

PULTEGROUP INC/MI/
Form 4
March 03, 2014

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

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 *
SCHLAGETER STEPHEN P

(Last) (First) (Middle)

10600 ARROWHEAD DRIVE, STE 225

(Street)

FAIRFAX, VA 22030

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
PULTEGROUP INC/MI/ [PHM]

3. Date of Earliest Transaction (Month/Day/Year)
02/28/2014

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)
Area President

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 (Instr. 4)
			Code	V	Amount (A) or (D) Price		
Common Stock	02/28/2014		M		8,000 A \$ 10.93	D	106,674
Common Stock	02/28/2014		S		8,000 D \$ 21.025	D	98,674
Common Stock	02/28/2014		M		10,000 A \$ 12.335	D	108,674
Common Stock	02/28/2014		S		10,000 D \$ 21.025	D	98,674
Common Stock	02/28/2014		M		6,750 A \$ 7.765	D	105,424

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Common Stock 02/28/2014 S 6,750 D \$ 21.025 98,674 D
 Units 1,311.263 ⁽¹⁾ I via 401(k) Plan

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

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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 of Underlying Security (Instr. 3 and 4)	Amount or Number of Shares
Employee Stock Option (Right to Buy)	\$ 10.93	02/28/2014		M	8,000	12/06/2009 ⁽²⁾ 12/06/2017	Common Stock	8,000
Employee Stock Option (Right to Buy)	\$ 12.335	02/28/2014		M	10,000	08/18/2011 ⁽³⁾ 08/18/2019	Common Stock	10,000
Employee Stock Option (Right to Buy)	\$ 7.765	02/28/2014		M	6,750	02/10/2013 ⁽⁴⁾ 02/10/2021	Common Stock	6,750

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SCHLAGETER STEPHEN P 10600 ARROWHEAD DRIVE			Area President	

STE 225
FAIRFAX, VA 22030

Signatures

/s/ Steven M. Cook,
attorney-in-fact

03/03/2014

__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 units of the PulteGroup, Inc. Stock Fund (the Fund) of the PulteGroup, Inc. 401(k) Plan. The Fund consists of cash and
(1) Common Stock in amounts that vary from time to time. The reporting person's units represent 2,791.822 shares of PulteGroup, Inc. Common Stock held in the Fund as of 02/28/2014.
(2) fully vested and exercisable.
(3) fully vested and exercisable
(4) These options vest 50% on 2/10/2013, and 25% on both 2/10/2014 and 2/10/2015.

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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