

McGill William B  
Form 4  
February 04, 2013

**FORM 4**

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

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

## OMB APPROVAL

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(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  
\_X\_ Officer (give title below) \_\_\_\_ Other (specify  
below)

Vice President West Operations

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_X\_ 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<br>Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5) |                       | Date Exercisable | Expiration<br>Date | Title | Amount<br>or<br>Number<br>of<br>Shares |
|--------------------------------------------------|---------------------|------------|------|---|---------------------------------------------------------|-----------------------|------------------|--------------------|-------|----------------------------------------|
|                                                  |                     |            |      |   | (A)                                                     | (D)                   |                  |                    |       |                                        |
| Employee<br>Stock<br>Option<br>(Right to<br>Buy) | \$ 2.99             | 01/31/2013 | M    |   | 2,945                                                   | <u>(2)</u>            | 11/26/2018       | Common<br>Stock    | 2,945 |                                        |
| Employee<br>Stock<br>Option<br>(Right to<br>Buy) | \$ 2.99             | 01/31/2013 | M    |   | 5,000                                                   | 09/06/2012 <u>(3)</u> | 11/26/2018       | Common<br>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

**\*\*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.
- (3) 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.

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