

Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

On May 16, 2014, John Stanfill submitted his resignation as Senior Vice President of Sales & Customer Service of CoStar Group, Inc. (“CoStar Group” or the “Company”). Mr. Stanfill has agreed to continue to serve the Company in order to assist with the transition; he intends to leave the Company's employ before the end of fiscal year 2014 in order to pursue personal interests.

Item 7.01 Regulation FD Disclosure.

On May 16, 2014, the Company announced the appointment of Max Linnington as Executive Vice President of Sales of the Company. Mr. Linnington served as Bloomberg Americas Senior Vice President of Sales & Marketing from 2001 to 2008, where he managed revenue of \$2.5 billion and oversaw a staff of 700 across five business units, including Terminal Subscriptions, Trading Systems, Data, Ecommerce and Media Sales. Mr. Linnington comes to CoStar Group with over 25 years of sales and sales leadership experience, including 17 years in a series of executive sales management roles for Bloomberg in London, the Nordic Region and New York. He also served as Regional Head of Emerging Markets, where he managed Bloomberg's expansion in India and established a new regional hub in Dubai.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

COSTAR GROUP, INC.

By:
/s/ Brian J. Radecki

Date: May 16, 2014

Name: Brian J. Radecki
Title: Chief Financial Officer