

WHEAT BILL W
Form 4
November 06, 2017

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

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

ARLINGTON, TX 76011

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
11/02/2017

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

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	03/10/2017		G ⁽¹⁾	V 27,331 D \$ 0	82,666	D	
Common Stock	11/02/2017		M	10,000 A \$ 0 ⁽²⁾	92,666	D	
Common Stock	11/04/2017		M	10,000 A \$ 0 ⁽²⁾	102,666	D	
Common Stock	11/05/2017		M	10,000 A \$ 0 ⁽²⁾	112,666	D	

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

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(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. 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)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Unit	(2)	11/02/2017		A	40,000	(3)	(3)	Common Stock	40,000
Restricted Stock Unit	(2)	11/02/2017		M	10,000	(4)	(4)	Common Stock	10,000
Restricted Stock Unit	(2)	11/04/2017		M	10,000	(5)	(5)	Common Stock	10,000
Restricted Stock Unit	(2)	11/05/2017		M	10,000	(6)	(6)	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

11/06/2017

**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) This transaction involved a gift of securities outside of Mr. Wheat's household and is being voluntarily disclosed on this Form 4. Mr. Wheat disclaims beneficial ownership of the shares gifted.
- (2) Each restricted stock unit represents a contingent right to receive one share of DHI common stock upon vesting.

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(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 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.

(5) 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.

(6) On November 5, 2014, the reporting person was granted 30,000 restricted stock units, vesting in three annual installments beginning November 5, 2015. The reporting person elected to defer settlement of all restricted stock units, granted on November 5, 2014, to November 2017.

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.