

Meritage Homes CORP  
Form 4/A  
January 02, 2008

**FORM 4**

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

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

## OMB APPROVAL

OMB  
Number: 3235-0287  
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2005  
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burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**SEAY LARRY WAYNE**

(Last) (First) (Middle)

**17851 NORTH 85TH  
STREET, SUITE 300**

(Street)

**SCOTTSDALE, AZ 85255**

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol

**Meritage Homes CORP [MTH]**

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

**12/11/2007**

4. If Amendment, Date Original  
Filed(Month/Day/Year)  
**12/12/2007**

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_ 10% Owner  
☒ Officer (give title below) \_\_\_\_ Other (specify  
below) below)

Executive VP - CFO

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	(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  
information contained in this form are not  
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SEC 1474  
(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	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of Derivative Securities	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)							
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
MTH COMMON STOCK <u>(1)</u>	\$ 15.98	12/11/2007	A		10,643		12/11/2008	12/10/2014	MTH COMMON STOCK	10,000	
MTH COMMON STOCK <u>(1)</u>	\$ 15.98	12/11/2007	A		10,643		12/11/2009	12/10/2014	MTH COMMON STOCK	10,000	
MTH COMMON STOCK <u>(1)</u>	\$ 15.98	12/11/2007	A		10,643		12/11/2010	12/10/2014	MTH COMMON STOCK	10,000	
MTH COMMON STOCK <u>(1)</u>	\$ 15.98	12/11/2007	A		10,643		12/11/2011	12/10/2014	MTH COMMON STOCK	10,000	
MTH COMMON STOCK <sup>(1)</sup>	\$ 15.98	12/11/2007	A		10,642		12/11/2012	12/10/2014	MTH COMMON STOCK	10,000	

## Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
SEAY LARRY WAYNE 17851 NORTH 85TH STREET SUITE 300 SCOTTSDALE, AZ 85255	Executive VP - CFO

## Signatures

/s/ Larry W.  
Seay 01/02/2008

                     \*\*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).

As previously reported on this Form 4 originally filed on December 12, 2007 by the reporting person, the Compensation Committee approved on December 11, 2007 the grant of an option to the reporting person to acquire 90,000 shares of Meritage common stock.

- (1) During the preparation of the option award agreement, the Company determined that this grant exceeded the 2006 Incentive Plans annual calendar limitation on the number of shares that may be granted to any participant by 36,786 shares and such portion of the grant is, accordingly, null and void.

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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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