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

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* GAFFNER ARLIN E					2. Issuer Name and Ticker or Trading Symbol <u>CBRE GROUP, INC.</u> [CBG]						5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) 2100 MCKINNE	(First)	(Middle)		3. Date o 09/14/2	f Earliest Transacti 012	on (Mon	th/Day	/Year)		x	Director Officer (give title below) Chief Accou	10% O Other (below) unting Officer	specify	
SUITE 900				4. If Amendment, Date of Original Filed (Month/Day/Year)							6. Individual or Joint/Group Filing (Check Applicable Line)			
(Street) DALLAS	ТХ	75201								X	Form filed by One I Form filed by More		ng Person	
(City)	(State)	(Zip)												
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned														
1. Title of Security (Instr. 3) Date (Month			saction /Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities A Disposed Of (I			5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership		
						Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)	
Class A Common	Stock		09/14	4/2012		A ⁽¹⁾		12,278	Α	\$0.0000	61,318	D		
Class A Common	Stock										1,149.3196	I	By 401(k) Plan	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 6. Date Exercisable and 3. Transaction 5. Number of 7. Title and Amount of 8. Price of 9. Number of 11. Nature 1. Title of 3A. Deemed 10 curities Underlying Derivative Conversion Date Execution Date Transaction Derivative Expiration Date Derivative derivative Ownership of Indirect (Month/Day/Year) (Month/Dav/Year **Derivative Security** Security (Instr. 3) or Exercise if anv Code (Instr. Securities Security Securities Form: Beneficial Price of (Month/Day/Year) 8) Acquired (A) (Instr. 3 and 4) (Instr. 5) Beneficially Direct (D) Ownership Derivative or Disposed of Owned or Indirect (Instr. 4) Security (D) (Instr. 3, 4 Following (I) (Instr. 4) and 5) Reported Transaction(s) Amount (Instr. 4) Number Expiration Date Code v (A) (D) Exercisable . Date Title of Shares

Explanation of Responses:

1. The September 14, 2012 restricted stock unit award reported hereunder was made pursuant to the Issuer's Equity Award Policy, which provides for annual management equity awards. These restricted stock units vest at a rate of 25% per year over four (4) years commencing on September 5, 2012.

Brian D. McAllister, Attorney-In-Fact 09/18/2012

** 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.

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