

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

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

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

1. Name and Address of Reporting Person* <u>Capuano Anthony</u>			2. Issuer Name and Ticker or Trading Symbol <u>MARRIOTT INTERNATIONAL INC /MD/</u> <u>[MAR]</u>		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) President & CEO	
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <u>05/05/2023</u>		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person	
<u>7750 WISCONSIN AVE.</u>			4. If Amendment, Date of Original Filed (Month/Day/Year)			
(Street)	<u>MD</u>	<u>20814</u>	Rule 10b5-1(c) Transaction Indication <input type="checkbox"/> Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.			
(City)	(State)	(Zip)				

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	05/05/2023		A		30,513	A	\$176.59	150,830	D	
Class A Common Stock	05/05/2023		A		23,115	A	\$176.63	173,945	D	
Class A Common Stock	05/05/2023		S		16,159	D	\$176.33 ⁽¹⁾	157,786	D	
Class A Common Stock	05/05/2023		F ⁽²⁾		16,758	D	\$176.33	141,028	D	
Class A Common Stock	05/05/2023		F ⁽³⁾		20,711	D	\$176.33	120,317	D	
Class A Common - Restricted Stock Units								37,995	D	
Class A Common Stock								1,870	I	401(k) account

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. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		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 Exercisable	Expiration Date						Title
Stock Appreciation Rights	\$66.86	05/05/2023		M		30,513		(4)	02/22/2026	Class A Common Stock	30,513	\$0.0000	0.0000	D	
Stock Appreciation Rights	\$82.67	05/05/2023		M		23,115		(5)	02/23/2025	Class A Common Stock	23,115	\$0.0000	0.0000	D	

Explanation of Responses:

- Represents the weighted average sale price. The highest price at which shares were sold was \$176.50 and the lowest price at which shares were sold was \$176.26.
- The reporting person received 6,357 shares of common stock upon the net exercise of 23,115 stock appreciation rights ("SARs"). A total of 16,758 shares of common stock underlying such SARs were withheld in payment of the exercise price and to satisfy the withholding tax obligation resulting from the exercise.
- The reporting person received 9,802 shares of common stock upon the net exercise of 30,513 stock appreciation rights ("SARs"). A total of 20,711 shares of common stock underlying such SARs were withheld in payment of the exercise price and to satisfy the withholding tax obligation resulting from the exercise.
- Stock Appreciation Rights, settled in Class A Common Stock and vesting in three equal installments beginning on February 22, 2017 and thereafter on the anniversary of that date.
- Stock Appreciation Rights, settled in Class A Common Stock and vesting in three equal installments beginning on February 23, 2016 and thereafter on the anniversary of that date.

Andrew P.C. Wright, Attorney-in-Fact 05/09/2023

** 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.