Murray Michael J Form 4 March 07, 2018

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL OMB

3235-0287 Number:

January 31, Expires: 2005

0.5

Estimated average burden hours per response...

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Check this box

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

(Print or Type Responses)

1(b).

1. Name and Address of Reporting Person * Murray Michael J

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to Issuer

3. Date of Earliest Transaction

HORTON D R INC /DE/ [DHI]

(Check all applicable)

(Last) (First) (Middle)

(Ctata)

(Month/Day/Year)

Director 10% Owner X_ Officer (give title) __ Other (specify

03/05/2018

below) EVP and COO

(Street)

4. If Amendment, Date Original

Applicable Line)

Filed(Month/Day/Year)

X Form filed by One Reporting Person Form filed by More than One Reporting

6. Individual or Joint/Group Filing(Check

Person

ARLINGTON, TX 76011

1341 HORTON CIRCLE

(City)	(State)	(Zip) Tab	le I - Non-	Derivative	e Secu	rities Acqui	red, Disposed of,	or Beneficial	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	4. Securi corr Dispo (Instr. 3,	sed of 4 and (A) or	` '	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 Indirect Beneficial Ownership (Instr. 4)
Common Stock	03/05/2018		M	6,580	A	<u>(1)</u>	63,367	D	
Common Stock	03/06/2018	03/06/2018	S	2,598 (2)	D	\$ 42.1498 (3)	60,769	D	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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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. Transaction Code (Instr. 8)	orDerivative		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
Restricted Stock Unit	<u>(1)</u>	03/05/2018		M		6,580	<u>(4)</u>	<u>(4)</u>	Common Stock	6,580
Restricted Stock Unit	<u>(5)</u>	03/07/2018		A	23,000		<u>(6)</u>	<u>(6)</u>	Common Stock	23,000

Reporting Owners

Reporting Owner Name / Address	Re	elationships	

Director 10% Owner Officer Other

Murray Michael J 1341 HORTON CIRCLE ARLINGTON, TX 76011

EVP and COO

Signatures

/s/ Michael J.

Murray 03/07/2018

**Signature of Date
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).
- (1) Each restricted stock unit converts into one share of DHI common stock.
- (2) Shares sold to cover withholding tax obligations for the shares vested on March 5, 2018.
- The price reported in Column 4 is a weighted average price. The prices actually received ranged from \$42.14 to \$42.165. The reporting person has provided to the issuer and will provide any security holder of the issuer, or the SEC staff, upon request, information regarding the number of shares sold at each price within the range.
- On March 5, 2015, the reporting person was granted 32,900 restricted stock units, vesting in five annual installments beginning March 5, 2016.
- (5) Each restricted stock unit represents a contingent right to receive one share of DHI common stock upon vesting.
- (6) The restricted stock units vest in five equal annual installments beginning March 7, 2019.

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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