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). Ш

STATEME

File

NT OF CHANGES IN BENEFICIAL OWNER	hours per response: 0.5				
d pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940					
2. Issuer Name and Ticker or Trading Symbol CB RICHARD ELLIS GROUP INC [CBG]	5. Relationship of Rep (Check all applicable)	porting Person(s) to Issuer	oor		

1. Name and Addres	ss of Reporting Perso <u>W Jr</u>	n*	CB		LLIS GRO	DUP INC [CBG]		tionship of Reporting F all applicable) Director	Person(s) to Issue 10% C	
(Last) 311 S. WACKE	(First) R DRIVE	(Middle)		te of Earliest Transa 9/2010	ction (Month/D	ay/Year)	X	Officer (give title below) President, G	Other (below) lobal Services	specify
SUITE 400			4. If A	mendment, Date of	Original Filed (Month/Day/Year)	6. Indivi	idual or Joint/Group Fi Form filed by One F		cable Line)
(Street)								Form filed by More		na Person
CHICAGO	IL	60606						·,		
(City)	(State)	(Zip)								
		Table I - N	on-Derivativ	e Securities Ac	quired, Dis	sposed of, or Beneficia	ally Ow	ned		
1. Title of Security	(Instr. 3)		2. Transaction Date (Month/Day/Year	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or D Of (D) (Instr. 3, 4 and 5)	lisposed	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)

			Code	v	Amount	(A) or (D)	Price	(Instr. 3 and 4)		(
Class A Common Stock	09/09/2010		S ⁽¹⁾		37,016	D	\$18.1802(2)	415,413	D		
Class A Common Stock								11,009		By Calvin W. Frese, Jr. Trust	
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	3. Transaction Date (Month/Day/Year)	 4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		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 Reported	Ownership 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		Transaction(s) (Instr. 4)		

Explanation of Responses:

1. These shares were sold to satisfy the reporting person?s tax withholding obligation upon vesting of restricted stock previously granted.

2. This transaction was executed in multiple trades at prices ranging from \$18.14 to \$18.23. The price reported above reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer, or a security holder of the issuer full information regarding the number of shares sold at each separate price within the range.

> Brian D. McAllister, Attorney-In-09/10/2010 Fact

** Signature of Reporting Person 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.

OMB Number 3235-0287 Estimated average burden

OMB APPROVAL