

Mason J Thomas
Form 4
February 20, 2019

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 *
Mason J Thomas

(Last) (First) (Middle)

3 EASTON OVAL

(Street)

COLUMBUS, OH 43219

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading
Symbol

M I HOMES INC [MHO]

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

02/19/2019

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)

Ex. VP & Chief Legal Officer

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)
Common Shares	02/19/2019		M	25,000	A \$ 12.23	38,195	D
Common Shares ⁽¹⁾	02/19/2019		A	22,995	A \$ 27.62	61,190	D
Common Shares	02/19/2019		S	61,190	D \$ 27.0059	0	D

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

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SEC 1474
(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. 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. Accounting Treatment (Instr. 9)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount	Accounting Treatment
Option to Purchase Common Shares	\$ 12.23	02/19/2019		M			25,000	<u>(2)</u>	02/08/2022	Common Shares	2,000,000	AS
Option to Purchase Common Shares ⁽³⁾	\$ 27.62	02/19/2019		A		27,500		12/31/2019 ⁽⁴⁾	02/19/2029	Common Shares	2,000,000	AS

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Mason J Thomas 3 EASTON OVAL COLUMBUS, OH 43219	X		Ex. VP & Chief Legal Officer	

Signatures

/s/Phillip G. Creek, Attorney-in-Fact for J. Thomas
Mason

02/20/2019

**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 common shares were acquired by the reporting person upon the vesting of an equal number of performance share units on February 19, 2019 that were settled on a one for one basis in common shares.
- (2) Of the 25,000 options exercised, 5,000 vested on December 31, 2012, 5,000 vested on December 31, 2013, 5,000 vested on December 31, 2014, 5,000 vested on December 31, 2015 and 5,000 vested on December 31, 2016.
- (3) The Option was granted pursuant to the M/I Homes, Inc. 2018 Long-Term Incentive Plan.
- (4) Twenty percent (20%) of grant becomes exercisable on December 31 immediately following the date of grant and each of the first four anniversaries thereof.

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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