GRISE CHERYL W Form 4

June 02, 2011

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

2. Issuer Name and Ticker or Trading

PULTEGROUP INC/MI/ [PHM]

(Print or Type Responses)

1. Name and Address of Reporting Person * **GRISE CHERYL W**

(First) (Middle) (Last)

41 WEST HAYCOCK PT RD

(Street)

06/01/2011

(Month/Day/Year)

3. Date of Earliest Transaction

Symbol

4. If Amendment, Date Original

Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to

OMB APPROVAL

3235-0287

January 31,

2005

0.5

OMB

Number:

Expires:

response...

Estimated average

burden hours per

Issuer

(Check all applicable)

X_ Director 10% Owner Officer (give title Other (specify

below)

6. Individual or Joint/Group Filing(Check

Applicable Line) _X_ Form filed by One Reporting Person

Form filed by More than One Reporting Person

BRANFORD, CT 06405

(State)

(City)

1.Title of

Security

(Instr. 3)

Common

Stock

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 2. Transaction Date 2A. Deemed (Month/Day/Year) Execution Date, if

(Zip)

4. Securities TransactionAcquired (A) or Code Disposed of (D)

(Instr. 8) (Instr. 3, 4 and 5)

Securities Beneficially Owned Following Reported

5. Amount of

6. Ownership 7. Nature of Form: Direct Indirect (D) or Beneficial Indirect (I) (Instr. 4)

Ownership (Instr. 4)

Transaction(s) (Instr. 3 and 4)

Code V Amount (D) Price

(A)

or

8,200

D

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

(Month/Day/Year)

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)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)

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	Code	5. Number of torDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)				8. Pr Deri Secu (Inst
			Code V	(A) (D)) Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Deferred Share Unit	<u>(1)</u>	06/01/2011	A	17,074	(2)	(2)	Common Stock	17,074	9

Reporting Owners

Relationships Reporting Owner Name / Address Director 10% Owner Officer Other GRISE CHERYL W X 41 WEST HAYCOCK PT RD BRANFORD, CT 06405

Signatures

/s/ Jan M. Klym by Power of Attorney

06/02/2011

**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 units will convert into shares of common stock on a 1-for-1 basis.
- (2) The date exercisable and expiration date are both the date of the Director's termination of Board membership.

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. >P.O. BOX 437

289 PR 3344

SONORA, TX 76950-0437 X

Signatures

Robert L. Hayter, by Power of 08/05/2014 Attorney

**Signature of Reporting Person Date

Reporting Owners 2

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Explanation of Responses:

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- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Vesting on August 1, 2014 of 25% of restricted stock units granted on August 1, 2012 and August 1, 2013.
- (2) Each restricted stock unit represents a right to receive one share of the Company's common stock.
- (3) The restricted stock units vest in four equal annual installments beginning August 1, 2015. Vested shares will be delivered to the reporting person either upon vesting, or if reporting person elected to defer receipt, following cessation as a director.
- (4) The restricted stock units vest in four equal annual installments beginning August 1, 2014. Vested shares will be delivered to the reporting person either upon vesting, or if reporting person elected to defer receipt, following cessation as a director.
- (5) The restricted stock units vest in four equal annual installments beginning August 1, 2013. Vested shares will be delivered to the reporting person either upon vesting, or if reporting person elected to defer receipt, following cessation as a director.

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