REALOGY HOLDINGS CORP.

Form 4

\$0.01 par

November 12, 2013

FORM	1 4								OMB AF	PPROVAL
	UNITED	STATES		RITIES A shington,			NGE C	OMMISSION	OMB Number:	3235-0287
	Check this box						Expires:	January 31,		
if no longer subject to Section 16. Form 4 or STATEMENT OF CHANGES IN BENEFICIAL OW SECURITIES					L OWN	NERSHIP OF	Estimated a burden hour response			
Form 5 obligatio may con <i>See</i> Instr 1(b).	ons Section 17(stinue.	a) of the	Public Ut		ling Con	npany	Act of	e Act of 1934, 1935 or Section 0	·	0.0
(Print or Type	Responses)									
1. Name and A	Address of Reporting DEA	Person *	Symbol	Name and				5. Relationship of Issuer	Reporting Pers	on(s) to
			[RLGY]	OGY HOL]	DINGS	COR	P.	(Chec	k all applicable)
(Last)	(First) (N	Middle)		3. Date of Earliest Transaction (Month/Day/Year)				DirectorX_ Officer (give	title Othe	Owner er (specify
	OGY HOLDINGS PARK AVENU		11/11/2	-				svp, chief A	below) CCOUNTING	OFFICER
MADISON	(Street)			ndment, Dat hth/Day/Year)	_	1		6. Individual or Jo Applicable Line) _X_ Form filed by C Form filed by M		rson
(City)		(Zip)		* * * * *		a		Person		
		_					_	uired, Disposed of		-
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Execution any	med on Date, if Day/Year)	3. Transactio Code (Instr. 8)	(Instr. 3,	sposeo 4 and (A) or	d of (D)	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	11/11/2013			M	6,250	A	\$ 27	14,063	D	
Common Stock, \$0.01 par value	11/11/2013			S <u>(1)</u>	6,250	D	\$ 42.77	7,813	D	
Common Stock,	11/11/2013			M	1,750	A	\$ 17.5	9,563	D	

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value							
Common Stock, \$0.01 par value	11/11/2013	S <u>(1)</u>	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.

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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. Transactic Code (Instr. 8)	ransaction Derivative ode Securities		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

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Employee Stock Option (right to buy)	\$ 17.5	11/11/2013	М	1,750	04/30/2013	04/30/2022	Common Stock, \$0.01 par value	7,000
Employee Stock Option (right to buy)	\$ 21.5	11/11/2013	M	800	03/03/2012	03/03/2021	Common Stock, \$0.01 par value	1,600
Employee Stock Option (right to buy)	\$ 20.75	11/11/2013	M	2,250	07/01/2011	11/10/2020	Common Stock, \$0.01 par value	3,000

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
BENSON DEA C/O REALOGY HOLDINGS CORP. 175 PARK AVENUE MADISON, NJ 07940			SVP, CHIEF ACCOUNTING OFFICER				

Signatures

/s/ Seth I. Truwit as attorney-in-fact for Dea M.
Benson
11/12/2013

**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) A portion of the proceeds from the sale were used to pay the exercise price of stock options, pursuant to a broker-assisted cashless exercise, and applicable withholding taxes. The sale of shares was made pursuant to a pre-established 10b5-1 plan.

Remarks:

Exhibit 24.1 -- Power of Attorney of Dea M. Benson.* *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.

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