

Sherman Darrell
Form 4
February 15, 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
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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Sherman Darrell

(Last) (First) (Middle)

4900 N. SCOTTSDALE ROAD,
SUITE 2000

(Street)

SCOTTSDALE, AZ 85251

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
02/13/2019

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check
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 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			
Class A Common Stock	02/13/2019		M		3,779	A	<u>(1)</u>	136,467	D	
Class A Common Stock	02/13/2019		F		1,099 <u>(4)</u>	D	\$ 18.9	135,368	D	
Class A Common Stock	02/13/2019		M		2,211	A	<u>(2)</u>	137,579	D	
Class A	02/13/2019		F		651 ⁽⁴⁾	D	\$	136,928	D	

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Common Stock						18.9		
Class A Common Stock	02/13/2019		M	2,433	A	(3)	139,361	D
Class A Common Stock	02/13/2019		F	717	(4)	D	\$ 18.9	138,644 D

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 or Value of Underlying Securities (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title	Amount or Number of Shares
Restricted Stock Units	(1)	02/13/2019		M	3,779	(5) (5)	Class A Common Stock	3,779
Restricted Stock Units	(2)	02/13/2019		M	2,211	(6) (6)	Class A Common Stock	2,211
Restricted Stock Units	(3)	02/13/2019		M	2,433	(7) (7)	Class A Common Stock	2,433

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Sherman Darrell 4900 N. SCOTTSDALE ROAD, SUITE 2000	EVP, CLO & Secretary

SCOTTSDALE, AZ 85251

Signatures

/s/ Darrell
Sherman

02/15/2019

__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") on February 13, 2019, which vested on February 8, 2019, through the issuance of one share of Class A Common Stock for each vested RSU.
- (2) Represents settlement of RSUs on February 13, 2019, which vested on February 9, 2019, through the issuance of one share of Class A Common Stock for each vested RSU.
- (3) Represents settlement of RSUs on February 13, 2019, which vested on February 12, 2019, through the issuance of one share of Class A Common Stock for each vested RSU.
- (4) Represents shares of Class A Common Stock withheld by the Issuer to cover tax withholding obligations upon the vesting of RSUs.
- (5) 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.
- (6) On February 9, 2015, the Reporting Person was granted 6,633 RSUs, vesting in three equal installments of 33 1/3% on each of February 9, 2017, February 9, 2018, and February 9, 2019.
- (7) On February 12, 2018, the reporting person was granted 7,299 RSUs, vesting in three equal installments of 33 1/3% on each of February 12, 2019, February 12, 2020, and February 12, 2021.
- (8) 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.

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