

Forestar Group Inc.  
Form 3  
February 12, 2016

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
Washington, D.C. 20549

OMB APPROVAL

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**INITIAL STATEMENT OF 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

(Print or Type Responses)

1. Name and Address of Reporting Person *		2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
Â Quinley Michael J.		(Month/Day/Year)	Forestar Group Inc. [FOR]	
(Last)	(First)	(Middle)	02/09/2016	
6300 BEE CAVE ROAD,Â BUILDING TWO, SUITE 500			4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
(Street)			(Check all applicable)	
AUSTIN,Â TXÂ 78746			<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner	6. Individual or Joint/Group Filing(Check Applicable Line)
(City)	(State)	(Zip)	<input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other	<input checked="" type="checkbox"/> Form filed by One Reporting Person
			(give title below) (specify below)	<input type="checkbox"/> Form filed by More than One Reporting Person
			President	

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	17,937	D	Â

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

SEC 1473 (7-02)

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**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative	5. Ownership Form of Derivative Security:	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Option (right to buy)	Â <u>(1)</u>	02/09/2020	Common Stock	6,659	\$ 17.8	D	Â
Option (right to buy)	Â <u>(1)</u>	02/08/2021	Common Stock	14,837	\$ 18.59	D	Â
Option (right to buy)	Â <u>(1)</u>	02/14/2022	Common Stock	16,094	\$ 16.11	D	Â
Option (right to buy) <u>(2)</u>	02/12/2014	02/12/2023	Common Stock	14,620	\$ 18.7	D	Â
Option (right to buy) <u>(3)</u>	02/10/2016	02/10/2025	Common Stock	18,377	\$ 14.08	D	Â
Option (right to buy) <u>(4)</u>	09/25/2016	09/25/2025	Common Stock	25,650	\$ 13.43	D	Â
Stock Appreciation Right <u>(5)</u>	Â <u>(5)</u>	02/10/2019	Common Stock	25,381	\$ 9.29	D	Â
Stock Appreciation Right <u>(5)</u>	Â <u>(5)</u>	02/09/2020	Common Stock	7,817	\$ 17.8	D	Â
Restricted Share Units <u>(6)</u>	Â <u>(6)</u>	Â <u>(6)</u>	Common Stock	2,146	\$ <u>(6)</u>	D	Â
Restricted Share Units <u>(7)</u>	Â <u>(7)</u>	Â <u>(7)</u>	Common Stock	4,098	\$ <u>(7)</u>	D	Â
Restricted Share Units <u>(8)</u>	Â <u>(8)</u>	Â <u>(8)</u>	Common Stock	12,100	\$ <u>(8)</u>	D	Â
Market Stock Units	Â <u>(9)</u>	02/12/2016	Common Stock	7,114	\$ <u>(9)</u>	D	Â
Market Stock Units	Â <u>(9)</u>	02/11/2017	Common Stock	5,152	\$ <u>(9)</u>	D	Â
Market Stock Units	Â <u>(9)</u>	02/10/2018	Common Stock	18,526	\$ <u>(9)</u>	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Quinley Michael J. 6300 BEE CAVE ROAD BUILDING TWO, SUITE 500 AUSTIN, TX 78746	Â	Â	Â President	Â

## Signatures

David M. Grimm signing on behalf of Michael J.  
Quinley

02/12/2016

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 5(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) Options are fully vested and exercisable as of the date of this report.
- (2) Vesting schedule for Options granted 02/12/2013 - Exercise price is \$18.70: Options Exercisable 02/12/2014 - 3,655; Options Exercisable 02/12/2015 - 3,655; Options Exercisable 02/12/2016 - 3,655; and Options Exercisable 02/12/2017 - 3,655.
- (3) Vesting schedule for Options granted 02/10/2015 - Exercise price is \$14.08: Options Exercisable 02/10/2016 - 4,594; Options Exercisable 02/10/2017 - 4,594; Options Exercisable 02/10/2018 - 4,594; and Options Exercisable 02/10/2019 - 4,595.  
Vesting schedule for Options granted 09/25/2015 - Exercise price is \$13.43, however, options will not be exercisable unless stock price
- (4) exceeds \$17.50 per share: Options Exercisable 09/25/2016 - 8,550; Options Exercisable 09/25/2017 - 8,550; Options Exercisable 09/25/2018 - 8,550.
- (5) Stock Appreciation Rights (SARs) are fully vested and exercisable as of the date of this report.
- (6) Restricted share units granted on 02/12/2013 will vest on 02/12/2016. Restricted share units will be settled for cash based on the fair market value on vesting date.
- (7) Restricted share units granted on 02/11/2014 will vest as follows: 2,049 on 02/11/2016; 2,049 on 02/11/2017. Restricted share units will be settled for cash based on the fair market value on vesting date.
- (8) Restricted share units granted on 09/25/2015 will vest on 09/25/2018. Restricted share units will be settled for cash based on the fair market value on vesting date.
- (9) Number of shares to be received upon vesting will vary depending upon performance of Company stock over the performance period.

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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