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 [*] GROCH JAMES R | | | | | | 2. Issuer Name and Ticker or Trading Symbol <u>CBRE GROUP, INC.</u> [CBG] | | | | | | | | | 5. Relationship of Reporting Person(s) to Issu (Check all applicable) Director 10% | | | s) to Issuer 10% Ov | vner |
|--|--|-----|---------------|--|---------|--|----------|-------|--------|--|--------------------|---|---------------------------|---|--|------|--|--|------|
| (Last) (First) (Middle) 2929 ARCH STREET | | | | 3. Date of Earliest Transaction (Month/Day/Year) 08/11/2017 | | | | | | | | x | Officer (g below) C | | Other (specif below) | | specify | | |
| SUITE 1500 | | | | | 4. lf A | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | | | | Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person | | | | |
| (Street) PHILADELPHIA PA 19104-7343 | | | | | | | | | | | | | | | | • | ne Reportin | ig Person | |
| (City) | (State) | (Zi | p) | | | | | | | | | | | | | | | | |
| | | Та | ble I - No | n-Der | ivativ | e Se | ecuritie | s Acq | uired, | Disp | osed of, | , or | Benefi | cially Ov | ned | | | | |
| Date | | | | | | 2A. Deemed Execution Date, if any (Month/Day/Year) | | | | 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 ar | | | | Securities Beneficiall Following | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) | | nership : Direct (D) lirect (I) . 4) | 7. Nature of Indirect Beneficial Ownership | |
| | | | | | | | | Code | v | | | (A) or (D) | Price | (Instr. 3 and 4) | | | | (Instr. 4) | |
| Class A Common Stock 08/1 | | | | | 11/201′ | 1/2017 | | | F | | 5,276 | 5 | D | \$35.77 49 | | ,575 | | D | |
| Class A Common Stock 08/1- | | | | | 4/2017 | | | | F | | 41,715 | | D | \$36.05 | 457,860 | | | 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 3. Transaction Date (Month/Day/Year) Month//Day/Year) (Month//Day/Year) | | ate, Year) | Code (Instr. | | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | | | te | Sec Der (Ins | 7. Title and Amou Securities Under/ Derivative Securit (Instr. 3 and 4) Amor Nur Title of S | | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) | |

Explanation of Responses:

/s/ Laurence H. Midler, Attorney-08/15/2017

in-Fact for James R. Groch ** 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.

