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										
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1. Name and Address of Reporting Person* SULENTIC ROBERT E						2. Issuer Name and Ticker or Trading Symbol <u>CBRE GROUP, INC.</u> [CBRE]							(Checł	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner					
(Last) 400 SOUTH H	(First) OPE STRE	`	iddle)			3. Date of Earliest Transaction (Month/Day/Year) 02/27/2019								Officer (g below)		Other (specify below) t and CEO			
25TH FLOOR (Street) LOS ANGELES CA 90071					4. If A	4. If Amendment, Date of Original Filed (Month/Day/Year)								dividual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person					
(City)	(State)	90 (Zi																	
		Та	able I - No	on-De	rivativ	e Se	curities Acq	uired,	Disp	osed of,	, or	Benefi	cially Ov	/ned					
Date				2. Transaction Date (Month/Day/Year)		2A. Deemed Execution Date, f any Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 a			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	Transactio				(Instr. 4)	
Class A Common Stock 02/2)		A ⁽¹⁾		150,01	2	A	\$0.0000	\$ 0.0000 818,851			D		
Class A Common Stock 02/2					28/2019	,				68,327		A	\$0.0000	887,178		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)	/Day/Year) if any		4. Transac Code (In 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amoun Securities Underly Derivative Securit (Instr. 3 and 4)		derlying curity	8. Price of Derivative Security (Instr. 5)	9. Numbe derivative Securitie Beneficia Owned Following Reported Transacti (Instr. 4)	e C s F illy C g (l	10. Dwnership Form: Direct (D) or Indirect I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)		

Explanation of Responses:

1. The Issuer granted these securities to the Reporting Person on March 3, 2017 as part of the Reporting Person's 2017 annual management equity award. On February 27, 2019, the Compensation Committee of the Board of Directors of the Issuer certified the Issuer's Adjusted EPS performance necessary for this award to vest. As such, these securities will vest in full on March 3, 2020, subject to forfeiture in certain circumstances as set forth in the award agreement.

(D)

(A)

Code

Date

Exercisable

Expiration Date

Title

2. The Issuer granted these securities to the Reporting Person on February 28, 2019 as part of the Reporting Person's 2019 annual management equity award. These securities will vest at a rate of 25% per year on each of February 28, 2020, 2021, 2022 and 2023, subject to forfeiture or acceleration in certain circumstances as set forth in the award agreement

> /s/ Cindy Kee, Attorney-in-Fact for 03/01/2019 Robert E. Sulentic

** Signature of Reporting Person Date

or

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.