

KB HOME
Form 8-K
July 31, 2012

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

**Pursuant to Section 13 or 15(d) of the
Securities Exchange Act of 1934**

Date of Report (Date of earliest event reported): July 31, 2012

KB HOME

(Exact name of registrant as specified in its charter)

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(State or other Jurisdiction
of Incorporation)

(Commission
File Number)

(IRS Employer
Identification No.)

10990 Wilshire Boulevard, Los Angeles, California
(Address of Principal Executive Offices)

Registrant's telephone number, including area code: (310) 231-4000

90024
(Zip Code)

Not Applicable

(Former name or former address if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 8.01 Other Events.

On July 31, 2012, KB Home (the Company) issued \$350,000,000 in aggregate principal amount of its 7.5% Senior Notes due 2022 (the Notes). The Company filed a prospectus supplement, dated July 24, 2012, under its Registration Statement on Form S-3ASR (No. 333-176930) with respect to the offering of the Notes. Exhibits are filed herewith in connection with the issuance of the Notes.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

- 1.1 Underwriting Agreement, dated July 24, 2012, regarding \$350,000,000 of the Company's 7.5% Senior Notes due 2022.
- 4.28 Form of 7.5% Senior Note due 2022.
- 4.29 Officers' Certificate and Guarantors' Officers' Certificate dated July 31, 2012, establishing the form and terms of the Notes.
- 5.5 Opinion of Munger, Tolles & Olson LLP.
- 5.6 Opinion of Parsons Behle & Latimer.
- 23.4 Consent of Munger, Tolles & Olson LLP (included in Exhibit 5.5).

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: July 31, 2012

KB Home

By: /s/ BRIAN J. WORAM
Brian J. Woram
Executive Vice President, General Counsel and Secretary
Registered In-House Counsel

EXHIBIT INDEX

Exhibit

| No. | Description |
|------------|--|
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| 4.29 | Officers' Certificate and Guarantors' Officers' Certificate dated July 31, 2012, establishing the form and terms of the Notes. |
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