

Eaton Rachel Lyons
 Form 5
 February 06, 2019

FORM 5

**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).
 Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL 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

1. Name and Address of Reporting Person *			2. Issuer Name and Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer
Eaton Rachel Lyons			LGI Homes, Inc. [LGIH]	(Check all applicable)
(Last)	(First)	(Middle)	3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)	<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner
1450 LAKE ROBBINS DRIVE, SUITE 430			12/31/2018	<input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)
(Street)			4. If Amendment, Date Original Filed(Month/Day/Year)	Chief Marketing Officer
THE WOODLANDS, TX 77380				6. Individual or Joint/Group Reporting (check applicable line)
(City)	(State)	(Zip)		<input type="checkbox"/> Form Filed by One Reporting Person
				<input type="checkbox"/> 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)	(A) or (D)	Price	5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	06/30/2018	^	A ⁽¹⁾	115	A	\$ 49.07	32,797	D	^
Common Stock	09/30/2018	^	A ⁽²⁾	120	A	\$ 40.32	32,917	D	^
Common Stock	12/31/2018	^	A ⁽³⁾	147	A	\$ 38.44	33,064	D	^
Common Stock	^	^	^	^	^	^	13,636	I	By Spouse

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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)	8. Price of Derivative Security (Instr. 5)	9. of D Se B O E Is F (I
					(A) (D)	Date Exercisable Expiration Date	Title	Amount or Number of Shares	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Eaton Rachel Lyons 1450 LAKE ROBBINS DRIVE, SUITE 430 THE WOODLANDS, TX 77380	Â	Â	Â Chief Marketing Officer	Â

Signatures

/s/ Rachel Lyons
Eaton

02/05/2019

**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 is voluntarily reporting the acquisition of the Issuer's common stock pursuant to the LGI Homes, Inc. Employee Stock Purchase Program ("ESPP"), for the ESPP purchase period of April 1, 2018 through June 30, 2018. This transaction is also exempt from Rule 16b-3(c). In accordance with the ESPP, these shares were purchased based on 85% of the closing stock price June 29, 2018, the last trading day of the purchase period.

(2) The reporting person is voluntarily reporting the acquisition of the Issuer's common stock pursuant to the LGI Homes, Inc. Employee Stock Purchase Program ("ESPP"), for the ESPP purchase period of July 1, 2018 through September 30, 2018. This transaction is also exempt from Rule 16b-3(c). In accordance with the ESPP, these shares were purchased based on 85% of the closing stock price September 28, 2018, the last trading day of the purchase period.

(3) The reporting person is voluntarily reporting the acquisition of the Issuer's common stock pursuant to the LGI Homes, Inc. Employee Stock Purchase Program ("ESPP"), for the ESPP purchase period of October 1, 2018 through December 31, 2018. This transaction is also exempt from Rule 16b-3(c). In accordance with the ESPP, these shares were purchased based on 85% of the closing stock price December 31, 2018, the last trading day of the purchase period.

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Note: File three copies of this Form, one of which must be manually signed. If space provided 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.