

HUGHES B WAYNE ET AL

Form 4

October 05, 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 *
HUGHES B WAYNE ET AL

2. Issuer Name and Ticker or Trading Symbol
American Homes 4 Rent [AMH]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
10/03/2017

Director 10% Owner
 Officer (give title below) Other (specify below)

C/O AMERICAN HOMES 4 RENT, 30601 AGOURA ROAD, SUITE 200

(Street)

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

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

AGOURA HILLS, CA 91301

(City) (State) (Zip)

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 Indirect Beneficial Ownership (Instr. 4)
Series A Participating Preferred Shares	10/03/2017		D	1,928	D \$ 0 (1) 0	I	By B.W. Hughes Living Trust
Class A Common Shares	10/03/2017		A	2,526	A \$ 0 (1) 11,786,961	I	By B.W. Hughes Living Trust
Series B Participating Preferred	10/03/2017		D	2,473	D \$ 0 (2) 0	I	By B.W. Hughes Living Trust

Shares									Trust
Class A Common Shares	10/03/2017	A	3,241	A	\$ 0 (2)	11,790,202	I		By B.W. Hughes Living Trust
Series A Participating Preferred Shares	10/03/2017	D	19,548	D	\$ 0 (3)	0	I		By Spouse
Class A Common Shares	10/03/2017	A	25,619	A	\$ 0 (3)	265,343	I		By Spouse
Series B Participating Preferred Shares	10/03/2017	D	4,686	D	\$ 0 (4)	0	I		By Spouse
Class A Common Shares	10/03/2017	A	6,141	A	\$ 0 (4)	271,484	I		By Spouse

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

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(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 (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. Nu... Deriv... Secur... Bene... Own... Follo... Repo... Trans... (Instr...
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

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Director 10% Owner Officer Other

HUGHES B WAYNE ET AL
C/O AMERICAN HOMES 4 RENT X
30601 AGOURA ROAD, SUITE 200
AGOURA HILLS, CA 91301

Signatures

Stephanie Heim,
attorney-in-fact 10/05/2017

__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) On October 3, 2017, the issuer converted each outstanding share of Series A Participating Preferred shares into 1.3106 shares of Class A Common resulting in the issuance to the reporting person of 2,526 Class A Common Shares.
- (2) On October 3, 2017, the issuer converted each outstanding share of Series B Participating Preferred shares into 1.3106 shares of Class A Common resulting in the issuance to the reporting person of 3,241 Class A Common Shares.
- (3) On October 3, 2017, the issuer converted each outstanding share of Series A Participating Preferred shares into 1.3106 shares of Class A Common resulting in the issuance to the reporting person's Spouse of 25,619 Class A Common Shares.
- (4) On October 3, 2017, the issuer converted each outstanding share of Series B Participating Preferred shares into 1.3106 shares of Class A Common resulting in the issuance to the reporting person's Spouse of 6,141 Class A Common Shares.

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.