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 Borok Gil	of Reporting Persor	n*		ier Name and Ticke <u>RE GROUP, I</u>				ionship of Reporting F all applicable)	Person(s) to Issue	r		
(Last) 400 SOUTH HOP	(First)	(Middle)	3. Date	e of Earliest Transa 5/2014			x	Director Officer (give title below) Dpty CFO & Ch	below)	(specify		
25TH FLOOR			4. If Ar	mendment, Date of	Original Filed (I	lonth/Day/Year)		dual or Joint/Group Fi	•	,		
(Street)							X	Form filed by One F Form filed by More				
LOS ANGELES	CA	90071										
(City)	(State)	(Zip)										
	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned											
1 Title of Security /lr	note 2)	4 Title of Converte (Inster 2)			2	4. Securities Acquired (A) or D	icnocod	5 Amount of	6 Ownership	7 Nature of		

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Code (In	Transaction Code (Instr. 3)		5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership		
			Code	v	Amount	(A) or (D)	Price	(Instr. 3 and 4)		(Instr. 4)
Class A Common Stock	11/05/2014		М		12,454	A	\$13.29	176,569	D	
Class A Common Stock	11/05/2014		S		12,454	D	\$32.0462(1)	164,115	D	

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		3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transac Code (In 8)			6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	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)		
Stock Option (Right to Buy)	\$13.29	11/05/2014		М			12,454	(2)	09/01/2015	Class A Common Stock	12,454	\$0.0000	0.0000	D	

Explanation of Responses:

1. This transaction was executed in multiple trades at prices ranging from \$32.00 to \$32.10. 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.

2. This option vested and became exercisable at a rate of 25% per year over four years commencing on September 5, 2008 and became fully exercisable on September 5, 2012.

Stephen B. Ballas, Attorney-In-11/07/2014

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.

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