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

in the and a deliber of the porting i broom				Name and Ticker of	0,		5. Relationship of Reporting Person(s) to Issuer				
Queenan Daniel G			CBRE	<u>I GROUP, IN</u>	<u>C.</u> [CBRE]	(Check	all applicable)			
<u>Queenan Dan</u>				(F 1) (F 1)	(14 11 15		·	Director	10% O	wner	
(Last)	(First)	(Middle)	3. Date o 02/27/2	f Earliest Transaction 019	on (Month/Day	(Year)	x	Officer (give title below)	Other (below)	specify	
1225 17TH STR	EET							CEO, Real Est	tate Investment	s	
(Last) (First) (Middle) 1225 17TH STREET SUITE 3200 (Street) DENVER CO 0ENVER CO 80202 (City) (State) (Zip)				ndment, Date of Or	iginal Filed (Mo	onth/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)				
(Street)							X	Form filed by One F			
							Form filed by More	than One Reporti	ng Person		
DENVER	CO	80202									
(City)	(State)	(Zip)									
		Table I - No	n-Derivative S	ecurities Acq	uired, Disp	osed of, or Beneficia	lly Ow	ned			
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 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 (Instr. 4)	

			Code	v	Amount	(A) or (D)	Price	(Instr. 3 and 4)		(Instr. 4)
Class A Common Stock	02/27/2019		A ⁽¹⁾		30,194	Α	\$0.0000	116,259	D	
Class A Common Stock	02/28/2019		A ⁽²⁾		29,474	Α	\$0.0000	145,733	D	
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned										

qull Disp шу (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)	4. Transac Code (In 8)		5. Num Derivat Securit Acquire or Disp (D) (Ins and 5)	tive ties ed (A) bosed of	6. Date Exerc Expiration Da (Month/Day/Y	ate	7. Title and A Securities Un Derivative Se (Instr. 3 and 4	nderlying ecurity	Derivative Security (Instr. 5)	derivative Securities Beneficially Owned Following Reported	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	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 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.

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 Daniel G. Queenan

** 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.

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