#### Edgar Filing: American Homes 4 Rent - Form 4

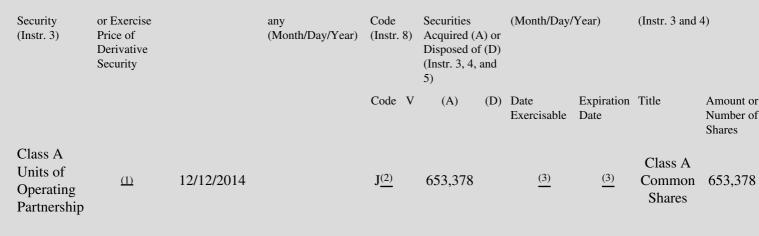
American Homes 4 Rent Form 4 December 16, 2014 OMB APPROVAL FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION OMB 3235-0287 Washington, D.C. 20549 Number: Check this box January 31, Expires: if no longer 2005 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF subject to Estimated average **SECURITIES** Section 16. burden hours per Form 4 or response... 0.5 Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction 1(b). (Print or Type Responses) 1. Name and Address of Reporting Person \* 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading Singelyn David P. Issuer Symbol American Homes 4 Rent [AMH] (Check all applicable) (Last) (Middle) (First) 3. Date of Earliest Transaction \_X\_ Director (Month/Day/Year) X 10% Owner X\_Officer (give title \_Other (specify C/O AMERICAN HOMES 4 12/12/2014 below) below) RENT, 30601 AGOURA ROAD, Chief Executive Officer SUITE 200 (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) \_X\_ Form filed by One Reporting Person \_ Form filed by More than One Reporting AGOURA HILLS, CA 91301 Person (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 5. Amount of 1.Title of 2. Transaction Date 2A. Deemed 3. 4. Securities 6. Ownership 7. Nature of Security (Month/Day/Year) Execution Date, if TransactionAcquired (A) or Securities Form: Direct Indirect (Instr. 3) any Code Disposed of (D) Beneficially (D) or Indirect Beneficial (Instr. 3, 4 and 5) (Month/Day/Year) (Instr. 8) Owned (I) Ownership Following (Instr. 4) (Instr. 4) Reported (A) Transaction(s) or (Instr. 3 and 4) Code V Amount (D) Price Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orDerivative	Expiration Date	Underlying Securities

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# **Reporting Owners**

Reporting Owner Name / Address				Relationships	
		Director	10% Owner	Officer	Other
Singelyn David P. C/O AMERICAN HOMES 4 RENT 30601 AGOURA ROAD, SUITE 200 AGOURA HILLS, CA 91301		Х	Х	Chief Executive Officer	
Signatures					
David P. Singelyn	12/16/2014				
<b>**</b> Signature of	Date				

\*\*Signature of Reporting Person

## **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 Class A units are redeemable at a redemption amount per unit based on the market value of the Companys Class A common shares at the time of redemption. The market value will be equal to the average of the closing trading price of the Class A common shares for the 10 trading days before the date of receipt of the redemption notice. The Company may elect in its sole discretion whether to redeem the Class A units in cash or Class A common shares equal to the number of Class A units offered for redemption.

(2) Units acquired in connection with the sale of properties by AH LLC to American Homes 4 Rent and valued at \$17.11 per unit, the closing price of AMH shares on the NYSE on December 11, 2014.

The Class A units are redeemable beginning one year after the date of issuance (subject to certain limitations set forth in the Agreement of(3) Limited Partnership of the Operating Partnership, as amended (the "Operating Partnership Agreement")). Class A units do not have expiration dates.

The Class A units are redeemable at a redemption amount per unit based on the market value of the Company's Class A common shares at the time of redemption. The market value will be equal to the average of the closing trading price of the Class A common shares for the 10 trading days before the date of receipt of the redemption notice. The Company may elect in its sole discretion whether to redeem the

Class A units in cash or Class A common shares equal to the number of Class A units offered for redemption. Securities held by American Homes 4 Rent, LLC ("AH LLC"). Mr. Singelyn is the sole manager of AH LLC and has voting and investment control over the securities held by AH LLC. Mr. Singelyn disclaims beneficial ownership of the securities held by AH LLC.

(5) except the extent of his pecuniary interest therein. AH LLC holds 14440670 Class A common shares, 635075 Class B common shares, and units issued by American Homes 4 Rent, LP (the "Operating Partnership"), the operating partnership of American Homes 4 rent (the "Company"), includes 14440670 Class A units, 31085974 Series C units, 4375000 Series D units and 4375000 Series E units.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

(4)

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