

LGI Homes, Inc.
Form 4
November 15, 2013

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
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Lipar Eric Thomas

(Last) (First) (Middle)

1450 LAKE ROBBINS DRIVE,
SUITE 430

(Street)

THE WOODLANDS, TX 77380

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

LGI Homes, Inc. [LGIH]

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

11/13/2013

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)

See Remarks

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		
Common Stock	11/13/2013		P		522,357	A	<u>(1)</u> 523,357	D	
Common Stock	11/13/2013		P		2,339,297	A	<u>(1)</u> 2,339,297 <u>(2)</u>	I	By EDSS Holdings, LP
Common Stock	11/14/2013		<u>J</u> ⁽³⁾		23,244	A	\$ 0 23,244	I	By LGI Fund II GP, LLC
Common Stock	11/14/2013		<u>J</u> ⁽³⁾		175	A	\$ 0 175	I	By LGI Fund III GP, LLC

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Common Stock	11/14/2013	J ⁽³⁾	17,326	A	\$ 0	17,326	I	By spouse
Common Stock	11/14/2013	J ⁽³⁾	37,500	A	\$ 0	37,500	I	By 401(k) plan

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 (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. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 3)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Lipar Eric Thomas 1450 LAKE ROBBINS DRIVE, SUITE 430 THE WOODLANDS, TX 77380	X X See Remarks

Signatures

/s/ Eric Thomas
Lipar

11/14/2013

**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) The reporting person acquired the Common Stock in exchange for the reporting person's equity interests in certain entities which comprise the Issuer's predecessor at a valuation of \$11.00 per share, in connection with the Issuer's initial public offering of its Common

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Stock.

- The reporting person is the sole owner of the general partner of EDSS Holdings, LP, and a limited partner in EDSS Holdings, LP. The
- (2) reporting person disclaims beneficial ownership of 678,396 shares of LGIH common stock owned by EDSS Holdings, LP attributable to other limited partners in that partnership.
 - (3) Pro rata liquidating distribution from LGI Investment Fund II, LP and LGI Investment Fund III, LP. The reporting person is the sole owner of the general partner of each such limited partnership.

Remarks:

Chief Executive Officer and Chairman of the Board

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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