FORM 4

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

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

1. Name and Address of Reporting Person *	2. Issuer Name **and** Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
LEWIS GEOFFREY D	**RE/MAX Holdings, Inc. [RMAX]**	___ Director ___ 10% Owner
(Last) (First) (Middle)	3. Date of Earliest Transaction (MM/DD/YYYY)	**X** __ Officer (give title below) ___ Other (specify below)
5075 S. SYRACUSE ST.	**3/6/2017**	**President**
(Street)	4. If Amendment, Date Original Filed (MM/DD/YYYY)	6. Individual or Joint/Group Filing (Check Applicable Line)
DENVER, CO 80237		**X** _ Form filed by One Reporting Person
(City) (State) (Zip)		___ 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. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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			
Class A Common Stock	3/6/2017		A		1804 (1)	A	$0.00	17912 (2)	D	
Class A Common Stock	3/6/2017		A		2706 (3)	A	$0.00	20618 (4)	D	

Table II - Derivative Securities Beneficially Owned (*e.g.* , puts, calls, warrants, options, convertible securities)

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		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 of Derivative Security: 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				

Explanation of Responses:

(1) Pursuant to the RE/MAX Holdings, Inc. 2013 Omnibus Incentive Plan, on March 6, 2017, the reporting person was granted restricted stock units ("RSUs") which vest in three equal annual installments beginning on March 1, 2018.

(2) Includes 11,965 unvested RSUs.

(3) Pursuant to the RE/MAX Holdings, Inc. 2013 Omnibus Incentive Plan, on March 6, 2017, the reporting person was granted performance-based RSUs which will vest, if at all, following the performance period of January 1, 2017 through December 31, 2019. The number set forth above is the target amount. The number of RSUs that vest will range from 0-150% of such amount.

(4) Includes 14,671 unvested RSUs.

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
LEWIS GEOFFREY D 5075 S. SYRACUSE ST. DENVER, CO 80237			**President**	

Signatures

/s/ Mark Rohr, as Attorney-in-Fact	3/8/2017
**Signature of Reporting Person	Date

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