

# FORM 4

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

OMB APPROVAL	
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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

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * Parker John David			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 <input checked="" type="checkbox"/> Officer (give title below) _____ Other (specify below) EVP & COO - Eastern Division		
(Last) C/O MARCUS & MILLICHAP, INC., 23975	(First) PARK SORRENTO, SUITE 400	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 03/10/2022			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person ____ Form filed by More than One Reporting Person		
(Street) CALABASAS, CA 91302			4. If Amendment, Date Original Filed (Month/Day/Year)					
(City)	(State)	(Zip)	<b>Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned</b>					

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	03/10/2022		M		2,008	A	(1)	3,796	D	
Common Stock	03/10/2022		F		1,026	D	\$ 45.16 (2)	2,770	D	
Common Stock	03/10/2022		M		1,778	A	(1)	4,548	D	
Common Stock	03/10/2022		F		908	D	\$ 45.16 (2)	3,640	D	
Common Stock	03/10/2022		M		2,204	A	(1)	5,844	D	
Common Stock	03/10/2022		F		1,126	D	\$ 45.16 (2)	4,718	D	
Common Stock	03/10/2022		M		2,648	A	(1)	7,366	D	
Common Stock	03/10/2022		F		1,352	D	\$ 45.16 (2)	6,014	D	
Common Stock	03/14/2022		S		5,624	D	\$ 45.5201	390 (3)	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)	03/10/2022		M		2,008	(4)	02/26/2028	Common Stock	2,008	\$ 0	2,014	D	
Restricted Stock Units	(1)	03/10/2022		M		1,778	(5)	02/13/2029	Common Stock	1,778	\$ 0	3,558	D	
Restricted Stock Units	(1)	03/10/2022		M		2,204	(6)	02/11/2030	Common Stock	2,204	\$ 0	6,620	D	

Restricted Stock Units	(1)	03/10/2022		M		2,648	(7)	02/11/2031	Common Stock	2,648	\$ 0	10,598	D
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## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Parker John David C/O MARCUS & MILLICHAP, INC. 23975 PARK SORRENTO, SUITE 400 CALABASAS, CA 91302			EVP & COO - Eastern Division	

## Signatures

/s/ Mark Cortell, as Attorney-in-Fact for John D. Parker		03/14/2022
<small>**Signature of Reporting Person</small>		<small>Date</small>

## 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 settlement of RSUs. The amount of shares withheld is based on the closing sale price on March 10, 2022.

(3) The range of prices for the shares of Common Stock is from \$45.39 to \$45.655. 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.

(4) The restricted stock units vest in five equal annual installments beginning March 10, 2019.

(5) The restricted stock units vest in five equal annual installments beginning March 10, 2020.

(6) The restricted stock units vest in five equal annual installments beginning March 10, 2021.

(7) The restricted stock units vest in five equal annual installments beginning March 10, 2022.

### Remarks:

Exhibit 24.1: Power of Attorney

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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