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Forestar Gro	oup Inc.										
Form 4 December 10	6, 2009										
								OMB APPROVAL			
Washington, D.C. 20549									OMB Number:	3235-0287	
Check this box if no longer								Expires:	January 31, 2005		
subject to Section 1	Subject to Section 16. Form 4 or							Estimated a burden hou response	d average ours per		
Form 5 obligations may continue. See Instruction 1(b). 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 I	Responses)										
1. Name and A JASTROW	5	Symbol	Name and Group Ii			ıg	5. Relationship of Reporting Person(s) to Issuer				
(Last)					J		(Check all applicable)				
		(3. Date of Earliest Transaction (Month/Day/Year)					_X_Director10% Owner			
6300 BEE CAVE 12/15/2009 Officer (give title below) Other (specify below) ROAD, BUILDING TWO, SUITE 500 Officer (give title below) Other (specify below)									er (specify		
Filed(Month/Day/Year) Appli _X_F						Applicable Line) _X_ Form filed by C Form filed by M	vidual or Joint/Group Filing(Check able Line) orm filed by One Reporting Person rm filed by More than One Reporting				
		(7)						Person			
(City)	(State)	(Zip)	Tabl	e I - Non-D	Derivative S	Securi	ities Acqu	uired, Disposed of	, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deeme Execution I any (Month/Da	n Date, if Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5)				l of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
a				Code V	Amount	(D)	Price	(Instr. 3 and 4)			
Common Stock	12/15/2009	12/15/20	09	М	66,666	А	\$ 11.76	220,164 (1) (2) (2)	D		
Common Stock	12/15/2009	12/15/20	09	F	47,123 (1)	D	\$ 21.83	173,041 <u>(3)</u>	D		
Common Stock								3,787 <u>(4)</u>	I	By Trustee 401(k) Plan	

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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. Transactic Code (Instr. 8)	Secu Secu Acqu or D (D)	rities uired (A) isposed of r. 3, 4,	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option (right to buy) $(5) (6)$	\$ 11.76	12/15/2009		М		66,666	02/02/2002	02/02/2011	Common Stock	66,666
Option (right to buy) $(5) (7)$	\$ 13.26						02/01/2003	02/01/2012	Common Stock	33,333
Option (right to buy) (5) (8)	\$ 8.68						02/07/2004	02/07/2013	Common Stock	36,666
Option (right to buy) $(5) (9)$	\$ 15.02						02/06/2005	02/06/2014	Common Stock	33,333
Option (right to buy) (5) (10)	\$ 20.26						02/04/2006	02/04/2015	Common Stock	33,333
Option (right to buy) (5) (11)	\$ 27.06						02/03/2007	02/03/2016	Common Stock	34,166
Option (right to buy) (12)	\$ 28.85						02/12/2009	02/12/2018	Common Stock	20,000
Restricted Share Units (5) (13)	<u>(13)</u>						<u>(13)</u>	(13)	Common Stock	50,000
Restricted Share Units (14)	<u>(14)</u>						(14)	(14)	Common Stock	8,073

Restricted Share (14) Units (14)

 $\frac{(14)}{\text{Stock}}$ Common 1,437

(14)

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

JASTROW KENNETH M II 6300 BEE CAVE ROAD BUILDING TWO, SUITE 500 AUSTIN, TX 78746

Signatures

David M. Grimm signing on behalf of Kenneth M. Jastrow, II

12/16/2009

Date

**Signature of Reporting Person

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

X

- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Reporting Person acquired additional shares by swapping shares already owned, resulting in a net increase in shares.
- (2) Amount includes correction of November 16, 2009 option exercise transaction (reported November 17, 2009) reporting 47,237 shares used to pay the exercise price and associated tax withholding. The actual number of shares used was 54,493.
- (3) In accordance with the Rights Agreement adopted by the Company on December 11, 2007, Preferred Stock Purchase Rights are deemed to be attached to the shares of Common Stock.

Reporting Person acquired shares through acquisitions under the Temple-Inland 401(k) plan. By trustee of the Temple-Inland 401(k)
 (4) Plan according to the latest report of the Plan Administrator. (Note: Trustee uses unit accounting; therefore, share equivalents may fluctuate slightly from month to month.)

- (5) Shares acquired in a pro rata distribution by Temple-Inland Inc. through a spin-off effective December 28, 2007.
- Options Vesting Schedule Exercise price \$11.76: Options Exercisable 02/04/2002 16,666; Options Exercisable 02/04/2003 16,666;
 Options Exercisable 02/04/2004 16,666; Options Exercisable 02/04/2005 16,666.
- Options Vesting Schedule Exercise price \$13.26: Options Exercisable 02/01/2003 8,333; Options Exercisable 02/01/2004 8,333;
 Options Exercisable 02/01/2005 8,333; and Options Exercisable 02/01/2006 8,333.
- (8) Options Vesting Schedule Exercise price \$8.68: Options Exercisable 02/07/2004 9,166; Options Exercisable 02/07/2005 9,167; Options Exercisable 02/07/2006 9,166; and Options Exercisable 02/07/2007 9,167.
- (9) Options Vesting Schedule Exercise price \$15.02: Options Exercisable 02/06/2005 8,333; Options Exercisable 02/06/2006 8,333; Options Exercisable 02/06/2007 8,333 and Options Exercisable 01/01/2008 8,333.
- (10) Options Vesting Schedule Exercise price \$20.26: Options Exercisable 02/04/2006 8,333; Options Exercisable 02/04/2007 8,333; and Options Exercisable 01/01/2008 -16,666.
- (11) Options Vesting Schedule Exercise price \$27.06: Options Exercisable 02/03/2007 8,541; and Options Exercisable 01/01/2008 25,625.
- (12) Options Vesting Schedule for Options Granted 02/12/2008 Exercise price \$28.85: Options Exercisable 02/12/2009 6,500; Options Exercisable 02/12/2011 7,000.
- (13) Restricted share units are payable effective February 2, 2010, pursuant to Temple-Inland retirement agreement previously disclosed. Restricted share units will be settled for cash based on the fair market value on the payment date.

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(14) Restricted share units accrued under a Company plan to be settled in cash following Reporting Person's retirement.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.