FORM 4

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

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP
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OMB APPROVAL										
OMB Number: 3235-028										
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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

Name and Address of Reporting Person*     Brown William P					<u>M</u> /	2. Issuer Name and Ticker or Trading Symbol MARRIOTT INTERNATIONAL INC /MD/ [ MAR ]								. Rela	c all application	10% Owner give title Other (spec		ner	
(Last) 7750 WISO	(Firs	,	Middle)			3. Date of Earliest Transaction (Month/Day/Year) 02/16/2023									below) Grou			below)	
(Street) BETHESE			0814		4. lf	4. If Amendment, Date of Original Filed (Month/Day/Year)								. Indivine)	Form fi	oint/Group Filing (Check Applicable led by One Reporting Person led by More than One Reporting			
(City) (State) (Zip)  Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																			
1. Title of Security (Instr. 3)  2. Transac Date (Month/Date)				ection	ction 2A. Deemed Execution Date,		l Oate,	3. Transaction Code (Instr.		4. Securities Acquired (A) of Disposed Of (D) (Instr. 3, 4			or 5. Amour Securitie Beneficia Owned F		s illy ollowing	Form (D) or	: Direct r Indirect str. 4)	7. Nature of Indirect Beneficial Ownership	
								Code	Code V Amount (A		(A) or (D)	Price		Reported Transaction(s) (Instr. 3 and 4)				(Instr. 4)	
Class A Common - Restricted Stock Units 02/16/					/2023				A		5,070(1)	A	\$177	7.55	9,4	136		D	
Class A Common Stock														20,	238		D		
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)	Derivative Conversion Date Execution Date, Security or Exercise (Month/Day/Year) if any			Transaction Code (Instr. 8) S A (/		of		6. Date Exercisable and Expiration Date (Month/Day/Year)			7. Title an of Securit Underlyin Derivative (Instr. 3 an	ies g Securi nd 4)	Derivative Security (Instr. 5)		9. Number derivative Securities Beneficiall Owned Following Reported Transaction (Instr. 4)	s s llly	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
					Code	ode V (A) (D)		Date Exercisable		Expiration Date	Title	Amou or Numb of Share	er						
Stock Appreciation Rights	\$177.55	02/16/2023			Α		14,970		(2)		02/16/2033	Class A Common Stock	14,97	70	\$0.0000	14,97	0	D	

## **Explanation of Responses:**

- 1. The RSUs will vest in three equal installments beginning February 15, 2024.
- 2. Stock Appreciation Rights, settled in Class A Common Stock and vesting in three equal installments beginning on February 15, 2024 and thereafter on the anniversary of that date.

Andrew P.C. Wright, Attorneyin-Fact

02/21/2023

\*\* Signature of Reporting Person Date

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

- $^{\star}$  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).

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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