

HORTON D R INC /DE/

Form 4

April 28, 2014

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

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(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
____X____ Officer (give title below) ____ Other (specify below)

EVP and COO

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)
Common Stock	04/28/2014	04/28/2014	M	25,767	A \$ 21.6	25,767	D
Common Stock	04/28/2014	04/28/2014	M	72,000	A \$ 14.5	97,767	D
Common Stock	04/28/2014	04/28/2014	M	24,000	A \$ 9.03	121,767	D
Common Stock	04/28/2014	04/28/2014	M	24,000	A \$ 9.97	145,767	D
Common Stock	04/28/2014	04/28/2014	S	107,014	D \$ 22.6315 (1)	38,753	D

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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 Underlying Securities (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	25,7
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	72,0
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	24,0
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	24,0

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).

(1) 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.

(2) 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.

(3) 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.

(4) 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.

(5) 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.

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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