

WHEAT BILL W
Form 4
November 05, 2018

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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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 *
WHEAT BILL W

2. Issuer Name and Ticker or Trading Symbol
HORTON D R INC /DE/ [DHI]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
1341 HORTON CIRCLE

(Street)

3. Date of Earliest Transaction (Month/Day/Year)
11/02/2018

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
EVP and CFO

ARLINGTON, TX 76011

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

(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 | 11/02/2018 | | M | | 23,333 | A | \$ 0 (1) |
| Common Stock | 11/04/2018 | | M | | 10,000 | A | \$ 0 (1) |

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

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(9-02)

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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) | 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) | 8. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Restricted Stock Unit | (1) | 11/02/2018 | | M | 10,000 | (2) (2) | Common Stock | 10,000 |
| Restricted Stock Unit | (1) | 11/02/2018 | | M | 13,333 | (3) (3) | Common Stock | 13,333 |
| Restricted Stock Unit | (1) | 11/04/2018 | | M | 10,000 | (4) (4) | Common Stock | 10,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-------------|-------|
| | Director | 10% Owner | Officer | Other |
| WHEAT BILL W 1341 HORTON CIRCLE ARLINGTON, TX 76011 | | | EVP and CFO | |

Signatures

/s/ Bill W.
Wheat

11/05/2018

**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) Each restricted stock unit converts into one share of DHI common stock.

(2) On November 2, 2016, the reporting person was granted 30,000 restricted stock units, vesting in three annual installments beginning November 2, 2017. The reporting person elected to defer settlement of all restricted stock units, granted on November 2, 2016, to November 2019.

(3) On November 2, 2017, the reporting person was granted 40,000 restricted stock units, vesting in three annual installments beginning November 2, 2018. The reporting person elected to defer settlement of all restricted stock units, granted on November 2, 2017, to November 2020.

(4) On November 4, 2015, the reporting person was granted 30,000 restricted stock units, vesting in three annual installments beginning November 4, 2016. The reporting person elected to defer settlement of all restricted stock units, granted on November 4, 2015, to November 2018.

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Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.
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