SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

Class A Common Stock

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 APPROVAL									
OMB Number:	3235-0287								
Estimated average burden									

Estimated average burden hours per response: 0.5

Trustee 4⁽¹⁾

Trustee 5⁽¹⁾

Trustee 6⁽¹⁾

Trustee 7⁽¹⁾

Trustee 8⁽¹⁾

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495,559

767,671

537,520

95,207

241,940

		or Section 30(h) of	the Inve	stmen	nt Company A	ct of 194	10				
1. Name and Address of Reporting Person [*] MARRIOTT J W JR		2. Issuer Name and MARRIOTT /MD/ [MAR]	INTE			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner					
								X Officer (give		Other (specify	
(Last) (First) (Mit 10400 FERNWOOD ROAD	idle)	3. Date of Earliest T 12/06/2021	ransact	ion (M	lonth/Day/Yea	A below) A below) Chairman / 13D Group Owning more than 10%					
(Street)		4. If Amendment, D	ate of O	rigina	I Filed (Month	6. Individual or Joint/	Group Filing (Cl	neck Applicable			
BETHESDA MD 208							Line) X Form filed by One Reporting Person Form filed by More than One Reporting				
(City) (State) (Zip								Person	-		
	1	ive Securities	· ·	red,							
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)					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	12/06/2021		G	v	170,038	D	\$0.000	0 3,145,703	I	Trustee 19 ⁽¹⁾	
Class A Common Stock								2,637,970	D		
Class A Common Stock								214,727	I	401(k) account	
Class A Common Stock								20,000	I	AES JWM Gen Trust ⁽¹⁾	
Class A Common Stock								60,000	I	DMH JWM Gen Trust ⁽¹⁾	
Class A Common Stock								60,000	I	DSM JWM Gen Trust ⁽¹⁾	
Class A Common Stock								20,000	I	JRJ JWM Gen Trust ⁽¹⁾	
Class A Common Stock								22,027,118	I	JWM Family Enterprises ⁽¹⁾	
Class A Common Stock								60,000	I	JWM III JWM Gen Trust ⁽¹⁾	
Class A Common Stock								20,000	I	SBM JWM Gen Trust ⁽¹⁾	
Class A Common Stock								1,659,167	I	Sp Trustee 1 ⁽¹⁾	
Class A Common Stock								19,679	I	Sp Trustee 5 ⁽¹⁾	
Class A Common Stock								19,679	I	Sp Trustee 6 ⁽¹⁾	
Class A Common Stock								10,217	I	Sp Trustee 7 ⁽¹⁾	
Class A Common Stock								285,758	I	Spouse ⁽¹⁾	
Class A Common Stock								589,637	I	Trustee 2 ⁽¹⁾	

	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. Transa Code (8)		5. Number of Derivative Securities Acquired (A) or (D) (D) (Instr. 3, 4 and 5) 6. Date Exercisable an (Month/Day/Year) 6. Date Exercisable an (Month/Day/Year)		ate	Deriv	int of rities rlying ative rity (Instr.	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				

Explanation of Responses:

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

<u>Andrew P.C. Wright,</u> <u>Attorney-in-Fact</u>

** Signature of Reporting Person Date

12/09/2021

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.