

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

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

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

(Street)
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 or Price	6. Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
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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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.

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.