

BEIRNE PATRICK
Form 4
September 12, 2012

FORM 4

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

OMB APPROVAL

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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 *
BEIRNE PATRICK

(Last) (First) (Middle)

6400 SOUTH FIDDLER'S GREEN
CIRCLE, STE 1320

(Street)

GREENWOOD
VILLAGE, CO 80111

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
PULTEGROUP INC/MI/ [PHM]

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

09/12/2012

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)
Area President

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 Ownership (Instr. 4) | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--------|---|--|-----------------------------------|------------|
| | | | | Code | V | Amount | | | | (A) or (D) |
| Common Stock | 09/12/2012 | | M | | | 40,000 | \$ 11.4025 | 154,942 | D | |
| Common Stock | 09/12/2012 | | S | | | 5,000 | \$ 15.5606 | 149,942 | D | |
| Common Stock | 09/12/2012 | | S | | | 5,000 | \$ 15.55 | 144,942 | D | |
| Common Stock | 09/12/2012 | | S | | | 5,000 | \$ 15.5204 | 139,942 | D | |
| Common Stock | 09/12/2012 | | S | | | 5,000 | \$ 15.5205 | 134,942 | D | |

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| | | | | | | | | |
|--------------|------------|---|-------|---|------------|--------------------------|---|---------------|
| Common Stock | 09/12/2012 | S | 5,000 | D | \$ 15.5501 | 129,942 | D | |
| Common Stock | 09/12/2012 | S | 5,000 | D | \$ 15.58 | 124,942 | D | |
| Common Stock | 09/12/2012 | S | 5,000 | D | \$ 15.51 | 119,942 | D | |
| Common Stock | 09/12/2012 | S | 5,000 | D | \$ 15.5103 | 114,942 | D | |
| Units | | | | | | 33,328.948 <u>(1)</u> | I | via 401(k) |

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) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title Amount or Number of Shares |
| Employee Stock Option (Right to Buy) | \$ 11.4025 | 09/12/2012 | | M | 40,000 | 12/12/2004 12/12/2012 | Common Stock 40,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|----------------|-------|
| | Director | 10% Owner | Officer | Other |
| BEIRNE PATRICK 6400 SOUTH FIDDLER'S GREEN CIRCLE STE 1320 GREENWOOD VILLAGE, CO 80111 | | | Area President | |

Signatures

/s/ Jan M. Klym, attorney-in-fact for Mr.
Beirne

09/12/2012

__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) Represents units of the PulteGroup, Inc. Stock Fund (the Fund) of the PulteGroup, Inc. 401(k) Plan. The Fund consists of cash and Common Stock in amounts that vary from time to time. From 2/1/2012 to 8/31/2012 the reporting person had contributions totalling 1,219.122 units and a required withdrawal of 1.916 units due to the plan not meeting certain non-discrimination requirements. The reporting person's units represent 71,262.553 shares of PulteGroup, Inc. Common Stock held in the Fund as of 08/31/2012.

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.