

CB RICHARD ELLIS GROUP, INC.

CHARTER FOR THE ACQUISITION COMMITTEE OF THE BOARD OF DIRECTORS

(Adopted November 21, 2005)

I. PURPOSE

The Acquisition Committee (the “**Committee**”) shall have the authority to review and approve merger and acquisition transactions and investment transactions proposed by the management of CB Richard Ellis Group, Inc. (the “**Company**”). The Committee is authorized to approve merger and acquisition transactions and investment transactions by the Company valued in an amount not to exceed, for any particular acquisition or investment, \$50.0 million in cash, stock or a combination thereof.

II. COMPOSITION OF THE COMMITTEE

- A. The Committee shall be comprised of at least two (2) members of the Board of Directors (the “**Board**”) and may be comprised of any greater number as determined from time to time by the Board.
- B. Each member of the Committee shall be appointed by the Board and shall serve until such member’s successor is duly elected and qualified or until such member’s earlier resignation or removal. The members of the Committee may be removed, with or without cause, by a majority vote of the Board.
- C. Unless a Chairperson is elected by the full Board, the members of the Committee shall designate a Chairperson by the majority vote of the full Committee membership. The Chairperson shall be entitled to cast a vote to resolve any ties. The Chairperson will chair all regular sessions of the Committee and set the agendas for Committee meetings.
- D. In fulfilling its responsibilities, the Committee shall be entitled to delegate any or all of its responsibilities to a subcommittee of the Committee.

III. RESPONSIBILITIES AND DUTIES

In carrying out the purpose and authorities set forth in Section I above, the Committee shall:

- A. Review acquisition strategies with the Company’s management and investigate acquisition candidates on behalf of the Company.
- B. Recommend acquisition strategies and candidates to the Company’s Board, as appropriate.

- C. Authorize and approve acquisitions and investments by the Company valued in an amount not to exceed, for any particular acquisition or investment, \$50.0 million in cash, stock or a combination thereof.
- D. Have full access to the Company's business development professionals and other Company executives as necessary to carry out its responsibilities.
- E. Have all such other rights and powers as may be lawfully delegated to it by the Board, not in conflict with specific powers conferred by the Board upon any other committee appointed by it.
- F. Review this Committee Charter from time to time for adequacy and recommend any changes to the Board.
- G. Perform any other activities consistent with this Charter, the Company's Bylaws and governing law as the Committee or the Board deems necessary or appropriate.

IV. MEETINGS AND REPORTS

- A. The Committee shall convene periodically as necessary to act upon any matter within its jurisdiction. A majority of the total number of members of the Committee shall constitute a quorum at all Committee meetings. The Chairperson of the Board or any member of the Committee may call meetings of the Committee. All meetings shall be held subject to and in accordance with Section 141 (including without limitation quorum and votes/actions of the committee) and other applicable sections of the Delaware General Corporation Law.
- B. The Committee may invite to its meetings any director, members of management of the Company and such other persons as it deems appropriate in order to carry out its responsibilities. The Committee may also *exclude* from its meetings any persons it deems appropriate in order to carry out its responsibilities.
- C. The Committee shall report to the Board the matters discussed at each Committee meeting with a copy of the minutes of each such meeting being placed with the Company's minute books. The Committee also shall report regularly to the full Board with respect to such other matters as are relevant to the Committee's discharge of its responsibilities and with respect to such recommendations as the Committee may deem appropriate.