

# FORM 4

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

OMB APPROVAL	
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## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 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).

(Print or Type Responses)

1. Name and Address of Reporting Person* <b>HILTON STEVEN J</b>			2. Issuer Name and Ticker or Trading Symbol <b>Meritage Homes CORP [MTH]</b>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director _____ 10% Owner _____ <input checked="" type="checkbox"/> Officer (give title below) _____ Other (specify below) _____ <b>Chief Executive Officer</b>		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <b>08/27/2012</b>					
17851 N. 85TH STREET, SUITE 300			4. If Amendment, Date Original Filed(Month/Day/Year)			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person		
(Street)								
SCOTTSDALE, AZ 85255								
(City)			(State)			(Zip)		

**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)			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	(A) or (D)	Price			
MTH Common Stock	08/27/2012	08/27/2012	M		8,000	A	\$ 13.69	1,799,361	I	HELD IN TRUST
MTH Common Stock	08/27/2012	08/27/2012	S		8,000	D	\$ 36.7	1,791,361	I	HELD IN TRUST
MTH Common Stock	08/27/2012	08/28/2012	M		1,400	A	\$ 13.69	1,792,761	I	HELD IN TRUST
MTH Common Stock	08/27/2012	08/28/2012	S		1,400	D	\$ 36.51	1,791,361	I	HELD IN TRUST
MTH Common Stock	08/27/2012	08/29/2012	M		6,600	A	\$ 13.69	1,797,961	I	HELD IN TRUST
MTH Common Stock	08/27/2012	08/29/2012	S		6,600	D	\$ 36.5	1,791,361 (1)	I	HELD IN TRUST
MTH Common Stock								52,500 (2)	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)**


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)	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)	
				Code	V		Date Exercisable	Expiration Date						Title
MTH Common Stock	\$ 13.69	08/27/2012	08/27/2012	M		8,000	01/02/2009	01/02/2015	MTH Common Shares	8,000.00	\$ 0	0	D	
MTH Common Stock	\$ 13.69	08/28/2012	08/28/2012	M		1,397	01/02/2009	01/02/2015	MTH Common Shares	1,397.00	\$ 0	0	D	

MTH Common Stock	\$ 13.69	08/28/2012	08/28/2012	M		1	01/02/2010	01/02/2015	MTH Common Shares	1.00	\$ 0	0	D	
MTH Common Stock	\$ 13.69	08/28/2012	08/28/2012	M		1	01/02/2011	01/02/2015	MTH Common Shares	1.00	\$ 0	0	D	
MTH Common Stock	\$ 13.69	08/28/2012	08/28/2012	M		1	01/02/2012	01/02/2015	MTH Common Shares	1.00	\$ 0	0	D	
MTH Common Stock	\$ 13.69	08/29/2012	08/29/2012	M		6,600	01/02/2009	01/02/2015	MTH Common Shares	6,600.00	\$ 0	0	D	

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HILTON STEVEN J 17851 N. 85TH STREET SUITE 300 SCOTTSDALE, AZ 85255			Chief Executive Officer	

## Signatures

/s/ Hilla Sferruzza, attorney-in-fact for Steven J. Hilton	08/29/2012
	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) Balance reflects all other holdings, including restricted shares that have previously vested.

(2) Balance represents restricted shares not vested but does not include 60,000 shares of restricted stock with vesting contingent upon the achievement of pre-specified performance targets.

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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