

Gorman Michael Ryan
Form 3
January 12, 2018

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *

Â Gorman Michael Ryan
(Last) (First) (Middle)

C/O REALOGY HOLDINGS
CORP.,Â 175 PARK AVENUE

(Street)

MADISON,Â NJÂ 07940

(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)
01/05/2018

3. Issuer Name **and** Ticker or Trading Symbol
REALOGY HOLDINGS CORP. [RLGY]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

☐ Director ☐ 10% Owner
☒ Officer ☐ Other
(give title below) (specify below)
Pres/CEO, NRT LLC

5. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security
(Instr. 4)

2. Amount of Securities Beneficially Owned
(Instr. 4)

3. Ownership Form:
Direct (D)
or Indirect (I)
(Instr. 5)

4. Nature of Indirect Beneficial Ownership
(Instr. 5)

Common Stock, \$0.01 par value

19,693 ⁽¹⁾

D Â

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

SEC 1473 (7-02)

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 control number.

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security
(Instr. 4)

2. Date Exercisable and Expiration Date
(Month/Day/Year)

3. Title and Amount of Securities Underlying Derivative Security
(Instr. 4)
Title

4. Conversion or Exercise Price of Derivative Security

5. Ownership Form of Derivative Security:
Direct (D)

6. Nature of Indirect Beneficial Ownership
(Instr. 5)

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	Date Exercisable	Expiration Date		Amount or Number of Shares		or Indirect (I) (Instr. 5)	
Employee Stock Option (right to buy)	Â (2)	08/01/2023	Common Stock, \$0.01 par value	4,042	\$ 44.52	D	Â
Employee Stock Option (right to buy)	Â (2)	10/10/2022	Common Stock, \$0.01 par value	3,000	\$ 27	D	Â
Employee Stock Option (right to buy)	Â (2)	04/30/2022	Common Stock, \$0.01 par value	1,500	\$ 17.5	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Gorman Michael Ryan C/O REALOGY HOLDINGS CORP. 175 PARK AVENUE MADISON, NJ 07940	Â	Â	Â Pres/CEO, NRT LLC	Â

Signatures

/s/ Colleen Johnson as attorney-in-fact for Michael Ryan
Gorman

01/12/2018

__Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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) Includes 13,662 shares issuable upon the vesting of previously granted restricted stock unit awards issued under the Company's equity compensation plans.
- (2) Currently exercisable.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

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