

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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 hours per response:	0.5

1. Name and Address of Reporting Person* MARRIOTT J W JR (Last) (First) (Middle) 10400 FERNWOOD ROAD (Street) BETHESDA MD 20817 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol MARRIOTT INTERNATIONAL INC /MD/ [MAR]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) Chairman of the Board
	3. Date of Earliest Transaction (Month/Day/Year) 09/07/2012	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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	09/07/2012		M		530,000	A	\$15.105	6,517,302	D	
Class A Common Stock	09/07/2012		s		530,000	D	\$39.2 ⁽¹⁾	5,987,302	D	
Class A Common Stock								310,022	I	401(k) account
Class A Common Stock								17,000	I	Beneficiary ⁽²⁾
Class A Common Stock								9,076,188	I	By Ltd Partnership - TPV ⁽²⁾
Class A Common Stock								10,710,082	I	By-Corp ⁽²⁾
Class A Common Stock								320,000	I	GP/Partnership ⁽²⁾
Class A Common Stock								2,243,568	I	Sp Trustee 1 ⁽²⁾
Class A Common Stock								13,220	I	Sp Trustee 2 ⁽²⁾
Class A Common Stock								16,504	I	Sp Trustee 3 ⁽²⁾
Class A Common Stock								16,504	I	Sp Trustee 4 ⁽²⁾
Class A Common Stock								19,468	I	Sp Trustee 5 ⁽²⁾
Class A Common Stock								19,468	I	Sp Trustee 6 ⁽²⁾
Class A Common Stock								10,108	I	Sp Trustee 7 ⁽²⁾
Class A Common Stock								279,470	I	Spouse ⁽²⁾
Class A Common Stock								595,000	I	The JWM-MAR 2011 Annuity Trust
Class A Common Stock								496,960	I	Trustee 1 ⁽²⁾
Class A Common Stock								5,154,896	I	Trustee 19 ⁽²⁾
Class A Common Stock								742,223	I	Trustee 2 ⁽²⁾
Class A Common Stock								286,119	I	Trustee 3 ⁽²⁾
Class A Common Stock								495,559	I	Trustee 4 ⁽²⁾
Class A Common Stock								798,940	I	Trustee 5 ⁽²⁾
Class A Common Stock								580,915	I	Trustee 6 ⁽²⁾
Class A Common Stock								477,274	I	Trustee 7 ⁽²⁾
Class A Common Stock								725,822	I	Trustee 8 ⁽²⁾

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

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