Silvers Daniel B. Form 4 August 08, 2017

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB APPROVAL

Number: 3235-0287

Expires: January 31, 2005

Other (specify

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Check this box if no longer subject to Section 16. Form 4 or Form 5

SECURITIES

Filed pursuant to Section 16(a) of the Securities Evchange Act of 1034

Form 5 obligations may continue. See Instruction See Instruction 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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *
2. Issuer Name and Ticker or Trading
Silvers Daniel B.

Symbol
Forestar Group Inc. [FOR]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

08/07/2017

(Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) ___X_ Director ____ 10% Owner

6300 BEE CAVE ROAD, BUILDING TWO, SUITE 500

(Street)

(State)

(Zip)

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

6. Individual or Joint/Group Filing(Check Applicable Line)_X_ Form filed by One Reporting Person

Form filed by More than One Reporting

Officer (give title

AUSTIN, TX 78746

(City)

Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

` • ′	· · · · · · · · · · · · · · · · · · ·	Table	: 1 - Non-De	erivative S	ecuri	ues Ac	quirea, Disposea	or, or beneficia	ny Owned
1.Title of Security (Instr. 3)	2. Transaction Date 2A. Deemed (Month/Day/Year) 2A. Deemed Execution Date, if any (Month/Day/Year)		3. Transactio Code (Instr. 8)	4. Securities nAcquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (A)		5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code V	Amount	or (D)	Price	(Instr. 3 and 4)		
Common Stock	08/07/2017		A	1,565 (1)	A	\$0	48,295	D	
Common Stock	08/07/2017		M	1,448 (1) (2)	A	\$0	49,743	D	
Common Stock							200	I	By Children (3)

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

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displays a currently valid OMB control number.

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. Transacti Code (Instr. 8)	5. Number on f Derivativ 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 or Number of Shares
Option (right to buy) (4)	\$ 14.08					02/10/2016	02/10/2025	Common Stock	20,000
Restricted Share Units (5)	<u>(5)</u>	08/07/2017		M	1,448	(5)	<u>(5)</u>	Common Stock	1,448

Reporting Owners

Reporting Owner Name / Address	Relationships						
· · · · · · · · · · · · · · · · · · ·	Director	10% Owner	Officer	Other			
Silvers Daniel B. 6300 BEE CAVE ROAD BUILDING TWO, SUITE 500 AUSTIN, TX 78746	X						

Signatures

Matthew S. Stark signing on behalf of Daniel B.
Silvers

08/08/2017

**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) Restricted share units accrued under a Company plan to be settled following Reporting Person's retirement.
- (2) Restricted share units vested 08/07/2017.
- (3) 200 shares of Common Stock are held in accounts for the benefit of Daniel B. Silvers' minor children (100 shares of Common Stock are held in each account).
- (4) Vesting schedule for Options granted 02/10/2015 Exercise price is \$14.08: Options Exerciserable 02/10/2016 6,500; Options Exerciserable 02/10/2017 6,500; and Options Exerciserable 02/10/2018 7,000.

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(5) Restricted share units granted on 02/14/2017 will vest as follows: 1,447 on 02/14/2017; 1,448 on 05/09/2017; 1,448 on 08/08/2017; 1,448 on 01/14/2017. Restricted share units will be settled with 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.