

SCHOTTENSTEIN ROBERT H
Form 4
October 18, 2017

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 *
SCHOTTENSTEIN ROBERT H

(Last) (First) (Middle)

3 EASTON OVAL

(Street)

COLUMBUS, OH 43219

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
M I HOMES INC [MHO]

3. Date of Earliest Transaction (Month/Day/Year)
10/16/2017

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
Chairman, CEO & President

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 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 | | |
| Depository Shares ⁽¹⁾ | 10/16/2017 | | J ⁽²⁾ | | 30,397 | D | \$ 25 0 | I | See footnote. ⁽³⁾ |
| Depository Shares ⁽¹⁾ | 10/16/2017 | | J ⁽²⁾ | | 2,960 | D | \$ 25 0 | I | See footnote. ⁽⁴⁾ |
| Depository Shares ⁽¹⁾ | 10/16/2017 | | J ⁽²⁾ | | 497 | D | \$ 25 0 | I | See footnote. ⁽⁵⁾ |
| Depository Shares ⁽¹⁾ | 10/16/2017 | | J ⁽²⁾ | | 995 | D | \$ 25 0 | I | See footnote. |

| | | | | | | | |
|----------------------------------|------------|------------------|-----|---|---------|---|-------------------------------------|
| Depository Shares ⁽¹⁾ | 10/16/2017 | J ⁽²⁾ | 995 | D | \$ 25 0 | I | (6) See footnote. ⁽⁷⁾ |
| Depository Shares ⁽¹⁾ | 10/16/2017 | J ⁽²⁾ | 995 | D | \$ 25 0 | I | See footnote. ⁽⁸⁾ |

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

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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) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 6) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| SCHOTTENSTEIN ROBERT H 3 EASTON OVAL COLUMBUS, OH 43219 | X | | Chairman, CEO & President | |

Signatures

/s/Phillip G. Creek, attorney-in-fact for Robert H. Schottenstein
 **Signature of Reporting Person
 10/18/2017
 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) Each Depositary Share represents a 1/1,000th interest in a share of the Company's 9.75% Series A Preferred Shares.
- (2) On October 16, 2017, the Company redeemed all of its outstanding Series A Preferred Shares in accordance with the terms of the Company's Amended and Restated Articles of Incorporation.

These Depositary Shares are held in the Irving E. Schottenstein Marital Trust 2, of which the reporting person is one of four trustees. The reporting person disclaims beneficial ownership of the Depositary Shares held in this trust, and the filing of this report is not an admission that the reporting person is the beneficial owner of these Depositary Shares for the purpose of Section 16 or for any other purpose.

- (3) The reporting person disclaims beneficial ownership of the Depositary Shares held in this trust, and the filing of this report is not an admission that the reporting person is the beneficial owner of these Depositary Shares for the purpose of Section 16 or for any other purpose.
- (4) These Depositary Shares are held in the Irving E. Schottenstein Insurance Trust, of which the reporting person is one of three trustees. The reporting person disclaims beneficial ownership of the Depositary Shares held in this trust, and the filing of this report is not an admission that the reporting person is the beneficial owner of these Depositary Shares for the purpose of Section 16 or for any other purpose.

These Depositary Shares are held in the Irving E. Schottenstein Marital Trust 1, of which the reporting person is one of four trustees. The reporting person disclaims beneficial ownership of the Depositary Shares held in this trust, and the filing of this report is not an admission that the reporting person is the beneficial owner of these Depositary Shares for the purpose of Section 16 or for any other purpose.

- (5) These Depositary Shares are held in the Alissa Schottenstein Skip Trust, of which the reporting person is the sole trustee. The reporting person disclaims beneficial ownership of the Depositary Shares held in this trust, and the filing of this report is not an admission that the reporting person is the beneficial owner of these Depositary Shares for the purpose of Section 16 or for any other purpose.

- (6) These Depositary Shares are held in the Joshua Schottenstein Skip Trust, of which the reporting person is the sole trustee. The reporting person disclaims beneficial ownership of the Depositary Shares held in this trust, and the filing of this report is not an admission that the reporting person is the beneficial owner of these Depositary Shares for the purpose of Section 16 or for any other purpose.

- (7) These Depositary Shares are held in the Leah Schottenstein Skip Trust, of which the reporting person is the sole trustee. The reporting person disclaims beneficial ownership of the Depositary Shares held in this trust, and the filing of this report is not an admission that the reporting person is the beneficial owner of these Depositary Shares for the purpose of Section 16 or for any other purpose.
- (8) These Depositary Shares are held in the Leah Schottenstein Skip Trust, of which the reporting person is the sole trustee. The reporting person disclaims beneficial ownership of the Depositary Shares held in this trust, and the filing of this report is not an admission that the reporting person is the beneficial owner of these Depositary Shares for the purpose of Section 16 or for any other purpose.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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