

HORTON D R INC /DE/
Form 4
April 28, 2014

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

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 *
Auld David V

(Last) (First) (Middle)

301 COMMERCE STREET, SUITE 500

(Street)

FORT WORTH,, TX 76102

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
HORTON D R INC /DE/ [DHI]

3. Date of Earliest Transaction (Month/Day/Year)
04/28/2014

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)
EVP and COO

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

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 | 04/28/2014 | 04/28/2014 | M | | 25,767 | A | \$ 21.6 |
| Common Stock | 04/28/2014 | 04/28/2014 | M | | 72,000 | A | \$ 14.5 |
| Common Stock | 04/28/2014 | 04/28/2014 | M | | 24,000 | A | \$ 9.03 |
| Common Stock | 04/28/2014 | 04/28/2014 | M | | 24,000 | A | \$ 9.97 |
| Common Stock | 04/28/2014 | 04/28/2014 | S | | 107,014 | D | \$ 22.6315 |
| | | | | | | | (1) |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474
(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 Security (Instr. 3 and 4) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
| Employee Stock Option (right to buy) | \$ 21.6 | 04/28/2014 | 04/28/2014 | M | 25,767 | 04/29/2005 ⁽²⁾ 04/29/2014 | Common Stock | 25,767 |
| Employee Stock Option (right to buy) | \$ 14.5 | 04/28/2014 | 04/28/2014 | M | 72,000 | 02/11/2009 ⁽³⁾ 02/11/2018 | Common Stock | 72,000 |
| Employee Stock Option (right to buy) | \$ 9.03 | 04/28/2014 | 04/28/2014 | M | 24,000 | 02/09/2010 ⁽⁴⁾ 02/09/2019 | Common Stock | 24,000 |
| Employee Stock Option (right to buy) | \$ 9.97 | 04/28/2014 | 04/28/2014 | M | 24,000 | 09/02/2012 ⁽⁵⁾ 09/02/2021 | Common Stock | 24,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|-------------------------------------|---------------|-----------|-------------|-------|
| | Director | 10% Owner | Officer | Other |
| Auld David V 301 COMMERCE STREET | | | EVP and COO | |

SUITE 500
FORT WORTH,, TX 76102

Signatures

/s/ David V.
Auld

04/28/2014

 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).

The price reported in Column 4 is a weighted average price. The prices actually received ranged from \$22.49 to \$22.82. 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.
- (1) Stock option has a 10-year term, vested as to 10% of the option grant amount on the first nine anniversary dates of April 29 and vests as to the remaining 10% 9.75 years after the option grant date of April 29, 2004. April 29, 2005 reflects the one-year anniversary date from the date of the stock option grant.
- (2) Stock option has a 10-year term, vested as to 10% of the option grant amount on the first nine anniversary dates of February 11 and vests as to the remaining 10% 9.75 years after the option grant date of February 11, 2008. February 11, 2009 reflects the one-year anniversary date from the date of the stock option grant.
- (3) Stock option has a 10-year term, vested as to 10% of the option grant amount on each of the first nine anniversary dates of February 9 and vests as to the remaining 10% 9.75 years after the option grant date of February 9, 2009. February 9, 2010 reflects the one-year anniversary date from the date of the stock option grant.
- (4) Stock option has a 10-year term, vested as to 20% of the option grant amount on each of the first five anniversary dates of September 2. September 2, 2012 reflects the one-year anniversary date from the date of the stock option grant.
- (5)

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.