Edgar Filing: FLORANCE ANDREW C - Form 4

FLORANCI Form 4 April 03, 20	E ANDREW C						
FORM	ΠΛ				OMB APPROVAL	_	
-	UNITED	OMMISSION	OMB 3235-0 Number: January				
Check th if no lon subject t Section Form 4 o Form 5 obligatio may con <i>See</i> Instr 1(b).	ger o 16. or Filed pur ons tinue.	 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 20(b) of the Investment Company Act of 1040 					
(Print or Type	Responses)						
1. Name and Address of Reporting Person <u>*</u> FLORANCE ANDREW C				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) (First) (Middle) C/O COSTAR GROUP, INC., 1331 L STREET, NW			2018 -	X Director 10% Owner X Officer (give title Other (specify below) below) President and CEO			
			fonth/Day/Year) A	 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person 			
WASHINGTON, DC 20005 — Form filed by More than One Reporting Person							
(City)	(State)	(Zip) Ta	ble I - Non-Derivative Securities Acqui	red, Disposed of,	or Beneficially Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year	Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5)) (Instr. 8)	Securities Beneficially Owned Following Reported Transaction(s)	6. 7. Nature Ownership Indirect Form: Direct Beneficia (D) or Ownersh Indirect (I) (Instr. 4) (Instr. 4)	al iip	
Common Stock, par value \$0.01 per share	03/31/2018		CodeVAmount(D)PriceF3,026D\$ 362.68	(Instr. 3 and 4) 144,652 (<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. Transacti Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	7. Title Amou Under Securi (Instr.	nt of lying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships					
L O	Director	10% Owner	Officer	Other		
FLORANCE ANDREW C C/O COSTAR GROUP, INC. 1331 L STREET, NW WASHINGTON, DC 20005	Х		President and CEO			
Signatures						
/s/ Jonathan Coleman, Attorney-in-Fact		04/03/20	018			

**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).
- (1) Represents all shares of Common Stock owned, consisting of 78,464 shares of Common Stock and 66,188 shares of Common Stock subject to unvested Restricted Stock grants.

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.