## Edgar Filing: Forestar Group Inc. - Form 4

Forestar Grou	ıp Inc.										
Form 4											
November 12	, 2014										
<b>FORM</b>	Δ									PPROVAL	
	UNITEDS	STATES		ITIES AN hington, 1			NGE (	COMMISSION	OMB Number:	3235-0287	
Check this box if no longer subject to STATEMENT OF CHANG									Expires:	January 31	
				GES IN BENEFICIAL OWNERSHIP ( SECURITIES				<b>NERSHIP OF</b>	200		
										Estimated average burden hours per	
Form 4 or									response 0.		
Form 5	Filed purs	uant to So	ection 16	(a) of the	Securiti	es Ex	chang	ge Act of 1934,	·		
obligation		) of the P	ublic Uti	ility Hold	ing Com	pany	Act o	f 1935 or Sectio	n		
may contin See Instruc		30(h) c	of the Inv	vestment (	Company	Act	of 19	40			
1(b).											
(Print or Type R	esponses)										
1. Name and Address of Reporting Person <sup>*</sup> _ 2. Issuer				Name and Ticker or Trading				5. Relationship of Reporting Person(s) to			
Brown Kathleen Symbol								Issuer			
			Forestar	Group In	c. [FOR]			(Che	ck all applicable	a)	
(Last)	(First) (M	liddle)	3. Date of	Earliest Tra	nsaction			(Click	ck all applicable	-)	
	· · · · ·		(Month/Da					X Director	10%	6 Owner	
6300 BEE C.	AVE		11/11/20	•				Officer (give		er (specify	
ROAD, BUI	LDING TWO, SU							below)	below)		
500											
	(Street)		4 If Amer	dment Dat	e Original			6 Individual or I	oint/Group Filip	ng(Check	
· /			ndment, Date Original				6. Individual or Joint/Group Filing(Check Applicable Line)				
						11 /	One Reporting Person				
AUSTIN, TX	K 78746							Form filed by M	More than One Re		
,								Person			
(City)	(State) (2	Zip)	Table	e I - Non-De	erivative S	ecuri	ties Ac	quired, Disposed o	f, or Beneficia	lly Owned	
1.Title of	2. Transaction Date	2A. Deen	eemed 3. 4. Securities				5. Amount of	6. Ownership	7. Nature of		
Security	(Month/Day/Year)	on Date, if TransactionAcquired (A) or					Securities	Form: Direct	Indirect		
(Instr. 3)		any	CodeDisposed of (D)/Day/Year)(Instr. 8)(Instr. 3, 4 and 5)			Beneficially	(D) or	Beneficial			
		(Month/D				Owned		Ownership			
								Following Reported	(Instr. 4)	(Instr. 4)	
						(A)		Transaction(s)			
				Codo V	Amount	or	Duica	(Instr. 3 and 4)			
Common				Code V	Amount 1,292	(D)	Price				
Stock	11/11/2014			А	1,292 (1)	А	\$0	39,858 <u>(2)</u>	D		
STOCK					<u>(-)</u>						

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)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)			7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. F Den Sec (Ins
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Option (right to buy) ( <u>3)</u>	\$ 28.85					02/12/2009	02/12/2018	Common Stock	20,000	
Restricted Share Units (4)	<u>(4)</u>					(4)	(4)	Common Stock	<u>(4)</u>	

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## **Reporting Owners**

Reporting Owner Name / Address	Relationships							
1	Director	Director 10% Owner		Other				
Brown Kathleen 6300 BEE CAVE ROAD BUILDING TWO, SUITE 500 AUSTIN, TX 78746	Х							
Signatures								
David M. Grimm signing on behalf of Kathleen 11/12/2								
**Signature of Reporting I	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) Restricted stock units accrued under a Company Plan to be settled following Reporting Person's retirement.
- (2) 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.
- (3) Options Vesting Schedule for Options Granted 02/12/2008 Exercise price is \$28.85: Options Exerciserable 02/12/2009 6,500; Options Exerciserable 02/12/2010 6,500; Options Exerciserable 02/12/2011 7,000.
- (4) Restricted share units accrued under a Company plan to be settled in cash following Reporting Person's retirement. Restricted share units are vested on the date of grant and have the economic equivalent of one share of common stock.

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.