

Sherman Darrell
Form 4
February 12, 2018

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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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 *
Sherman Darrell

2. Issuer Name and Ticker or Trading Symbol
Taylor Morrison Home Corp
[TMHC]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

 Director 10% Owner
 Officer (give title below) Other (specify below)
EVP, CLO & Secretary

(Last) (First) (Middle)
4900 N. SCOTTSDALE ROAD,
SUITE 2000

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
02/08/2018

SCOTTSDALE, AZ 85251

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 Ownership (Instr. 4)
			Code	V	Amount or Price		
Class A Common Stock	02/08/2018		M		3,779 A <u>(1)</u>	5,155	D
Class A Common Stock	02/08/2018		F		1,281 <u>(2)</u> D \$ 24.1	3,874	D
Class A Common Stock	02/09/2018		M		2,211 A <u>(1)</u>	6,085	D
Class A Common Stock	02/09/2018		F		632 <u>(2)</u> D \$	5,453	D

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Common Stock 23.92

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 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 or Value of Underlying Securities (Instr. 3 and 4)	
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
						Code	V	(A)	(D)
Restricted Stock Units	<u>(1)</u>	02/08/2018		M	3,779	<u>(3)</u>	<u>(3)</u>	Class A Common Stock	3,779
Restricted Stock Units	<u>(1)</u>	02/09/2018		M	2,211	<u>(4)</u>	<u>(4)</u>	Class A Common Stock	2,211

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Sherman Darrell
4900 N. SCOTTSDALE ROAD, SUITE 2000
SCOTTSDALE, AZ 85251

EVP, CLO & Secretary

Signatures

/s/ Darrell Sherman 02/12/2018

**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 settlement of restricted stock units ("RSUs") through the issuance of one share of Class A Common Stock for each vested RSU.
- (2) Represents shares of Class A Common Stock withheld by the Issuer to cover tax withholding obligations upon the vesting of RSUs.
- (3) On February 8, 2016, the reporting person was granted 11,338 RSUs, vesting in three equal installments of 33 1/3% on each of February 8, 2018, February 8, 2019 and February 8, 2020.
- (4) On February 9, 2015, the Reporting Person was granted 6,632 RSUs, vesting in three equal installments of 33 1/3% on each of February 9, 2017, February 9, 2018, and February 9, 2019.
- (5) The RSUs were granted to the Reporting Person pursuant to the Taylor Morrison 2013 Omnibus Equity Award Plan, as amended.

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.