SEC Form 4

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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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL OMB Number: 3235-0287 Estimated average burden

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1. Name and Addres <u> Praylo Paul V</u>	ss of Reporting Persor V	n*	2. Issuer Name and Ticker or Trading Symbol $\underline{NVR INC}$ [\underline{NVR}]		ionship of Reporting Person all applicable) Director	l(s) to Issuer 10% Owner
(Last) 11700 PLAZA A	(First) AMERICA DR., SU	(Middle) UITE 500	3. Date of Earliest Transaction (Month/Day/Year) 01/28/2019	Х	Officer (give title below) SVP, Chief Operating	Other (specify below) 9 Officer
(Street)			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indivi Line)	dual or Joint/Group Filing (C	Check Applicable
RESTON	VA	20190		Х	Form filed by One Reporting	ng Person
P					Form filed by More than O Person	ne Reporting
(City)	(State)	(Zip)			FEISUI	

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)	Code (In					Securities Beneficially	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	Transaction(s) (Instr. 3 and 4)		(1130.4)
NVR, Inc. common stock	01/28/2019		Α		556 ⁽¹⁾	Α	\$ <mark>0</mark>	556	D	

 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. Transa Code (8)		5. Num of Deriva Securi Acquir (A) or Dispos of (D) (Instr. and 5)	tive ties ed sed 3, 4	6. Date Exerc Expiration Da (Month/Day/Y	ate	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Employee stock option (right to buy)	\$2,517.06	01/28/2019		A		9,142		(2)	01/27/2029	Common stock	9,142 ⁽³⁾	\$0	9,142	D	

Explanation of Responses:

1. Restricted share units were granted under the 2010 Equity Incentive Plan and vest in 50% increments on 1/28/20 and 1/28/21.

2. Stock options were granted under the 2010 Equity Incentive Plan and vest in 25% increments on 12/31/21, 12/31/22, 12/31/23 and 12/31/24.

3. Time-based stock options were granted under the 2010 Equity Incentive Plan. Mr. Praylo also received performance-based options under the 2010 Equity Incentive Plan for an equal number of shares. The performance-based options will vest on the same terms as the time-based options, subject to an additional requirement that vesting of the options is based on the Company's return on capital performance during 2019 through 2021.

Remarks:

Paul W. Praylo

01/29/2019

Date

** Signature of Reporting Person

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

 * 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.