| SEC Form 4 |
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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

| OMB Number: 3235-0287 | | | | | | | |
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| 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).

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

| 1. Name and Address of Reporting Person* <u>Marriott David S</u> | 2. Issuer Name an <u>MARRIOTT</u> / <u>MD/</u> [MAR | 'INT | r or Tr <mark>ERN</mark> | ading Symbo <mark>VATION /</mark> | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner Officer (give title X Other (specify | | | | | |
|---------------------------------------------------------------------|-------------------------------------------------------------------|-------------------------------|-----------------------------------------|--------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------|---------------|----------|------------------------------------------------------------------|----------------------------------------------------------------------|--------------------------------------------------------------------------|
| (Last) (First) (M 7750 WISCONSIN AVE. | 3. Date of Earliest 02/15/2023 | Transad | ction (I | Month/Day/Ye | 6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person | | | | | |
| (Street) BETHESDA MD 20 (City) (State) (Zi | 4. If Amendment, [| Date of (| Origina | al Filed (Mon | | | | | | |
| Table I | - Non-Derivat | tive Securities | Acqu | ired | , Dispose | d of, c | or Benef | icially Owned | | |
| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, | 3. Transaction Code (Instr. 8) | | 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and | | | 5. Amount of Securities Beneficially Owned Following | 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 | Reported Transaction(s) (Instr. 3 and 4) | | |
| Class A Common - Restricted Stock Units | 02/15/2023 | | F | | 1,506 ⁽¹⁾ | D | \$180.22 | 2 7,721 | D | |
| Class A Common Stock | | | | | | | | 594,853 | D | |
| Class A Common Stock-Dir. Def. Stock Comp Plan-1 | | | | | | | | 1,224 | D | |
| Class A Common Stock | | | | | | | | 20,000 | I | AES JWM Gen Trust ⁽²⁾ |
| Class A Common Stock | | | | | | | | 11,518 | I | By Spouse ⁽²⁾ |
| Class A Common Stock | | | | | | | | 221,678 | I | By Trust for Steven Garff Marriott's Descendants ⁽²⁾ |
| Class A Common Stock | | | | | | | | 60,000 | Ι | DMH JWM Gen Trust ⁽²⁾ |
| Class A Common Stock | | | | | | | | 60,000 | I | DSM JWM Gen Trust ⁽²⁾ |
| Class A Common Stock | | | | | | | | 436,928 | I | JBM Marital Trust ⁽²⁾ |
| Class A Common Stock | | | | | | | | 20,000 | I | JRJ JWM Gen Trust ⁽²⁾ |
| Class A Common Stock | | | | | | | | 22,027,118 | I | JWM Family Enterprises ⁽²⁾ |
| Class A Common Stock | | | | | | | | 75,000 | I | JWM III Generations Trusts ⁽²⁾ |
| Class A Common Stock | | | | | | | | 60,000 | I | JWM III JWM Gen Trust ⁽²⁾ |
| Class A Common Stock | | | | | | | | 251,000 | I | JWM Insurance Trust ⁽²⁾ |
| Class A Common Stock | | | | | | | | 20,000 | I | SBM JWM Gen Trust ⁽²⁾ |
| Class A Common Stock | | | | | | | | 36,240 | I | Trustee 1 of Trust f/b/o his child ⁽²⁾ |
| Class A Common Stock | | | | | | | | 50,928 | I | Trustee 10 AEM2 ⁽²⁾ |

| 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 | 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 | Reported Transaction(s) (Instr. 3 and 4) | | |
| Class A Common Stock | | | | | | | | 23,872 | I | Trustee 2 of Trust f/b/o his child ⁽²⁾ |
| Class A Common Stock | | | | | | | | 15,989 | I | Trustee 3 of Trust f/b/o his child ⁽²⁾ |
| Class A Common Stock | | | | | | | | 8,459 | I | Trustee 4 of Trust f/b/o his child ⁽²⁾ |
| Class A Common Stock | | | | | | | | 13,220 | I | Trustee 7 JRM1 ⁽²⁾ |
| Class A Common Stock | | | | | | | | 42,837 | I | Trustee 8 JRM2 ⁽²⁾ |
| Class A Common Stock | | | | | | | | 16,682 | I | Trustee 9 AEM1 ⁽²⁾ |
| Class A Common Stock | | | | | | | | 230,390 | I | Trustee DSM Descendant ⁽²⁾ |

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| | (3 , p,,,,, | | | | | | | | | | | | | | |
|-----------------------------------------------------|-----------------------------------------------------------------------|--------------------------------------------|-------------------------------------------------------------|------------------------------|---|--------|-----|------------------------------------------------|-----------------------------------------------------------------------------------------------------|-------|-----------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------|--------------------------------------------------------------------|--|
| 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. Transa Code (8) | | i of E | | 6. Date Exerc Expiration Da (Month/Day/Y | 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 Expiration Exercisable Date | | Title | Amount or Number of Shares | | | | |

Explanation of Responses:

1. Shares withheld by the Company to cover taxes associated with vesting RSUs.

2. The Reporting Person disclaims beneficial ownership of the reported securities except to the extent of his pecuniary interest therein.

| Andrew P.C. Wright, | |
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| Attorney-in-Fact | |

02/16/2023

** 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.