MARRIOTT INTERNATIONAL INC /MD/

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Class A

Common

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217,878

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Form 5

February 27, 2006

OMB APPROVAL FORM 5 **OMB** UNITED STATES SECURITIES AND EXCHANGE COMMISSION 3235-0362 Number: Washington, D.C. 20549 Check this box if January 31, Expires: no longer subject 2005 to Section 16. Estimated average ANNUAL STATEMENT OF CHANGES IN BENEFICIAL Form 4 or Form burden hours per 5 obligations OWNERSHIP OF SECURITIES response... 1.0 may continue. See Instruction Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, 1(b). Form 3 Holdings Section 17(a) of the Public Utility Holding Company Act of 1935 or Section Reported 30(h) of the Investment Company Act of 1940 Form 4 Transactions Reported 1. Name and Address of Reporting Person * 2. Issuer Name and Ticker or Trading 5. Relationship of Reporting Person(s) to Issuer MARRIOTT J W JR Symbol MARRIOTT INTERNATIONAL (Check all applicable) INC /MD/ [MAR] (Middle) 3. Statement for Issuer's Fiscal Year Ended (Last) (First) _X_ Director _X__ 10% Owner _X__ Officer (give title Other (specify (Month/Day/Year) below) below) 12/30/2005 Chairman & CEO 10400 FERNWOOD ROAD (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Reporting Filed(Month/Day/Year) (check applicable line) BETHESDA, Â MDÂ 20817 _X_ Form Filed by One Reporting Person Form Filed by More than One Reporting (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed 3. 4. Securities Acquired 5. Amount 7. Nature of Transaction **Indirect Beneficial** Security (Month/Day/Year) Execution Date, if (A) or Disposed of (D) of Securities Ownership (Instr. 3) Code (Instr. 3, 4 and 5) Beneficially Form: Ownership (Month/Day/Year) (Instr. 8) Owned at Direct (D) (Instr. 4) end of or Indirect Issuer's (I) Fiscal Year (Instr. 4) (A) (Instr. 3 and 4) (D) Price Amount Class A Common 12/21/2005 Â G 97,561 D 3,099,039 I Trustee 19 67.72 Stock Class A Â Â Â Â Â Â Common Â 2,251,142 D Stock

Beneficiary

Stock									
Class A Common Stock	Â	Â	Â	Â	Â	Â	6,600,000	I	By Ltd Partnership
Class A Common Stock	Â	Â	Â	Â	Â	Â	5,413,980	I	By-Corp
Class A Common Stock	Â	Â	Â	Â	Â	Â	160,000	I	GP/Partnership
Class A Common Stock	Â	Â	Â	Â	Â	Â	1,332,534	I	Sp Trustee 1
Class A Common Stock	Â	Â	Â	Â	Â	Â	7,702	I	Sp Trustee 2
Class A Common Stock	Â	Â	Â	Â	Â	Â	8,252	I	Sp Trustee 3
Class A Common Stock	Â	Â	Â	Â	Â	Â	8,252	I	Sp Trustee 4
Class A Common Stock	Â	Â	Â	Â	Â	Â	9,734	I	Sp Trustee 5
Class A Common Stock	Â	Â	Â	Â	Â	Â	9,734	I	Sp Trustee 6
Class A Common Stock	Â	Â	Â	Â	Â	Â	5,054	I	Sp Trustee 7
Class A Common Stock	Â	Â	Â	Â	Â	Â	139,735	I	Spouse
Class A Common Stock	Â	Â	Â	Â	Â	Â	385,480	I	Trustee 1
Class A Common Stock	Â	Â	Â	Â	Â	Â	392,500	I	Trustee 2
Class A Common Stock	Â	Â	Â	Â	Â	Â	294,383	I	Trustee 3

Class A Common Stock	Â	Â	Â	Â	Â	Â	393,480	I	Trustee 4
Class A Common Stock	Â	Â	Â	Â	Â	Â	399,470	I	Trustee 5
Class A Common Stock	Â	Â	Â	Â	Â	Â	348,254	I	Trustee 6
Class A Common Stock	Â	Â	Â	Â	Â	Â	367,500	I	Trustee 7
Class A Common Stock	Â	Â	Â	Â	Â	Â	393,610	I	Trustee 8

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 2270 (9-02)

> D So

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	isable and	7. Titl	e and	8. Price of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	Number	Expiration Da	ate	Amou	int of	Derivative
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Secur	ities	(Instr. 5)
	Derivative				Securities			(Instr.	3 and 4)	
	Security				Acquired					
	•				(A) or					
					Disposed					
					of (D)					
					(Instr. 3,					
					4, and 5)					
									Amount	
						Date	Expiration		or	
						Exercisable Date	Title			
						Lacreisable	Dute		of	
					(A) (D)				Shares	

Reporting Owners

Reporting Owner Name / Address	Relationships						
·F	Director	10% Owner	Officer	Other			
MARRIOTT J W JR 10400 FERNWOOD ROAD BETHESDA. MD 20817	ÂX	ÂX	Chairman & CEO	Â			

Reporting Owners 3

Signatures

By: Ward R. Cooper, 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).

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.

Signatures 4