

LENNAR CORP /NEW/
Form 8-K
February 10, 2017

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

February 10, 2017

Date of Report (Date of earliest event reported)

LENNAR CORPORATION

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction

of incorporation)

1-11749
(Commission

File Number)

700 Northwest 107th Avenue, Miami, Florida 33172

95-4337490
(IRS Employer

Identification No.)

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(Address of principal executive offices) (Zip Code)

(305) 559-4000

(Registrant's telephone number, including area code)

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 February 10, 2017, Lennar Corporation (the Company) completed the acquisition of WCI Communities, Inc. (WCI) through a transaction in which a wholly-owned subsidiary of the Company was merged into WCI, and, as a result of that merger, WCI became a wholly-owned subsidiary of the Company. The Company elected to pay the entire merger consideration in cash. Accordingly, former WCI stockholders received \$23.50 in cash for each share of WCI common stock they held immediately before the merger became effective. The sum paid, or expected to be paid, by the Company to former WCI stockholders, as well as to holders of shares or units issued under WCI employee incentive plans, totaled approximately \$643 million.

In connection with the merger, the Company agreed to become a co-issuer with regard to WCI's 6.875% Senior Notes due 2021, of which \$250 million principal amount are outstanding. As a co-issuer, the Company has the same obligations with regard to the 6.875% Senior Notes that it would have if it had been the original issuer. The Indenture relating to the 6.875% Senior Notes, as well as the Supplemental Indentures relating to the 6.875% Senior Notes, including the Third Supplemental Indenture by which the Company agreed to become a co-issuer, have been filed by WCI with the Securities and Exchange Commission.

SIGNATURES

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: February 10, 2017

Lennar Corporation

By: /s/ Bruce Gross
 Name: Bruce Gross
 Title: Vice President and Chief Financial Officer

Order-left-width: 0; border-right-width: 1; border-bottom-width: 1">9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s)
 (Instr. 4)10. Ownership Form of Derivative Security: Direct (D) or Indirect (I)
 (Instr. 4)11. Nature of Indirect Beneficial Ownership
 (Instr. 4)CodeV(A)(D)Date ExercisableExpiration DateTitleAmount or Number of Shares Stock Option, right to buy \$ 9.7806/17/2015
 A 150,000 06/17/2016(1)06/17/2025 Common Stock 150,000 \$ 9.78 150,000 D

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Ballantyne Charles Evan C/O AGENUS INC. 3 FORBES ROAD LEXINGTON, MA 02421			Chief Financial Officer	

Signatures

Christine M. Klaskin, by Power of Attorney
 06/17/2015
 **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).
 Nonqualified option awarded in accordance with NASDAQ Listing Rule 5635(c)(4) and will vest 25% on each of the one-year, two-year, (1) three-year and four-year anniversaries of the grant date, subject to Mr. Ballantyne's continued employment with the Company through each such vesting date.

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. -width: 0; border-right-width: 1; border-bottom-width: 1">Relationships Director 10% Owner Officer OtherENGBRETSON DOUGLAS K
 70 CENTER STREET
 CHICOPEE, MA 01013 X

Signatures

/s/ W. Guy Omsby, pursuant to power of
attorney

12/08/2008

__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).
- (1) Stock Awards granted pursuant to the Chicopee Bancorp, Inc. 2007 Equity Incentive Plan vest in five annual installments commencing on July 26, 2008.
- (2) Stock Options granted pursuant to the Chicopee Bancorp, Inc. 2007 Equity Incentive Plan vest in five annual installments commencing on July 26, 2008.

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