Edgar Filing: Radecki Brian J - Form 4

Radecki Bria Form 4	an J									
June 01, 201		D STATE:					NGE C	COMMISSION		PROVAL 3235-0287
Check this box if no longer subject to STATEMENT OF CHAN				shington, D.C. 20549 NGES IN BENEFICIAL OWNERSHIP OI SECURITIES				NERSHIP OF	Number: Expires: Estimated a	January 31, 2005
Section 1 Form 4 c Form 5 obligatio may com <i>See</i> Instr 1(b).	or Filed p ns tinue. Section 1	7(a) of the		6(a) of the ility Hold	e Securit ling Con	npan	y Act of	e Act of 1934, 1935 or Section 0	burden hou response n	rs per 0.5
(Print or Type I	Responses)									
Radecki Brian J Sym			Symbol	2. Issuer Name and Ticker or Trading ymbol COSTAR GROUP INC [CSGP]				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
	(First) AR GROUP, IN A METRO CEJ OR		3. Date of (Month/D 05/28/2	-	ansaction			Director X Officer (give below)	10%	Owner er (specify
BETHESD				ndment, Date Original hth/Day/Year)				 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting 		
(City)	(State)	(Zip)	Tabl	o I Non D	arivativa	Soone	itios A ca	Person uired, Disposed of	f or Bonoficial	ly Ownod
1.Title of Security (Instr. 3)	2. Transaction D (Month/Day/Yea	ar) Executio any		3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)			cquired d of (D)	5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of
Common				Code V	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		
Stock, par value \$0.01 per share	05/28/2010			F	66	D	\$ 40.77	32,467 <u>(1)</u>	D	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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 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)	4. Transactio Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3,			7. Titl Amou Under Securi (Instr.	unt of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secun Bene Owno Follo Repo Trans (Instr
				Code V	4, and 5) (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
Radecki Brian J C/O COSTAR GROUP, INC. 2 BETHESDA METRO CENTER, 10TH FI BETHESDA, MD 20814-5388	LOOR		Chief Financial Officer				
Signatures							
/s/ Jonathan Coleman, Attorney-in-Fact	06/01/2010						
<u>**</u> Signature of Reporting Person	Date						

Explanation of Responses:

- * 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).

Represents all shares of Common Stock owned, consisting of 7,858 shares of Common Stock and 24,204 shares of Common Stock
 subject to unvested Restricted Stock Grants. The shares of Common Stock owned and set out in this line item include a total of 1,252 shares purchased to date by the reporting person pursuant to bi-weekly purchases made under the Company's Employee Stock Purchase

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to 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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