Edgar Filing: REALOGY HOLDINGS CORP. - Form 4

Form 4	HOLDINGS COR	P.									
May 06, 2014 FORM 4 UNITED STATES SECURITIES AND EXCHANCE COMMISSION									OMB APPROVAL		
Check thi if no long	is box	Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF									
subject to Section 1 Form 4 o Form 5	6. r		SECURITIES						average Jirs per . 0.5		
Form 5 obligations may continue. See Instruction 1(b). 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 F	Responses)										
1. Name and Address of Reporting Person <u>*</u> HAILEY V ANN			2. Issuer Name and Ticker or Trading Symbol REALOGY HOLDINGS CORP.				5. Relationship of Reporting Person(s) to Issuer				
		[RLGY]				(Check all applicable)					
(Last) (First) (Middle) C/O REALOGY HOLDINGS CORP., 175 PARK AVENUE			3. Date of Earliest Transaction (Month/Day/Year) 05/02/2014				_X_ Director 10% Owner Officer (give title Other (specify below) below)				
(Street)			4. If Amendment, Date Original Filed(Month/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 				
MADISON,	NJ 07940						Person	More than One R	eporting		
(City)	(State) (Zip) Ta	ble I - Non-D	erivative S	Securiti	ies Ac	Acquired, Disposed of, or Beneficially Owned				
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		ate, if TransactionAcquired (A) or Code Disposed of (D) /Year) (Instr. 8) (Instr. 3, 4 and 5) (A)		5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)					
Common Stock, \$0.01 par value	05/02/2014		А	2,579 (1)	Α	\$0	11,916	D			
Common Stock, \$0.01 par value							5,500	Ι	In IRA		

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)	4. Transactic Code (Instr. 8)	5. of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	7. Titl Amou Under Securi (Instr.	int of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur 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						
	Director	10% Owner	Officer	Other			
HAILEY V ANN C/O REALOGY HOLDINGS CORP. 175 PARK AVENUE MADISON, NJ 07940	Х						
Signatures							
/s/ Seth I. Truwit, as attorney-in-fact fo Hailey	05/06/2014						
**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 shares issuable upon settlement of a restricted stock unit award issued under the 2012 Long Term Incentive Plan.

Remarks:

Exhibit 24.1 - Power of Attorney of V. Ann Hailey.* *Previously filed.

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.