

Cone C. David  
Form 4  
March 11, 2019

**FORM 4**

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Cone C. David

2. Issuer Name and Ticker or Trading Symbol  
Taylor Morrison Home Corp [TMHC]

5. Relationship of Reporting Person(s) to Issuer  
(Check all applicable)  
 Director  10% Owner  
 Officer (give title below)  Other (specify below)  
EVP and CFO

(Last) (First) (Middle)  
4900 N. SCOTTSDALE ROAD,  
SUITE 2000  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
03/08/2019

SCOTTSDALE, AZ 85251

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

(City) (State) (Zip)

**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
Class A Common Stock	03/08/2019		A <sup>(1)</sup>		20,797	A	\$ 0
					93,388		D
Class A Common Stock	03/08/2019		F		6,125 <sup>(2)</sup>	D	\$ 16.79
					87,263		D
Class A Common Stock	03/08/2019		A <sup>(1)</sup>		16,704	A	\$ 0
					103,967		D
Class A Common Stock	03/08/2019		F		6,086	D	\$ 0
					97,881		D

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Common Stock	<u>(2)</u>	16.79		
Class A Common Stock		2,200	I	By C.D. Cone Trust

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

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(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 (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 Security (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable      Expiration Date	Title
Performance-based restricted stock units	<u>(3)</u>	03/08/2019		M	7,226	<u>(3)</u> <u>(3)</u>	Class A Common Stock

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Cone C. David 4900 N. SCOTTSDALE ROAD, SUITE 2000 SCOTTSDALE, AZ 85251			EVP and CFO	

## Signatures

/s/ C. David  
Cone

03/11/2019

\*\*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).

Represents the vesting and settlement of performance-based vesting restricted stock units ("PSUs") granted by the Issuer on February 8, 2016, under Issuer's 2013 Omnibus Equity Award Plan, as amended. Upon vesting, each PSU is settled in a share of the Issuer's Class A Common Stock.

(2) Represents shares of Class A Common Stock withheld by the Issuer to cover tax withholding obligations upon the vesting of PSUs.

On February 12, 2018, the reporting person received a grant of PSUs representing 12,387 shares of the Issuer's Class A Common Stock (at target). The PSUs cliff vest at the end of a three year performance cycle, generally subject to the reporting person's continued employment through the applicable vesting date, with the number of PSUs earned and issued determined based on achievement of return on net asset performance objectives approved by the Issuer's compensation committee for each year of the performance cycle. The compensation committee determined that the objectives for the first tranche (2018) were achieved at a level resulting in 7,226 PSUs being earned by the reporting person on March 8, 2019, subject to satisfaction of the vesting conditions for such grant.

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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