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

OMB APPROVAL						
OMB Number:	3235-0287					
Estimated average burden						
hours per response:	0.5					

0.5

1. Name and Address of Reporting Person*						2. Issuer Name and Ticker or Trading Symbol								5. Relationship of Reporting Person(s) to Issuer				
GROCH JAMES R				CBR	CBRE GROUP, INC. [CBG]							(Check all applicable) Director 10% Owner						
(Last)	(First)	(M	(Middle)			3. Date of Earliest Transaction (Month/Day/Year) 12/10/2015							Contraction (Contraction (Delow)		Other (specify below)			
2929 ARCH S	TREET																	
SUITE 1500							4. If Amendment, Date of Original Filed (Month/Day/Year)							6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person				
(Street) PHILADELPH	IIA PA	A 19104-7343											Form filed by More than One Reporting Person					
(City)	(State)	(Zi	ip)															
		Та	able I - N	on-Der	ivative	Secur	ities Ac	quire	ed, Dis	posed of,	or Bene	ficially C	wned					
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 Di Of (D) (Instr. 3, 4 and 5)			Securitie Beneficia Following	s Ily Owned Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership				
								Code	v	Amount	(A) or (D)	Price	Ce (Instr. 3 and 4)			(Instr. 4)		
Class A Comm	on Stock			12/10)/2015			S ⁽¹⁾		5,000	D	\$35.1856	j ⁽²⁾ 35	,000	I	By Groch Family 2012 Trust 1		
Class A Common Stock			12/10/2015				S ⁽¹⁾		5,000	D	\$35.1856	j ⁽²⁾ 35	,000	I	By Groch Family 2012 Trust 2			
Class A Common Stock											510	510,585						
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) 3A. Deemed Execution Date, if any (Month/Day/Year)		Date,	4. Transactic Code (Ins 8)	on De tr. Se Ac or (D)	Derivative I		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. Numbe derivative Securities Beneficia Owned Following Reported Transacti	e Ownersh s Form: illy Direct (D or Indirec g (I) (Instr.	Beneficial Ownership t (Instr. 4)				
												Amount		(Instr. 4)				

Explanation of Responses:

1. The reporting person previously adopted a 10b5-1 trading plan, and this transaction was automatically effected pursuant to that plan.

Code v (A)

2. This transaction was executed in multiple trades at prices ranging from \$35.08 to \$35.41. 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. 101 D 11

Date

Exercisable

(D)

Expiration

Date

Title

/s/ Stephen Ballas, Attorney-in-	12/11/2015
Fact for James R. Groch	<u>12/11/2015</u>

Date

** Signature of Reporting Person

Number

of Shares

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.