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 * FERGUSON T RITSON				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) Director 10% Owner			
(Last) 201 KING OF	(Last) (First) (Middle) 201 KING OF PRUSSIA ROAD			3. Date of Earliest Transaction (Month/Day/Year) 02/16/2018						Officer (give title below)		specify	
SUITE 600			4. If Ame	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)									X	Form filed by One		ng Person	
RADNOR	PA	19087											
(City)	(State)	(Zip)											
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned													
Date			2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Ad Disposed Of (D)) (Instr. 3	, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
					Code	V V	Amount	(A) or (D)	Price	(Instr. 3 and 4)			

02/16/2018 **A**⁽¹⁾ Class A Common Stock 23.598 \$0.0000 127.287 D Α Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 1. Title of 5. Number of 6. Date Exercisable and 7. Title and Amount of Securities Underlying 11. Nature 3. Transaction 3A. Deemed 8. Price of 9. Number of 2 10. 4. Derivative Conversion Date Execution Date Transaction Derivative Expiration Date Derivative derivative Ownership of Indirect Security (Instr. 3) (Month/Dav/Year) Securities (Month/Dav/Year) Derivative Security Beneficial or Exercise if anv Code (Instr. Security Securities Form: (Month/Day/Year) 8) Acquired (A) (Instr. 3 and 4) (Instr. 5) Beneficially Direct (D) Ownership Price of Derivative or Disposed of Owned or Indirect (Instr. 4) (D) (Instr. 3, 4 and 5) Following (I) (Instr. 4) Security Reported Transaction(s) Amount

Explanation of Responses:

1. The Issuer granted these securities to the Reporting Person on February 16, 2018 as part of the Reporting Person's 2018 annual management equity award. These securities will vest at a rate of 25% per year on each of February 16, 2019, 2020, 2021 and 2022, subject to forfeiture or acceleration in certain circumstances as set forth in the award agreement.

(D)

Date

Exercisable

Expiration

Date

/s/ Cindy Kee, Attorney-in-Fact for 02/21/2018

(Instr. 4)

T. Ritson Ferguson

Title

** Signature of Reporting Person Date

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.

Code v (A)

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