

HORTON D R INC /DE/
Form 4
January 27, 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 *
HORTON DONALD R

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)
301 COMMERCE STREET, SUITE 500
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
01/25/2017

Director 10% Owner
 Officer (give title below) Other (specify below)
Chairman

FORT WORTH,, TX 76102

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 Indirect Beneficial Ownership (Instr. 4)
				Code V Amount (A) or (D) Price			
Common Stock	12/15/2016		G ⁽¹⁾	V 4,509 D \$ 0	25,008,370	D	
Common Stock	01/25/2017	01/25/2017	S	162,290 D \$ 31.4568	24,846,080	D	
Common Stock	01/26/2017	01/26/2017	S	1,065,458 D \$ 31.4579	23,780,622	D	
Common Stock	01/27/2017	01/27/2017	S	772,252 D \$ 30.9814	23,008,370	D	

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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)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Owned Following Transaction (Instr. 3 and 4)
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HORTON DONALD R 301 COMMERCE STREET SUITE 500 FORT WORTH,, TX 76102	X		Chairman	

Signatures

/s/ Donald R.
Horton
01/27/2017

**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 gifts of securities to the trusts of five individuals outside of Mr. Horton's household and is being voluntarily disclosed on this Form 4. Mr. Horton disclaims beneficial ownership of the shares gifted.
 - (2) The price reported in Column 4 is a weighted average price. The prices actually received ranged from \$31.37 to \$31.55. The reporting person has provided to the issuer and will provide any security holder of the issuer, or the SEC staff, upon request, information regarding the number of shares sold at each price within the range.
 - (3) The price reported in Column 4 is a weighted average price. The prices actually received ranged from \$31.18 to \$31.90. The reporting person has provided to the issuer and will provide any security holder of the issuer, or the SEC staff, upon request, information regarding

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the number of shares sold at each price within the range.

The price reported in Column 4 is a weighted average price. The prices actually received ranged from \$30.83 to \$31.47. The reporting person has provided to the issuer and will provide any security holder of the issuer, or the SEC staff, upon request, information regarding the number of shares sold at each price within the range.

(5) Following all transactions listed on this Form 4, Mr. Horton beneficially owns 23,008,370 shares of DHI common stock directly.

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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