

Forestar Group Inc.  
Form 8-K  
May 06, 2009

**Table of Contents**

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549  
Form 8-K  
CURRENT REPORT  
PURSUANT TO SECTION 13 OR 15(d) OF THE  
SECURITIES EXCHANGE ACT OF 1934  
Date of Report: May 6, 2009  
(Date of earliest event reported)  
FORESTAR GROUP INC.  
(Exact name of registrant as specified in its charter)**

**Delaware**  
(State or other jurisdiction of  
incorporation or organization)

**Commission File Number**  
001-33662

**26-1336998**  
(I.R.S. Employer  
Identification No.)

**6300 Bee Cave Road, Building Two, Suite 500  
Austin, Texas 78746**  
(Address of principal executive offices) (zip code)  
**(512) 433-5200**

(Registrant's telephone number, including area code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**TABLE OF CONTENTS**

Item 2.02. Results of Operations and Financial Condition

Item 7.01. Regulation FD Disclosure

Item 9.01. Financial Statements and Exhibits

SIGNATURE

EXHIBIT INDEX

EX-99.1

EX-99.2

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**Table of Contents**

**Item 2.02. Results of Operations and Financial Condition.**

On May 6, 2009, the Company issued a press release announcing the Company's earnings for the quarter ended March 31, 2009. A copy of the press release is furnished as exhibit 99.1 of this report.

**Item 7.01. Regulation FD Disclosure.**

On May 6, 2009, James M. DeCosmo, Chief Executive Officer of Forestar Group Inc., participated in a conference call discussing the Company's earnings for the quarter ended March 31, 2009. Copies of the presentation materials used by Mr. DeCosmo are furnished as exhibit 99.2 of this report.

**Item 9.01. Financial Statements and Exhibits.**

(d) *Exhibits.*

- 99.1 Press release issued by the Company on May 6, 2009, announcing the Company's earnings for the quarter ended March 31, 2009.
  
- 99.2 Presentation materials of James M. DeCosmo, Chief Executive Officer of Forestar Group Inc., used in Mr. DeCosmo's conference call on May 6, 2009, discussing the Company's earnings for the quarter ended March 31, 2009.

**Table of Contents**

**SIGNATURE**

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

**FORESTAR GROUP INC.**

Date: May 6, 2009

By: /s/ Christopher L. Nines  
Name: Christopher L. Nines  
Title: Chief Financial Officer

**Table of Contents**

**EXHIBIT INDEX**

<b>Exhibit</b>	<b>Description</b>	<b>Page</b>
99.1	Press release issued by the Company on May 6, 2009, announcing the Company's earnings for the quarter ended March 31, 2009	4
99.2	Presentation materials of James M. DeCosmo, Chief Executive Officer of Forestar Group Inc., used in Mr. DeCosmo's conference call on May 6, 2009, discussing the Company's earnings for the quarter ended March 31, 2009	4