SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL	
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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

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

☐ Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

1. Name and Address of Reporting Person*	2. Issuer Name **and** Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
Capuano Anthony	MARRIOTT INTERNATIONAL INC /MD/ [MAR]	☑ Director ☐ 10% Owner
(Last) (First) (Middle)	Foreign Trading Symbol	☑ Officer (give title below) ☐ Other (specify below)
7750 WISCONSIN AVENUE	3. Date of Earliest Transaction (Month/Day/Year)	President & CEO
(Street)	11/04/2026	6. Individual or Joint/Group Filing (Check Applicable Line)
BETHESDA MD 20814	4. If Amendment, Date of Original Filed (Month/Day/Year)	☑ Form filed by One Reporting Person
(City) (State) (Zip)		☐ Form filed by More than One Reporting Person

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Class A Common Stock	11/04/2026		M		16,428	A	$139.54	130,045	D	
Class A Common Stock	11/04/2026		S		80	D	$423.54(1)	129,965	D	
Class A Common Stock	11/04/2026		S		1,288	D	$421.073(2)	128,677	D	
Class A Common Stock	11/04/2026		S		2,710	D	$417.8286(3)	125,967	D	
Class A Common Stock	11/04/2026		S		3,364	D	$418.949(4)	122,603	D	
Class A Common Stock	11/04/2026		S		3,612	D	$423.131(5)	118,991	D	
Class A Common Stock	11/04/2026		G		5,000	D	$0.0000	113,991	D	
Class A Common Stock	11/04/2026		S		5,605	D	$424.03	108,386	D	
Class A Common Stock	11/04/2026		S		6,185	D	$416.0044(6)	102,201	D	
Class A Common Stock	11/04/2026		S		7,923	D	$417.0082(7)	94,278	D	
Class A Common Stock	11/04/2026		F(8)		10,823	D	$424.15	83,455	D	
Class A Common Stock	11/04/2026		S		15,984	D	$419.8332(9)	67,471	D	
Class A Common Stock	11/04/2026		S		16,604	D	$421.9747(10)	50,867	D	
Class A Common - Restricted Stock Units								28,040	D	
Class A Common Stock								1,958.003	I	401(k) account

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 Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Appreciation Rights	$139.54	11/04/2026		M			16,428	(11)	02/20/2028	Class A Common Stock	16,428	$424.15	0.0000	D	

Explanation of Responses:

1. The reporting person sold a total of 80 shares of common stock at a weighted average sale price of $423.54 with a maximum price of $423.59 and a minimum price of $423.49.

2. The reporting person sold a total of 1,288 shares of common stock at a weighted average sale price of $421.07 with a maximum price of $421.41 and a minimum price of $420.42.

3. The reporting person sold a total of 2,710 shares of common stock at a weighted average sale price of $417.83 with a maximum price of $418.31 and a minimum price of $417.31.

4. The reporting person sold a total of 3,364 shares of common stock at a weighted average sale price of $418.95 with a maximum price of $419.32 and a minimum price of $418.32.

5. The reporting person sold a total of 3,612 shares of common stock at a weighted average sale price of $423.13 with a maximum price of $423.44 and a minimum price of $422.46.

6. The reporting person sold a total of 6,185 shares of common stock at a weighted average sale price of $416.00 with a maximum price of $416.23 and a minimum price of $415.25.

7. The reporting person sold a total of 7,923 shares of common stock at a weighted average sale price of $417.00 with a maximum price of $417.30 and a minimum price of $416.30.

8. The reporting person received a net of 5,605 shares of common stock upon the exercise of 16,428 stock appreciation rights ("SARs"). A total of 10,823 shares of common stock underlying such SARs were withheld in payment of the exercise price and to satisfy the withholding tax obligation resulting from the exercise.

9. The reporting person sold a total of 15,984 shares of common stock at a weighted average sale price of $419.83 with a maximum price of $420.28 and a minimum price of $419.34.

10. The reporting person sold a total of 16,604 shares of common stock at a weighted average sale price of $421.97 with a maximum price of $422.45 and a minimum price of $421.45.

11. SARs, settled in Class A Common Stock and vesting in three equal installments beginning on the first anniversary of the grant date of 02.20.2018.

Andrew P.C. Wright, Attorney-in-Fact	11/06/2026
** Signature of Reporting Person	Date

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.