Edgar Filing: MDC HOLDINGS INC - Form 4

MDC HOLI Form 4 July 20, 200	5 1 /	STATES					NGE C	OMMISSION	OMB	PROVAL 3235-0287	
Check this box if no longer subject to Section 16.								Number: Expires: Estimated a burden hour response	rs per		
(Print or Type	Responses)										
BLACKFORD DAVID E Symbol				er Name and Ticker or Trading				5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First) (M	/liddle)	3. Date of Earliest Transaction					eck all applicable)			
(Month/E 4350 S. MONACO STREET, SUITE 07/20/2 500				n/Day/Year) /2005				X_ Director 10% Owner Officer (give title Other (specify below) below)			
				endment, Date Original nth/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
DENVER,	CO 80237							Form filed by M Person			
(City)	(State)	(Zip)	Tabl	le I - Non-I	Derivative	Securi	ities Acqu	uired, Disposed of	, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Execution any	Date, if	3. Transactio Code (Instr. 8)	4. Securit on(A) or Dis (Instr. 3, 4	sposed	l of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common				Code V	Amount	(D)	Price	(Instr. 3 and 4)			
Stock \$.01 par value	07/20/2005			М	14,900	А	\$ 57.66	14,900	D		
Common Stock \$.01 par value	07/20/2005			S	8,900	D	\$ 87.63 (1)	6,000	D		

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

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(9-02)

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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. Transacti Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Expiration Date (Month/Day/Year)		7. Title and Amou Underlying Secur (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Am or Nur of S
Non-Statutory Stock Option	\$ 57.66	07/20/2005		М	14,900	10/01/2004	10/01/2014	Common Stock \$.01 par value	14

Reporting Owners

Reporting Owner Name / Address	Relationships						
r g a a a a a a a a a a a a a a a a a a		Director	10% Owner	Officer	Other		
BLACKFORD DAVID E 4350 S. MONACO STREET, SUITE 5 DENVER, CO 80237	500	X					
Signatures							
Joseph H. Fretz, Attorney-in-Fact	07/20	0/2005					
**Signature of Reporting Person	D	ate					

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) Shares sold at an average sales price of \$87.63 per share pursuant to a single sale order. See Table of Transactions attached hereto for details of sales.
- (2) Represents a stock option under the Company's Stock Option Plan for Non-Employee Directors which meets all of the requirements under Rule 16b-3.

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.