

Henley Robert W
Form 4
October 24, 2018

FORM 4

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

OMB APPROVAL

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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 *
Henley Robert W

(Last) (First) (Middle)
11700 PLAZA AMERICA
DR., SUITE 500
(Street)

RESTON, VA 20190

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
NVR INC [NVR]

3. Date of Earliest Transaction
(Month/Day/Year)
10/22/2018

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)
President, NVRM, Inc.

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		
NVR, Inc. common stock	10/22/2018		M		4,500 \$ 844.5	4,500	D
NVR, Inc. common stock	10/22/2018		S		4,500 \$ 2,150.38	0	D
NVR, Inc. common stock	10/23/2018		M		500 \$ 844.5	500	D
NVR, Inc. common	10/23/2018		M		9,850 \$ 1,094.22	10,350	D

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stock

NVR, Inc. common stock	10/23/2018	S	10,350	D	\$ 2,143.53	0	D
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NVR, Inc. common stock						1,133	I	By ESOP Trust
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NVR, Inc. common stock						248	I	By Profit Sharing Trust
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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 of Underlying Securities (Instr. 3 and 4)	8. Amount or Number of Shares
Employee stock option (right to buy)	\$ 844.5	10/22/2018		M	4,500	<u>(1)</u> 09/30/2022	Common stock	4,500
Employee stock option (right to buy)	\$ 844.5	10/23/2018		M	500	<u>(1)</u> 09/30/2022	Common stock	500
Employee stock option (right to buy)	\$ 1,094.22	10/23/2018		M	9,850	<u>(2)</u> 05/13/2024	Common stock	9,850

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Henley Robert W 11700 PLAZA AMERICA DR. SUITE 500 RESTON, VA 20190			President, NVRM, Inc.	

Signatures

Eugene J. Bredow, Attorney-in-fact for Robert W.
Henley

10/24/2018

__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) Stock options granted under the 2010 Equity Incentive Plan vest in 25% increments on 12/31/14, 12/31/15, 12/31/16 and 12/31/17.

(2) Stock options granted under the 2014 Equity Incentive Plan vest in 25% increments on 12/31/16, 12/31/17, 12/31/18 and 12/31/19.

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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