SEC Form 4	
------------	--

П

## FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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).

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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 Add	•	5	2. Issuer Name and Ticker or Trading Symbol <u>MARCHEX INC</u> [ MCHX ]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner					
(Last) (First) (Middle) 520 PIKE STREET SUITE 2000			- 3. Date of Earliest Transaction (Month/Day/Year) 01/25/2023	- x	Officer (give title below)	Other (specify below)			
<u>.</u>			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)					
(Street) SEATTLE			_	X	,				
(City)	(State)	(Zip)			F CISUL				
1		Table I New Devi	untive Convertion Acquired Disposed of an Roma	fi a i a llu d	Owned				

### 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. Transa Code ( 8)					5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
			Code	v	Amount (A) or (D)		Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Class B Common Stock	01/25/2023		<b>A</b> <sup>(1)</sup>		59,000	A	<b>\$0.01</b>	1,402,129	D	
Class B Common Stock								18,100	Ι	By IRA
Class B Common Stock								6,500	I	By IRA for Diana Arends

# Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

	(e.g., puis, cais, warrants, options, convertible securities)														
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code ( 8)		5. Numl of Derivati Securiti Acquire (A) or Dispose of (D) (I 3, 4 and	ive ies ed ed nstr.	Expiration Date (Month/Day/Year)		te of Securities		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Employee Stock Option (right to buy)	\$2	01/25/2023		A		59,000		(2)	01/25/2033	Class B Common Stock	59,000	\$0.00	59,000	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/Michael Arends

\*\* Signature of Reporting Person Date

01/26/2023

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

 $^{\ast}$  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.