

BEIRNE PATRICK

Form 4

September 12, 2012

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
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(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
____X____ Officer (give title below) ____ Other (specify below)

Area President

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ 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	09/12/2012		M		40,000	A \$ 11.4025	154,942	D	
Common Stock	09/12/2012		S		5,000	D \$ 15.5606	149,942	D	
Common Stock	09/12/2012		S		5,000	D \$ 15.55	144,942	D	
Common Stock	09/12/2012		S		5,000	D \$ 15.5204	139,942	D	
Common Stock	09/12/2012		S		5,000	D \$ 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 (1)	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.

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