

Colliers International Group Inc.

Form 4

October 31, 2016

**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 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

## OMB APPROVAL

OMB  
Number: 3235-0287  
Expires: January 31,  
2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**SPRUCE HOUSE PARTNERSHIP  
LP**

(Last) (First) (Middle)

**C/O SPRUCE HOUSE CAPITAL  
LLC, 435 HUDSON STREET, 8TH  
FLOOR**

(Street)

NEW YORK, NY 10014

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol  
**Colliers International Group Inc.  
[CIGI]**

3. Date of Earliest Transaction  
(Month/Day/Year)  
**10/27/2016**

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

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_X\_\_\_\_ 10% Owner  
\_\_\_\_ Officer (give title below) \_\_\_\_ Other (specify below)

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

**Table I - Non-Derivative Securities Acquired, 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)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)				5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	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			
Subordinate Voting Shares	10/27/2016		P		417,857	A	\$ 40.19	4,804,008	D <u>(1)</u>	
Subordinate Voting Shares	10/28/2016		P		278,500	A	\$ 35.61	5,082,508	D <u>(1)</u>	
Subordinate Voting Shares	10/28/2016		P		250,000	A	\$ 36.02	5,332,508	D <u>(1)</u>	

# Edgar Filing: Colliers International Group Inc. - Form 4

Subordinate Voting Shares	10/31/2016	P	30,000	A	\$ 34.65	5,362,508	D <sup>(1)</sup>	
Subordinate Voting Shares						5,129	I	See Footnote <u>(2)</u>

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

**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.**

SEC 1474  
(9-02)

**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. Transaction Code (Instr. 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 Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repor Trans (Instr
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

## Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
SPRUCE HOUSE PARTNERSHIP LP C/O SPRUCE HOUSE CAPITAL LLC 435 HUDSON STREET, 8TH FLOOR NEW YORK, NY 10014	X
SPRUCE HOUSE INVESTMENT MANAGEMENT LLC 435 HUDSON STREET, 8TH FLOOR NEW YORK, NY 10014	X
Spruce House Capital LLC 435 HUDSON STREET, 8TH FLOOR NEW YORK, NY 10014	X
Sternberg Zach SPRUCE HOUSE INVESTMENT MANAGEMENT LLC	X

435 HUDSON STREET, 8TH FLOOR  
NEW YORK, NY 10014

Stein Ben Forester  
SPRUCE HOUSE INVESTMENT MANAGEMENT LLC  
435 HUDSON STREET, 8TH FLOOR  
NEW YORK, NY 10014

X

## Signatures

THE SPRUCE HOUSE PARTNERSHIP LP By: /s/ Zachary Sternberg, Managing Member of  
its General Partner 10/31/2016

\_\_Signature of Reporting Person

Date

SPRUCE HOUSE INVESTMENT MANAGEMENT LLC By: /s/ Zachary Sternberg,  
Managing Member 10/31/2016

\_\_Signature of Reporting Person

Date

SPRUCE HOUSE CAPITAL LLC By: /s/ Zachary Sternberg, Managing Member 10/31/2016

\_\_Signature of Reporting Person

Date

By: /s/ Zachary Sternberg 10/31/2016

\_\_Signature of Reporting Person

Date

By: /s/ Benjamin Stein 10/31/2016

\_\_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).

The reported securities are held in the account of The Spruce House Partnership LP (the "Fund"), a private investment fund managed by Spruce House Investment Management LLC (the "Investment Manager"), and may be deemed to be beneficially owned by the Investment Manager, the general partner of the Fund, Spruce House Capital LLC (the "General Partner"), and by Zachary Sternberg and Benjamin

(1) Stein, managing members of the Investment Manager and the General Partner (the "Managing Members"). Each of the Fund, the Investment Manager, the General Partner and the Managing Members (collectively, the "Reporting Persons") disclaim beneficial ownership of the reported securities except to the extent of his or its pecuniary interest therein, and affirmatively disclaim being a "group" for purposes of Section 16 of the Securities Exchange Act of 1934, as amended.

(2) The reported securities are directly owned by Benjamin Stein.

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.