
**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**
Washington, D.C. 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): February 15, 2021

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
(Address of principal executive offices)

20817
(Zip Code)

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

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

Title of Each Class	Trading Symbol(s)	Name of Each Exchange on Which Registered
Class A Common Stock, \$0.01 par value	MAR	Nasdaq Global Select Market

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter)

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

On February 16, 2021, Marriott International, Inc. (“Marriott”) announced that Arne Sorenson, President and Chief Executive Officer, passed away on February 15, 2021. Stephanie Linnartz, Group President, Consumer Operations, Technology and Emerging Businesses, and Anthony G. Capuano, Group President, Global Development, Design and Operations Services, are serving as acting co-principal executive officers while the Board of Directors implements its succession process.

Item 7.01 Regulation FD Disclosure.

A copy of Marriott’s press release addressing the subject of this Form 8-K is furnished as Exhibit 99.

The information in this Item 7.01, including Exhibit 99, is being furnished and shall not be deemed incorporated by reference into any other filing with the Securities and Exchange Commission.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

Marriott is furnishing the following exhibit with this report:

- 99 [Press Release issued on February 16, 2021.](#)
- 104 The cover page to this Current Report on Form 8-K, formatted in inline XBRL.

SIGNATURE

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.

MARRIOTT INTERNATIONAL, INC.

Date: February 16, 2021

By: /s/ Rena Hozore Reiss

Rena Hozore Reiss

Executive Vice President and General Counsel



**Marriott International Announces the Unexpected Passing of Arne M. Sorenson,
President and CEO**

Bethesda, Md., Feb. 16, 2021 – It is with profound sadness that Marriott International announces that Arne M. Sorenson, President and CEO, unexpectedly passed away on February 15, 2021. In May 2019, the [company announced](#) that Mr. Sorenson had been diagnosed with pancreatic cancer. On February 2, 2021, Marriott [shared the news](#) that Mr. Sorenson would temporarily reduce his schedule to facilitate more demanding treatment for pancreatic cancer.



Mr. Sorenson became the third CEO in Marriott's history in 2012, and the first without the Marriott surname. A visionary leader, Mr. Sorenson put the company on a strong growth trajectory that included the \$13-billion acquisition of Starwood Hotels & Resorts. During his tenure as CEO, Mr. Sorenson was tireless in driving the company's progress, creating opportunities for associates, growth for owners and franchisees and results for the company's shareholders. Known for his leadership on difficult national and global issues, Mr. Sorenson steered Marriott to make significant progress on diversity, equity and inclusion, environmental sustainability and human trafficking awareness.

“Arne was an exceptional executive – but more than that – he was an exceptional human being,” said J.W. Marriott, Jr., Executive Chairman and Chairman of the Board. “Arne loved every aspect of this business and relished time spent touring our hotels and meeting associates around the world. He had an uncanny ability to anticipate where the hospitality industry was headed and position Marriott for growth. But the roles he relished the most were as husband, father, brother and friend. On behalf of the Board and Marriott’s hundreds of thousands of associates around the world, we extend our heartfelt condolences to Arne’s wife and four children. We share your heartbreak, and we will miss Arne deeply.”

When Mr. Sorenson stepped back from full-time management in early February, the company tapped two veteran Marriott executives, Stephanie Linnartz, Group President, Consumer Operations, Technology and Emerging Businesses, and Tony Capuano, Group President, Global Development, Design and Operations Services, to share responsibility for overseeing the day-to-day operations of the company’s business units and corporate functions, in addition to maintaining their current responsibilities. Ms. Linnartz and Mr. Capuano will continue in this capacity until the Marriott Board appoints a new CEO, which is expected to be within the next two weeks.





About Marriott International

Marriott International, Inc. (NASDAQ: MAR) is based in Bethesda, Maryland, USA, and encompasses a portfolio of more than 7,500 properties under 30 leading brands spanning 132 countries and territories. Marriott operates and franchises hotels and licenses vacation ownership resorts all around the world. The company offers Marriott Bonvoy™, its highly-awarded travel program. For more information, please visit our website at www.marriott.com, and for the latest company news, visit www.marriottnewscenter.com. In addition, connect with us on [Facebook](#) and [@MarriottIntl](#) on [Twitter](#) and [Instagram](#).

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