

Meritage Homes CORP  
 Form 4/A  
 January 02, 2008

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
 Expires: January 31, 2005  
 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 \*  
**SEAY LARRY WAYNE**

(Last) (First) (Middle)  
 17851 NORTH 85TH STREET, SUITE 300  
 (Street)

SCOTTSDALE, AZ 85255

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
**Meritage Homes CORP [MTH]**

3. Date of Earliest Transaction  
 (Month/Day/Year)  
 12/11/2007

4. If Amendment, Date Original Filed(Month/Day/Year)  
 12/12/2007

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_ Director \_\_\_ 10% Owner  
 Officer (give title below) \_\_\_ Other (specify below)  
 Executive VP - 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 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)
			Code	V	Amount	(D)	Price

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 Derivative Security	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of Derivative Securities	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
MTH COMMON STOCK <u>(1)</u>	\$ 15.98	12/11/2007			A		10,643		12/11/2008	12/10/2014	MTH COMMON STOCK	10,
MTH COMMON STOCK <u>(1)</u>	\$ 15.98	12/11/2007			A		10,643		12/11/2009	12/10/2014	MTH COMMON STOCK	10,
MTH COMMON STOCK <u>(1)</u>	\$ 15.98	12/11/2007			A		10,643		12/11/2010	12/10/2014	MTH COMMON STOCK	10,
MTH COMMON STOCK <u>(1)</u>	\$ 15.98	12/11/2007			A		10,643		12/11/2011	12/10/2014	MTH COMMON STOCK	10,
MTH COMMON STOCK <u>(1)</u>	\$ 15.98	12/11/2007			A		10,642		12/11/2012	12/10/2014	MTH COMMON STOCK	10,

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SEAY LARRY WAYNE 17851 NORTH 85TH STREET SUITE 300 SCOTTSDALE, AZ 85255			Executive VP - CFO	

## Signatures

/s/ Larry W.  
Seay

01/02/2008

\*\*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).
- As previously reported on this Form 4 originally filed on December 12, 2007 by the reporting person, the Compensation Committee approved on December 11, 2007 the grant of an option to the reporting person to acquire 90,000 shares of Meritage common stock.
- (1) During the preparation of the option award agreement, the Company determined that this grant exceeded the 2006 Incentive Plans annual calendar limitation on the number of shares that may be granted to any participant by 36,786 shares and such portion of the grant is, accordingly, null and void.

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