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

(Last) (First) (Middle) (Middl	Name and Address of Reporting Person*     Froggatt Alan C					2. Issuer Name and Ticker or Trading Symbol CB RICHARD ELLIS GROUP INC [ CBG ]									tionship of R all applicabl Director		Person(s) to Issuer		
X   Form filed by One Reporting Person   X   Form filed by One Reporting Person   X   Form filed by More than One Reporting Person   X   Form filed by More t	` '	, ,	1)		3. Date of Earliest Transaction (Month/Day/Year) 02/18/2005									below) below)				specify	
City   (State   Conversion   Stock   O2/18/2005   S   O2/22/2005   O2/22/2005   S   O2/22/2005   S   O2/22/2005   S   O2/22/2005   O2/22/2005   S   O2/22/2005   O2/22/2005   O2/22/2005   O2/22/2005   O2/22/2005   O2/22/2005   O2/22/2005   O2/22/2005   O2/22/2	10 PATERNOSTER ROW					4. If Amendment, Date of Original Filed (Month/Day/Year)									, , , , , , , , , , , , , , , , , , , ,				
1. Title of Security (Instr. 3)													Form filed by More than One Reporting Person						
1. Title of Security (Instr. 3)	(City)	(State	) (2	Zip)															
Date (Month/Day/Year)   Date		Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																	
Class A Common Stock  02/18/2005  M  6,028  A  \$5.77  6,028  D  Class A Common Stock  02/18/2005  S  6,028  D  S  6,028  D  Class A Common Stock  02/22/2005  M  10,600  A  \$5.77  10,600  D  Class A Common Stock  02/22/2005  S  10,600  D  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)  1. Title of Derivative Conversion Date (Month/Day/Year)  Security (Instr. 3)  3. Transaction Date (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Instr. 3 and 4)  Price (Instr. 3 and 4)  D  (Instr. 3 and 4)	1. Title of Security (Instr. 3)				Date		Execut if any	Execution Date, if any		Transaction Code (Instr.					nd 5) Securities Beneficiall Following		Form: or Ind	Direct (D)	Beneficial Ownership
Class A Common Stock  02/18/2005  S 6,028  D \$37  0  D  Class A Common Stock  02/22/2005  M 10,600  A \$5.77  10,600  D  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)  1. Title of Derivative Conversion Date (Month/Day/Year)  Security (Instr. 3)  3. Transaction Date (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  S 6. Date Exercisable and Expiration Date (Month/Day/Year)  (Month/Day/Year)  (Instr. 5)									Code	v				Price					Instr. 4)
Class A Common Stock  02/22/2005  M 10,600 A \$5.77 10,600 D  Class A Common Stock  02/22/2005  S 10,600 D \$37 0 D  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)  1. Title of Derivative Conversion Date (Month/Day/Year)  Security (Instr. 3)  3. Transaction Date (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  M 10,600 A \$5.77 10,600 D  \$37 0 D  \$4.    Conversion Date (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Instr. 5)  (Instr. 6)  (Instr. 5)  (Instr. 6)  (Instr	Class A Common Stock				02/18	8/2005			M		6,02	8	A	\$5.77	6,028			D	
Class A Common Stock  02/22/2005  S 10,600  D \$37  O D  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)  1. Title of Derivative Conversion Or Exercise Price of Price of (Month/Day/Year)  3. Transaction Date Execution Date, if any (Month/Day/Year) (Month/Day/Year)  (Month/Day/Year)  5. Number of Derivative Securities Underlying Derivative Securities Underlying Derivative Security (Instr. 3 and 4)  7. Title and Amount of Securities Underlying Derivative Security (Instr. 5) Beneficially Direct (D)  11. Nature of Derivative Securities Underlying Derivative Security (Instr. 5) Beneficially Direct (D)  12. Ownership Derivative Security (Instr. 5) Securities Underlying Derivative Security (Instr. 5) Direct (D)  13. Transaction Date (Month/Day/Year) Securities Underlying Derivative Security (Instr. 5) Derivative Security (Instr. 5) Direct (D)  14. Nature of Derivative Security (Instr. 5) Securities Underlying Derivative Security (Instr. 5) Direct (D)  15. Number of Derivative Securities Underlying Derivative Security (Instr. 5) Derivative Security (Instr. 5) Direct (D)  16. Date Exercisable and Experimental Exercisable and Experimental Exercisable and Experimental Exercisable and Exercisable and Experimental Exercisable and Exercisable a	Class A Common Stock				02/18	8/2005			S		6,02	8	D	\$37	0			D	
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)  1. Title of Derivative Conversion Date Execution Date (Month/Day/Year) 3. Transaction (Month/Day/Year) 4. Execution Date (Month/Day/Year) Securities Underlying Derivative Security (Instr. 3 and 4)  7. Title and Amount of Securities Underlying Derivative Securities Security (Instr. 3 and 4)  8. Price of Derivative Securities Secur	Class A Common Stock				02/22	2/2005			M		10,60	00	A	\$5.77	10,600			D	
(e.g., puts, calls, warrants, options, convertible securities)  1. Title of Derivative Conversion Security (Instr. 3)  Security (Instr. 3)  (e.g., puts, calls, warrants, options, convertible securities)  5. Number of Derivative Exercisable and Expiration Date (Month/Day/Year) Form: Ocde (Instr. 5)  6. Date Exercisable and Expiration Date (Month/Day/Year) Derivative Security (Instr. 5)  7. Title and Amount of Securities Underlying Derivative Security (Instr. 5)  8. Price of Derivative Security (Instr. 5)  9. Number of Ownership Ownership Ownership Securities Security (Instr. 5)  10. Ownership Ownership Securities Security (Instr. 5)  11. Nature (Month/Day/Year) Derivative Security (Instr. 5)  12. Ownership O	Class A Common Stock				02/22	2/2005			S		10,60	00	D	\$37	0			D	
Derivative Conversion Date Execution Date, if any (Month/Day/Year) 8) Everying (Month/Day/Year) 8) Expiration Date Securities Underlying Derivative Security (Instr. Security Security (Instr. Security Security (Instr. Security Se																			
Derivative Security Or Disposed of (D) (Instr. 3, 4 and 5) Owned Following Reported Transaction(s)	Derivative Conversion or Exercise (Month/Day/Ye 3) Price of Derivative		Date	Execution Dat if any	e, Tra	r, Transaction Code (Instr.		Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4		Expiration Date		Securities Underly Derivative Security		rlying	Derivative Security	derivative Securities Beneficial Owned Following Reported	e Over Section Ove	Ownership Form: Direct (D) or Indirect	11. Nature of Indirect Beneficial Ownership (Instr. 4)
Code V (A) (D) Exercisable Date Expiration Date Title of Shares					Co	de V	(A)	(D)				Title	0	r lumber			ioniaj		
Stock Option (Right to Buy)         \$5.77         02/18/2005         M         6,028         (1)         09/16/2013         Class A Common Stock         \$5.77         77,113         D		\$5.77	02/18/2005		1	М		6,028	(1)	0	9/16/2013	Comm	ion	6,028	\$5.77	77,11	3	D	
Stock Option (Right to Buy)         \$5.77         02/22/2005         M         10,600         (1)         09/16/2013         Class A Common Stock         10,600         \$5.77         66,513         D		\$5.77	02/22/2005		1	М		10,600	(1)	0	9/16/2013	Comm	ion	10,600	\$5.77	66,51	3	D	

## Explanation of Responses:

 $1. \ The options will be exercisable as to 20\% of the shares on each of 9/16/2004, 9/16/2005, 9/16/2006, 9/16/2007 and 9/16/2008 and (subject to early exercisability under limited circumstances).$ 

## Remarks:

<u>Laurence H. Midler, Power of Attorney</u>

02/22/2005

\*\* 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.

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