

M I SCHOTTENSTEIN HOMES INC

Form 4

February 21, 2003

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

**FORM 4**

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

**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**

- ☐ Check this box if no longer  
subject to Section 16.  
Form 4 or Form 5  
obligations may continue.  
*See Instruction 1(b).*

<b>1. Name and Address of Reporting Person*</b>  Schottenstein, Steven <hr/> <i>(Last) (First) (Middle)</i>  3 Easton Oval <hr/> <i>(Street)</i>  Columbus OH 43219 <hr/> <i>(City) (State) (Zip)</i>	<b>2. Issuer Name and Ticker or Trading Symbol</b>  M/I Schottenstein Homes, Inc (MHO) <hr/>  <b>4. Statement for Month/Day/Year</b>  2/19/03 <hr/>	<b>3. I.R.S. Identification Number of Reporting Person, if an entity (Voluntary)</b>  <hr/>  <b>5. If Amendment, Date of Original (Month/Day/Year)</b>  <hr/>																
<b>6. Relationship of Reporting Person(s) to Issuer (Check All Applicable)</b>  <table style="width: 100%; border: none;"> <tr> <td style="width: 10%; text-align: center;">X</td> <td style="width: 40%;">Director</td> <td style="width: 10%; text-align: center;">O</td> <td style="width: 40%;">10% Owner</td> </tr> <tr> <td style="text-align: center;">X</td> <td>Officer (give title below)</td> <td style="text-align: center;">O</td> <td></td> </tr> <tr> <td style="text-align: center;">O</td> <td>Other (specify below)</td> <td></td> <td></td> </tr> </table> Vice Chairman and Chief Operating Officer		X	Director	O	10% Owner	X	Officer (give title below)	O		O	Other (specify below)			<b>7. Individual or Joint/Group Filing (Check Applicable Line)</b>  <table style="width: 100%; border: none;"> <tr> <td style="width: 10%; text-align: center;">X</td> <td style="width: 90%;">Form Filed by One Reporting Person</td> </tr> <tr> <td style="text-align: center;">O</td> <td>Form Filed by More than One Reporting Person</td> </tr> </table>	X	Form Filed by One Reporting Person	O	Form Filed by More than One Reporting Person
X	Director	O	10% Owner															
X	Officer (give title below)	O																
O	Other (specify below)																	
X	Form Filed by One Reporting Person																	
O	Form Filed by More than One Reporting Person																	

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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).

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**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)	(A) or (D)	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		Price		
Common Shares	2/19/03		M	6,264	A			
Common Shares	2/19/03		S	6,264	D	\$27.25	5,600	D
Common Shares							967,050	I
								By IES Family Holdings No. 4, LLC (1)
Common Shares							33,000	I
								(2)

**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)
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				Code V	(A)	(D)
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Phantom Stock	1-for-1	2/19/03		M		6,264
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**Table II Derivative Securities Acquired, Disposed of, or Beneficially Owned Continued**  
**(e.g., puts, calls, warrants, options, convertible securities)**

6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (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 of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
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Date Exercisable	Expiration Date	Title	Amount or Number of Shares		
2/19/03	2/19/03	Common Shares	6,264	8,945	D

**Explanation of Responses:**

(1) Steven Schottenstein and Irving E. Schottenstein hold 78.6% and 21.4% membership interests, respectively, in IES Family Holdings No. 4, LLC. Steven Schottenstein disclaims beneficial ownership of the Common Shares shown as held by IES Family Holdings No. 4, LLC except to the extent of his pecuniary interest therein.

(2) Held in trust by Steven Schottenstein, as trustee, for the benefit of his children pursuant to trust agreements dated December 22, 1994. As trustee, Steven Schottenstein is empowered to exercise all rights with regard to such Common Shares and may be deemed to be the beneficial owner of such Common Shares.

(3) The Phantom Stock units accrued under the M/I Schottenstein Homes, Inc. Executives' Deferred Compensation Plan.

/s/ Phillip G. Creek,  
Attorney-In-fact

2/21/03

\*\*Signature of Reporting  
Person

Date

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

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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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