

American Homes 4 Rent  
Form POS EX  
May 01, 2014

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As filed with the Securities and Exchange Commission on May 1, 2014

Registration No. 333-195575

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, DC 20549**

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**Post-Effective Amendment No. 1  
to  
FORM S-11  
FOR REGISTRATION UNDER  
THE SECURITIES ACT OF 1933 OF SECURITIES  
OF CERTAIN REAL ESTATE COMPANIES**

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**AMERICAN HOMES 4 RENT**

(Exact name of registrant as specified in governing instruments)

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**30601 Agoura Road, Suite 200  
Agoura Hills, California 91301  
(805) 413-5300**

(Address, including zip code, and telephone number, including  
area code, of registrant's principal executive offices)

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**Sara H. Vogt-Lowell  
Senior Vice President and Chief Legal Officer  
American Homes 4 Rent  
30601 Agoura Road, Suite 200  
Agoura Hills, California 91301  
(805) 413-5300**

(Name, address, including zip code, and telephone number, including  
area code, of agent for service)

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**Copies to:**

**James E. Showen  
G. Allen Hicks  
Hogan Lovells US LLP**

**William J. Cernius  
Latham & Watkins LLP  
650 Town Center Drive, 20<sup>th</sup> Floor**

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555 Thirteenth Street N.W.  
Washington, D.C. 20004  
Phone: (202) 637-5600  
Facsimile: (202) 637-5910

Costa Mesa, California 92626  
Phone: (714) 540-1235  
Facsimile: (714) 755-8290

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**Approximate date of commencement of proposed sale to the public:**  
**As soon as practicable after the effective date of this Registration Statement.**

If any of the Securities being registered on this Form are to be offered on a delayed or continuous basis pursuant to Rule 415 under the Securities Act, check the following box: ☐

If this Form is filed to register additional securities for an offering pursuant to Rule 462(b) under the Securities Act, check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering. ☐

If this Form is a post-effective amendment filed pursuant to Rule 462(c) under the Securities Act, check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering. ☐

If this Form is a post-effective amendment filed pursuant to Rule 462(d) under the Securities Act, check the following box and list the Securities Act registration statement number of the earlier effective registration statement for the same offering. ☒ 333-195575, 333-194979

If delivery of the prospectus is expected to be made pursuant to Rule 434, check the following box. ☐

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See the definitions of "large accelerated filer," "accelerated filer" and "smaller reporting company" in Rule 12b-2 of the Exchange Act. (Check One):

Large accelerated filer ☐

Accelerated filer ☐

Non-accelerated filer ☒

Smaller reporting company ☐

(do not check if a  
smaller reporting company)

**This Registration Statement shall become effective upon filing with the Securities and Exchange Commission pursuant to Rule 462(d) under the Securities Act.**

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**Explanatory Note**

This Post-Effective Amendment No. 1 (the "Amendment") filed pursuant to Rule 462(d) of the Securities Act of 1933, as amended (the "Securities Act") amends the Registration Statement on Form S-11 (File No. 333-195575) of American Homes 4 Rent (the "Company"), filed pursuant to Rule 462(b) under the Securities Act on April 29, 2014 to register additional securities for an offering, and which became automatically effective upon filing (the "462(b) Registration Statement"). Pursuant to Rule 462(b), the contents of the Company's Registration Statement on Form S-11, as amended (File No. 333-194979), including the exhibits thereto, which was declared effective by the Securities and Exchange Commission on April 29, 2014 (the "Initial Registration Statement"), were incorporated by reference into the Rule 462(b) Registration Statement. The Company is filing this Amendment for the sole purpose of replacing the exhibits set forth below.

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**Part II**

**INFORMATION NOT REQUIRED IN PROSPECTUS**

**Item 36. Financial Statements and Exhibits.**

- (b) Exhibits. The following exhibits are filed as part of, or incorporated by reference into, this registration statement on Form S-11:

<b>Exhibit Number</b>	<b>Exhibit Document</b>
3.5	Articles Supplementary for American Homes 4 Rent 5.500% Series C Participating Preferred Shares
5.1	Opinion of Hogan Lovells US LLP regarding the validity of the securities being registered
10.8	Seventh Amendment to Agreement of Limited Partnership of American Homes 4 Rent, L.P.
24.1	Power of Attorney (filed as Exhibit 24.1 to the Registration Statement on Form S-11 filed by the registrant on April 1, 2014 (File No. 333-194979))

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## SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, the registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-11 and has duly caused this Post-Effective Amendment No. 1 to the registration statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the city of Agoura Hills, state of California on May 1, 2014.

### AMERICAN HOMES 4 RENT

By: /s/ DAVID P. SINGELYN

David P. Singelyn  
*Chief Executive Officer*

Pursuant to the requirements of the Securities Act of 1933, as amended, this Post-Effective Amendment No. 1 to the registration statement has been signed by the following persons in the capacities and on the dates indicated.

By: /s/ DAVID P. SINGELYN Date: May 1, 2014

David P. Singelyn  
Chief Executive Officer,  
Interim Chief Financial Officer and Trustee  
(Principal Executive Officer, Principal Financial Officer and Principal Accounting Officer)

By: \* Date: May 1, 2014

B. Wayne Hughes  
(Non-Executive Chairman)

By: \* Date: May 1, 2014

John Corrigan  
Chief Operating Officer and Trustee  
(Trustee)

By: \* Date: May 1, 2014

Dann V. Angeloff  
(Trustee)

By: \* Date: May 1, 2014

Matthew J. Hart  
(Trustee)

By: \* Date: May 1, 2014

James H. Kropp  
(Trustee)

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By: \* Date: May 1, 2014

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Lynn Swann  
(Trustee)

By: \* Date: May 1, 2014

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Kenneth Woolley  
(Trustee)

\*By: /s/ DAVID P. SINGELYN

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*Attorney-in-fact*

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