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

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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).

## 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

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Name and Address of Reporting Person* Schwarz Kurt Henry				2. Issuer Name and Ticker or Trading Symbol Marcus & Millichap, Inc. [MMI]								5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director 10% Owner				
(Last) (First) (Middle) /O MARCUS & MILLICHAP, INC., 23975 ARK SORRENTO, SUITE 400				3. Date of Earliest Transaction (Month/Day/Year) 02/25/2017								X Officer (give title below) Other (specify below)  Chief Accounting Officer				
(Street)			4. If Amendment, Date Original Filed(Month/Day/Year)							/Day/Year)		6. Individual or Joint/Group Filing(Check Applicable Line) Form filed by One Reporting Person Form filed by More than One Reporting Person				
<i>7</i> 115, C/1 7	(State)	(Zip)				Tak	ole I - I	Non-Do	erivativ	e Securit	ies Acquire	ed, Dispose	ed of, or Ber	neficially Ow	ned	
1.Title of Security (Instr. 3)		Date	any		if Code (Instr. 8)			4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		of (D) B	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)		lowing	6. Ownership Form:	Beneficial	
			(Mont	tn/Day	/ Y eai		Code	V	Amour	(A) or (D)	Price	(Instr. 3 and 4)			Direct (D) Owner or Indirect (Instr. (I) (Instr. 4)	
tock		02/25/2017					M		186	A	\$ 0 (1)	,340 (2)			Į.	By Trust
tock		02/27/2017					F		82		27.41 1	,258			[	By Trust
		Table II -						red, D	isposed	of, or Be	neficially C					
of 2. 3. Transaction 3A. Deemed Execution Date, in or Exercise (Month/Day/Year)		4. 5. Number of			vative rities nired or osed o) r. 3,	6. Date Exercisable and Expiration Date of Und (Month/Day/Year) Securit			7. Title and of Underly Securities	erlying Derivative Security (Instr. 5)		Derivative Securities Beneficially Owned Following Reported	Owners Form o Derivat Security Direct ( or Indir	Owners (Instr. 4 D) ect		
		Code	V	(A)	(D)	Date Exerci	sable E	Expiration Date	Title	Amount or Number of Shares						
			(	Code	v											
3 S	AAS, CA 9  urity  tock  tock  conversion or Exercise Price of Derivative	CUS & MILLICHAP, I RRENTO, SUITE 400  (Street)  AS, CA 91302 (State)  arity  tock  tock  port on a separate line for early conversion or Exercise or Exercise Price of Derivative	CUS & MILLICHAP, INC., 23975 RRENTO, SUITE 400  (Street)  AS, CA 91302 (State)  (Zip)  2. Transaction Date (Month/Day/Year)  tock  02/25/2017  tock  02/27/2017  Table II -  2. Conversion or Exercise Price of Derivative  (Month/Day/Year)  3. Transaction Date (Month/Day/Year)  3A. Deemed Execution Date any (Month/Day/Y	CUS & MILLICHAP, INC., 23975 RRENTO, SUITE 400  (Street)  4. If A  AS, CA 91302 (State)  2. Transaction Date (Month/Day/Year)  tock  02/25/2017  tock  02/27/2017  Table II - Deriver of Derivative  Price of Derivative  3A. Deemed Execution Date (Month/Day/Year)  3A. Deemed Execution Date (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)	CUS & MILLICHAP, INC., 23975 RRENTO, SUITE 400  (Street)  4. If Amends  (AS, CA 91302 (State)  (State)  2. Transaction Date (Month/Day/Year)  (Month/Day  (Month/Day  (Month/Day  Table II - Derivative Sc. (e.g., puts, c. 2)  Conversion or Exercise Price of Derivative Price of Derivative  (Month/Day/Year)  3. Transaction Date (Month/Day/Year)  3. Transaction Date (Month/Day/Year)  3. Transaction Date (Month/Day/Year)  3. Transaction Date (Month/Day/Year)  4. If Amends Execution Date Execution Date (e.g., puts, c. 2)  (code (Instr. 8)	CUS & MILLICHAP, INC., 23975 RRENTO, SUITE 400  (Street)  AS, CA 91302 (State)  (State)  (State)  (State)  (State)  (Zip)  2A. Deemed Execution Date, is any (Month/Day/Year)  (Month/Day/Year)  tock  02/25/2017  tock  02/25/2017  Table II - Derivative Securities beneficially own or Exercise Price of Derivative Security  3A. Deemed Execution Date, is any (Month/Day/Year)  3A. Deemed Execution Date, is any (Month/Day/Year)  3A. Deemed Execution Date, is any (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)	CUS & MILLICHAP, INC., 23975 RRENTO, SUITE 400  (Street)  AS, CA 91302 (State)  (A) Conversion of Exercise Price of Derivative Security  (Month/Day/Year)  (If Amendment, Date Execution Date, if Codany (Month/Day/Year)  (Instr. 8)  (Instr. 8)  (Instr. 8)  (Instr. 8)  (Instr. 8)  (Instr. 8)  (Instr. 8)	CUS & MILLICHAP, INC., 23975 RRENTO, SUITE 400  (Street)  AS, CA 91302  (State)  (Zip)  Table I - 1  Execution Date, if any (Month/Day/Year)  Code  tock  02/25/2017  Table II - Derivative Securities Acquired (Month/Day/Year)  Table II - Derivative Securities Acquired (Month/Day/Year)  Table II - Derivative Securities Acquired (Month/Day/Year)  AS, CA 91302  2. Transaction Date  02/25/2017  M  Table II - Derivative Securities Acquired (Month/Day/Year)  Table II - Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 3)  (Month/Day/Year)	CUS & MILLICHAP, INC., 23975  RENTO, SUITE 400  (Street)  4. If Amendment, Date Original File  (State)  (State)  (Zip)  Table I - Non-Dote Execution Date, if (Month/Day/Year)  (Month/Day/Year)  (Code (Instr. 8)  Code V  tock  02/25/2017  F  (Code V  Table II - Derivative Securities Acquired, Date (e.g., puts, calls, warrants, options or Exercise (Month/Day/Year)  (Month/Day/Year)  Table II - Derivative Securities Acquired, Date (e.g., puts, calls, warrants, options or Exercise (Month/Day/Year)  (Month/Day/Year)  3. Transaction Date (e.g., puts, calls, warrants, options or Exercise (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  3. Transaction Date (e.g., puts, calls, warrants, options of Execution Date, if Transaction Code (Instr. 8)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)	CUS & MILLICHAP, INC., 23975  RRENTO, SUITE 400  (Street)  4. If Amendment, Date Original Filed(Month)  AS, CA 91302  (State)  (A) or Obisposed of (D) (Instr. 8)  (Month/Day/Year)  (State)  (State)  (State)  (A) or Obisposed of (D) (Instr. 8)  (Month/Day/Year)  (A) or Obisposed of (D) (Instr. 3)  (Month/Day/Year)  (Month/Day/Year)  (State)  (A) or Obisposed of (D) (Instr. 3)  (Month/Day/Year)  (Month/Day/Year)  (A) or Obisposed of (D) (Instr. 3)	CUS & MILLICHAP, INC., 23975  RENTO, SUITE 400  (Street)  4. If Amendment, Date Original Filed(Month/Day/Year)  4. If Amendment, Date Original Filed(Month/Day/Year)  AS, CA 91302  (State)  2. Transaction Date (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  4. Securities Accurration Date (Instr. 8)  (A) or Disposed of (Instr. 3, 4 and 5)  (A) or Or Disposed of (Instr. 8)  (A) Or Disposed of (Instr. 8)  (A) Or Disposed of (Month/Day/Year)  (A) Or Disposed of (Instr. 8)  (A) Or Disposed of (Month/Day/Year)  (A) Or Disposed of (Month/Day/Year)  (A) Or Disposed of (Month/Day/Year)	CSTRENTO, SUITE 400  (Street)  4. If Amendment, Date Original Filed(Month/Day/Year)  4. If Amendment, Date Original Filed(Month/Day/Year)  (State)  (A) or Disposed of (D) (Instr. 3), 4 and 5)  (Instr. 3, 4 and 5)  (A) or Or Disposed of (D) (Instr. 3), 4 and 5)  (A) or Or Disposed of (D) (Instr. 3), 4 and 5)  (A) or Or Disposed of (D) (Instr. 3), 4 and 5)  (A) or Or Disposed of (D) (Instr. 3), 4 and 5)  (A) or Or Disposed of (D) (Instr. 3), 4 and 5)  (A) or Or Disposed of (D) (Instr. 3), 4 and 5)  (A) or Or Disposed of (D) (Instr. 3), 4 and 5)  (A) or Or Disposed of (D) (Instr. 3), 4 and 5)  (A) or Or Disposed of (D) (Instr. 3), 4 and 5)  (A) or Or Disposed of (D) (Instr. 3), 4 and 5)  (A) or Or Disposed of (D) (Instr. 3), 4 and 5)  (A) or Or Disposed of (D) (Instr. 3), 4 and 5)  (A) or Or Disposed of (D) (Instr. 3), 4 and 5)  (A) or Or Disposed of (D) (Instr. 3), 4 and 5)  (A) or Or Disposed of (D) (Instr. 3), 4 and 5)  (A) or Or Disposed of (D) (Instr. 3), 4 and 5)  (A) or Or Disposed of (D) (Instr. 3), 4 and 5)  (A) or Or Disposed of (D) (Instr. 3), 4 and 5)  (A) or Original Filed(Month/Day/Year)  (A) or Or Disposed of (D) (Instr. 8)  (A) or Original Filed(Month/Day/Year)  (A) or Original Filed(Month/Day/Year)  (B) Ord Original Filed(Month/Day/Year)  (A) or Original Filed(Month/Day/Year)  (B) Ord Original Filed(Month/Day/Year)  (B) Ord Original Filed(Month/Day/Year)  (Code (Instr. 8	Cus & MILLICHAP, INC., 23975  RENTO, SUITE 400  (State)  (State)  (State)  (State)  (State)  (State)  (State)  (State)  (Zip)  (State)  (Zip)  (State)  (Zip)  (State)  (Zip)  (Month/Day/Year)  (Month/Day/Year)	Cure & MILLICHAP, INC., 23975  (Street)  4. If Amendment, Date Original FiledMonth/Day/Year)  (State)  (An Demend Execution Date, if any (Month/Day/Year)  (Instr. 3, 4 and 5)  (Instr. 3,	Chief Accounting Of O2/25/2017  4. If Amendment, Date Original Filed/Month/Day/Year)  (State)  (State)  (Zip)  Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned Execution Date (Month/Day/Year)  (Mo	Code V Amount (D) Price (Acquired Lands of Securities beneficially owned directly or indirectly.  Table I - Derivative Securities Acquired (A) or Disposed of, or Beneficially Owned Conversion Date (Ce.g., puts. calls, warrants, options, convertible securities (Month/Day/Year) and Execution Date (Ce.g., puts. calls, warrants, options, convertible securities (Month/Day/Year) (Mon

		Relationships					
Reporting Owner Name / Address	Director	10% Owner	Officer	Other			
Schwarz Kurt Henry C/O MARCUS & MILLICHAP, INC. 23975 PARK SORRENTO, SUITE 400 CALABASAS, CA 91302			Chief Accounting Officer				

# **Signatures**

/s/ Kurt Schwarz	02/28/2017

**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).
- (1) Each restricted stock unit represents a contingent right to receive one share of the Issuer's common stock.
- (2) Includes 428 shares acquired under the Issuer's Employee Stock Purchase Plan on May 16, 2016 and November 16, 2016.
- (3) Voting and investment power over the shares held by The Schwarz Family Trust dated September 25, 2003 is exercised by the reporting person, as one of the trustees.
- (4) Shares withheld by the Issuer in payment of the withholding tax liability incurred upon the above-reported settlement of RSUs. The amount of shares withheld is based on the closing sale price of the date of settlement.
- (5) The restricted stock units vest in five equal annual installments beginning February 25, 2017.

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.