| FORM 4 | 4 |
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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). |

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

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| (Print or Type Responses) | | - | | | | | | | | |
|--|----------------------------------|--|--------------|---|---------|----------|---|---------|---|-----------------|
| 1. Name and Address of Reporting Berman Gene A. | 2. Issuer Name a Marcus & Mil | | | 0, | mbol | : | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner | | | |
| (Last) (First) C/O MARCUS & MILLICH PARK SORRENTO, SUITE | 3. Date of Earlies 04/26/2016 | t Transacti | on (N | Month/Day | y/Year |) | X Officer (give title below) Other (specify below) Executive Vice President Image: Comparison of the president | | | |
| (Street) CALABASAS, CA 91302 | 4. If Amendment, | , Date Orig | inal | Filed(Mont | h/Day/Y | | 6. Individual or Joint/Group Filing(Check Applicable Line) _X_Form filed by One Reporting Person Form filed by More than One Reporting Person | | | |
| (City) (State) | (Zip) | Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned | | | | | | | | |
| 1.Title of Security (Instr. 3) | Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | | action 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (A) or | | d of (D) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | Form: | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | |
| | | | Code | V | Amount | | Price | | (I) (Instr. 4) | |
| Common Stock | 04/26/2016 | | S <u>(1)</u> | | 19,384 | D | \$ 24.4068 (2) | 486,713 | I | By Trust (3) |

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

SEC 1474 (9-02) 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.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

| (e.g., puts, calls, warrants, options, convertible securities) | | | | | | | | | | | | | | | |
|--|-------------|------------------|--------------------|------------|----------|------------|------------|--------------------|----------------------|-----------------|------------|----------------|--------------|-------------|-------------|
| 1. Title of | 2. | 3. Transaction | 3A. Deemed | 4. | | 5. | | 6. Date Exer | cisable | 7. Tit | le and | 8. Price of | 9. Number of | 10. | 11. Nature |
| Derivative | Conversion | Date | Execution Date, if | Transacti | on | Numl | ber | and Expirati | on Date | Amo | unt of | Derivative | Derivative | Ownership | of Indirect |
| Security | or Exercise | (Month/Day/Year) | any | Code | | of (I | | (Month/Day/Year) U | | Underlying Secu | | Security | Securities | Form of | Beneficial |
| (Instr. 3) | Price of | | (Month/Day/Year) | (Instr. 8) | | Deriv | erivative | | Securities (Instr. : | | (Instr. 5) | Beneficially | Derivative | Ownership | |
| | Derivative | | | | | Secur | Securities | | (Instr. 3 and | | | Owned | Security: | (Instr. 4) | |
| | Security | | | | | Acquired | | | | 4) | | | 0 | Direct (D) | |
| | | | | | | (A) or | | | | | | | 1 | or Indirect | |
| | | | | | Disposed | | | | | | | Transaction(s) | | | |
| | | | | | | of (D) | | | | | | | (Instr. 4) | (Instr. 4) | |
| | | | | | | (Instr. 3, | | | | | | | | | |
| | | | | | | 4, and 5) | | | | | | | | | |
| | | | | | | | | | | | Amount | | | | |
| | | | | | | | | Date | Expiration | | or | | | | |
| | | | | | | | | Exercisable | | Title | Number | | | | |
| | | | | | | | | LACICISADIC | Date | | of | | | | |
| | | | | Code | V | (A) | (D) | | | | Shares | | | | |

Reporting Owners

| | Relationships | | | | | | | |
|---|---------------|--------------|--------------------------|-------|--|--|--|--|
| Reporting Owner Name / Address | | 10% Owner | Officer | Other | | | | |
| Berman Gene A. C/O MARCUS & MILLICHAP, INC. 23975 PARK SORRENTO, SUITE 400 CALABASAS, CA 91302 | | | Executive Vice President | | | | | |

Signatures

/s/ Bob Kennis as Attorney-in-Fact for Gene A. Berman 04/28/2016 Date

**Signature of Reporting Person

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) SALE EFFECTED UNDER SALES PLAN PURSUANT TO RULE 10B5-1(C)(1) OF THE SECURITIES EXCHANGE ACT OF 1934, AS AMENDED.
- (2) The range of prices for the shares of Common Stock is from \$24.00 to \$24.85. The reporting person undertakes that he will provide, upon request by the staff of the U.S. Securities and Exchange Commission, full information regarding the number of securities sold at each separate price.
- (3) Voting and investment power over the shares held by the Gene Allen Berman Trust Dated 5/9/06 is exercised by Mr. Gene Allen Berman, its trustee.

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.