

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 OR 15(d) of the Securities Exchange Act of 1934

Date of Report (date of earliest event reported) August 12, 2002

MARRIOTT INTERNATIONAL, INC.

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction
of incorporation)

1-13881
(Commission
File Number)

52-2055918
(IRS Employer
Identification No.)

10400 Fernwood Road, Bethesda, Maryland 20817
(Address of principal executive offices, Zip Code)

Registrant's telephone number, including area code (301) 380-3000

Item 7. Exhibits.

| <u>Exhibit No.</u> | <u>Description</u> |
|--------------------|---|
| 99.1 | Sworn statement of J.W. Marriott, Jr., Chief Executive Officer of the registrant. |
| 99.2 | Sworn statement of Arne M. Sorenson, Chief Financial Officer of the registrant. |

Item 9. Regulation FD Disclosure.

On August 12, 2002, Marriott International, Inc. delivered to the Securities and Exchange Commission sworn statements of J.W. Marriott, Jr., its Chief Executive Officer, and Arne M. Sorenson, its Chief Financial Officer, as required by the Commission's June 27, 2002 order under Section 21(a) of the Securities Exchange Act of 1934. Copies of Mr. Marriott's and Mr. Sorenson's sworn statements are attached as Exhibits 99.1 and 99.2, respectively, and are furnished hereby.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

August 12, 2002

MARRIOTT INTERNATIONAL, INC.

By: /s/ MICHAEL J. GREEN

Michael J. Green
Vice President, Finance and Principal
Accounting Officer

EXHIBIT INDEX

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**Statement Under Oath of Principal Executive Officer
Regarding Facts and Circumstances Relating to Exchange Act Filings**

I, J.W. Marriott, Jr., state and attest that:

- (1) To the best of my knowledge, based upon a review of the covered reports of Marriott International, Inc., and, except as corrected or supplemented in a subsequent covered report:
- no covered report contained an untrue statement of a material fact as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed); and
 - no covered report omitted to state a material fact necessary to make the statements in the covered report, in light of the circumstances under which they were made, not misleading as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed).
- (2) I have reviewed the contents of this statement with the audit committee of Marriott International, Inc.'s board of directors.
- (3) In this statement under oath, each of the following, if filed on or before the date of this statement, is a "covered report":
- The Annual Report on Form 10-K for the fiscal year ended December 28, 2001 filed with the Commission on March 22, 2002 of Marriott International, Inc.;
 - all reports on Form 10-Q, all reports on Form 8-K and all definitive proxy materials of Marriott International, Inc. filed with the Commission subsequent to the filing of the Form 10-K identified above; and
 - any amendments to any of the foregoing.

/s/ J.W. MARRIOTT, JR.

Subscribed and sworn to before me this 12th day of August, 2002.

J.W. Marriott, Jr.
Chairman of the Board and Chief
Executive Officer

Date: August 12, 2002

/s/ MELISSA ANNE WU

Melissa Anne Wu
Notary Public State of Maryland
My Commission Expires May 13, 2006

**Statement Under Oath of Principal Financial Officer
Regarding Facts and Circumstances Relating to Exchange Act Filings**

I, Arne M. Sorenson, state and attest that:

- (1) To the best of my knowledge, based upon a review of the covered reports of Marriott International, Inc., and, except as corrected or supplemented in a subsequent covered report:
 - no covered report contained an untrue statement of a material fact as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed); and
 - no covered report omitted to state a material fact necessary to make the statements in the covered report, in light of the circumstances under which they were made, not misleading as of the end of the period covered by such report (or in the case of a report on Form 8-K or definitive proxy materials, as of the date on which it was filed).
- (2) I have reviewed the contents of this statement with the audit committee of Marriott International, Inc.'s board of directors.
- (3) In this statement under oath, each of the following, if filed on or before the date of this statement, is a "covered report":
 - The Annual Report on Form 10-K for the fiscal year ended December 28, 2001 filed with the Securities and Exchange Commission on March 22, 2002 of Marriott International, Inc.;
 - all reports on Form 10-Q, all reports on Form 8-K and all definitive proxy materials of Marriott International, Inc. filed with the Commission subsequent to the filing of the Form 10-K identified above; and
 - any amendments to any of the foregoing.

/s/ ARNE M. SORENSON

Subscribed and sworn to before me this 12th day of August 2002.

Arne M. Sorenson
Executive Vice President and Chief
Financial Officer

/s/ MELISSA ANNE WU

Date: August 12, 2002

Melissa Anne Wu
Notary Public State of Maryland
My Commission Expires May 13, 2006