

MARRIOTT INTERNATIONAL INC /MD/
Form 8-K
May 12, 2010

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of The
Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): May 7, 2010

MARRIOTT INTERNATIONAL, INC.

(Exact name of registrant as specified in its charter)

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(State or other jurisdiction
of incorporation)

(Commission
File Number)

(IRS Employer
Identification No.)

10400 Fernwood Road, Bethesda, Maryland
(Address of principal executive offices)

20817
(Zip Code)

Registrant's telephone number, including area code: (301) 380-3000

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

ITEM 5.07 Submission of Matters to a Vote of Security Holders.

On May 7, 2010, Marriott International, Inc. (Marriott) held its Annual Meeting of Shareholders. At the Annual Meeting, shareholders considered: 1) the election of the eleven director nominees named in the proxy statement; and 2) the ratification of the independent registered public accounting firm for fiscal 2010. The voting results at the Annual Meeting of Marriott Shareholders on May 7, 2010, with respect to each of the matters described above, were as follows:

1. The eleven director nominees named in the proxy statement were elected based upon the following votes:

| NOMINEE | FOR | AGAINST | ABSTAIN | BROKER NON-VOTES |
|----------------------|---------------|------------|-----------|---------------------|
| J.W. Marriott, Jr. | 2,626,760,050 | 47,967,330 | 2,892,710 | 338,910,370 |
| John W. Marriott III | 2,658,703,510 | 15,527,470 | 3,389,110 | 338,910,370 |
| Mary K. Bush | 2,644,189,330 | 26,985,130 | 6,445,630 | 338,910,370 |
| Lawrence W. Kellner | 2,659,915,120 | 11,295,390 | 6,409,580 | 338,910,370 |
| Debra L. Lee | 2,626,997,620 | 43,848,770 | 6,773,700 | 338,910,370 |
| George Muñoz | 2,659,323,410 | 11,614,890 | 6,681,790 | 338,910,370 |
| Harry J. Pearce | 2,649,456,020 | 21,853,170 | 6,310,900 | 338,910,370 |
| Steven S Reinemund | 2,659,618,710 | 11,372,810 | 6,628,570 | 338,910,370 |
| W. Mitt Romney | 2,651,123,660 | 21,715,160 | 4,781,270 | 338,910,370 |
| William J. Shaw | 2,658,924,580 | 14,762,520 | 3,932,990 | 338,910,370 |
| Lawrence M. Small | 2,644,912,240 | 26,332,390 | 6,375,460 | 338,910,370 |

2. The appointment of Ernst & Young LLP as Marriott s independent registered public accounting firm for fiscal 2010 was ratified as follows:

| FOR | AGAINST | ABSTAIN |
|---------------|------------|-----------|
| 3,000,003,090 | 11,125,030 | 5,402,340 |

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

MARRIOTT INTERNATIONAL, INC.

Date: May 12, 2010

By: /s/ Carl T. Berquist
Carl T. Berquist
Executive Vice President and Chief Financial Officer