

REALOGY HOLDINGS CORP.
Form 4
November 12, 2013

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
BENSON DEA

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction
(Month/Day/Year)

___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)
SVP, CHIEF ACCOUNTING OFFICER

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

(Street)

4. 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

MADISON, NJ 07940

(City) (State) (Zip)

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 Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			
Common Stock, \$0.01 par value	11/11/2013		M	6,250 A \$ 27	14,063	D	
Common Stock, \$0.01 par value	11/11/2013		S ⁽¹⁾	6,250 D \$ 42.77	7,813	D	
Common Stock, \$0.01 par	11/11/2013		M	1,750 A \$ 17.5	9,563	D	

Edgar Filing: REALOGY HOLDINGS CORP. - Form 4

value

Common Stock, \$0.01 par value 11/11/2013 S⁽¹⁾ 1,750 D \$ 42.77 7,813 D

Common Stock, \$0.01 par value 11/11/2013 M 800 A \$ 21.5 8,613 D

Common Stock, \$0.01 par value 11/11/2013 S⁽¹⁾ 800 D \$ 42.77 7,813 D

Common Stock, \$0.01 par value 11/11/2013 M 2,250 A \$ 20.75 10,063 D

Common Stock, \$0.01 par value 11/11/2013 S⁽¹⁾ 2,250 D \$ 42.77 7,813 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.

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)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 27	11/11/2013		M	6,250	10/10/2013	10/10/2022	Common Stock, \$0.01 par value	25,000

