FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPRO	VAL							
OMB Number:	3235-0287							
Estimated average burden								
hours per response:	0.5							

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person [*] <u>Grissen David</u>						2. Issuer Name and Ticker or Trading Symbol MARRIOTT INTERNATIONAL INC /MD/ [MAR]									all app	licable) tor	10% (
(Last) (First) (Middle) 10400 FERNWOOD ROAD						3. Date of Earliest Transaction (Month/Day/Year) 02/16/2016									Group President				
(Street) BETHESDA MD 20817 (City) (State) (Zip)					4. If Amendment, Date of Original Filed (Month/Day/Year)										<i>'</i>				
	Tabl	e I - Noi	n-Deriv	ative	Se	curitie	s Ac	quired,	Dis	posed o	f, or	Ben	eficia	ally (Owne	ed			
1. Title of Security (Instr. 3) 2. Transac Date						tion 2A. Deemed Execution D ay/Year) if any			3. Transaction Code (Instr.		4. Securities Acquired (A) Disposed Of (D) (Instr. 3,			or 5. Am 4 and Secu Bene Owne		ties cially I Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
									v	Amount (A) or (D)				Transaction(s) (Instr. 3 and 4)			(IIISU. 4)		
Class A Common - Restricted Stock Units 02/16/										9,985		D \$6		.76	1	6,532	D		
	Та						•							y Ov	ned				
2. Conversion or Exercise Price of Derivative Security 3. Transaction Date (Month/Day/Year) 3. Deemed Execution Date, if any (Month/Day/Year)		Code (8)	Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			6. Date Exercisable and Expiration Date (Month/Day/Year)			Amoun or Numbe of			nt er		derivative Securities Beneficially Owned Following Reported	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)			
	(Final David (Fina	(First) (ERNWOOD ROAD SDA MD 2 (State) (Table Common - Restricted Stock I Conversion or Exercise Price of Derivative (Month/Day/Year)	(First) (Middle) ERNWOOD ROAD SDA MD 20817 (State) (Zip) Table I - Note that the state of the	(First) (Middle) ERNWOOD ROAD SDA MD 20817 (State) (Zip) Table I - Non-Derive Common - Restricted Stock Units 02/16 Table II - Derivate (e.g., pince of Derivative Price of Derivative (Month/Day/Year) 2. (Month/Day/Year)	(First) (Middle) (First) (Middle) ERNWOOD ROAD 3. Conversion or Exercise Price of Derivative (Month/Day/Year) (State) (State) (Zip) Table I - Non-Derivative (Month/Day/Year) Table II - Derivative (e.g., puts, or general conversion or Exercise Price of Derivative (Month/Day/Year) (Middle) 3. Conversion of Cate of Conversion or Exercise Price of Derivative (Month/Day/Year) 3. Conversion of Conversion or Exercise Price of Derivative (Month/Day/Year) (Middle) 3. Conversion of Cate o	(First) (Middle) GENWOOD ROAD Table I - Non-Derivative Security (Instr. 3) Table II - Derivative Security (Instr. 3) Table II - Derivative Security (e.g., puts, calls (Month/Day/Year) 2. Transaction Date (Month/Day/Year) (Month/Day/Year) 3. Transaction Date (Month/Day/Year) Price of Derivative Security (Month/Day/Year) 3. Transaction Date (Month/Day/Year) (Month/Day/Year) 3. Transaction Code (Instr. 8)	(First) (Middle) (First) (Middle) (First) (Middle) (State) 20817 (State) (Zip) Table I - Non-Derivative Securities (Month/Day/Year) (Month/Day/Year) 2. Transaction Date (Month/Day/Year) Table II - Derivative Securities (e.g., puts, calls, warr 2. Transaction Date (Month/Day/Year) 3. Transaction Date (Month/Day/Year) 3. Transaction Date (Month/Day/Year) 3. Transaction Date (Month/Day/Year) 3. Transaction Date (Month/Day/Year) (Month/Day/Year) 3. Transaction Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Instr. Security Security Security (Instr. 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Date of Earliest Transaction (Month/D2/16/2016 (State) (Zip) 4. If Amendment, Date of Original Filed (State) (Zip) 2. Transaction Date (Month/Day/Year) 3. Transaction Code (Instr. 8) Table II - Derivative Securities Acquired, Disposed (e.g., puts, calls, warrants, options, compared to the policy of (D) (Instr. 3, 4 and 5) 4. Transaction Date (A) or Disposed of (D) (Instr. 3, 4 and 5) Date (D) (Ins	MARRIOTT INTERNATIONAL (MD/ [MAR] 3. Date of Earliest Transaction (Month/Day/Year) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of Security (Instr. 3) 2. Transaction Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) Table II - Derivative Securities Acquired, Disposed of (e.g., puts, calls, warrants, options, convertibe Security 2. Transaction Date (e.g., puts, calls, warrants, options, convertibe Securities Acquired (A) or Disposed of (Dolon (Instr. 3, 4) and 5) Date Expiration Date Expiration	MARRIOTT INTERNATIONAL INC /MD/ [MAR] 3. 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Transaction Date Execution Date, (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficial General Conversion or Exercise of Date Price of Disposed of (D) (Month/Day/Year) (Month/Day/Y	MARRIOTT INTERNATIONAL INC Check MARRIOTT INTERNATIONAL INC MAR	MARRIOTT INTERNATIONAL INC (Check all appropriate MARRIOTT INTERNATIONAL INC (Middle)	MARRIOTT INTERNATIONAL INC Check all applicable Director X Officer (give title below) Group I	MARRIOTT INTERNATIONAL INC (Middle) (First) (Middle) (Riversity) (Middle) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned Security (Instr. 3) 2. Transaction (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) 2. Transaction (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) 2. Transaction (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) 2. Transaction (Month/Day/Year) (Month/	

Explanation of Responses:

Bancroft S. Gordon, Attorney- 02/17/2016 **In-Fact**

Date

** Signature of Reporting Person

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

- * 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.

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 Number.