Edgar Filing: American Homes 4 Rent - Form 4

| American Ho Form 4 | omes 4 Rent | | | | | | | | | |
|---|-----------------------------------|---------------------|--|---|---|----------------------------------|---|--|--|-----------------|
| August 31, 2 | 016 | | | | | | | | | |
| FORM | 4 | | | | | | | | OMB AF | PROVAL |
| | UNITE | D STATES | | | ND EXCI D.C. 2054 | | GE C | OMMISSION | OMB Number: | 3235-0287 |
| Subject to Section 16. Form 4 or Form 5 Filed pursuant to 5 | | | F CHANGES IN BENEFICIAL OWNE SECURITIES Section 16(a) of the Securities Exchange A | | | | | e Act of 1934, | Expires: Estimated a burden hou response | 0 |
| Obligation may cont <i>See</i> Instru 1(b). | inue. Section 1 | | | • | ling Comp Company | • | | 1935 or Section 0 | 1 | |
| CORRIGAN JACK E Sym | | | Symbol | • | | | | 5. Relationship of Reporting Person(s) to Issuer | | |
| | | | America | an Homes | 4 Rent [A | MH | | (Check all applicable) | | |
| (Mont | | | | ate of Earliest Transaction nth/Day/Year) 31/2016 | | | | X Director 10% Owner X Officer (give title Other (specify below) below) Chief Operating Officer | | |
| | | | ndment, Date Original hth/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 Person | | | |
| (City) | (State) | (Zip) | Tabl | e I - Non-D | erivative Se | curiti | es Acqu | uired, Disposed of | , or Beneficial | ly Owned |
| 1.Title of Security (Instr. 3) | 2. Transaction E (Month/Day/Ye | ar) Executio any | ned | 3. | 4. Securitie on(A) or Disp (Instr. 3, 4 a | s Acq osed o and 5) (A) | uired of (D) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of |
| Class A Common Shares | 08/31/2016 | | | Code V J <u>(1)</u> | Amount 369,199 | or (D) A | Price \$ 0 (1) | (Instr. 3 and 4) 369,199 (<u>1</u>) | I | See Footnote |

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form 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)

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| 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. Transactio Code (Instr. 8) | 5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exer Expiration I (Month/Day | Date | 7. Title and Ar Underlying Sec (Instr. 3 and 4) | curities |
|---|---|---|---|--|--|--|--------------------|---|------------------------|
| | | | | Code V | (A) (D) | Date Exercisable | Expiration Date | Title | Amou Numb Shares |
| Class A Units of Operating Partnership | <u>(3)</u> | 08/31/2016 | | J <u>(1)</u> | 2,242,357 | <u>(3)</u> | <u>(3)</u> | Class A Common Shares | 2,24 |
| Class D Units of Operating Partnership | <u>(5)</u> | 08/31/2016 | | J <u>(1)</u> | 430,970 (<u>6)</u> | <u>(5)</u> | (5) | Class A Units of Operating Partnership | 430 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | |
|--|---------------|-----------|-------------------------|-------|--|--|
| | Director | 10% Owner | Officer | Other | | |
| CORRIGAN JACK E C/O AMERICAN HOMES 4 RENT 30601 AGOURA ROAD, SUITE 200 AGOURA HILLS, CA 91301 | Х | | Chief Operating Officer | | | |
| Signatures | | | | | | |

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Stephanie Heim.

| attorney-in-fact | 08/31/20 |
|---------------------------------|----------|
| **Signature of Reporting Person | Date |

**Signature of Reporting Person

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).
- Effective August 31, 2016 American Homes 4 Rent ("AH LLC") was liquidated and distributed to its members, including reporting (1) person, all of the securities in Issuer and its operating partnership owned by AH LLC, in proportion to the members' interests in AH LLC. These securities distributed to reporting person are pledged for a loan to the entity described in note (2).
- (2) By LLC formed for the benefit of the reporting person and his family and of which the reporting person is manager.
- The Class A Units are redeemable begining one year after the date of issuance (subject to certain limitations set forth in the operating (3) partnership agreement). Class A Units do not have expiration dates.

The Class A Units are redeemable at a redemption amount per unit based on the market value of the Company's Class A Common Shares at the time of redemption. The market value will be equal to the average of the closing trading price of the Class A Common Shares for

- (4) the 10 trading days before the date of receipt of the redemption notice. Issuer may elect in its sole discretion whether to redeem the Class A Units in cash or Class A Common Shares equal to the number of Class A Units offered for redemption.
- The Series D Units are automatically convertible into Class A Units on a one-for-one basis in accordance with the operating partnership (5) agreement.
- Includes Series D Units previously issued upon conversion of the Series E Units on February 29, 2016. (6)

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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.