M I HOMES INC Form 4 February 22, 2005

## FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB** Number:

3235-0287

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**OMB APPROVAL** 

if no longer subject to Section 16. Form 4 or Form 5 obligations

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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(b).

may continue.

See Instruction

1. Name and Address of Reporting Person * SCHOTTENSTEIN ROBERT H			Symbol     M I HOMES INC [MHO]	5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)
(Last)	(First)	(Middle)	3. Date of Earliest Transaction	(Check an applicable)
3 EASTON OVAL			(Month/Day/Year) 02/17/2005	_X_ Director 10% Owner _X_ Officer (give title Other (specify below) below) Chairman, CEO and President
	(Street)		4. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Filing(Check Applicable Line)
COLUMBUS,	OH 43219	)		_X_ Form filed by One Reporting Person Form filed by More than One Reporting Person

(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially O
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1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	4. Securities onAcquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (A) or	Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code V		Price (Instr. 3 and 4)		
Common Shares	02/17/2005		M	3,692 A	<u>1)</u> 3,692 <u>(2)</u>	D	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

#### Edgar Filing: M I HOMES INC - Form 4

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	4. Transactic 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
Phantom Stock (3)	<u>(4)</u>	02/17/2005	M	3,692	02/17/2005	02/17/2005	Common Shares	3,692

## **Reporting Owners**

Reporting Owner Name / Address	Relationships					
reporting 6 wher runne, runness	Director	10% Owner	Officer	Other		
SCHOTTENSTEIN ROBERT H 3 EASTON OVAL COLUMBUS, OH 43219	X		Chairman, CEO and President			

# **Signatures**

Phillip G. Creek, attorney-in-fact for Robert H. Schottenstein

02/22/2005

\*\*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) Common Shares acquired pursuant to 1-for-1 exchange of Phantom Stock units (see Table II).
- (2) Robert H. Schottenstein also indirectly owns 855,400 Common Shares as sole manager of IES Family Holdings, No. 2, LLC, an Ohio limited liability company.

The Phantom Stock units accrued from time to time under the M/I Homes, Inc. Executives' Deferred Compensation Plan (the "Plan") in lieu of cash payment of a portion of the reporting person's annual bonus for fiscal year 2001. All such Phantom Stock units were accrued

- (3) for the reporting person's account based upon either the (i) average of the closing prices of the Common Shares on the New York Stock Exchange on the last business day of each calendar quarter during the year preceding allocation of the Phantom Stock units to the reporting person's deferred compensation account under the Plan, or (ii) closing price of the Common Shares on the New York Stock Exchange on the date of allocation of such Phantom Stock units to the reporting person's deferred compensation account under the Plan.
- **(4)** 1-for-1

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.

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