

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

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

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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

1. Name and Address of Reporting Person *													5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
Ritchie Brett	t <b>A</b>				RI	E/M	AX H	loldings	, In	c. [ R	MAX	]					
(Last)	(First)	) (M	(Middle)				of Earli	iest Transa	ectio	n (MM/	DD/YYYY	Director					
5075 S. SYRACUSE ST.					3/1/2018							"	X Officer (give title below) Other (specify below)  VP, Chief Accounting Officer				
(Street)				4. ]	4. If Amendment, Date Original Filed (MM/DD/YYYY)						YY) 6. Individual	6. Individual or Joint/Group Filing (Check Applicable Line)					
DENVER, CO 80237 (City) (State) (Zip)												X_Form filed by One Reporting Person Form filed by More than One Reporting Person					
			Table	I - No	on-Der	ivati	ive Seci	urities Ac	quir	ed, Di	sposed o	f, or	Beneficially Own	ed			
1.Title of Security (Instr. 3)  2. Trans						(Instr. 8)		or Disp	ities Acqui osed of (D) , 4 and 5) (A) or t (D)			ities Beneficially Owned   Transaction(s)		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership		
Class A Common Stock 3/1/2			2018	8		F		123 <u>(T</u>	D	\$55.30	0 1	1682 (2)		D			
	Tabl	le II - Der	ivative	Secu	rities l	Bene	ficially	Owned (	e.g.	, puts,	calls, wa	arran	its, options, conve	rtible sec	urities)		
1. Title of Derivate Security (Instr. 3)	or Exercise Price of Derivative	Date E	Execution			Code	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			6. Date Exercisable and Expiration Date			e and Amount of ities Underlying ative Security 3 and 4)	Derivative Security (Instr. 5)	Securities Beneficially Owned	Ownership Form of Derivative Security:	11. Nature of Indirect Beneficial Ownership (Instr. 4)
	Security				Code	V	(A)	(D)	Date	e rcisable	Expiration Date	Title	Amount or Number of Shares		Following Reported Transaction(s) (Instr. 4)	Direct (D) or Indirect (I) (Instr. 4)	

### **Explanation of Responses:**

- (1) Represents shares of Class A common stock withheld by the issuer in satisfaction of tax withholding obligations upon the issuance of Class A common stock in settlement of restricted stock units on March 1, 2018.
- (2) Includes 1,444 unvested restricted stock units granted pursuant to the RE/MAX Holdings, Inc. 2013 Omnibus Incentive Plan.

#### Reporting Owners

Panarting Owner Name / Address	Relationships							
Reporting Owner Name / Address	Director	10% Owner	Officer	Other				
Ritchie Brett A								
5075 S. SYRACUSE ST.			VP, Chief Accounting Officer					
DENVER, CO 80237			_					

### **Signatures**

/s/ Mark Rohr as Attorney-in-Fact	3/5/2018		
** 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 control number.