FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL
--------------

OMB Number: 3235-0287 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).

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 Addre  Harrison Deb	<u>M</u>	ssuer Name <b>and</b> T ARRIOTT II ID/[ MAR ]				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  X Director 10% Owner  Officer (give title X Other (specify below)  Member of 13(d) group										
(Last) 10400 FERNWO	) (First) (Middle) 00 FERNWOOD ROAD				Date of Earliest Tra /09/2017						nsactio	n (Moi	nth/Day/Year)			
(Street)					f Amendment, Date	e of Oriç	ginal F	iled (Month/D	6. Individual or Joint/C	Group Filing (Che	eck Applicable					
BETHESDA	·								X Form filed by One Reporting Person Form filed by More than One Reporting							
(City)	(State)	(Zip)									Person					
		Table I -	Non-Deriva	tive	e Securities A	cquir	ed, [	Disposed	of, or I	3enefic	cially 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 Disposed Of 5)	Acquire f (D) (Inst	d (A) or r. 3, 4 and	5. Amount of Securities Beneficially Owned Following Reported	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	Transaction(s) (Instr. 3 and 4)		(,			
Class A Commo	n Stock		08/09/201	7		G		95,119	D	\$0.00	0.0000	I	Trustee 7			
Class A Commo	n Stock										244,155(1)	D				
Class A Commo	n Stock										18,851	I	By Spouse <sup>(2)</sup>			
Class A Commo	n Stock										2,110	I	HMH 2014 Trust			
Class A Commo	n Stock										24,227,118	I	JWM Family Enterprises			
Class A Commo	n Stock										240,000	I	JWM Gen Trust			
Class A Commo	n Stock										70,203	I	JWM III Trustee 1			
Class A Commo	n Stock										60,636	I	JWM III Trustee 2			
Class A Commo	n Stock										48,327	I	JWM III Trustee 3			
Class A Commo	n Stock										251,000	I	JWM Insurance Trust			
Class A Commo	n Stock										535	I	MCH 1998 Trust			
Class A Commo	n Stock										54,920	I	MCH Investments, LLC			
Class A Commo	n Stock										22,464	I	MCH Irrev. Trust			
Class A Commo	n Stock										4,310	I	PWH 2014 Trust			
Class A Commo	n Stock										110,561	I	SMH Investments, LLC			
Class A Commo	n Stock										209,210	I	The Harrison Generation Trust			
Class A Commo	n Stock										84,268	I	Trustee 8			
Class A Commo	n Stock										78,993	I	Trustee 9			

	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. 3. Transaction Date Execution Date, or Exercise (Month/Day/Year)		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	Amount or Number of Shares				

## **Explanation of Responses:**

- 1. Includes shares acquired from Stock Dividends since previous Form 4 filing.
- 2. The Reporting Person disclaims beneficial ownership of the reported securities except to the extent of her pecuniary interest therein.

Bancroft S. Gordon, Attorney-In-Fact

08/11/2017

\*\* Signature of Reporting Person

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- $^{\star}$  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.