### Edgar Filing: REALOGY HOLDINGS CORP. - Form 4

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REALOGY HOL	DINGS CORP.							
Form 4 October 14, 2014								
						OMB AF	PROVAL	
FORM 4	UNITED STATES		ITIES AND EXCHANGE COMMISSION hington, D.C. 20549			OMB Number:	3235-0287	
Check this box if no longer		( using ton, 2.0. 200 )				Expires:	January 31,	
subject to	STATEMENT O	CHANGES IN BENEFICIAL OWNERSHIP OF				Estimated average		
Section 16. Form 4 or	SECURITIES					burden hour response	s per 0.5	
Form 5	Filed pursuant to S	Section 16(a) of th	e Securities Ex	xchange A	ct of 1934,	16300136	0.5	
obligations may continue.	Section 17(a) of the	•	• • •		35 or Section			
See Instruction 1(b).	30(h)	of the Investment	Company Act	t of 1940				
1(0).								
(Print or Type Respor	nses)							
1. Name and Address	s of Reporting Person <sup>*</sup>	2. Issuer Name and	Ticker or Tradin	α 5.1	Relationship of I	Reporting Pers	on(s) to	
WASSER MARI	Symbol		0	Issuer				
		REALOGY HOI	DINGS COR	P.	(Check all applicable)			
	First) (Middle)	[RLGY]						
(Last) (	3. Date of Earliest Tr (Month/Day/Year)	ansaction		Director 10% Owner X Officer (give title Other (specify				
		10/10/2014		bel	below) below) EVP, General Counsel and Sec.			
CORP., 175 PARK AVENUE								
(5	4. If Amendment, Da	-		6. Individual or Joint/Group Filing(Check				
	Filed(Month/Day/Year	.)		Applicable Line) _X_ Form filed by One Reporting Person				
MADISON, NJ 07940 Form filed by More than O Person								
(City) (S	State) (Zip)	Table I - Non-I	Derivative Securi	ties Acquire	ed, Disposed of,	or Beneficiall	y Owned	
1.Title of Security (Instr. 3)2. Transaction Date (Month/Day/Year)2A. Deemed Execution Date, if any (Month/Day/Year)		n Date, if Transactio Code	4. Securities Ac on(A) or Disposed (Instr. 3, 4 and 5 (A)	l of (D) Se 5) Be Ov Fo Re	Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		
Common		Code V	Amount (D)		ransaction(s) nstr. 3 and 4)			
Stock	10/2014	F	1,426 D	\$ 35.04 61	1,132	D		

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.

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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	Amou Unde Secur	le and unt of rlying rities . 3 and 4)	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**

<b>Reporting Owner Name / Address</b>	Relationships						
	Director	10% Owner	Officer	Other			
WASSER MARILYN J.			EVP,				
C/O REALOGY HOLDINGS CORP.			General				
175 PARK AVENUE			Counsel and				
MADISON, NJ 07940			Sec.				
Signatures							

/s/ Seth I. Truwit, as attorney-in-fact for Marilyn J. Wasser

\*\*Signature of Reporting Person

## **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).
- Shares forfeited to satisfy tax withholding obligation upon partial vesting of restricted stock award. (1)

#### **Remarks:**

Exhibit 24.1 - Power of Attorney of Marilyn J. Wasser.\* \*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.

10/14/2014

Date