SEC Form 4

## FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

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

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 <sup>*</sup> BLUM STRATEGIC GP LLC				Name <b>and</b> Ticker ICHARD EL	0,	<sup>bol</sup> J <u>P INC</u> [ CBG ]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director X 10% Owner						
(Last)	(First)	(Middle)	3. Date 0 06/15/2	of Earliest Transact	ion (Month/Day	Year)		Officer (give title below)		Other (s below)			
909 MONTGOMERY STREET SUITE 400			4. If Ame	endment, Date of O	riginal Filed (M	onth/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person						
(Street)								Form filed by More	than One I	Reportir	ig Person		
SAN FRANCISCO	СА	94133											
(City)	(State)	(Zip)											
	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned												
1. Title of Security (Instr. 3) 2. Trans			2. Transaction	2A. Deemed	3.	4. Securities Acquired (A) or		5. Amount of	6. Owners	ship	7. Nature of		

	Date (Month/Day/Year)	Execution Date, if any (Month/Day/Year)	Code (Instr.		Disposed Of (D) (Instr. 3, 4 and 5)			Securities Beneficially Owned Following Reported	Form: Direct (D) or Indirect (I) (Instr. 4)	Indirect Beneficial Ownership (Instr. 4)	
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(1150.4)	
Class A Common Stock	06/15/2004		С		18,624,925	Α	\$ <mark>0</mark>	18,624,925	<b>D</b> <sup>(2)</sup>		
Class A Common Stock	06/15/2004		S		5,259,793	D	\$19	13,365,132	<b>D</b> <sup>(2)</sup>		

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

			(e	.g., pu	ts, c	aiis,	warrants	, options,	converti	ble securi	ties)				
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. Transac Code (Ir 8)		Derivative		6. Date Exercisable and Expiration Date (Month/Day/Year)		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	Form: Direct (D)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Reported Transaction(s) (Instr. 4)		
Class B Common Stock	\$0	06/15/2004		С			18,624,925	(1)	(1)	Class A Common Stock	18,624,925	\$0	0	D <sup>(2)</sup>	

## Explanation of Responses:

1. Each share of Class B Common Stock, par value \$.01 per share (the "Class B Common Stock"), may be converted at any time by the holder thereof into one share of Class A Common Stock, par value \$.01 per share (the "Class A Common Stock"). There is no expiration date.

2. These shares are owned directly by Blum Strategic Partners, L.P. ("Blum Strategic"). The shares also may be deemed to be owned indirectly by (i) Blum Strategic GP, L.L.C. ("Blum GP"), the general partner of Blum Strategic, and (ii) Richard C. Blum, a managing member of Blum GP. Both Blum GP and Mr. Blum disclaim beneficial ownership of these shares, except to the extent of any pecuniary interest therein.

Remarks:

See Attached Signature Page
\*\* Signature of Reporting Person

06/16/2004 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 Number.

Exhibit 99 Signature Page

Designated Filer: Blum Strategic GP, L.L.C. Statement for Month/Day/Year: June 15, 2004 Issuer & Symbol: CB Richard Ellis Group, Inc.(CBG) Address of each Reporting Person for this Form 4: 909 Montgomery Street, Suite 400, San Francisco, CA 94133 Relationship to Issuer of each Reporting Person: 10% Owner

Signatures

After reasonable inquiry and to the best of our knowledge and belief, the undersigned certify that the information set forth in this statement is true, complete and correct.

June 16, 2004

BLUM STRATEGIC GP, L.L.C.

BLUM STRATEGIC PARTNERS, L.P. By: BLUM STRATEGIC GP, L.L.C., its general partner

By: /s/ Gregory D. Hitchan Gregory D. Hitchan,

General Counsel

By: /s/ Gregory D. Hitchan Gregory D. Hitchan,

General Counsel