

LENNAR CORP /NEW/  
Form 4  
December 29, 2006

**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 \*  
**GROSS BRUCE E**

2. Issuer Name and Ticker or Trading Symbol  
**LENNAR CORP /NEW/  
[LEN,LEN.B]**

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

(Last) (First) (Middle)  
**LENNAR CORPORATION, 700  
NW 107 AVENUE STE 400**  
  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
**12/22/2006**

**MIAMI, FL 33172**

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 Ownership (Instr. 4) |         |            |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|---------|------------|
|                                 |                                      |  | Code                           | V   | Amount  | (A) or (D)   | Price                             |         |            |
| Class A Common Stock            | 12/22/2006                           | 12/22/2006   | G                              |   | 1,200   | D  | \$ 0                              | 190,738 | D          |
| Class A Common Stock            | 12/22/2006                           | 12/22/2006   | G                              |   | 1,200   | A  | \$ 0                              | 5,211   | I By Trust |
| Class A Common Stock            | 12/27/2006                           | 12/27/2006   | M                              |   | 20,000  | A  | \$ 9.08                           | 210,738 | D          |
| Class B                         | 12/27/2006                           | 12/27/2006   | M                              |   | 2,000   | A  | \$ 0                              | 33,434  | D          |

Common  
Stock(1)

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 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 Number Shares |
| Stock Option (Right to Buy)                | \$ 9.08  | 12/27/2006                           | 12/27/2006   | M                              | 20,000  | 11/12/2006   | 11/12/2007  | Class A Common Stock | 20,000               |
| Stock Option (Right to Buy)                | \$ 18.32   |                                      |  |                                |   | 03/06/2005   | 03/06/2011  | Class A Common Stock | 11,490               |
| Stock Option (Right to Buy)                | \$ 26.32   |                                      |  |                                |   | 01/25/2006   | 01/25/2012  | Class A Common Stock | 18,000               |
| Stock Option (Right to Buy)                | \$ 27.845  |                                      |  |                                |   | 01/23/2004 <sup>(2)</sup>                                | 01/23/2008  | Class A Common Stock | 60,000               |
| Stock Option (Right to Buy)                | \$ 46.42   |                                      |  |                                |   | 12/17/2004 <sup>(2)</sup>                                | 12/17/2008  | Class A Common Stock | 100,000              |
| Stock Option (Right to Buy)                | \$ 55  |                                      |  |                                |   | 12/16/2005 <sup>(2)</sup>                                | 12/16/2009  | Class A Common Stock | 50,000               |
|  | \$ 62.675  |                                      |  |                                |   | 01/05/2007 <sup>(2)</sup>                                | 01/05/2011  |                      | 50,000               |

|                                 |                     |            |            |   |                      |            |            |  |                      |       |
|---------------------------------|---------------------|------------|------------|---|----------------------|------------|------------|--|----------------------|-------|
| Stock Option (Right to Buy)     |                     |            |            |   |                      |            |            |  | Class A Common Stock |       |
| Stock Option (Right to Acquire) | \$ 0 <sup>(1)</sup> | 12/27/2006 | 12/27/2006 | M | 2,000 <sup>(3)</sup> | 11/12/2006 | 11/12/2007 |  | Class B Common Stock | 2,000 |
| Stock Option (Right to Acquire) | \$ 0                |            |            |   |                      | 03/06/2005 | 03/06/2011 |  | Class B Common Stock | 1,149 |
| Stock Option (Right to Acquire) | \$ 0                |            |            |   |                      | 01/25/2006 | 01/25/2012 |  | Class B Common Stock | 1,800 |
| Stock Option (Right to Acquire) | \$ 0                |            |            |   |                      | 01/23/2004 | 01/23/2008 |  | Class B Common Stock | 6,000 |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |                    |       |
|---|---------------|-----------|--------------------|-------|
|   | Director      | 10% Owner | Officer            | Other |
| GROSS BRUCE E<br>LENNAR CORPORATION<br>700 NW 107 AVENUE STE 400<br>MIAMI, FL 33172 |               |           | Vice President/CFO |       |

## Signatures

Michael Francis as Attorney-In-Fact for Bruce E. Gross  
12/29/2006

\_\_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 Class B Common Stock was issued as a result of anti-dilution provisions with regard to certain exercises of options that relate to Class A Common Stock
- (2) Stock options granted become exercisable in four annual installments. 10% of the stock options become exercisable on the first anniversary of the grant date and 30% of the stock options become exercisable on each of the next three anniversaries of the grant date.
- (3) Represents shares of Class B Common Stock to be issued upon the exercise of certain options to purchase Class A Common Stock

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.