

Sherman Darrell  
Form 4  
March 11, 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

OMB  
Number: 3235-0287  
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response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Sherman Darrell

(Last) (First) (Middle)

4900 N. SCOTTSDALE ROAD,  
SUITE 2000

(Street)

SCOTTSDALE, AZ 85251

(City) (State) (Zip)

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

3. Date of Earliest Transaction  
(Month/Day/Year)  
03/08/2019

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, CLO & Secretary

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) |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|----------------------|------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|-------------------------------------------------------|
|                                 |                                      |                                                    | Code                           | V                                                                 | Amount               | (A) or (D) | Price                                                                                         |                                                          |                                                       |
| Class A Common Stock            | 03/08/2019                           |                                                    | A <sup>(1)</sup>               |                                                                   | 10,658               | A          | \$ 0                                                                                          | 149,302                                                  | D                                                     |
| Class A Common Stock            | 03/08/2019                           |                                                    | F                              |                                                                   | 3,139 <sup>(2)</sup> | D          | \$ 16.79                                                                                      | 146,163                                                  | D                                                     |
| Class A Common Stock            | 03/08/2019                           |                                                    | A <sup>(1)</sup>               |                                                                   | 8,560                | A          | \$ 0                                                                                          | 154,723                                                  | D                                                     |
| Class A                         | 03/08/2019                           |                                                    | F                              |                                                                   | 2,521                | D          | \$                                                                                            | 152,202                                                  | D                                                     |

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Common (2) 16.79  
Stock

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<br>(Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed Execution Date, if any<br>(Month/Day/Year) | 4. Transaction Code<br>(Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D)<br>(Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date<br>(Month/Day/Year) | 7. Title and Amount of Underlying Security<br>(Instr. 3 and 4) |
|-----------------------------------------------|--------------------------------------------------------|-----------------------------------------|-------------------------------------------------------|-----------------------------------|--------------------------------------------------------------------------------------------|-------------------------------------------------------------|----------------------------------------------------------------|
|                                               |                                                        |                                         |                                                       | Code                              | V (A) (D)                                                                                  | Date Exercisable Expiration Date                            | Title Amount or Number of Shares                               |
| Performance-based restricted stock units      | <u>(3)</u>                                             | 03/08/2019                              |                                                       | M                                 | 4,258                                                                                      | <u>(3)</u> <u>(3)</u>                                       | Class A Common Stock 4,258                                     |

## Reporting Owners

### Reporting Owner Name / Address

### Relationships

Director 10% Owner Officer Other

Sherman Darrell  
4900 N. SCOTTSDALE ROAD, SUITE 2000  
SCOTTSDALE, AZ 85251

EVP, CLO & Secretary

## Signatures

/s/ Darrell  
Sherman 03/11/2019

Signature of Date  
Reporting Person

## 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).

Represents the vesting and settlement of performance-based vesting restricted stock units ("PSUs") granted by the Issuer on February 8, (1) 2016, under Issuer's 2013 Omnibus Equity Award Plan, as amended. Upon vesting, each PSU is settled in a share of the Issuer's Class A Common Stock.

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- (2) Represents shares of Class A Common Stock withheld by the Issuer to cover tax withholding obligations upon the vesting of PSUs.

On February 12, 2018, the reporting person received a grant of PSUs representing 7,299 shares of the Issuer's Class A Common Stock (at target). The PSUs cliff vest at the end of a three year performance cycle, generally subject to the reporting person's continued

- (3) employment through the applicable vesting date, with the number of PSUs earned and issued determined based on achievement of return on net asset performance objectives approved by the Issuer's compensation committee for each year of the performance cycle. The compensation committee determined that the objectives for the first tranche (2018) were achieved at a level resulting in 4,258 PSUs being earned by the reporting person on March 8, 2019, subject to satisfaction of the vesting conditions for such 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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