

RE/MAX Holdings, Inc.  
Form 8-K  
October 27, 2015

**UNITED STATES**

**SECURITIES AND EXCHANGE COMMISSION**

**Washington, D.C. 20549**

**Form 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported): October 27, 2015**

**RE/MAX Holdings, Inc.**

**(Exact name of registrant as specified in its charter)**

**Delaware**                      **001-36101**    **80-0937145**  
(State or other jurisdiction of    (Commission (I.R.S. Employer  
incorporation or organization)   File Number) Identification No.)

**5075 South Syracuse Street**  
**Denver, Colorado**                      **80237**  
(Address of principal executive offices) (Zip Code)

**Registrant's telephone number, including area code: (303) 770-5531**

**Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:**

**“Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)**

**“Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)**

**..Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))**

**“Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))**

**Item 8.01. Other Events.**

On October 27, 2015, RE/MAX Holdings, Inc. (the “Company”) issued a press release stating that it filed a resale shelf registration statement on Form S-3 with the Securities and Exchange Commission with respect to the resale of up to 7,500,000 shares of the Company’s Class A common stock by the Company’s controlling stockholder, RIHI, Inc.

A copy of the press release is included as Exhibit 99.1 to this report.

**Item 9.01. Financial Statements and Exhibits.**

Exhibit No. Description of Exhibit

99.1 Press release, dated October 27, 2015

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

RE/MAX HOLDINGS, INC.

Date: October 27, 2015 By: /s/ Adam Scoville  
Adam Scoville  
Vice President and General Counsel