

Forestar Group Inc.
Form 3
August 13, 2015

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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)

<p>1. Name and Address of Reporting Person *</p> <p>Â Jehl Charles D</p> <p>(Last) (First) (Middle)</p> <p>6300 BEE CAVE ROAD,Â BUILDING TWO, SUITE 500</p> <p>(Street)</p> <p>AUSTIN,Â TXÂ 78746</p> <p>(City) (State) (Zip)</p>	<p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>08/11/2015</p>	<p>3. Issuer Name and Ticker or Trading Symbol</p> <p>Forestar Group Inc. [FOR]</p>	<p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) Executive Vice President</p>	<p>5. If Amendment, Date Original Filed(Month/Day/Year)</p>	<p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person</p>
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Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	45,476	D	Â

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

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative	5. Ownership Form of Derivative Security:	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Option (right to buy) ⁽¹⁾	Â ⁽²⁾	02/03/2016	Common Stock	1,708	\$ 27.06	D	Â
Option (right to buy) ⁽¹⁾	Â ⁽²⁾	02/02/2017	Common Stock	1,708	\$ 30.56	D	Â
Option (right to buy)	Â ⁽²⁾	02/12/2018	Common Stock	22,300	\$ 28.85	D	Â
Option (right to buy)	Â ⁽²⁾	02/09/2020	Common Stock	10,757	\$ 17.8	D	Â
Option (right to buy)	Â ⁽²⁾	02/08/2021	Common Stock	20,772	\$ 18.59	D	Â
Option (right to buy) ⁽³⁾	02/14/2013	02/14/2022	Common Stock	22,532	\$ 16.11	D	Â
Option (right to buy) ⁽⁴⁾	02/12/2014	02/12/2023	Common Stock	19,493	\$ 18.7	D	Â
Option (right to buy) ⁽⁵⁾	02/10/2016	02/10/2025	Common Stock	18,377	\$ 14.08	D	Â
Stock Appreciation Right ⁽⁶⁾	02/09/2011	02/09/2020	Common Stock	12,628	\$ 17.8	D	Â
Restricted Share Units ⁽⁷⁾	Â ⁽⁷⁾	Â ⁽⁷⁾	Common Stock	1,647	\$ ⁽⁷⁾	D	Â
Restricted Share Units ⁽⁸⁾	Â ⁽⁸⁾	Â ⁽⁸⁾	Common Stock	3,384	\$ ⁽⁸⁾	D	Â
Market Stock Units	Â ⁽⁹⁾	02/12/2016	Common Stock	9,485	\$ ⁽⁹⁾	D	Â
Market Stock Units	Â ⁽⁹⁾	02/11/2017	Common Stock	5,888	\$ ⁽⁹⁾	D	Â
Market Stock Units	Â ⁽⁹⁾	02/10/2018	Common Stock	18,526	\$ ⁽⁹⁾	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Jehl Charles D 6300 BEE CAVE ROAD BUILDING TWO, SUITE 500 AUSTIN, TX 78746	Â	Â	Â Executive Vice President	Â

Signatures

David M. Grimm signing on behalf of Charles
D. Jehl

08/13/2015

__Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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) Shares acquired in a pro rata distribution by Temple-Inland Inc. through a spin-off effective December 28, 2007.
- (2) Options are fully vested and exercisable as of the date of this report.
- (3) Vesting schedule for Options granted 02/14/2012 - Exercise price is \$16.11: Options Exercisable 02/14/2013 - 5,633; Options Exercisable 02/14/2014 - 5,633; Options Exercisable 02/14/2015 - 5,633; and Options Exercisable 02/14/2016 - 5,633.
- (4) Vesting schedule for Options granted 02/12/2013 - Exercise price is \$18.70: Options Exercisable 02/12/2014 - 4,873; Options Exercisable 02/12/2015 - 4,873; Options Exercisable 02/12/2016 - 4,873; and Options Exercisable 02/12/2017 - 4,874.
- (5) Vesting schedule for Options granted 02/10/2015 - Exercise price is \$14.08: Options Exercisable 02/10/2016 - 4,594; Options Exercisable 02/10/2017 - 4,594; Options Exercisable 02/10/2018 - 4,594; and Options Exercisable 02/10/2019 - 4,595.
- (6) Stock Appreciation Rights (SARs) are fully vested and exercisable as of the date of this report.
- (7) Restricted share units granted on 02/12/2013 will vest on 02/12/2016. Restricted share units will be settled for cash based on the fair market value on vesting date.
- (8) Restricted share units granted on 02/11/2014 will vest as follows: 1,692 on 02/11/2016; 1,692 on 02/11/2017. Restricted share units will be settled for cash based on the fair market value on vesting date.
- (9) Number of shares to be received upon vesting will vary depending upon performance of Company stock over the performance period.

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.