

HORTON D R INC /DE/
Form 4
February 22, 2008

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 *
WHEAT BILL W

(Last) (First) (Middle)

301 COMMERCE STREET, SUITE
500

(Street)

FORT WORTH,, TX 76102

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
HORTON D R INC /DE/ [DHI]

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

02/21/2008

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) EVP and CFO

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 Ownership Indirect Beneficial Ownership (Instr. 4)
Common Stock	02/21/2008	02/21/2008	M	16,335	A \$ 6.0783	20,799	D
Common Stock	02/21/2008	02/21/2008	M	23,310	A \$ 5.0113	44,109	D
Common Stock	02/21/2008	02/21/2008	S	6,500	D \$ 16.01	37,609	D
Common Stock	02/21/2008	02/21/2008	S	600	D \$ 16.02	37,009	D
Common Stock	02/21/2008	02/21/2008	S	2,825	D \$ 16.03	34,184	D

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Common Stock	02/21/2008	02/21/2008	S	75	D	\$ 16.05	34,109	D
Common Stock	02/21/2008	02/21/2008	S	494	D	\$ 16.07	33,615	D
Common Stock	02/21/2008	02/21/2008	S	9,506	D	\$ 16.1	24,109	D
Common Stock	02/21/2008	02/21/2008	S	4,718	D	\$ 16.13	19,391 ⁽¹⁾	D

Common Stock							116 ⁽¹⁾	I
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Held by
IRA of
Mr.
Wheat's
spouse.

Common Stock							332 ⁽¹⁾	I
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Held by
Trust for
Mr.
Wheat's
child.

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 required to respond unless the form displays a currently valid OMB control number.

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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 Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount Underlying Securities (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 6.0783	02/21/2008	02/21/2008	M		16,335		07/23/1999 ⁽²⁾	07/23/2008	Common Stock	16,335
Employee Stock Option	\$ 5.0113	02/21/2008	02/21/2008	M		23,310		10/02/2001 ⁽³⁾	10/02/2010	Common Stock	23,310

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WHEAT BILL W 301 COMMERCE STREET SUITE 500 FORT WORTH., TX 76102	X		EVP and CFO	

/s/ Bill W.
Wheat

02/22/2008

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) Following all transactions listed on this Form 4, Mr. Wheat owns directly 19,391 shares of DHI common stock and indirectly owns 448 shares of DHI common stock.
- Stock option has a 10-year term, vested as to 10% of the option grant amount on each of the first nine anniversary dates of July 23 and vests as to the remaining 10% 9.75 years after the option grant date of July 23, 1998. July 23, 1999 reflects the one-year anniversary date from the date of the stock option grant.
- (2)
- Stock option has a 10-year term, vested as to 10% of the option grant amount on each of the first nine anniversary dates of October 2 and vests as to the remaining 10% 9.75 years after the option grant date of October 2, 2000. October 2, 2001 reflects the one-year anniversary date from the date of the stock option grant.
- (3)

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.