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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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).

Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

1. Name and Address of Reporting Person * <u>Schwarz Kurt Henry</u> _____ (Last) (First) (Middle) C/O MARCUS & MILLICHAP, INC. 23975 PARK SORRENTO, SUITE 400 _____ (Street) CALABASAS CA 91302 _____ (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Marcus & Millichap, Inc. [MMI]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner Officer (give title below) Other (specify below) X Chief Accounting Officer
	3. Date of Earliest Transaction (Month/Day/Year) 03/10/2024	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person

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	03/10/2024		M		410	A	(1)	7,655	I	By Trust ⁽²⁾
Common Stock	03/10/2024		F ⁽³⁾		169	D	\$34.06	7,486	I	By Trust ⁽²⁾
Common Stock	03/10/2024		M		147	A	(1)	7,633	I	By Trust ⁽²⁾
Common Stock	03/10/2024		F ⁽³⁾		61	D	\$34.06	7,572	I	By Trust ⁽²⁾
Common Stock	03/10/2024		M		89	A	(1)	7,661	I	By Trust ⁽²⁾
Common Stock	03/10/2024		F ⁽³⁾		37	D	\$34.06	7,624	I	By Trust ⁽²⁾
Common Stock	03/10/2024		M		190	A	(1)	7,814	I	By Trust ⁽²⁾
Common Stock	03/10/2024		F ⁽³⁾		78	D	\$34.06	7,736	I	By Trust ⁽²⁾
Common Stock	03/10/2024		M		117	A	(1)	7,853	I	By Trust ⁽²⁾
Common Stock	03/10/2024		F ⁽³⁾		48	D	\$34.06	8,236 ⁽⁴⁾	I	By Trust ⁽²⁾

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 Securities Underlying Derivative Security (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: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Restricted Stock Units	(1)	03/10/2024		M			410	(5)	02/13/2029	Common Stock	410	\$0.00	0	D	
Restricted Stock Units	(1)	03/10/2024		M			147	(6)	02/11/2030	Common Stock	147	\$0.00	147	D	
Restricted Stock Units	(1)	03/10/2024		M			89	(7)	02/11/2031	Common Stock	89	\$0.00	181	D	
Restricted Stock Units	(1)	03/10/2024		M			190	(8)	02/10/2032	Common Stock	190	\$0.00	571	D	

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 Securities Underlying Derivative Security (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: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Restricted Stock Units	(1)	03/10/2024		M			117	(9)	02/09/2033	Common Stock	117	\$0.00	469	D	

Explanation of Responses:

- Each restricted stock unit represents a contingent right to receive one share of the Issuer's common stock.
- 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.
- 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 March 11, 2024.
- Includes 431 shares of Common Stock purchased under the Issuer's Employee Stock Purchase Plan.
- The restricted stock units vest in five equal annual installments beginning March 10, 2020.
- The restricted stock units vest in five equal annual installments beginning March 10, 2021.
- The restricted stock units vest in five equal annual installments beginning March 10, 2022.
- The restricted stock units vest in five equal annual installments beginning March 10, 2023.
- The restricted stock units vest in five equal annual installments beginning March 10, 2024.

Remarks:

/s/ Kurt H. Schwarz

03/12/2024

** Signature of Reporting Person

Date

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

* 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).

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.