

Forestar Group Inc.
Form 8-K
August 28, 2017

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

FORM 8-K

**CURRENT REPORT
PURSUANT TO SECTION 13 OR 15(d) OF THE
SECURITIES EXCHANGE ACT OF 1934**

Date of report (Date of earliest event reported):
August 28, 2017

FORESTAR GROUP INC.

(Exact name of registrant as specified in its charter)

Delaware
(State or Other Jurisdiction
of Incorporation)

001-33662
(Commission File Number)

26-1336998
(IRS Employer
Identification Number)

6300 Bee Cave Road, Building Two, Suite 500, Austin, Texas 78746
(Address of principal executive offices, including zip code)

(512) 433-5200
(Registrant's telephone number, including area code)

N/A
(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Indicate by check mark whether the registrant is an emerging growth company as defined in as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

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Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 8.01. Other Events.

On August 28, 2017, Forestar Group Inc. ("Forestar") first sent to its stockholders an updated Cover Letter, Election Form and Letter of Transmittal, and Notice of Guaranteed Delivery (collectively, the "Election Documents") in connection with the proposed merger of Force Merger Sub, Inc. ("Merger Sub"), a wholly owned subsidiary of D.R. Horton, Inc. ("D.R. Horton"), with and into Forestar, pursuant to that certain Agreement and Plan of Merger, dated as of June 29, 2017, among D.R. Horton, Merger Sub and Forestar. Copies of the forms of the Election Documents are filed as Exhibits 99.1-99.3 hereto and are incorporated herein by reference.

Item 9.01. Financial Statements and Exhibits.

(d)

Exhibits

- 99.1 Form of Cover Letter
- 99.2 Form of Election Form and Letter of Transmittal
- 99.3 Form of Notice of Guaranteed Delivery

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SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

FORESTAR GROUP INC.

Dated: August 28, 2017

By: /s/ CHARLES D. JEHL

Name: Charles D. Jehl
Title: Chief Financial Officer

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EXHIBIT INDEX

Exhibit No.	Description
99.1	Form of Cover Letter
99.2	Form of Election Form and Letter of Transmittal
99.3	Form of Notice of Guaranteed Delivery

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