

Meritage Homes CORP  
Form DEFA14A  
March 24, 2016

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

SCHEDULE 14A

Proxy Statement Pursuant to Section 14(a) of the  
Securities Exchange Act of 1934  
(Amendment No. )

Filed by the Registrant   
Filed by a Party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement
- Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material Pursuant to §240.14a-12

Meritage Homes Corporation  
(Name of Registrant as Specified In Its Charter)

N/A  
(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

- No fee required.
- Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.
- (1) Title of each class of securities to which transaction applies:
- (2) Aggregate number of securities to which transaction applies:  
Per unit price or other underlying value of transaction computed pursuant to Exchange Act
- (3) Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):
- (4) Proposed maximum aggregate value of transaction:
- (5) Total fee paid:
- Fee paid previously with preliminary materials:

- Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and
- identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.
- (1) Amount Previously Paid:

(2) Form, Schedule or Registration Statement No.:

(3) Filing Party:

(4) Date Filed:

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**MERITAGE HOMES CORPORATION**

Important Notice Regarding the Availability of Proxy Materials for  
the Annual Meeting of Stockholders to be held on May 19, 2016 at 10:00 AM Local Time  
Meritage Homes Corporation, 8800 E. Raintree Drive, Suite 300, Scottsdale, Arizona 85260

This is not a ballot. You cannot use this notice to vote your shares. This communication presents only an overview of the more complete proxy materials that are available to you on the Internet.

We encourage you to access and review all of the important information contained in the proxy materials before voting.

The Proxy Statement and Annual Report to Stockholders are available at

[www.allianceproxy.com/meritagehomes/2016](http://www.allianceproxy.com/meritagehomes/2016)

If you want to receive a paper or e-mail copy of these documents, you must request one. There is no charge to you for requesting a copy. Please make your request for a copy as instructed below on or before May 11, 2016 to facilitate timely delivery.

Important information regarding the Internet availability of the Company's proxy materials, instructions for accessing your proxy materials and voting online and instructions for requesting paper or e-mail copies of your proxy materials are provided on the reverse side of this Notice.

**STOCKHOLDERS ARE CORDIALLY INVITED TO ATTEND THE ANNUAL MEETING AND VOTE IN PERSON.**

To the Stockholders of MERITAGE HOMES CORPORATION

Notice is hereby given that the Annual Meeting of Stockholders of Meritage Homes Corporation will be held on May 19, 2016 at 10:00 a.m. local time at Meritage's corporate office at 8800 E. Raintree Drive, Suite 300, Scottsdale, Arizona 85260. The Board of Directors recommends that you vote FOR the following:

1. Election of five Class I Directors, each to hold office until our 2018 annual meeting,  
01 Raymond Oppel 02 Steven J. Hilton 03 Richard T. Burke Sr. 04 Dana Bradford 05 Deb Henretta
2. Ratification of the selection of Deloitte & Touche LLP as the Company's independent registered public accounting firm for the 2016 fiscal year,
3. Advisory vote to approve compensation of our Named Executive Officers,
4. Amendment to our 2006 Stock Incentive Plan to increase the number of shares available for issuance.

Note: Such other business as may properly come before the meeting or any postponement or adjournment.

The Securities and Exchange Commission rules permit us to make our proxy materials available to our stockholders via the Internet.

Material for this annual meeting and future meetings may be requested by one of the following methods:

To view your proxy materials online, go to  
[www.allianceproxy.com/meritagehomes/2016](http://www.allianceproxy.com/meritagehomes/2016). Have  
the 11 digit control number available when you access the website and follow the  
instructions.

877-777-2857 TOLL FREE  
[requests@viewproxy.com](mailto:requests@viewproxy.com)

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\* If requesting material by e-mail, please send a blank e-mail with the company name and your

11 digit control number (located below) in the subject line. No other requests, instructions or other inquiries should be included with your e-mail requesting material.

You must use the 11 digit control number located in the box below.

CONTROL NO.

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MERITAGE HOMES CORPORATION  
8800 E. Raintree Drive, Suite 300  
Scottsdale, Arizona 85260

The following proxy materials are available to you to review at:  
[www.allianceproxy.com/meritagehomes/2016](http://www.allianceproxy.com/meritagehomes/2016)

Proxy Statement 2016/Annual Report 2015  
If you require directions to the annual meeting, please call (480) 515-8100.

#### ACCESSING YOUR PROXY MATERIALS ONLINE

Have this notice available when you request a paper copy of the proxy materials or to vote your proxy electronically.  
You must reference your control number to vote by internet or request hard copy.

You May Vote Your Proxy When You View The Material On The Internet.  
You Will Be Asked To Follow The Prompts To Vote Your Shares.

Your electronic vote authorizes the named proxies to vote your shares in the same manner as if you marked, signed, dated and returned the proxy card.

#### REQUESTING A PAPER COPY OF THE PROXY MATERIALS

By telephone please call 1-877-777-2857  
or  
By logging onto <http://www.allianceproxy.com/meritagehomes/2016>  
or  
By email at: [requests@viewproxy.com](mailto:requests@viewproxy.com)  
Please include the company name and your control number in the subject line.