

FORM 4

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

OMB APPROVAL
OMB Number: 3235-0287
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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 Person* LaBar Mitchell R			2. Issuer Name and Ticker or Trading Symbol Marcus & Millichap, Inc. [MMI]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) Executive VP and COO		
(Last) (First) (Middle) C/O MARCUS & MILLICHAP, INC., 23975 PRK SORRENTO, SUITE 400			3. Date of Earliest Transaction (Month/Day/Year) 05/10/2019					
(Street) CALABASAS, CA 91302			4. If Amendment, Date Original Filed(Month/Day/Year)			6. Individual or Joint/Group Filing(Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	05/10/2019		M		2,000	A	(1)	5,025	D	
Common Stock	05/10/2019		M		9,327	A	(1)	14,352	D	
Common Stock	05/10/2019		M		1,561	A	(1)	15,913	D	
Common Stock	05/10/2019		M		2,112	A	(1)	18,025	D	
Common Stock	05/10/2019		F		7,439	D	\$ 35.36 (2)	10,586	D	

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

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)


1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V		Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Restricted Stock Units	(1)	05/10/2019		M		2,000	(3)	(3)	Common Stock	2,000	\$ 0	0	D	
Restricted Stock Units	(1)	05/10/2019		M		9,327	(4)	(4)	Common Stock	9,327	\$ 0	12,492	D	
Restricted Stock Units	(1)	05/10/2019		M		1,561	(5)	(5)	Common Stock	1,561	\$ 0	4,685	D	
Restricted Stock Units	(1)	05/10/2019		M		2,112	(6)	(6)	Common Stock	2,112	\$ 0	4,225	D	

Reporting Owners

Relationships

Reporting Owner Name / Address	Director	10% Owner	Officer	Other
LaBar Mitchell R C/O MARCUS & MILLICHAP, INC. 23975 PRK SORRENTO, SUITE 400 CALABASAS, CA 91302			Executive VP and COO	

Signatures

/s/ Robert Kennis, as Attorney-in-Fact for Mitchell R. LaBar		05/13/2019
 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) Shares withheld by the Issuer in payment of the withholding tax liability incurred upon the above-reported settlements of RSUs. The amount of shares withheld is based on the closing sale price on May 10, 2019.
- (3) The restricted stock units vest in five equal annual installments beginning March 31, 2017. On May 2, 2019, the Compensation Committee approved the acceleration of the vesting of the remaining 2,000 restricted stock units effective as of May 10, 2019.
- (4) The restricted stock units vest in five equal annual installments beginning February 16, 2018. On May 2, 2019, the Compensation Committee approved the acceleration of the vesting of 9,327 restricted stock units effective as of May 10, 2019.
Twenty percent will vest on each of the first five anniversaries commencing on the tenth (10th) day of the month following February 26, 2018, subject to the recipient remaining a
- (5) Service Provider through each such vesting date. On May 2, 2019, the Compensation Committee approved the acceleration of the vesting of 1,561 restricted stock units effective as of May 10, 2019.
The restricted stock units vest in three equal annual installments on each of the first three anniversaries commencing on the tenth (10th) day of the month following February 13, 2020,
- (6) subject to the recipient remaining a Service Provider through each such vesting date. On May 2, 2019, the Compensation Committee approved the acceleration of the vesting of 2,112 restricted stock units effective as of May 10, 2019.

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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