

LGI Homes, Inc.
Form 4
November 15, 2013

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 *
Lipar Eric Thomas

(Last) (First) (Middle)

1450 LAKE ROBBINS DRIVE,
SUITE 430

(Street)

THE WOODLANDS, TX 77380

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
LGI Homes, Inc. [LGIH]

3. Date of Earliest Transaction
(Month/Day/Year)
11/13/2013

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)

See Remarks

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 Indirect Beneficial Ownership (Instr. 4)		
			Code	V	Amount	(A) or (D)	Price		
Common Stock	11/13/2013		P		522,357	A	(\$1) 523,357	D	
Common Stock	11/13/2013		P		2,339,297	A	(\$1) 2,339,297	(2) I	By EDSS Holdings, LP
Common Stock	11/14/2013		J(3)		23,244	A	\$ 0 23,244	I	By LGI Fund II GP, LLC
Common Stock	11/14/2013		J(3)		175	A	\$ 0 175	I	By LGI Fund III GP, LLC

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Common Stock	11/14/2013	J ⁽³⁾	17,326	A	\$ 0	17,326	I	By spouse
Common Stock	11/14/2013	J ⁽³⁾	37,500	A	\$ 0	37,500	I	By 401(k) plan

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 Owned Following Reporting Transaction (Instr. 5)
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Lipar Eric Thomas 1450 LAKE ROBBINS DRIVE, SUITE 430 THE WOODLANDS, TX 77380	X	X	See Remarks	

Signatures

/s/ Eric Thomas
Lipar

11/14/2013

**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) The reporting person acquired the Common Stock in exchange for the reporting person's equity interests in certain entities which comprise the Issuer's predecessor at a valuation of \$11.00 per share, in connection with the Issuer's initial public offering of its Common

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Stock.

- The reporting person is the sole owner of the general partner of EDSS Holdings, LP, and a limited partner in EDSS Holdings, LP. The
- (2) reporting person disclaims beneficial ownership of 678,396 shares of LGIH common stock owned by EDSS Holdings, LP attributable to other limited partners in that partnership.
 - (3) Pro rata liquidating distribution from LGI Investment Fund II, LP and LGI Investment Fund III, LP. The reporting person is the sole owner of the general partner of each such limited partnership.

Remarks:

Chief Executive Officer and Chairman of the Board

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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