

American Homes 4 Rent  
Form 8-A12B  
May 17, 2016

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

WASHINGTON, DC 20549

---

**FORM 8-A**

---

**FOR REGISTRATION OF CERTAIN CLASSES OF SECURITIES**  
**PURSUANT TO SECTION 12(b) OR 12(g) OF THE**  
**SECURITIES EXCHANGE ACT OF 1934**

---

**American Homes 4 Rent**

(Exact name of registrant as specified in its charter)

---

**Maryland**  
(State of incorporation or organization)

**46-1229660**  
(I.R.S. Employer Identification No.)

**30601 Agoura Road**  
**Suite 200**  
**Agoura Hills, California**  
(Address of principal executive offices)

**91301**  
(Zip Code)

Securities to be registered pursuant to Section 12(b) of the Act:

Edgar Filing: American Homes 4 Rent - Form 8-A12B

Title of each class to be so registered	Name of each exchange on which each class is to be registered
<b>Series D cumulative redeemable perpetual preferred shares of beneficial interest, \$0.01 par value per share</b>	<b>New York Stock Exchange, Inc.</b>

---

If this form relates to the registration of a class of securities pursuant to Section 12(b) of the Exchange Act and is effective pursuant to General Instruction A.(c), check the following box.     

If this form relates to the registration of a class of securities pursuant to Section 12(g) of the Exchange Act and is effective pursuant to General Instruction A.(d), check the following box.     

Securities Act registration statement file number to which this form relates: **333-197921**

Securities to be registered pursuant to Section 12(g) of the Act: **None.**

---

**Item 1. Description of Registrant's Securities to be Registered.**

The description of the Series D cumulative redeemable perpetual preferred shares of beneficial interest, par value \$0.01 per share (the Series D Preferred Shares), of American Homes 4 Rent (the Company), included under the heading Description of Preferred Shares and other information relating to the Series D Preferred Shares under the heading Material Provisions of Maryland Law and of Our Declaration of Trust and Bylaws in the prospectus dated August 7, 2014 (the Prospectus) forming part of the Company's registration statement on Form S-3ASR (File No. 333-197921), filed with the Securities and Exchange Commission (the Commission) on August 7, 2014 (the Registration Statement), and under the heading Description of Series D Preferred Shares beginning on page S-20 of the prospectus supplement to the Prospectus (the Prospectus Supplement), dated May 17, 2016, that was filed by the Company with the Commission on May 17, 2016 pursuant to Rule 424(b) under the Securities Act of 1933, as amended, shall be deemed to be incorporated herein by reference.

**Item 2. Exhibits.**

Exhibit No.	Description
3.1	Articles of Amendment and Restatement of Declaration of Trust of American Homes 4 Rent (incorporated by reference to Exhibit 3.1 to Amendment No. 1 to the Company's Registration Statement on Form S-11 (SEC File No. 333-189103) filed June 25, 2013)
3.2	First Articles of Amendment to Articles of Amendment and Restatement of Declaration of Trust of American Homes 4 Rent (incorporated by reference to Exhibit 3.2 to Amendment No. 2 to the Company's Registration Statement on Form S-11 (SEC File No. 333-189103) filed July 19, 2013)
3.3	Articles Supplementary for American Homes 4 Rent 5.000% Series A Participating Preferred Shares (incorporated by reference to Exhibit 3.3 to Post-Effective Amendment No. 1 to the Company's Registration Statement on Form S-11 (SEC File No. 333-191015) filed October 25, 2013)
3.4	Articles Supplementary for American Homes 4 Rent 5.000% Series B Participating Preferred Shares (incorporated by reference to Exhibit 3.4 to Post-Effective Amendment No. 1 to the Company's Registration Statement on Form S-11 (SEC File No. 333-192592) filed December 27, 2013)
3.5	Articles Supplementary for American Homes 4 Rent 5.500% Series C Participating Preferred Shares (incorporated by reference to Exhibit 3.5 to Post-Effective Amendment No. 1 to the Company's Registration Statement on Form S-11 (SEC File No. 333-195575) filed May 1, 2014)
3.6	Articles Supplementary for American Homes 4 Rent 6.5% Series D Cumulative Redeemable Perpetual Preferred Shares (incorporated by reference to Exhibit 3.1 to the Company's Current Report on Form 8-K filed on May 17, 2016)
3.7	Amended and Restated Bylaws of American Homes 4 Rent (incorporated by reference to Exhibit 3.3 to Amendment No. 2 to the Company's Registration Statement on Form S-11 (SEC File No. 333-189103) filed July 19, 2013)

**SIGNATURES**

Pursuant to the requirements of Section 12 of the Securities Exchange Act of 1934, the registrant has duly caused this registration statement to be signed on its behalf by the undersigned, thereto duly authorized.

Date: May 17, 2016

**AMERICAN HOMES 4 RENT**

By: /s/ Stephanie Heim  
Stephanie Heim  
Senior Vice President - Counsel