# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, DC 20549

### FORM 8-K

# CURRENT REPORT Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of report (Date of earliest event reported) August 30, 2005

## MERITAGE HOMES CORPORATION

(Exact Name of Registrant as Specified in Charter)

Maryland (State or Other Jurisdiction of Incorporation) 1-9977 (Commission File Number) 86-0611231 (IRS Employer Identification No.)

8501 E. Princess Drive, Suite 290, Scottsdale, Arizona (Address of Principal Executive Offices)

**85255** (Zip Code)

(480) 609-3330 (Registrant's telephone number, including area code)

(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (eee General Instruction A.2. below):

]	Written communications	pursuant to	Rule 425	under the	Securities A	ct (1	7 CFR	230.425	1)
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- ☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- □ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- □ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

### ITEM 1.01 ENTRY INTO A MATERIAL DEFINITIVE AGREEMENT

On August 29, 2005, C. Timothy White accepted the position of General Counsel of the Company effective October 1, 2005. In connection with Mr. White's appointment, the Compensation Committee of the Board of Directors has approved the terms of Mr. White's compensation arrangements and agreed to enter into an Employment Agreement and Change of Control Agreement with Mr. White. Pursuant to the Employment Agreement, Mr. White will receive an annual base salary of \$500,000 and will be eligible for a bonus of .1125% of EBITDA subject to the Company meeting certain return on equity and return on asset levels. In addition, Mr. White will also receive an annual option grant to acquire 15,000 shares of the Company's common stock.

The Employment Agreement and Change of Control Agreement provides for severance payments to Mr. White in the event he terminates his employment for good reason (as defined in the agreements), is terminated by the Company without cause (as defined in the agreements or upon certain events following a change of control (as defined in the agreements).

A press release announcing the appointment of Mr. White and his biographical information is attached at Exhibit 99.1 of this Form 8-K.

#### ITEM 9.01. FINANCIAL STATEMENTS AND EXHIBITS

(c) Exhibits

99.1 Press Release dated August 30, 2005

2

#### SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Dated: August 30, 2005

#### MERITAGE HOMES CORPORATION

and Secretary



Contacts:

Arizona: Larry Seay Chief Financial Officer (480) 609-3330 **Texas:**Jane Hays
Vice President-Corp. Develop.
(972) 543-8123

New York: Chris Tofalli Broadgate Consultants (212) 232-2222

# C. TIMOTHY WHITE JOINS MERITAGE AS EXECUTIVE VICE PRESIDENT AND GENERAL COUNSEL

Scottsdale, Arizona and Dallas (August 30, 2005) – Meritage Homes Corporation (NYSE: MTH) today announced that C. Timothy White has accepted the position of Executive Vice President and General Counsel effective October 1, 2005. In this newly created position, Mr. White will be responsible for directing all companywide legal matters for the Company.

Mr. White comes to Meritage from the international law firm of Greenberg Traurig, LLP where he has been a shareholder since October 2002. Greenberg Traurig provides legal services for Meritage. Prior to his employment with Greenberg Traurig, Mr. White was an attorney with the law firm of Tiffany & Bosco, P.A., which also provided legal services to Meritage. He has during his 20 year career as a real estate lawyer specialized in representing homebuilders, and has, as an outside lawyer, acted as general counsel to several homebuilders. Mr. White has also been a member of the Board of Directors for Meritage Homes Corporation since December 1996.

Mr. White is a graduate of Arizona State University College of Law, a graduate of the University of Arizona where he earned a degree in Accounting, and a member of the State Bar of Arizona.

"We are pleased that Tim has accepted the responsibility to strategically lead Meritage in its legal affairs as our General Counsel," said Steven J. Hilton, Meritage Co-Chairman and CEO. "He has a proven successful track record and an extensive background in homebuilding that will contribute significantly to leading our legal department in the future," added John R. Landon, Meritage Co-Chairman and CEO.

"I am very excited about joining Meritage," said Mr. White. "The Company has a solid reputation as a leading national public homebuilder. They have a very strong and reputable management team in place, one that I feel privileged to join in my new capacity as General Counsel."

#### **About Meritage Homes Corporation**

Meritage Homes Corporation is one of the nation's largest single-family homebuilders, and is traded on the NYSE, symbol: MTH. The Company appears on *Forbes*' "Platinum 400" list as number one in terms of five-year annualized total return, and is included in the S&P SmallCap 600 Index. *Fortune* magazine recently ranked Meritage 747th in its "Fortune 1000" list of America's largest corporations and included the Company as a "top pick from 50 great investors" in its Investor's Guide 2004. Additionally, Meritage is ranked as one of *Fortune*'s Fastest Growing Companies in America, its fifth appearance on this list in seven years. The Company has built approximately 39,000 homes, ranging from entry-level to semi-custom luxury. Meritage operates in fast-growing states of the Southern and Western U.S., including six of the top 10 single-family housing markets in the country. For more information about the Company, please visit the Meritage website located at www.meritagehomes.com.