

MEZGER JEFFREY T

Form 4

August 13, 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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response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
MEZGER JEFFREY T

(Last) (First) (Middle)

C/O KB HOME, 10990 WILSHIRE  
BOULEVARD, 7TH FLOOR

(Street)

LOS ANGELES, CA 90024

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol  
KB HOME [KBH]

3. Date of Earliest Transaction  
(Month/Day/Year)  
08/09/2018

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)

President and CEO

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<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired<br>(A) or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|---|---|--------------------------------------|---|--|--|---|
| Common<br>Stock                       | 08/09/2018                              |   | M                                    | 50,000  | A \$ 19.9  | 811,287  | D   |
| Common<br>Stock                       | 08/09/2018                              |   | S                                    | 50,000  | D \$<br>(1) 24.25  | 761,287  | D   |
| Common<br>Stock                       | 08/10/2018                              |   | M                                    | 75,000  | A \$ 19.9  | 836,287  | D   |
| Common<br>Stock                       | 08/10/2018                              |   | S                                    | 75,000  | D \$<br>(2) 24.04  | 761,287  | D   |

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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<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number of<br>Derivative<br>Securities<br>Acquired (A)<br>or Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and Amount<br>Underlying Security<br>(Instr. 3 and 4) | Amount<br>or<br>Number<br>of Shares |
|---|--|---|---|--------------------------------------|--|--|--|-------------------------------------|
| Non-Qualified<br>Stock Options<br>(Right to Buy)    | \$ 19.9  | 08/09/2018                              |   | M                                    | 50,000   | <u>(3)</u> 10/02/2018  | Common<br>Stock  | 50,000                              |
| Non-Qualified<br>Stock Options<br>(Right to Buy)    | \$ 19.9  | 08/10/2018                              |   | M                                    | 75,000   | <u>(3)</u> 10/02/2018  | Common<br>Stock  | 75,000                              |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |                   |       |
|---|---------------|-----------|-------------------|-------|
|   | Director      | 10% Owner | Officer           | Other |
| MEZGER JEFFREY T<br>C/O KB HOME, 10990 WILSHIRE BOULEVARD<br>7TH FLOOR<br>LOS ANGELES, CA 90024 | X             |           | President and CEO |       |

## Signatures

Tony Richelieu, Attorney-in-Fact for Jeffrey T. Mezger 08/13/2018

\_\_\_\_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) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$24.16 to \$24.47, inclusive. The reporting person undertakes to provide to KB Home, any security holder of KB Home, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in footnotes (1) and (2) to this Form 4.

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- (2) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$24.00 to \$24.16, inclusive.

- The stock options were granted to the reporting person on August 13, 2010 in connection with an exchange offer to replace an equal number of canceled cash-settled stock appreciation rights (SARs) that were granted to the reporting person on October 2, 2008. The stock options have the same term (expiring on October 2, 2018), vesting schedule (three equal annual installments beginning on October 2, 2009), and exercise price as the canceled SARs.
- (3)

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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