

Marcus & Millichap, Inc.  
Form 4  
April 25, 2016

# 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, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Berman Gene A.

(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

Marcus & Millichap, Inc. [MMI]

3. Date of Earliest Transaction (Month/Day/Year)

04/21/2016

4. If Amendment, Date Original Filed (Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)

Executive Vice President

6. Individual or Joint/Group Filing (Check Applicable Line)

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                    | 04/21/2016                           |  | S <sup>(1)</sup>               |   |   | 16,056 | D   | \$ 24.5564<br>(2)  | 537,513   | I          | By Trust<br>(3) |
| Common Stock                    | 04/22/2016                           |  | S <sup>(1)</sup>               |   |   | 25,118 | D   | \$ 24.518<br>(4)   | 512,395   | I          | By Trust<br>(3) |
| Common Stock                    | 04/25/2016                           |  | S <sup>(1)</sup>               |   |   | 6,298  | D   | \$ 24.0611<br>(5)  | 506,097   | I          | By Trust<br>(3) |

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



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- (4) The range of prices for the shares of Common Stock is from \$24.39 to \$24.63. 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.

- (5) The range of prices for the shares of Common Stock is from \$24.00 to \$24.50. 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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