SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

OMB APPROVAL

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

		. (or Section 30(h) of t	nè Ínve	stment	t Company A	ct of 194	10			
1. Name and Address Linnartz Steph	1 0	1	2. Issuer Name and MARRIOTT / <u>MD/</u> [MAR]			0,		5. Relationship of Reporting Person(s) to Issu (Check all applicable) Director 10% Owne Officer (give title Other (spe			
(Last) (10400 FERNWOO		3. Date of Earliest Tr 10/01/2021	ansacti	on (M	onth/Day/Yea		- A below) below) President				
(Street) BETHESDA		4. If Amendment, Date of Original Filed (Month/Day/Year)					ar) 6. Indiv Line) X				
	Table I -	Non-Derivativ	ve Securities A	cqui	ed, I	Disposed	of, or	Beneficially	Owned		
1. Title of Security (Instr. 3) Date (Month/Day/Ye			2A. Deemed Execution Date, if any (Month/Day/Year)	cution Date, Transaction by Code (Instr.				ed (A) or tr. 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	10/01/2021		S ⁽¹⁾		3,600	D	\$155.4641(2)	34,703	D	
Class A Common	Stock	10/01/2021		S ⁽¹⁾		7,703	D	\$156.3448 ⁽³⁾	27,000	D	
Class A Common - Restricted Stock Units									19,335	D	

 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)				Expiration Date		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	Amount or Number of Shares				

Explanation of Responses:

1. The sale reported on this Form 4 was effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on June 2, 2021.

2. Represents the weighted average sale price. The highest price at which shares were sold was \$155.9050 and the lowest price at which shares were sold was \$155.0600.

3. Represents the weighted average sale price. The highest price at which shares were sold was \$156.6700 and the lowest price at which shares were sold was \$155.9800.

<u>Andrew P.C. Wright,</u>	1
Attorney-in-Fact	<u>1</u>

<u>10/04/2021</u>

** 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.

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