

Cashman Charles A
 Form 3/A
 January 03, 2013

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â Cashman Charles A | | (Month/Day/Year) | MARINEMAX INC [HZO] | |
| (Last) | (First) | (Middle) | 11/20/2012 | |
| 18167 US HIGHWAY 19 | | 4. Relationship of Reporting Person(s) to Issuer | | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| NORTH SUITE 300 | | (Check all applicable) | | 11/21/2012 |
| (Street) | | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) | | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| CLEARWATER, Â FL Â 33764 | | Vice President East Operations | | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
| (City) | (State) | (Zip) | <input type="checkbox"/> Form filed by More than One Reporting Person | |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|------------------------------------|--|---|--|
| Common Stock | 6,155 ⁽¹⁾ | D | Â |

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

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|---|--|--|---|--|
| | Date Exercisable | Title | | | |

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| | | Expiration Date | | Amount or Number of Shares | | or Indirect (I) (Instr. 5) | |
|--------------------------------------|---------------|-----------------|--------------|----------------------------|---------|----------------------------|---|
| Employee Stock Option (Right to Buy) | Â (2) | 11/26/2018 | Common Stock | 2,917 | \$ 2.99 | D | Â |
| Employee Stock Option (Right to Buy) | Â (3) | 12/08/2019 | Common Stock | 7,084 | \$ 7 | D | Â |
| Employee Stock Option (Right to Buy) | Â (4) | 11/18/2020 | Common Stock | 11,667 | \$ 7.54 | D | Â |
| Employee Stock Option (Right to Buy) | Â (5) | 11/18/2021 | Common Stock | 17,500 | \$ 6.1 | D | Â |
| Employee Stock Option (Right to Buy) | 09/06/2012(6) | 11/26/2018 | Common Stock | 10,000 | \$ 2.99 | D | Â |
| Performance Rights | Â (7) | 11/18/2013 | Common Stock | 7,546 | \$ 0 | D | Â |
| Performance Rights | Â (8) | 11/18/2014 | Common Stock | 8,000 | \$ 0 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|----------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Cashman Charles A 18167 US HIGHWAY 19 NORTH SUITE 300 CLEARWATER, FL 33764 | Â | Â | Â Vice President East Operations | Â |

Signatures

Kurt M. Frahn,
Attorney-in-Fact

01/03/2013

**Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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) Includes (a) 5,174 shares acquired pursuant to the Issuer's employee stock purchase plan, and (b) 981 restricted stock units granted on October 31, 2006, one third of which vested on October 31, 2009, October 31, 2010, and October 31, 2011.
- (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) 1/36 of the options vest and become exercisable on a monthly basis for a three-year period beginning on the date of grant, December 8, 2009.
- (4) 1/36 of the options vest and become exercisable on a monthly basis for a three-year period beginning on the date of grant, November 18, 2010.
- (5) 1/36 of the options vest and become exercisable on a monthly basis for a three-year period beginning on the date of grant, November 18, 2011.
- (6)

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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 amount of shares underlying the option.

- (7) Each performance right, granted November 18, 2010, represents a contingent right to receive one share of the Issuer's common stock. The performance rights vest based on achievement of certain target performance of the Issuer's stock price over an approximate three-year performance period. The number represents the maximum number of shares that may be delivered pursuant to the award.

- (8) Each performance right, granted November 18, 2011, represents a contingent right to receive one share of the Issuer's common stock. The performance rights vest based on achievement of certain target performance of the Issuer's stock price over an approximate three-year performance period. The number represents the maximum number of shares that may be delivered pursuant to the award.

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Remarks:

This amended Form 3 is being filed solely to include the 10,000 employee stock options that vest

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.