

FRAHN KURT M  
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 \*  
FRAHN KURT M

(Last) (First) (Middle)

18167 U.S. 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)

VP of Finance, CAO, and Tr

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                              |   | 6,875 A \$ 2.81   | 22,220   | D                                 |
| Common Stock                    | 01/31/2013                           |  | M                              |   | 6,500 A \$ 2.81   | 28,720   | D                                 |
| Common Stock                    | 01/31/2013                           |  | S <sup>(1)</sup>               |   | 401 D \$ 11.25  | 28,319   | D                                 |
| Common Stock                    | 01/31/2013                           |  | S <sup>(1)</sup>               |   | 400 D \$ 11.26  | 27,919   | D                                 |
| Common Stock                    | 01/31/2013                           |  | S <sup>(1)</sup>               |   | 700 D \$ 11.27  | 27,219   | D                                 |

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|              |            |                        |       |   |          |        |   |
|--------------|------------|------------------------|-------|---|----------|--------|---|
| Common Stock | 01/31/2013 | <u>S<sup>(1)</sup></u> | 200   | D | \$ 11.28 | 27,019 | D |
| Common Stock | 01/31/2013 | <u>S<sup>(1)</sup></u> | 645   | D | \$ 11.29 | 26,374 | D |
| Common Stock | 01/31/2013 | <u>S<sup>(1)</sup></u> | 900   | D | \$ 11.3  | 25,474 | D |
| Common Stock | 01/31/2013 | <u>S<sup>(1)</sup></u> | 100   | D | \$ 11.31 | 25,374 | D |
| Common Stock | 01/31/2013 | <u>S<sup>(1)</sup></u> | 400   | D | \$ 11.32 | 24,974 | D |
| Common Stock | 01/31/2013 | <u>S<sup>(1)</sup></u> | 200   | D | \$ 11.33 | 24,774 | D |
| Common Stock | 01/31/2013 | <u>S<sup>(1)</sup></u> | 1,100 | D | \$ 11.34 | 23,674 | D |
| Common Stock | 01/31/2013 | <u>S<sup>(1)</sup></u> | 1,475 | D | \$ 11.35 | 22,199 | D |
| Common Stock | 01/31/2013 | <u>S<sup>(1)</sup></u> | 399   | D | \$ 11.36 | 21,800 | D |
| Common Stock | 01/31/2013 | <u>S<sup>(1)</sup></u> | 1,655 | D | \$ 11.37 | 20,145 | D |
| Common Stock | 01/31/2013 | <u>S<sup>(1)</sup></u> | 500   | D | \$ 11.38 | 19,645 | D |
| Common Stock | 01/31/2013 | <u>S<sup>(1)</sup></u> | 1,600 | D | \$ 11.39 | 18,045 | D |
| Common Stock | 01/31/2013 | <u>S<sup>(1)</sup></u> | 900   | D | \$ 11.4  | 17,145 | D |
| Common Stock | 01/31/2013 | <u>S<sup>(1)</sup></u> | 300   | D | \$ 11.41 | 16,845 | D |
| Common Stock | 01/31/2013 | <u>S<sup>(1)</sup></u> | 500   | D | \$ 11.43 | 16,345 | D |
| Common Stock | 01/31/2013 | <u>S<sup>(1)</sup></u> | 900   | D | \$ 11.44 | 15,445 | D |
| Common Stock | 01/31/2013 | <u>S<sup>(1)</sup></u> | 100   | D | \$ 11.48 | 15,345 | D |

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

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**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

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|  |  |                                      |  |                                |   |  |   |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| 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 Underlying Securities (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|

|                                      |         |            |  | Code | V | (A)   | (D) | Date Exercisable          | Expiration Date | Title        | Amount or Number of Shares |
|--------------------------------------|---------|------------|--|------|---|-------|-----|---------------------------|-----------------|--------------|----------------------------|
| Employee Stock Option (Right to Buy) | \$ 2.81 | 01/31/2013 |  | M    |   | 6,875 |     | <u>(2)</u>                | 11/20/2018      | Common Stock | 6,875                      |
| Employee Stock Option (Right to Buy) | \$ 2.81 | 01/31/2013 |  | M    |   | 6,500 |     | 09/06/2012 <sup>(3)</sup> | 11/20/2018      | Common Stock | 6,500                      |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |                               |       |
|--|---------------|-----------|-------------------------------|-------|
|  | Director      | 10% Owner | Officer                       | Other |
| FRAHN KURT M<br>18167 U.S. HIGHWAY 19 NORTH<br>SUITE 300<br>CLEARWATER, FL 33764 |               |           | VP of Finance,<br>CAO, and Tr |       |

## Signatures

Kurt M. Frahn                      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 20th day of each month commencing on the date of grant, November 20, 2008.
- (3) On November 20, 2008, the reporting person was granted an option to purchase 6,500 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 vesting of the total amount of shares underlying the option.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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