## FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 2	0549	

STATEMENT	OF	CHANGES	IN BENEFIC	CIAL C	WNERSHIP

OMB APPROVAL									
OMB Number:	3235-0287								
Estimated average burden									
hours per response:	0.5								

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

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* Polley Ryan					2. Issuer Name and Ticker or Trading Symbol MARCHEX INC [ MCHX ]							(Chec	k all application	able)	10% O		wner		
(Last) (First) (Middle) 520 PIKE ST, SUITE 2000						3. Date of Earliest Transaction (Month/Day/Year) 01/25/2023							X	below)	ief Operating Officer		poony		
(Street) SEATTL		/A	98101	4	4. If Amendment, Date of Original Filed (Month/Day/Year)						6. Ind Line)	Form fil	ed by One	Repo	(Check App rting Person One Report	.			
(City)	(S	tate)	(Zip)										<u> </u>						
	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																		
Da			2. Transaction Date (Month/Day/Year)		Execution Date,		Code (Instr.			4 and 5) Securitie Benefici		es Formally (D) (Sollowing (I) (I		m: Direct I or Indirect I Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)				
								Code	v	Amount	(A) or (D)		Price	Transacti (Instr. 3 a	on(s)	.		(111501. 4)	
Class B Common Stock 01/2				01/25/20	023			<b>A</b> <sup>(1)</sup>		50,00	00 A		\$0.01	0.01 245,000			D		
	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	cise (Month/Day/Year)	3A. Deemed Execution Date if any (Month/Day/Ye	Code	action (Instr.	Derivative		6. Date Exercisable an Expiration Date (Month/Day/Year)			e and 7. Title and Am of Securities Underlying Derivative Sect (Instr. 3 and 4)			8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficially Owned Following Reported	e s lly	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)	
				Code	V (A) (D					xpiration ate	or No		ount nber hares		Transacti (Instr. 4)	on(s)			
Employee Stock Option (right to buy)	\$2	01/25/2023		A		140,000		(2)	0	1/25/2033	Class B Common Stock	140	0,000	\$0.00	140,00	00	D		

## **Explanation of Responses:**

- 1. Restricted stock award effective January 25, 2023 (the "Grant Date") with 25% of such shares vesting on the first, second, third and fourth annual anniversary of the Grant Date, and with vesting in full of all such shares of restricted stock upon a Change of Control (as defined in such reporting person's restricted stock agreement).
- 2. Stock option award effective on the Grant Date, with 25% of such option shares vesting on the first annual anniversary of the Grant Date and 1/12 of the remainder vesting in equal increments quarterly thereafter over the following three (3) year period, and with vesting in full of all such options upon a Change of Control (as defined in such reporting person's option agreement).

## Remarks:

/s/Ryan Polley

01/26/2023

\*\* Signature of Reporting Person

Date

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

- $^{\star}$  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.