

Palmer Sheryl
Form 4
February 15, 2019

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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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 *
Palmer Sheryl

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)
 Director 10% Owner
 Officer (give title below) Other (specify below)
Chairman, President and CEO

(Last) (First) (Middle)
4900 N. SCOTTSDALE ROAD,
SUITE 2000

(Street)

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

SCOTTSDALE, AZ 85251

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

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

(City) (State) (Zip)

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 Ownership (Instr. 4)	
				Code	V	Amount	(A) or (D)	Price
Class A Common Stock	02/13/2019		M	25,811	A	①	572,857	D
Class A Common Stock	02/13/2019		F	7,602 (4)	D	\$	565,255	18.9
Class A Common Stock	02/13/2019		M	14,015	A	②	579,270	D
Class A Common Stock	02/13/2019		F	4,491	D	\$	574,779	D

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Common Stock				<u>(4)</u>		18.9	
Class A Common Stock	02/13/2019		M	13,982	A	<u>(3)</u>	588,761 D
Class A Common Stock	02/13/2019		F	<u>(4)</u> 6,215	D	\$ 18.9	582,546 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. De	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Units	<u>(1)</u>	02/13/2019		M	25,811	<u>(5)</u>	<u>(5)</u>	Class A Common Stock	25,811
Restricted Stock Units	<u>(2)</u>	02/13/2019		M	14,015	<u>(6)</u>	<u>(6)</u>	Class A Common Stock	14,015
Restricted Stock Units	<u>(3)</u>	02/13/2019		M	13,982	<u>(7)</u>	<u>(7)</u>	Class A Common Stock	13,982

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Palmer Sheryl 4900 N. SCOTTSDALE ROAD, SUITE 2000 SCOTTSDALE, AZ 85251	X		Chairman, President and CEO	

Signatures

/s/ Sheryl
Palmer

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 77,434 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 42,045 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 41,946 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. 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.