

MARSHALL RYAN  
Form 4  
February 08, 2019

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2015  
Estimated average burden hours per response... 0.5

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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
MARSHALL RYAN

(Last) (First) (Middle)  
3350 PEACHTREE ROAD  
NORTHEAST, SUITE 150  
(Street)

ATLANTA, GA 30326

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
PULTEGROUP INC/MI/ [PHM]

3. Date of Earliest Transaction  
(Month/Day/Year)  
02/06/2019

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
Chief Exec Officer, President

6. Individual or Joint/Group Filing(Check Applicable Line)  
 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		
Common Stock	02/06/2019		A		34,951 (1) (2) \$ 0	D	
Common Stock	02/06/2019		F		10,498 (3) \$ 26.855	D	
Common Stock	02/06/2019		A		93,093 A \$ 0	D	
Units					1,079.666 (4)	I	By 401(k) Plan (5)

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

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SEC 1474  
(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 of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned (Instr. 5)
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## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MARSHALL RYAN 3350 PEACHTREE ROAD NORTHEAST SUITE 150 ATLANTA, GA 30326	X		Chief Exec Officer, President	

## Signatures

/s/ Todd N. Sheldon,  
Attorney-in-Fact

02/08/2019

\_\_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) These shares were granted to settle a stock-settled performance award under the PulteGroup, Inc. 2013 Senior Management Incentive Plan.

(2) These shares are fully vested and exercisable.

(3) These shares were surrendered to issuer to cover tax obligations on common shares granted to settle a stock-settled performance award.

(4) On April 2, 2018, .029 units of the PulteGroup, Inc. Stock Fund of the PulteGroup, Inc. 401(k) Plan ("Plan") were sold to cover the fees on the Plan. On July 2, 2018, .028 units of the PulteGroup, Inc. Stock Fund of the Plan were sold to cover the fees on the Plan. On October 1, 2018, .028 units of the PulteGroup, Inc. Stock Fund of the Plan were sold to cover the fees on the Plan. On January 2, 2019, .031 units of the PulteGroup, Inc. Stock Fund of the Plan were sold to cover the fees on the Plan.

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Represents units of the PulteGroup, Inc. Stock Fund (the "Fund") of the PulteGroup, Inc. 401(k) Plan. The Fund consists of cash and  
(5) Common Stock in amounts that vary from time to time. The reporting person's units represented 2,458.31 shares of PulteGroup, Inc. Common Stock held in the Fund as of February 6, 2019.

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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