

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): March 11, 2008

**CB RICHARD ELLIS GROUP, INC.**

(Exact name of registrant as specified in its charter)

Delaware  
(State or other  
jurisdiction of  
incorporation)

001-32205  
(Commission File Number)

94-3391143  
(IRS Employer  
Identification No.)

11150 Santa Monica Boulevard, Suite 1600, Los Angeles, California  
(Address of Principal Executive Offices)

90025  
(Zip Code)

(310) 405-8900  
Registrant's Telephone Number, Including Area Code

Not Applicable  
(Former Name or Former Address, if Changed Since Last Report)

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(b))
- 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))

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This Current Report on Form 8-K is filed by CB Richard Ellis Group, Inc., a Delaware corporation (the "Company"), in connection with the matters described herein.

**Item 7.01 Regulation FD Disclosure**

Members of the executive management team of the Company will deliver the presentation attached as Exhibit 99.1 to this report on March 11, 2008 in connection with the exercise of an option under the Company's existing credit agreement with Credit Suisse and other lenders to borrow an additional \$300.0 million.

The information in this Current Report on Form 8-K and the exhibit attached hereto shall not be deemed to be "filed" for the purposes of Section 18 of the Securities Exchange Act of 1934 (the "Exchange Act"), or otherwise subject to the liabilities of such section, nor shall such information or exhibit be deemed incorporated by reference in any filing under the Securities Act of 1933 or the Exchange Act, except as shall be expressly set forth by specific reference in such a filing.

**Item 9.01 Financial Statements and Exhibits**

(d) Exhibit

The exhibit listed below is being furnished with this Form 8-K:

Exhibit No.

99.1	Presentation
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**Signature**

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 thereunto duly authorized.

Date: March 11, 2008

CB RICHARD ELLIS GROUP, INC.

By: /s/ KENNETH J. KAY  
Kenneth J. Kay  
*Chief Financial Officer*



**\$300 million Senior Secured Term Loan A-1  
Public Presentation to Lenders**

March 2008



## Forward Looking Statements

*This presentation contains statements that are forward looking within the meaning of the Private Securities Litigation Reform Act of 1995. These statements should be considered as estimates only and actual results may ultimately differ from these estimates. Except to the extent required by applicable securities laws, CB Richard Ellis Group, Inc. undertakes no obligation to update or publicly revise any of the forward- looking statements that you may hear today. Please refer to our current annual report on Form 10-K (in particular, “Item 1-A, Risk Factors”) which is filed with the SEC and available at the SEC’s website (<http://www.sec.gov>), for a full discussion of the risks and other factors that may impact any estimates that you may hear today. We may make certain statements during the course of this presentation which include references to “non- GAAP financial measures,” as defined by SEC regulations. As required by these regulations, we have provided reconciliations of these measures to what we believe are the most directly comparable GAAP measures.*

## Transaction Overview

## Transaction Summary

CBRE is exercising the accordion provision in its existing credit agreement to syndicate a \$300 million Term Loan

- Proceeds from the new loan will be used to fund working capital needs, pay expenses associated with the syndication and for general corporate purposes
- Both Moody's and S&P have reaffirmed CBRE's corporate and facility ratings of Ba1/BB+
- Pro forma for the transaction, TTM 12/31/07 Net Debt / Normalized EBITDA is 1.8x

(\$ in millions)

<b>Sources</b>		<b>Uses</b>	
New Term Loan A-1	\$300.0	Finance Working Capital / General Corporate Purposes	\$293.5
		Transaction Fees and Expenses	6.5
<b>Total Sources</b>	<b>\$300.0</b>	<b>Total Uses</b>	<b>\$300.0</b>

# Capitalization

(\$ in millions)	Actual 12/31/2007	Pro Forma 12/31/2007	Cum. Mult. EBITDA	Cum. Net Multi. EBITDA	% of Cap.	Ratio Requirement
Cash	\$342.9	\$409.3				
Revolving Credit Facility <sup>1</sup>	\$227.1	\$0.0	0.0x	–	–	
Existing Term Loan A	827.0	827.0	0.9x	0.4x	13.7%	
New Term Loan A-1	-	300.0	2.2x	1.7x	18.6%	
Existing Term Loan B	960.0	960.0	2.2x	1.7x	34.5%	
Other Debt <sup>2</sup>	21.6	21.6	2.2x	1.8x	34.9%	
Total Debt	\$2,035.7	\$2,108.6	2.2x	1.8x	34.9%	
Market Value of Equity <sup>3</sup>	3,935.5	3,935.5			65.1%	
Total Capitalization	\$5,971.2	\$6,044.1			100.0%	
FYE 12/31/07 Normalized EBITDA <sup>4</sup>	\$970.1	\$970.1				
Total Debt/Normalized EBITDA	2.1x	2.2x				
Net Debt/Normalized EBITDA	1.7x	1.8x				
FYE 12/31/07 Covenant EBITDA <sup>5</sup>	\$1,057.5	\$1,057.5				
Total Debt/Covenant EBITDA	1.9x	2.0x				
Net Debt/Covenant EBITDA	1.6x	1.6x				3.75x
Consolidated Cash Interest Expense <sup>6</sup>	\$142.0	\$164.1				
Normalized EBITDA/Cash Interest Expense	6.8x	5.9x				
Covenant EBITDA/Cash Interest Expense	7.4x	6.4x				2.25x

1. Revolving credit facility of \$600.0 million, funded in the amount of \$227.1 million at 12/31/07.
2. Excludes \$255.8 million of non-recourse warehouse facility, \$42.6 million of non-recourse revolving credit facility in Development Services as well as \$459.4 million of non-recourse notes payable on real estate as of December 31, 2007.
3. Based on CBRE share price of \$18.99 on 3/5/08.
4. Normalized EBITDA excludes merger-related costs, integration costs related to acquisitions, and loss on trading securities acquired in the TCC acquisition.
5. Covenant EBITDA includes adjustments as per the credit agreement which includes \$61.6 million of development services gains that cannot be recognized under purchase accounting rules.
6. Excludes \$17.4 million of interest expense related to non-recourse notes payable on real estate for FY 2007.





## **Industry Overview and Company Highlights**

# The World's Premier Commercial Real Estate Service Provider

## Transactional Business

- #1 in property sales with \$180.1 billion
- #1 in leasing with \$84.1 billion
- #1 in transaction value with \$264.2 billion

## Outsourcing Business

- Corporate services relationships with 270 clients
- #1 in property and facilities management with 1.6 billion square feet managed<sup>1</sup>
- #1 in project management with 2,500+ professionals

## Investment Management Business

- \$38 billion of investment assets under management (as of 12/31/07)

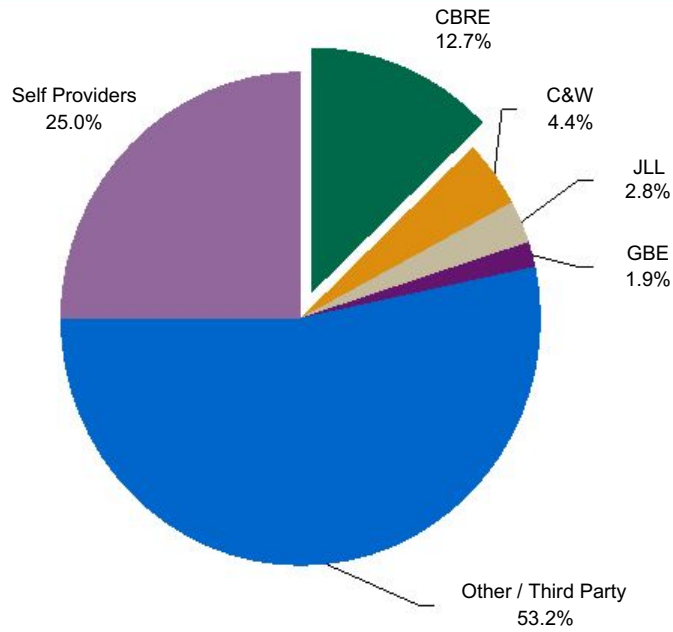
## Development Business

- \$9.2 billion in process and pipeline projects (as of 12/31/07)

1. Excludes joint ventures and affiliates.

# #1 Position in a Fragmented Market

## \$27 Billion Commercial Real Estate Market in the U.S.<sup>1</sup>

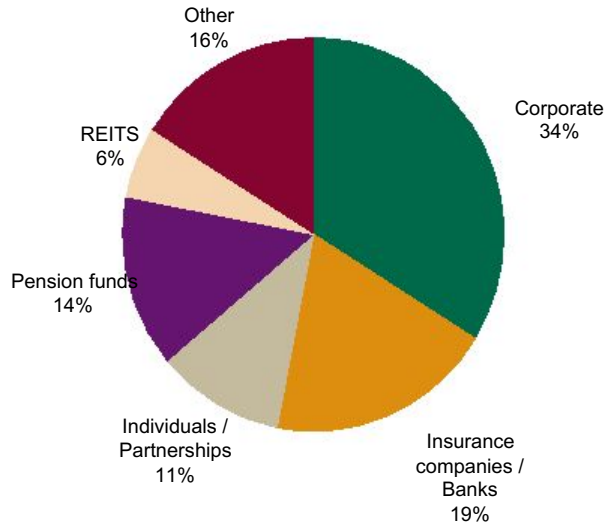


Source: 2007 external public filings and CBRE management estimate as of December 31, 2007.

1. Excludes global investment management and development services.

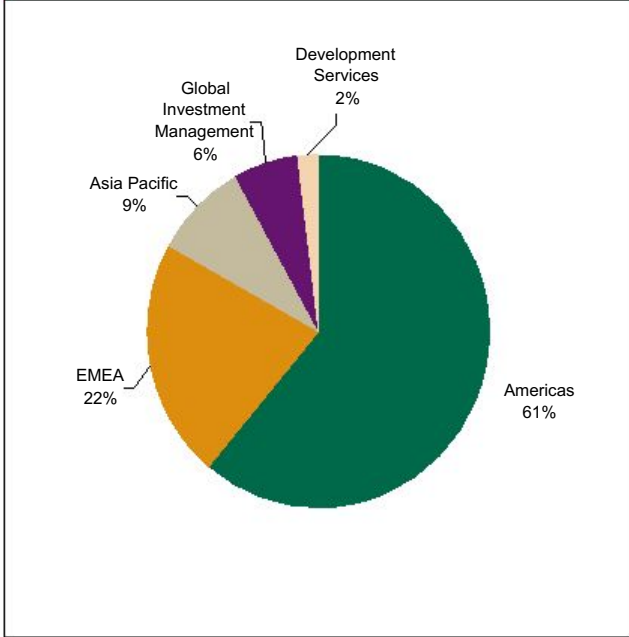
- Large and growing market – 4.2% CAGR from 1997 – 2007
- Highly fragmented – top four firms have 21.8% of market share

## CBRE 2007 Revenue by Client Type

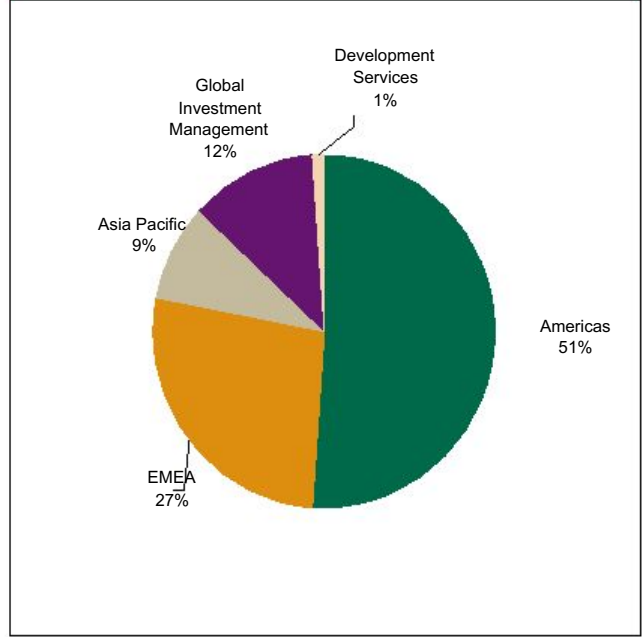


# Global Reach

### FY 2007 Revenue<sup>1</sup>

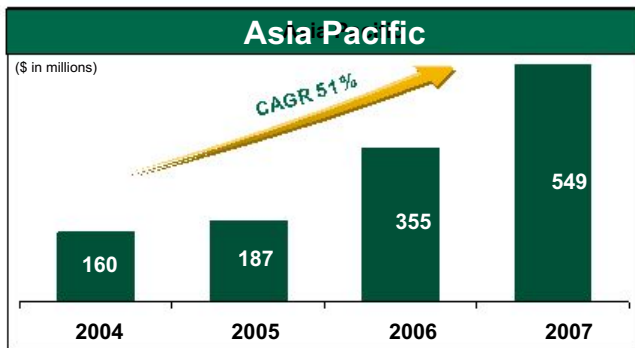
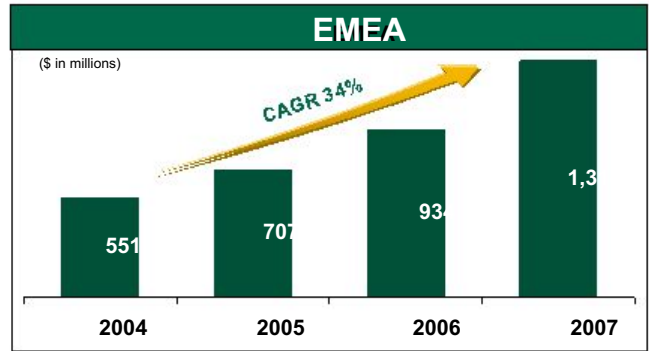
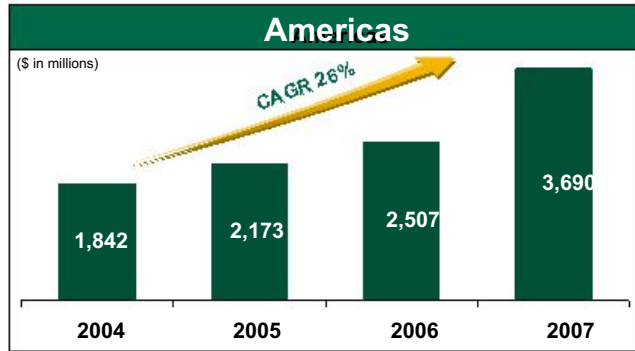


### FY 2007 Normalized<sup>2</sup> EBITDA



1. Includes revenue from discontinued operations, which totaled \$2.1 million for the year ended December 31, 2007.
2. Normalized EBITDA excludes merger-related charges, integration costs related to acquisitions and loss on trading securities acquired in the TCC acquisition.

# Segment Revenue Performance<sup>1</sup>

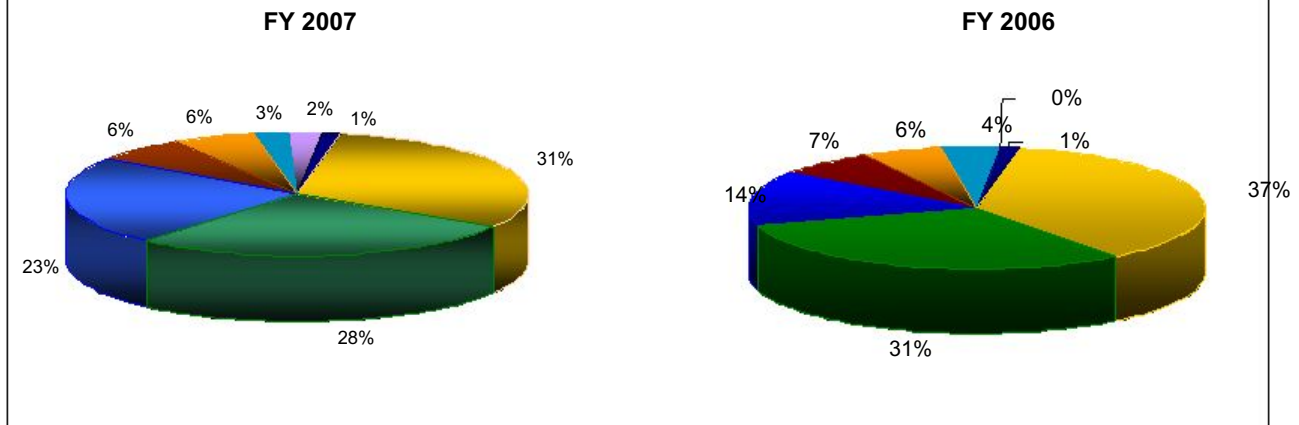


- Strong growth across all segments

1. Excludes development services segment.

# Broad Services Platform

## Revenue Breakdown



Year Ended December 31,  
2006

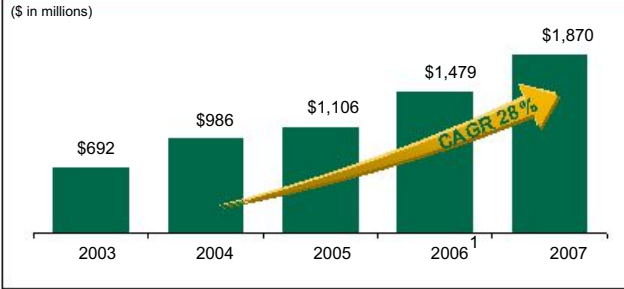
(\$ in millions)	2007 <sup>1</sup>	Reported <sup>2</sup>	% Change	Including TCC <sup>3</sup>	% Change
Leasing	\$1,869.7	\$1,478.9	26	\$1,709.0	9
Sales	1,659.9	1,245.9	33	1,359.0	22
Property and Facilities Management	1,395.6	567.5	146	1,145.0	22
Appraisal and Valuation	386.3	288.2	34	288.2	34
Investment Management	352.1	232.7	51	232.7	51
Commercial Mortgage Brokerage	162.9	157.5	3	157.5	3
Development Services	125.6	7.2	N/A	40.2	212
Other	84.2	54.1	56	80.8	4
<b>Total</b>	<b>\$6,036.3</b>	<b>\$4,032.0</b>	<b>50</b>	<b>\$5,012.4</b>	<b>20</b>

1. Includes revenue from discontinued operations, which totaled \$2.1 million for the year ended December 31, 2007.
2. Includes Trammell Crow Company's operations for the period from the 12/20/2006 acquisition through 12/31/2006.
3. Includes Trammell Crow Company's operations prior to the acquisition on December 20, 2006. The financial information including Trammell Crow Company is presented for informational purposes and does not purport to represent what CB Richard Ellis' results of operations of financial position would have been had the Trammell Crow Company acquisition, in fact, occurred prior to December 20, 2006.



# Leasing Update

## CBRE Global Leasing Revenue



1. Includes Trammell Crow Company's revenue for the period from the 12/20/2006 acquisition date through 12/31/2006.

## Leasing as % of FY 2007 Total Revenue



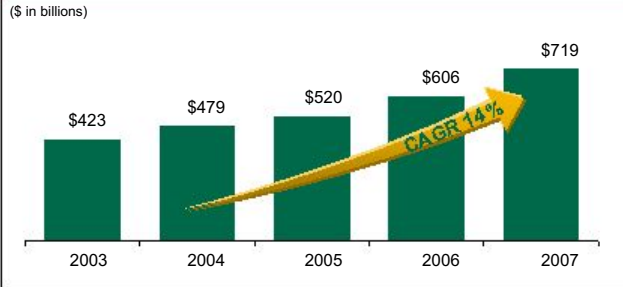
## Business Update

- Fundamentals of leasing business remain strong, despite slowing in US and EMEA in the fourth quarter of 2007
- In U.S. rational levels of new construction in 2008 should support continued increase in rents, albeit at a slower pace than 2007
- Signs of modestly weakening office leasing and easing of rental growth rates in EMEA
- In Asia, strong demand for office space and tight supply continue to drive up rents in markets such as China, Singapore, Tokyo and India



# Sales Update

## Institutional Investment in Real Estate

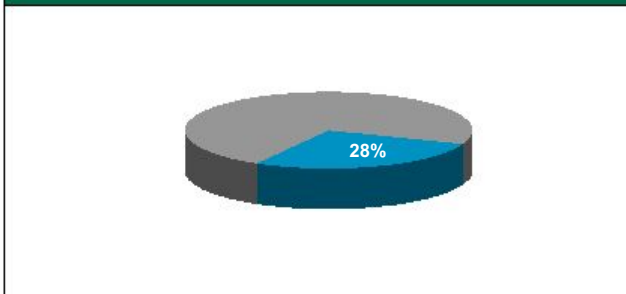


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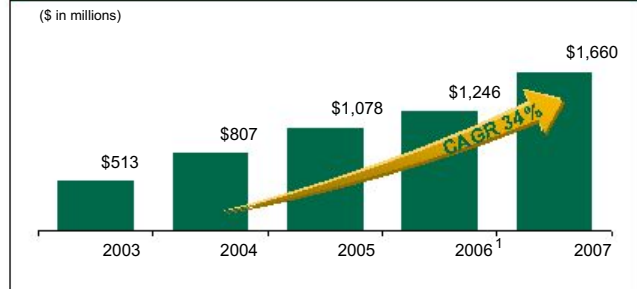
## Business Update

- Challenging credit markets impacted investment sales activities
- Continued high level of capital allocation to real estate
- Rising rents support investment sales underwriting
- Exchange rates favor foreign investment in U.S.
- Lower interest rates support cap rates

## Sales as % of FY 2007 Total Revenue



## Global Sales Revenue



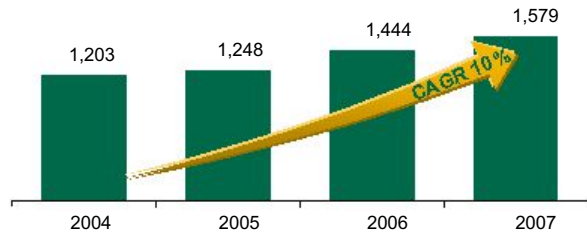
1. Includes Trammell Crow Company's revenue for the period from the 12/20/2006 acquisition date through 12/31/2006.

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# Outsourcing Services Update

## CBRE Global Square Footage Managed <sup>1</sup>

(SF in millions)



1. Represents combined data for CBRE and TCC; does not include joint ventures and affiliates.

## Outsourcing as % of FY 2007 Total Revenue <sup>2</sup>



2. Management fees include property management, facilities management and project management fees. Does not include transaction revenues associated with outsourcing services.

## Business Update

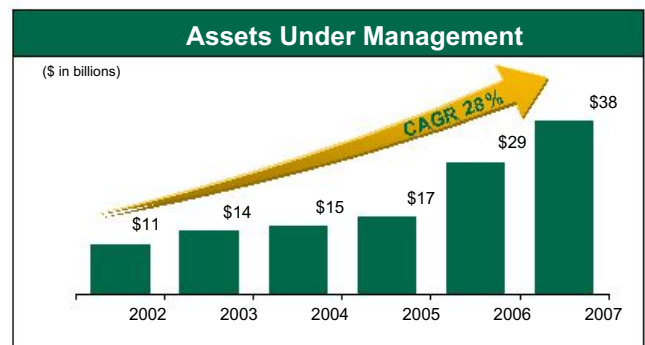
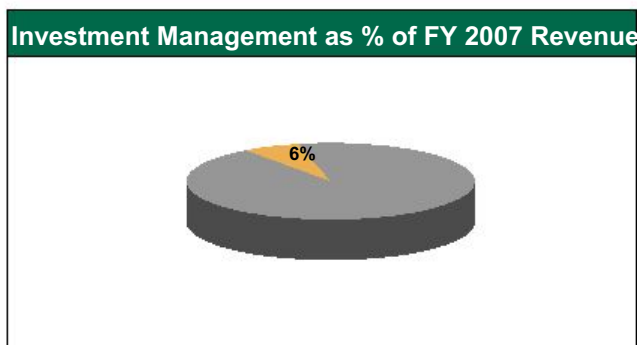
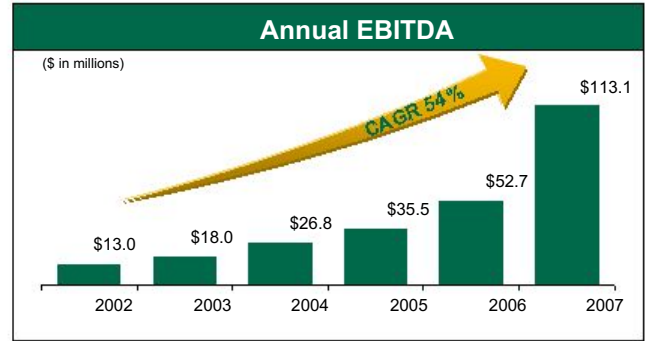
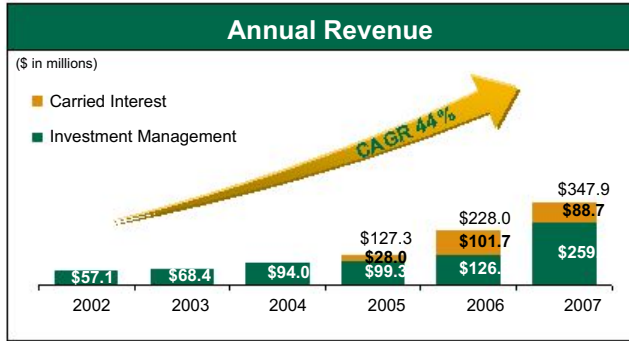
- Continue to significantly expand our contractual work for major corporate clients by leveraging the strength of the legacy TCC outsourcing capabilities and cross selling
- Won or expanded eight Corporate Outsourcing relationships during the fourth quarter
- Added 26 new corporate outsourcing clients, expanded our services for 18 existing clients, and renewed our contracts with 17 clients in 2007

## 88 of the Fortune 100



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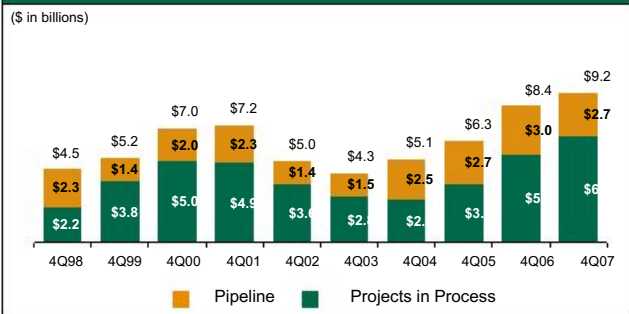
# Global Investment Management Update



- 120 institutional investor partner and clients
- \$9.6 billion in equity capital raised in 2007

# Development Services Update

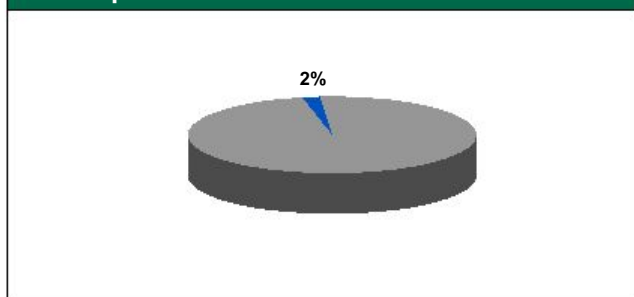
## Projects in Process / Pipeline



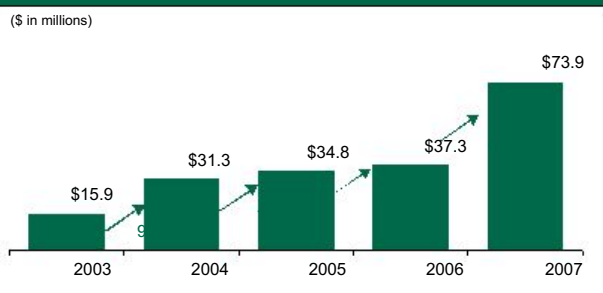
## Business Update

- Develops properties for user/investor clients on a fee and/or co-investment basis
- \$136 million FY 2007 revenue
- \$134 million co-invested at YE 2007
- \$7 million of recourse debt to CBRE

## Development Services as % of FY 2007 Revenue



## Annual Normalized EBITDA



- Includes Trammell Crow Company's operations prior to the acquisition on 12/20/06.
- 2007 reflects full year pro-forma results for Development Services, including the impact of gains (\$61.6 million), which cannot be recognized under purchase accounting rules.

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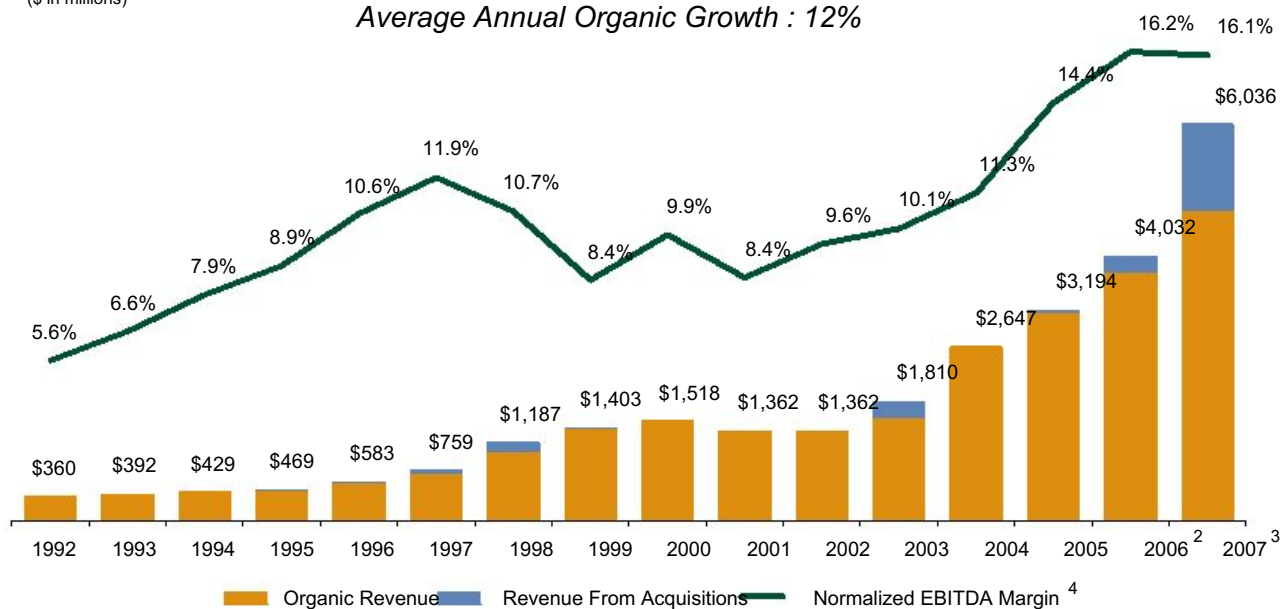


## Financial Overview

# Consistent Long Term Growth<sup>1</sup>

(\$ in millions)

Average Annual Organic Growth : 12%



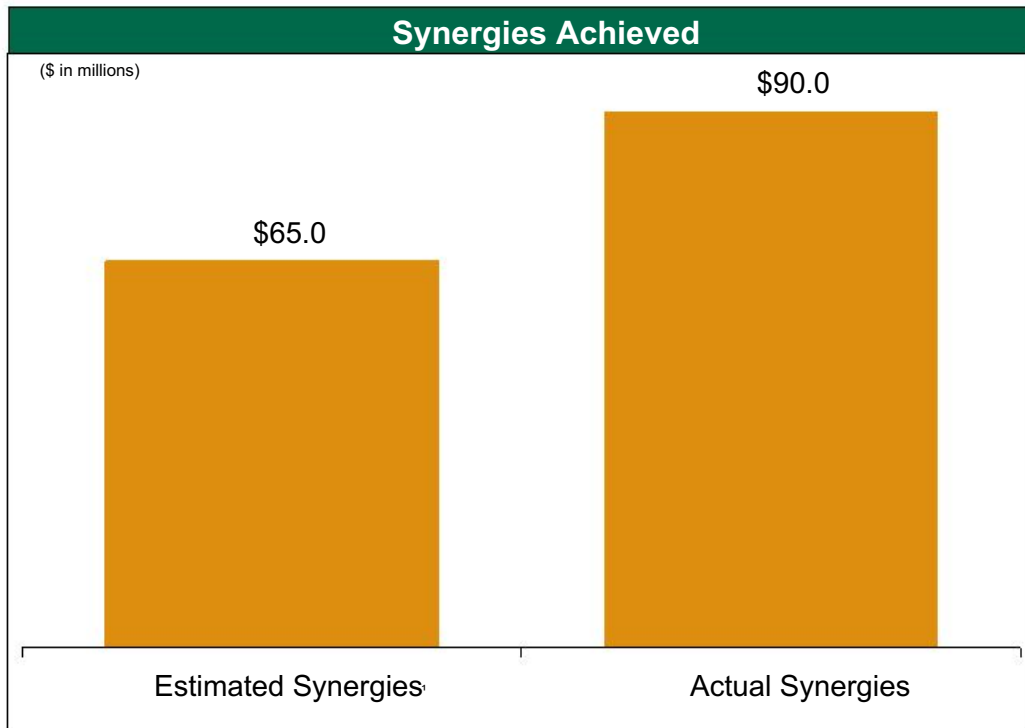
2007 Pro-Forma EBITDA Margin = 17.1%<sup>5</sup>

Target EBITDA Margin = 20%

1. No reimbursements are included for the period 1992 through 1996, as amounts were immaterial. Reimbursement from 1997 through 2001 have been estimated. For 2002 through 2007, reimbursements are included.
2. Includes TCC activity for the period December 20, 2006 through December 31, 2006.
3. Includes revenue from discontinued operations, which totaled \$2.1 million for the year ended December 31, 2007.
4. Normalized EBITDA margin excludes merger-related costs, integration costs related to acquisitions, one-time IPO-related compensation expense and gains/losses on trading securities acquired in the TCC acquisition.
5. Pro-forma EBITDA margin adjusted for \$61.6 million of gains from Development Services, which cannot be recognized under purchase accounting rules.



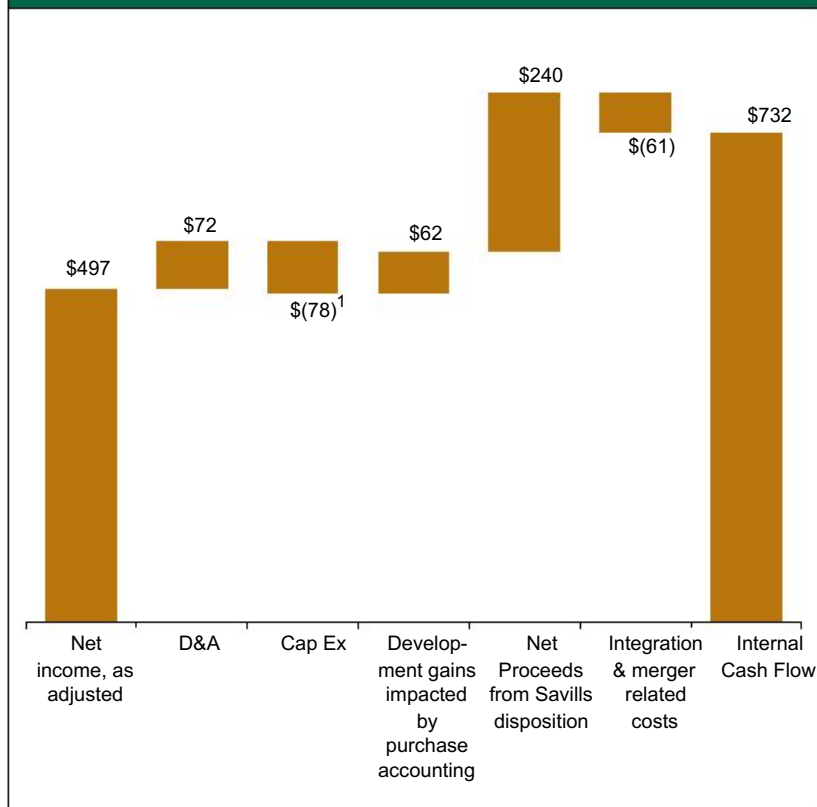
# TCC Synergies Have Exceeded Estimates



1. From CBRE press release at time of transaction.

# Normalized Internal Cash Flow

## 2007 Normalized Internal Cash Flow



- Strong cash flow generator
- Low capital intensity
- Utilization of internal cash flow:
  - Co-investment activities
  - Development
  - In-fill acquisitions
  - Debt reduction
  - Share repurchases
- Capital expenditures of \$80 million expected for 2008

1. Represents capital expenditures, net of concessions





**Summary Terms  
and Timing**

# Indicative Terms for New \$300 million Term Loan A –1

<b>Borrower:</b>	CB Richard Ellis Services, Inc. (the "Borrower")	
<b>Facility Size</b>	\$300 Million Senior Secured Term Loan A-1 (per \$300 million accordion from December 2006 Credit Agreement)	
<b>Maturity</b>	December 20, 2013	
<b>Interest Rate Margin</b>	TBD	
<b>Voluntary Amortization Schedule<sup>2</sup></b>	Term Loan A-1:	Year 1: \$0 (0%) Year 2: \$45 million (15%) Year 3: \$60 million (20%) Year 4: \$60 million (20%) Year 5: \$60 million (20%) Year 6: \$75 million (25%)
<b>Guarantees<sup>3</sup></b>	All obligations of the Borrower under the facility will be unconditionally guaranteed by Holdings, and by each existing and subsequently acquired domestic subsidiary of Holdings (other than certain investment, joint venture, securitization and immaterial subsidiaries to be agreed upon)	
<b>Security<sup>3</sup></b>	Below Baa3 / BBB- Baa3 / BBB- or above and no TLB outstanding	Stock only Unsecured
<b>Financial Covenants<sup>3</sup></b>	Maximum Net Leverage Ratio: Minimum Interest Coverage Ratio:	3.75x 2.25x
<b>Affirmative Covenants<sup>3</sup></b>	Customary for facilities of this type	
<b>Negative Covenants<sup>3</sup></b>	Restricted Payments Basket: Investment Basket: Acquisition Basket:	\$300 million + 50% cumulative, Adjusted Consolidated Net Income <sup>1</sup> \$200 million + 20% cumulative, Adjusted Consolidated Net Income <sup>1</sup> \$300 million + 20% cumulative Consolidated EBITDA <sup>1</sup>
<b>Mandatory Prepayments<sup>3</sup></b>	(i) 50% of Excess Cash Flow (if leverage is greater than or equal to 2.0x) (ii) 100% of net cash proceeds of all asset sales (subject to exceptions and reinvestment provisions) (iii) 100% of proceeds from debt issuances	

1. As defined in the Credit Agreement.
2. Existing CA allows Borrower to apply voluntary prepayments as it chooses; prepayments for Term Loan A-1 will be based upon this concept. If the full voluntary payment is not made per the schedule above, the spread over LIBOR will be increased by 200 bps.
3. Same as existing facility.

# Transaction Timetable

March 2008						
S	M	T	W	T	F	S
						1
2	3	4	5	6	7	8
9	10	11	12	13	14	15
16	17	18	19	20	<input type="checkbox"/>	21
23	24	25	26	27	28	29

Holiday

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March 11 <sup>th</sup>	Launch Syndication
March 18 <sup>th</sup>	Distribute Documentation
March 25 <sup>th</sup>	Commitments due from Lenders Comments due on Credit Documentation (5 pm EDT)
March 27 <sup>th</sup>	Close and Fund the Transaction

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**Public Q&A**

# Appendix

# Reconciliation of Normalized EBITDA to EBITDA to Net Income (Loss)

(\$ in millions)

	Year Ended December 31,					
	2007	2006	2005	2004	2003	2002
Normalized EBITDA	\$970.1	\$652.5	\$461.3	\$300.3	\$183.2	\$130.7
Less:						
Merger-related and other non-recurring charges	56.9	—	—	25.6	36.8	—
Gain (loss) on trading securities acquired in the TCC acquisition	33.7	(8.6)	—	—	—	—
Integration costs related to acquisitions	45.2	7.6	7.1	14.4	13.6	—
One-time compensation expense related to the IPO	—	—	—	15.0	—	—
EBITDA	\$834.3	\$653.5	\$454.2	\$245.3	\$132.8	\$130.7
Add:						
Interest income <sup>1</sup>	29.0	9.8	9.3	4.3	3.8	3.2
Less:						
Depreciation and amortization <sup>2</sup>	113.7	67.6	45.5	54.9	92.8	24.6
Interest expense <sup>3</sup>	164.8	45.0	54.3	65.4	71.3	60.5
Loss on extinguishment of debt	—	33.8	7.4	21.1	13.5	—
Provision for income taxes <sup>4</sup>	194.3	198.3	138.9	43.5	(6.3)	30.1
Net Income (Loss)	\$390.5	\$318.6	\$217.3	\$64.7	(\$34.7)	\$18.7
Revenue	6,036.3	4,032.0	3,194.0	2,647.1	1,810.1	1,361.8
Normalized EBITDA Margin	16.1%	16.2%	14.4%	11.3%	10.1%	9.6%

1. Includes interest income related to discontinued operations of \$0.01 million for the twelve months ended December 31, 2007.
2. Includes depreciation and amortization related to discontinued operations of \$0.04 million for the twelve months ended December 31, 2007.
3. Includes interest expense related to discontinued operations of \$1.8 million for the twelve months ended December 31, 2007.
4. Includes provision for income taxes related to discontinued operations of \$1.6 million for the twelve months ended December 31, 2007.

# Reconciliation of Normalized EBITDA to EBITDA to Net Income (Loss)

(\$ in millions)

	Twelve Months Ended December 31, 2007	
	Global Investment Management	Development Services <sup>1</sup>
Normalized EBITDA	\$113.1	\$12.3
Less:		
Merger-related and other non-recurring charges	–	0.1
EBITDA	\$113.1	\$12.2
Add:		
Interest income	1.3	5.5
Less:		
Depreciation and amortization	2.8	15.0
Interest expense	3.6	20.4
Royalty and management service (income) expense	1.2	–
Provision (benefit) for income taxes	43.4	(6.2)
Net Income (Loss)	\$63.4	(\$11.5)

1. Includes activity related to discontinued operations of \$0.4 million of depreciation and amortization, \$1.8 million of interest expense, \$1.6 million of provision for income taxes and \$0.01 million of interest income.

## Reconciliation of Net Income to Net Income, As Adjusted

(\$ in millions)	
<hr/>	
Twelve Months Ended December 31, 2007	
Net Income	\$390.5
Add:	
Amortization expense related to net revenue backlog, incentive fees and customer relationships acquired, net of tax	24.9
Integration costs related to acquisitions, net of tax	27.1
Loss on sale of trading securities acquired in the Trammel Crow Company acquisition, net of tax	20.1
Merger-related charges, net of tax	34.2
<hr/> Net Income, as adjusted	<hr/> \$496.8





**CBRE**  
CB RICHARD ELLIS

