SEC Form 4	
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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

	OMB APP	OMB APPROVAL									
	OMB Number:	3235-0287									
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1	Estimated average burden	

1. Name and Addre Marriott Dav	ss of Reporting Perso <u>id S</u>	n*		2. Issuer Name and T MARRIOTT II /MD/ [MAR]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner Officer (give title V Other (specify				
(Last) (First) (Middle) 10400 FERNWOOD ROAD				3. Date of Earliest Tra 02/26/2014	nsaction (Mor	nth/Day/Year)	below) X below) 13D Group Owning more than 10%				
(Street)				4. If Amendment, Date	e of Original F	iled (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)				
BETHESDA	MD	20817					,	One Reporting			
(City)	(State)	(Zip)					Form filed by Person	More than One	Reporting		
	Ta	ble I - I	Non-Deriva	tive Securities A	cquired, D	Disposed of, or Benefi	cially Owned				
1. Title of Security (Instr. 3) 2. Transaction Date (Month/Day/Yet)			Execution Date,	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 an	5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership			

	(Month/Day/Year)	if any (Month/Day/Year)	Code (8)	Instr.	-			Beneficially Owned Following	(I) (Instr. 4)	Beneficial Ownership (Instr. 4)	
			Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		(1150.4)	
Class A Common Stock	02/26/2014		S		30,000	D	\$53.39 ⁽¹⁾	591,996	D		
Class A Common Stock								15,418	I	By Spouse ⁽²⁾	
Class A Common Stock								24,227,493	I	JWM Family Enterprises	
Class A Common Stock								240,000	I	JWM Gen Trust	
Class A Common Stock								75,000	I	JWM III Generations Trusts	
Class A Common Stock								251,000	I	JWM Insurance Trust	
Class A Common Stock								33,563	I	Trustee 1 of Trust f/b/o his child ⁽²⁾	
Class A Common Stock								21,195	I	Trustee 2 of Trust f/b/o his child ⁽²⁾	
Class A Common Stock								13,312	I	Trustee 3 of Trust f/b/o his child ⁽²⁾	
Class A Common Stock								5,782	I	Trustee 4 of Trust f/b/o his child	
Class A Common Stock								142,565	I	Trustee DSM Descendant	

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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirec Beneficia Ownershi (Instr. 4)

		Ta							ired, Disp options, o			lor r	y Owned			
1. Title of Derivative	2. Conversion	3. Transaction	3A. Deemed		C .ode Transa		(5A)Nu	m (100)r	ExDectisEbakero	isDatatlee and	7itītētle Amour	aSolidiares	8. Price of Derivative	9. Number of	10. Ownership	11. Nature of Indirect
Esectantation	of Elespises	e (Month/Day/Year) verage sale price. Th	if any	,	Code (Instr.		ative rities SS3.7	(Month/Day/\	′ear)	Securi	ties	Security (Instr_5) Was \$53.24.	Securities Beneficially	Form: Direct (D) or Indirect	Beneficial Ownership . (Instr. 4)
		laims beneficial own						re exten		ry interest the	rSecuri	ty (Instr. 3		Following	(I) (Instr. 4)	. ,
							of (D) (Instr	. 3, 4		<u>Ba</u> In-	<u>incroft</u> -Fact	S. Gordo	<u>n, Attorne</u>	<u>V-raported</u> (Ins <u>02/27/201</u>	 <u>4</u> 	
				ľ						** (Signatur	e of Repor	ing Person	Date		
Reminder: F	eport on a se	parate line for each	class of se	curities	benefic	ially ov	vned d	irectly	or indirectly.							
* If the form	is filed by mo	e than one reportir	g person, s	ee Instr	uction 4	(b)(v)										
		ts or omissions of														
Note: File th	ree copies of	this Form, one of w	hich must b	e manu	ally sig	ned. If s	space	is insu	ficient, see In	struction 6 fo	r proce	dure.				
Persons wh	o respond to	the collection of	informatior	ו conta	ined in Code	this fo	rm ar (A)	e not r (D)	equired to re Date Exercisable	spond unle Expiration Date	ss the f Title	Number of Shares	ys a currer	tly valid OMB I	lumber.	