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

OMB APPROVAL OMB Number: 3235-0287 Estimated average burden hours per response... 0.5

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

of Reporting Person	*												
1. Name and Address of Reporting Person* Watters Don C.			2. Issuer Name and Ticker or Trading Symbol Marcus & Millichap, Inc. [MMI]						5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  X Director 10% Owner				
(Last) (First) (Middle) C/O MARCUS & MILLICHAP, INC., 23975 PARK SORRENTO, SUITE 400			3. Date of Earliest Transaction (Month/Day/Year) 05/04/2018						Office	r (give title belo	ow)	Other (specify b	elow)
(Street) CALABASAS, CA 91302				4. If Amendment, Date Original Filed(Month/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				
(State)	(Zip)	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned											
D	ate	any	Code (Instr. 8)			4. Securities Acquir (A) or Disposed of (D) (Instr. 3, 4 and 5)		of I	Beneficial Reported	lly Owned Following Transaction(s)		Ownership Form: Direct (D)	Beneficial Ownership
			С	ode	V.	Amoun	(A) or (D)	Price				(I) (Instr. 4)	(Instr. 4)
0:	5/04/2018			A		-	A	\$ 0	18,021	21		D	
				quire	the fo	orm dis	plays a coof, or Bene	curren eficiall	itly valid	OMB con			
Date (Month/Day/Year) ar	3A. Deemed Execution Date, in	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Tit Amo Unde Secur	ount of erlying rities	8. Price of Derivative Security (Instr. 5)	Derivative Securities Beneficially Owned Following Reported	Ownersh Form of Derivativ Security: Direct (I or Indire	Beneficia Ownershi (Instr. 4)	
					Date Exerc		Expiration Date	Title	or Number of				
	MILLICHAP, 10, SUITE 400 (Street)  A 91302 (State)  2. (March 1)  a separate line for each 1 (Month/Day/Year 1)  a 3. Transaction Date (Month/Day/Year 1)	MILLICHAP, INC., 23975 O, SUITE 400 (Street)  A 91302 (State)  2. Transaction Date (Month/Day/Year)  05/04/2018  Table II - I ( ( ) 3. Transaction Date (Month/Day/Year)  3. Transaction Date (Month/Day/Year)  (Month/Day/Year)	MILLICHAP, INC., 23975 O, SUITE 400  (Street)  4. If Amendment,  2. Transaction Date (Month/Day/Year)  05/04/2018  2. Transaction Date (Month/Day/Year)  05/04/2018   Table II - Derivative Securities beneficially over the companient of the compani	MILLICHAP, INC., 23975 O, SUITE 400  (Street)  4. If Amendment, Date of Control of Code (e.g., puts, calls, warrant and Code (Instr. 8)  Table II - Derivative Securities Act (e.g., puts, calls, warrant and Code (Instr. 8)  Table II - Derivative Securities Act (e.g., puts, calls, warrant and Code (Instr. 8)  Table II - Derivative Securities Act (e.g., puts, calls, warrant and Code (Instr. 8)  Table II - Derivative Securities Act (e.g., puts, calls, warrant and Code (Instr. 8)  Table II - Derivative Securities Act (e.g., puts, calls, warrant and Code (Instr. 8)  Table II - Derivative Securities Act (e.g., puts, calls, warrant and Code (Instr. 8)  Table II - Derivative Securities Act (e.g., puts, calls, warrant and Code (Instr. 8)  Table II - Derivative Securities Act (e.g., puts, calls, warrant and Code (Instr. 8)  Table II - Derivative Securities Act (e.g., puts, calls, warrant and Code (Instr. 8)  Table II - Derivative Securities Act (e.g., puts, calls, warrant and Code (Instr. 8)  Table II - Derivative Securities Act (e.g., puts, calls, warrant and Code (Instr. 8)  Table II - Derivative Securities Act (e.g., puts, calls, warrant and Code (Instr. 8)	MILLICHAP, INC., 23975 O, SUITE 400  (Street)  4. If Amendment, Date Origin  A 91302  (State)  2. Transaction Date (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  Code  05/04/2018   Table II - Derivative Securities Acquire (e.g., puts, calls, warrants, opt of Date (Month/Day/Year)  Table II - Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 3, puts, calls, warrants, opt of Disposed of (D) (Instr. 3, securities and possible of the manual objects of the manu	MILLICHAP, INC., 23975 O, SUITE 400  (Street)  4. If Amendment, Date Original File A 91302  (State)  2. Transaction Date (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  05/04/2018  2. Transaction Date (Month/Day/Year)  Code  V  05/04/2018  A  Separate line for each class of securities beneficially owned directly or in  Persoconta the for  (Line of Lamics Transaction (Line of Lamics)  (Code (Instr. 8)  Code V  A  Separate line for each class of securities beneficially owned directly or in  (Line of Lamics Transaction (Line of Lamics)  (Code (Instr. 8)  Transaction Date (Line of Lamics Transaction (Line of Lamics)  (Code (Instr. 8)  A   Separate line for each class of securities beneficially owned directly or in  (Line of Lamics Transaction (Line of Lamics)  (Code (Instr. 8)  Persoconta the for  (Line of Lamics Transaction (Line of Lamics)  (Code (Instr. 8)  (Instr. 8)  (Month/Day/Year)  A  Separate line for each class of securities beneficially owned directly or in  (Line of Lamics Transaction (Line of Lamics)  (Code (Instr. 8)  (Instr. 8)	MILLICHAP, INC., 23975 O, SUITE 400  (Street)  4. If Amendment, Date Original Filed(Month A 91302  (State)  2. Transaction Date (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  05/04/2018  2. Transaction Date (Month/Day/Year)  3. Transaction Date (e.g., puts, calls, warrants, options, converted of Code (Instr. 8)  Persons wh contained in the form distance of Code (Instr. 8)  3. Transaction Date Execution Date, if Transaction of Ode (Instr. 8)  (Month/Day/Year)  3. Transaction Date (e.g., puts, calls, warrants, options, converted of Code (Instr. 8)  Derivative Securities Acquired, Disposed of (Instr. 8)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)	MILLICHAP, INC., 23975 O, SUITE 400  (Street)  4. If Amendment, Date Original Filed(Month/Day/Year)  4. If Amendment, Date Original Filed(Month/Day/Year)  2. Transaction Date (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  (Month/Day/Year)  2. Transaction Date, if (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  2. Transaction Date (Instr. 8)  (Instr. 3, 4 and 5)  Code  V Amount (A) or (D)  (A) or (D)  Persons who respondent in this form the form displays a contained in this form the f	MILLICHAP, INC., 23975 O, SUITE 400  (Street)  4. If Amendment, Date Original Filed(Month/Day/Year)  4. If Amendment, Date Original Filed(Month/Day/Year)  2. Transaction Date (Month/Day/Year)  3. Transaction (Instr. 8)  Code  V Amount (A) or Disposed of (D) (Instr. 3, 4 and 5)  Code V Amount (A) or One Price  Persons who respond to to contained in this form are the form displays a currer  Table II - Derivative Securities Acquired, Disposed of, or Beneficiall (e.g., puts, calls, warrants, options, convertible securities)  3. Transaction Date (Month/Day/Year)  3. Transaction Date (Month/Day/Year)  3. Transaction Date (Instr. 8)  Code (Instr. 8)  Persons who respond to to contained in this form are the form displays a currer  (Month/Day/Year)  (Instr. 8)  Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4)  Amount (Month/Day/Year)  (Instr. 3)	MILLICHAP, INC., 23975 O, SUITE 400  (Street)  4. If Amendment, Date Original Filed(Month/Day/Year)  2. Transaction Date (Month/Day/Year) (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  (Month/Day/Year)	MILLICHAP, INC., 23975 O, SUITE 400  (Street) A 91302  (State)  (State)  (Zip)  Table I - Non-Derivative Securities Acquired, Disposed of, or I Execution Date, if any (Month/Day/Year)  (Month/	MILLICHAP, INC., 23975 O, SUITE 400  (Street)  4. If Amendment, Date Original Filed(Month/Day/Year)  (State)  (Zip)  Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned Following Reporting Person (Instr. 3, and 4)  2. Transaction Date Execution Date, if (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (State)  (Zip)  Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned Following Reported Transaction(S) (Instr. 3, and 4)  (Instr. 3, 4 and 5)  Persons who respond to the collection of information contained in this form are not required to respond unlet the form displays a currently valid OMB control numbe  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)  3. Transaction  Code V Amount (Instr. 3)  Persons who respond to the collection of information contained in this form are not required to respond unlet the form displays a currently valid OMB control numbe  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)  3. Transaction Date (e.g., puts, calls, warrants, options, convertible securities)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Instr. 3)  (Instr. 3)  A Deemed (Instr. 8)  (Instr. 3)  (Instr. 4)	MILLICHAP, INC., 23975 O, SUITE 400  (Street) A 91302  (State)  Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned Execution Date, if (Month/Day/Year) (Month/Day/Year)  A 9 2. Transaction Date (Month/Day/Year) (Month/Day/Year)  O5/04/2018  A 1 2,142 A 2 0 18,021  D 2 2 1 2

	Relationships					
Reporting Owner Name / Address	Director	10% Owner	Officer	Other		
Watters Don C. C/O MARCUS & MILLICHAP, INC. 23975 PARK SORRENTO, SUITE 400 CALABASAS, CA 91302	X					

## **Signatures**

/s/ Robert Kennis as Attorney-in-Fact for Don C. Watters	05/07/2018
**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) The shares shall vest on the first anniversary of the date of grant.

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.