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

	ress of Reporting Person	*	2. Issuer Name and Ticker or Trading Symbol <u>CBRE GROUP, INC.</u> [CBG]		tionship of Reporting Pers all applicable) Director	on(s) to Issuer				
(Last) 2100 MCKIN	(First) NEY AVENUE	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 08/13/2015		Officer (give title below) Chief Operatin	Other (specify below)				
SUITE 900			4. If Amendment, Date of Original Filed (Month/Day/Year)		ridual or Joint/Group Filing	, ,				
(Street) DALLAS	ТХ	75201			X Form filed by One Reporting Person Form filed by More than One Reporting					
(City)	(State)	(Zip)								
	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned									

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed3.Execution Date, if any (Month/Day/Year)Transaction Code (Instr 8)			4. Securities A Disposed Of (E			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	08/13/2015		A ⁽¹⁾		40,680	A	\$0.0000	375,266	D	
Class A Common Stock	08/14/2015		F		5,019	D	\$38.23	370,247	D	
Class A Common Stock								1,000 ⁽²⁾	I	By Daughter

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)	Transaction Code (Instr.		Derivative		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:	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. The Issuer granted these restricted stock units to the Reporting Person on August 13, 2015 as part of the Reporting Person's 2015 annual management equity award. These restricted stock units will vest at a rate of 25% per year on each of August 14, 2016, 2017, 2018 and 2019, subject to forfeiture or acceleration in certain circumstances as set forth in the award agreement.

2. The reporting person disclaims beneficial ownership of these securities, and this report shall not be deemed an admission that the reporting person is the beneficial owner of such securities for purposes of Section 16 or for any other purpose



** Signature of Reporting Person

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.

