

Sherman Darrell
Form 4
October 30, 2018

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

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(Print or Type Responses)

1. Name and Address of Reporting Person *
Sherman Darrell

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

3. Date of Earliest Transaction
(Month/Day/Year)
10/26/2018

____ Director ____ 10% Owner
X Officer (give title below) ____ Other (specify below)
EVP, CLO & Secretary

(Street)

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

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

SCOTTSDALE, AZ 85251

(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	10/26/2018		A ⁽¹⁾		123,046	A	\$ 0 (1)
					130,839	D	

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
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(9-02)

**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)	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)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Common Partnership Units and Class B Common Stock	(2)	10/26/2018		D		123,046		(2)	(3)	Class A Common Stock	123,046

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Sherman Darrell 4900 N. SCOTTSDALE ROAD, SUITE 2000 SCOTTSDALE, AZ 85251	EVP, CLO & Secretary

Signatures

/s/ Darrell
Sherman 10/30/2018

**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) Represents shares of Class A Common Stock ("Class A Shares") that were obtained in exchange for the contribution to Taylor Morrison Home Corporation (the "Issuer") of an equal number of Common Partnership Units ("New TMM Units") of TMM Holdings II Limited Partnership along with an equal number of shares of Class B Common Stock ("Class B Shares").
- (2) Pursuant to the terms of the Exchange Agreement, dated as of April 9, 2013 (the "Exchange Agreement"), the reporting person was permitted to exchange all or a portion of his vested New TMM Units (along with an equal number of its Class B Shares) at any time for Class A Shares on a one-for-one basis. The Exchange Agreement was terminated on October 26, 2018 in connection with the contribution of all outstanding Class B shares, together with paired New TMM Units, to the Issuer.
- (3) The New TMM Units do not expire and the reporting person is not required to pay an exercise price in connection with exchanges. Each Class B Share provides the holder with one vote on all matters submitted to a vote of the Issuer's stockholders but does not entitle the holder to any of the economic rights associated with the Class A Shares.

Remarks:

As of October 26, 2018, Taylor Morrison Home Corporation (formerly known as Taylor Morrison Homes Corporation) became

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.