Webb H Lawrence Form 4 February 26, 2019

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject to Section 16. Form 4 or Form 5

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * Webb H Lawrence

2. Issuer Name and Ticker or Trading Symbol

New Home Co Inc. [NWHM]

(Last) (First) (Middle)

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

02/22/2019

C/O THE NEW HOME COMPANY INC., 85 ENTERPRISE, SUITE 450

(State)

_X__ Director 10% Owner X_ Officer (give title _X_ Other (specify below) below)

Chief Executive Officer / See "Remarks"

(Check all applicable)

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January 31,

2005

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below.

(Street) 4. If Amendment, Date Original

(Zip)

Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check

5. Relationship of Reporting Person(s) to

Applicable Line)

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

Person

Table I. Non-Derivative Securities Acquired Disposed of or Reneficially Owned

Issuer

	ALISO	VIEJO,	CA	92656
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(City)

. •		Tabl	e I - Noll-D	errvauve	Secui	illes Ac	quii eu, Disposeu	oi, or benefici	any Owned
1.Title of	2. Transaction Date	2A. Deemed	3.	4. Securi	ties A	equired	5. Amount of	6.	7. Nature of
Security	(Month/Day/Year)	Execution Date, if	Transaction(A) or Disposed of			Securities	Ownership	Indirect	
(Instr. 3)		any	Code	Code (D)			Beneficially	Form: Direct	Beneficial
		(Month/Day/Year)	(Instr. 8)	(Instr. 3,	4 and	5)	Owned	(D) or	Ownership
							Following	Indirect (I)	(Instr. 4)
					(4)		Reported	(Instr. 4)	
					(A)		Transaction(s)		
			Code V	Amount	or (D)	Price	(Instr. 3 and 4)		
Common			Code v		(D)				
Common	02/22/2019		F	8,700	D	\$	833,124	D	
Stock				<u>(1)</u>		5.82	,		
Common	02/22/2019		F	954 (2)	D	\$	28,871 <u>(3)</u>	ī	Shared
Stock	3 2 , 22 , 20 19		-	· <u> </u>		5.82			Household

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	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Title	and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	TransactionNumber		Expiration D	ation Date		t of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underly	ying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securit	ies	(Instr. 5)	Bene
	Derivative				Securities			(Instr. 3	3 and 4)		Own
	Security				Acquired						Follo
	•				(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									A manuat		
									Amount		
						Date	Expiration		Or Number		
				Exercisable	Date	Title Number of					
				C + V	(A) (D)						
				Code V	(A) (D)				Shares		

Reporting Owners

Relationships Reporting Owner Name / Address Director 10% Owner Officer Other

Webb H Lawrence C/O THE NEW HOME COMPANY INC. X 85 ENTERPRISE, SUITE 450 ALISO VIEJO, CA 92656

Chief Executive Officer See "Remarks" below.

Signatures

/s/ Miek Harbur, Attorney-in-Fact for H. Lawrence 02/26/2019 Webb

> **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)** Represents shares withheld for tax purposes upon the vesting of Restricted Stock Units on February 22, 2019.
- Represents shares withheld for tax purposes upon the vesting of Restricted Stock Units on February 22, 2019 for Joan Marcus Webb (formerly Joan Marcus Colvin) who is married to the Reporting Person. The Reporting Person disclaims beneficial ownership of these **(2)** securities, and this report shall not be deemed an admission that the Reporting Person is the beneficial owner of such securities for purposes of Section 16 or for any other purpose.
- Represents shares and restricted stock units held by Joan Marcus Webb who is married to the Reporting Person. The Reporting Person **(3)** disclaims beneficial ownership of these securities, and this report shall not be deemed an admission that the Reporting Person is the beneficial owner of such securities for purposes of Section 16 or for any other purpose.

Remarks:

The Reporting Person is a party to an Investor Rights Agreement dated February 5, 2014 and amended on May 22, 2018 (as an

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