
**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): March 1, 2016

MARCUS & MILLICHAP, INC.
(Exact name of Registrant as Specified in its Charter)

Delaware
(State or Other Jurisdiction
of Incorporation)

001-36155
(Commission
File Number)

35-2478370
(I.R.S. Employer
Identification Number)

23975 Park Sorrento, Suite 400
Calabasas, California 91302
(Address of Principal Executive Offices including Zip Code)

(818) 212-2250
(Registrant's Telephone Number, including Area Code)

Not Applicable
(Former Name or Former Address, if changed since last report)

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))
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Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

On March 1, 2016, Marcus & Millichap, Inc. (the “*Company*”) announced that John J. Kerin will retire as President and Chief Executive Officer of the Company and step down from the Company’s board of directors, both effective as of March 31, 2016. Mr. Kerin intends to provide consulting services and assist the Company as a senior advisor following his retirement.

The board has promoted Hessam Nadji, age 50, to President and Chief Executive Officer of the Company and appointed him to serve on the board, both effective as of March 31, 2016. Mr. Nadji joined the Company in 1996 as Vice President of Research, became a Senior Vice President in 1997, was appointed Managing Director in 2000 and became Chief Strategy Officer and Senior Vice President responsible for the Company’s specialty brokerage divisions as well as research, advisory services and marketing in 2013. Mr. Nadji was promoted to Senior Executive Vice President in May 2015.

Mr. Nadji’s term as director will expire at the Annual Meeting of Stockholders in 2017. Mr. Nadji’s appointment to the board is based, in part, on his position as the President and Chief Executive Officer of the Company, extensive knowledge of the Company and over 25 years of experience working in the real estate industry.

There are no family relationships between any director or executive officer of the Company and Mr. Nadji, and no transactions reportable under Item 404(a) of Regulation S-K in which Mr. Nadji has a direct or indirect material interest. Further, there are no arrangements or understandings between Mr. Nadji and any other person pursuant to which he was promoted or appointed to serve on the board. Mr. Nadji will be appointed to the executive committee of the board.

A copy of the press release announcing the above changes is furnished as Exhibit 99.1 to this Current Report.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits.

<u>Exhibit Number</u>	<u>Exhibit Title or Description</u>
99.1	Press release issued by the Company entitled “Marcus & Millichap, Inc. Announces Retirement of John Kerin” dated March 1, 2016.

SIGNATURES

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.

MARCUS & MILLICHAP, INC.

Date: March 1, 2016

By: /s/ Martin E. Louie

Martin E. Louie
Chief Financial Officer

EXHIBIT INDEX

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MARCUS & MILLICHAP, INC. ANNOUNCES RETIREMENT OF JOHN KERIN
Hessam Nadji Appointed President and Chief Executive Officer Effective March 31, 2016

CALABASAS, Calif. — (BUSINESS WIRE) — Marcus & Millichap, Inc. (the “Company”, “Marcus & Millichap”) (NYSE: MMI), a leading national brokerage firm specializing in commercial real estate investment sales, financing, research and advisory services, announced that John Kerin will retire on March 31, 2016 as Chief Executive Officer and a member of the Company’s Board of Directors. Hessam Nadji, our Senior Executive Vice President, has been appointed by the Board of Directors to succeed Mr. Kerin on that date.

William Millichap, Co-Chairman of the Company commented, “John’s commitment and contribution to Marcus & Millichap over the last 35 years have been tremendous; he has been a trusted leader, mentor and friend. John has been instrumental in effecting our growth and our transition from a private to public company. We are very appreciative of John’s commitment over the years and thank him for his long record of leadership.” Upon his retirement, Mr. Kerin will serve as a senior advisor to the Company and will provide consulting services.

“It has been an honor and a privilege to lead Marcus & Millichap. During my tenure we have accomplished a great deal and I am extremely proud of the progress we have made as a Company. I believe that Marcus & Millichap is well positioned and in very capable hands,” commented Mr. Kerin.

“This transition comes at a time of strength for our Company, given the growth of our highly respected brand, deep management team and strong balance sheet. John and Hessam have worked very closely over the years. John’s retirement and Hessam’s promotion are a natural and positive transition,” added George M. Marcus, founder and Co-Chairman of the Company.

“Hessam has been a key member of our team for over 20 years and his leadership as well as his management strengths make him a highly capable executive who has been ably groomed for his new responsibilities. He has been instrumental in developing our strategies and growth plans, particularly in expanding our specialty brokerage divisions and enhancing the MMI brand. Given Hessam’s exceptional track record, we believe he is the best successor to the position of President and Chief Executive Officer. We are confident that he has the talent and experience to excel in this role and is the perfect choice to take on the leadership of our firm,” Mr. Marcus concluded.

Mr. Nadji was appointed to Senior Executive Vice President of the Company in May 2015, after being named Chief Strategy Officer in 2013. He has been with the Company since 1996 serving in numerous roles. Over the last several years, Mr. Nadji was a prime participant in setting and executing the Company’s long-term strategy as well as overseeing its national specialty brokerage sales division, the mortgage brokerage division and research and advisory services divisions. Prior to joining Marcus & Millichap, Mr. Nadji was senior vice president at Grubb & Ellis.

“Marcus & Millichap is a very highly regarded real estate services company and I am honored to lead our firm into its next phase of growth and innovation,” said Mr. Nadji. “I am grateful to John for his mentorship through the years and I am excited about the future and the collective opportunity to work closely with our board and our talented team in further strengthening our company’s market position and driving shareholder value.”

About Marcus & Millichap, Inc.

Marcus & Millichap, Inc. is a leading national brokerage firm specializing in commercial real estate investment sales, financing, research, and advisory services. As of September 30, 2015, the Company has over 1,500 investment sales and financial professionals in 80 offices who provide investment brokerage and financing services to sellers and buyers of commercial real estate. The Company also offers market research, consulting and advisory services to our clients. Marcus & Millichap closed 7,667 transactions in 2014, with a sales volume of approximately \$33.1 billion. For additional information, please visit www.MarcusMillichap.com.

Contacts**Investor Relations:**

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Source: Marcus & Millichap, Inc.