FORM	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 Phoenix Investments Holding	2. Issuer Name Marcus & Mi			0.	nbol	5	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director _X_10% Owner			
(Last) (First) 777 S. CALIFORNIA AVEN	3. Date of Earlie 11/17/2017	st Transact	tion (Month/Day	/Year)	-	Officer (give title below)	Other (specify b	below)	
(Street) PALO ALTO, CA 94303	4. If Amendmen	t, Date Ori	ginal	Filed(Month	/Day/Ye		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)	2. Transaction Date (Month/Day/Year) 2A. Deemed Execution Date, if any (Month/Day/Year) 2A. Deemed Execution Date, if any (Month/Day/Year) 3. 4. Securities Acquired (Transaction Code (Instr. 8)				Ď)	Beneficially Owned Following Reported Transaction(s)Ownership Form:of In Bene Direct (D)(Instr. 3 and 4)Direct (D)Own				
			Code	v	Amount	(A) or (D)	Price		or Indirect (I) (Instr. 4)	(Instr. 4)
Common Stock	11/17/2017		S		243,898	D	\$ 30.4977 (<u>1</u>)	18,988,795	D	
Common Stock	11/20/2017		S		188,826	D	\$ 30.5241 (2)	18,799,969	D	
Common Stock	11/21/2017		S		136,363	D	\$ 31.0009 (<u>3</u>)	18,663,606	D	

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

Persons who respond to the collection of information SEC 1474 (9-02) 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	Transactio	on	Numb	er	and Expiration	on Date	Amou	int of	Derivative	Derivative	Ownership	of Indirect
Security	or Exercise	(Month/Day/Year)	any	Code		of		(Month/Day	/Year)	Unde	rlying	Security	Securities	Form of	Beneficial
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)		Deriva	ative			Secur	ities	(Instr. 5)	Beneficially	Derivative	Ownership
	Derivative					Securi	ities			(Instr	. 3 and		Owned	Security:	(Instr. 4)
	Security					Acqui	red			4)			Following	Direct (D)	
						(A) or							Reported	or Indirect	
						Dispo							Transaction(s)	< / <	
						of (D)							(Instr. 4)	(Instr. 4)	
						(Instr.	· · ·								
						4, and	5)								
											Amount				
								Date	Expiration		or				
								Exercisable	*	Title	Number				
								Excicisable	Date		of				
				Code	V	(A)	(D)				Shares				

Reporting Owners

	Relationships						
Reporting Owner Name / Address	Director	10% Owner	Officer	Other			
Phoenix Investments Holdings LLC 777 S. CALIFORNIA AVENUE PALO ALTO, CA 94303		Х					

Signatures

/s/ Alex Yarmolinsky, Chief Financial Officer

**Signature of Reporting Person

11/21/2017 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) The range of prices for the shares of Common Stock is from \$30.40 to \$30.625. 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.
- (2) The range of prices for the shares of Common Stock is from \$30.50 to \$30.645. 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) The range of prices for the shares of Common Stock is from \$30.84 to \$31.08. 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.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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