

McGill William B  
Form 4  
February 04, 2013

**FORM 4**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

OMB APPROVAL

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

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
McGill William B

(Last) (First) (Middle)

18167 US HIGHWAY 19 NORTH  
SUITE 300

(Street)

CLEARWATER, FL 33764

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
MARINEMAX INC [HZO]

3. Date of Earliest Transaction  
(Month/Day/Year)

01/31/2013

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_ Director \_\_\_ 10% Owner  
 Officer (give title below) \_\_\_ Other (specify below)

Vice President West Operations

6. Individual or Joint/Group Filing(Check Applicable Line)

Form filed by One Reporting Person  
 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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  | Code                           | V Amount (A) or (D) Price   |   |  |                                   |
| Common Stock                    | 01/31/2013                           |  | M                              | 2,945 A \$ 2.99   | 2,945   | D  |                                   |
| Common Stock                    | 01/31/2013                           |  | M                              | 5,000 A \$ 2.99   | 7,945   | D  |                                   |
| Common Stock                    | 01/31/2013                           |  | S <sup>(1)</sup>               | 200 D \$ 11.26  | 7,745   | D  |                                   |
| Common Stock                    | 01/31/2013                           |  | S <sup>(1)</sup>               | 300 D \$ 11.27  | 7,445   | D  |                                   |
| Common Stock                    | 01/31/2013                           |  | S <sup>(1)</sup>               | 100 D \$ 11.28  | 7,345   | D  |                                   |

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|              |            |                        |       |   |          |       |   |
|--------------|------------|------------------------|-------|---|----------|-------|---|
| Common Stock | 01/31/2013 | <u>S<sup>(1)</sup></u> | 200   | D | \$ 11.29 | 7,145 | D |
| Common Stock | 01/31/2013 | <u>S<sup>(1)</sup></u> | 345   | D | \$ 11.32 | 6,800 | D |
| Common Stock | 01/31/2013 | <u>S<sup>(1)</sup></u> | 200   | D | \$ 11.33 | 6,600 | D |
| Common Stock | 01/31/2013 | <u>S<sup>(1)</sup></u> | 500   | D | \$ 11.34 | 6,100 | D |
| Common Stock | 01/31/2013 | <u>S<sup>(1)</sup></u> | 1,000 | D | \$ 11.35 | 5,100 | D |
| Common Stock | 01/31/2013 | <u>S<sup>(1)</sup></u> | 797   | D | \$ 11.36 | 4,303 | D |
| Common Stock | 01/31/2013 | <u>S<sup>(1)</sup></u> | 1,103 | D | \$ 11.37 | 3,200 | D |
| Common Stock | 01/31/2013 | <u>S<sup>(1)</sup></u> | 300   | D | \$ 11.38 | 2,900 | D |
| Common Stock | 01/31/2013 | <u>S<sup>(1)</sup></u> | 1,200 | D | \$ 11.39 | 1,700 | D |
| Common Stock | 01/31/2013 | <u>S<sup>(1)</sup></u> | 400   | D | \$ 11.4  | 1,300 | D |
| Common Stock | 01/31/2013 | <u>S<sup>(1)</sup></u> | 100   | D | \$ 11.41 | 1,200 | D |
| Common Stock | 01/31/2013 | <u>S<sup>(1)</sup></u> | 100   | D | \$ 11.43 | 1,100 | D |
| Common Stock | 01/31/2013 | <u>S<sup>(1)</sup></u> | 900   | D | \$ 11.44 | 200   | D |
| Common Stock | 01/31/2013 | <u>S<sup>(1)</sup></u> | 100   | D | \$ 11.45 | 100   | D |
| Common Stock | 01/31/2013 | <u>S<sup>(1)</sup></u> | 100   | D | \$ 11.48 | 0     | D |

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

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(9-02)

**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 | 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 | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) |
|--|------------------------------------|--------------------------------------|--|--------------------------------|---|--|---|
|--|------------------------------------|--------------------------------------|--|--------------------------------|---|--|---|

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| Derivative Security                  |         |            | Code | V | (A) or Disposed of (D)<br>(Instr. 3, 4, and 5) |       | Date Exercisable | Expiration Date | Title        | Amount or Number of Shares |
|--------------------------------------|---------|------------|------|---|--|-------|------------------|-----------------|--------------|----------------------------|
|                                      |         |            |      |   | (A)  | (D)   |                  |                 |              |                            |
| Employee Stock Option (Right to Buy) | \$ 2.99 | 01/31/2013 | M    |   |  | 2,945 | (2)              | 11/26/2018      | Common Stock | 2,945                      |
| Employee Stock Option (Right to Buy) | \$ 2.99 | 01/31/2013 | M    |   |  | 5,000 | 09/06/2012(3)    | 11/26/2018      | Common Stock | 5,000                      |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |                                |       |
|---|---------------|-----------|--------------------------------|-------|
|   | Director      | 10% Owner | Officer                        | Other |
| McGill William B<br>18167 US HIGHWAY 19 NORTH SUITE 300<br>CLEARWATER, FL 33764 |               |           | Vice President West Operations |       |

## Signatures

Kurt M. Frahn, as Attorney-in-Fact 02/04/2013

\*\*Signature of Reporting Person Date

## Explanation of Responses:

- \* 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).
- (1) The shares were sold pursuant to a 10b5-1 Sales Plan.
  - (2) 1/36th of the total number of options granted vested and became exercisable on the 26th day of each month commencing on the date of grant, November 26, 2008.  
On November 26, 2008, the reporting person was granted an option to purchase 10,000 shares of common stock. The option fully vests based on the Issuer's satisfaction of certain performance criteria. On September 6, 2012, the Issuer's Compensation Committee determined the performance criteria was met, resulting in the vesting of the total number of shares underlying the option.
  - (3)

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.