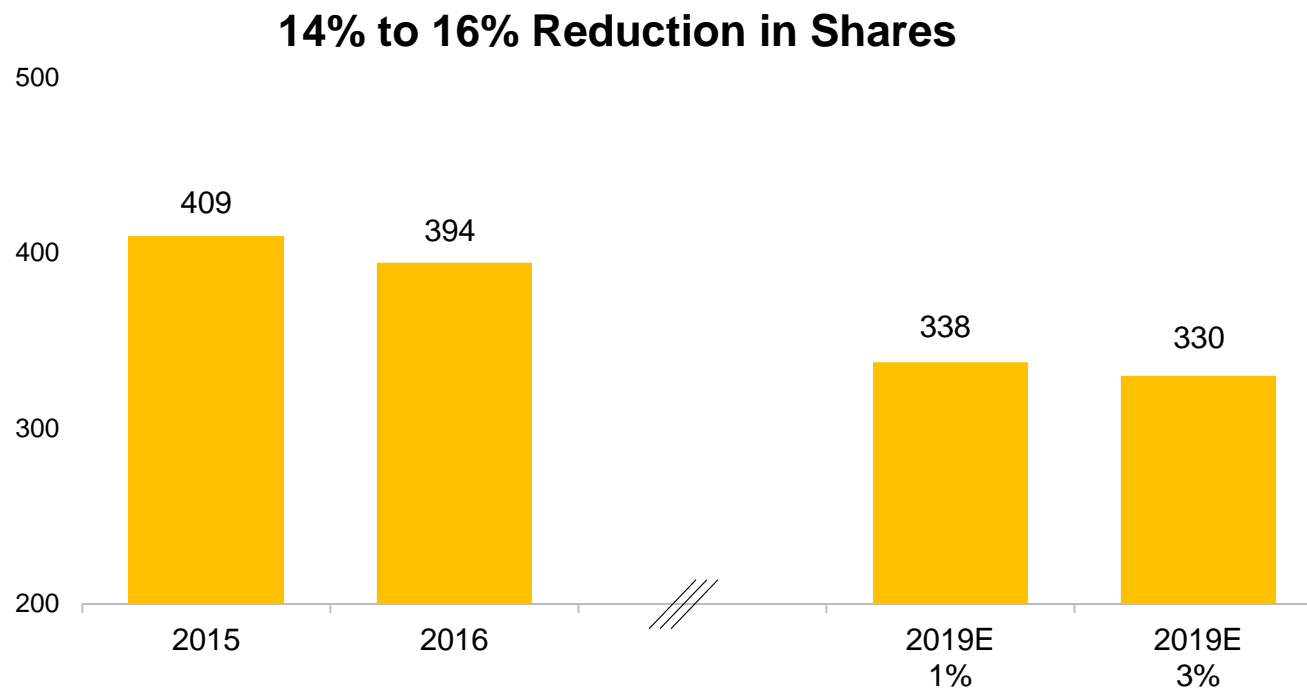
CASH AVAILABLE FOR SHAREHOLDERS

2017E TO 2019E
(\$ IN BILLIONS)

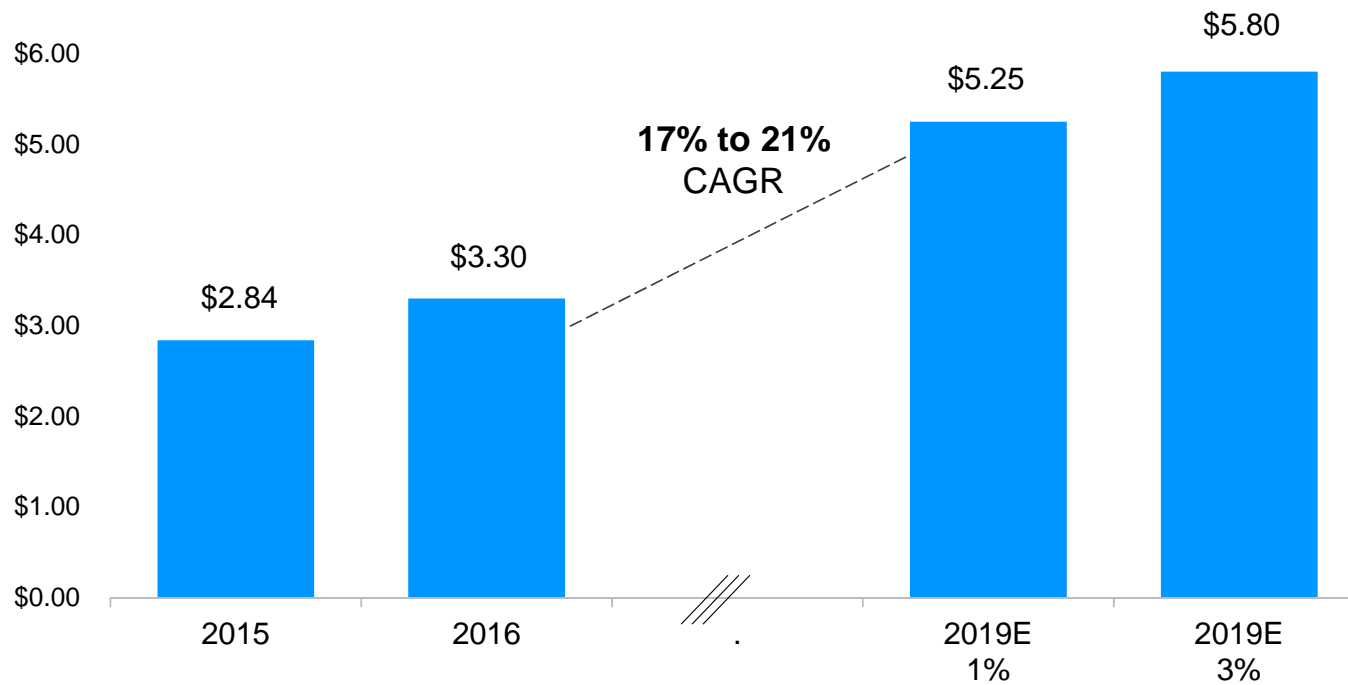


DILUTED WEIGHTED AVERAGE SHARES

(IN MILLIONS)



DILUTED EARNINGS PER SHARE FROM CONTINUING OPERATIONS



OBERG ENDNOTES

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Slide 98 – Base Management Fee Growth

Existing Units includes base management fees from units added before 2017.

Slide 99 – Franchise Fee Growth

Existing Units includes franchise fees from units added before 2017.

Slide 101 – Incentive Management Fee Growth

Existing Units includes incentive management fees from units added before 2017.

Slide 102 – Fee Stability

For 2012, includes Legacy-Marriott brands only.

Slide 106 – Other Expenses

2016 Normalized is 2015 G&A grown at 3% inflation.

For 2019E, General, Administrative and Other Expense and Depreciation, Amortization and Other Expense are assumed the same in both 1% and 3% scenarios.

Slide 111 – Cash from Operations

Net income includes merger-related costs of approximately \$100 million, net of taxes.

Slide 116 – Diluted Weighted Average Shares

Reduction in shares 2016 to 2019E