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

OMB APPROVAL 3235-0287 OMB Number: Estimated average burden 0.5 hours per response..

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 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

(11mit of Typ	e Responses														
1. Name and Address of Reporting Person *- HILTON STEVEN J				Issuer Name and Ticker or Trading Symbol Meritage Homes CORP [MTH]							5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(Last) (First) (Middle) 17851 N. 85TH STREET, SUITE 300				3. Date of Earliest Transaction (Month/Day/Year) 08/31/2012											
SCOTTS	DALE. AZ	(Street)		4. If An	nendn	ment, Date	Original Filed(N	/onth/Day/	Year)		. Individual or J X_Form filed by Or _Form filed by Mo	e Reporting Pe	rson	plicable Line)
SCOTTSDALE, AZ 85255 (City) (State) (Zip)				Table I - Non-Derivative Securities Acqu						ies Acquir	lired, Disposed of, or Beneficially Owned				
1.Title of Security (Instr. 3)		2. Transaction Date (Month/Day/Year			Date, if Co	de	4. Securities Acqu (A) or Disposed of (Instr. 3, 4 and 5)		of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)]	6. Ownership Form: Direct (D)	7. Nature of Indirect Beneficial Ownership	
							Code V	Amount	(A) or (D)	Price				or Indirect (I) (Instr. 4)	(Instr. 4)
MTH Cor	nmon Stoc	ck	08/31/2012	08/31	1/201	12	М	64,000	A	\$ 13.69	,855,361		1		HELD IN TRUST
MTH Common Stock		08/31/2012	08/31/2012		12	S	64,000	D	\$ 37.16 1	1,791,361 (1)]	I	HELD IN TRUST	
MTH Common Stock										52	2,500 ⁽²⁾			D	
	Report on a so	eparate line for each	class of securities be	eneficiall	y own	ned directly	Perso this fo	orm are	not req		collection of in espond unles umber.				1474 (9-02)
Reminder: F	2. Conversion	3. Transaction	Table I 3A. Deemed Execution Date, if	I - Deriv (e.g., 1 4. Transact Code	ative bouts, of 5 ction of S	Securities calls, warr	Acquired, Disants, options, of Expiration I (Month/Day	orm are ntly vali posed of convertibutes and a convertibutes a convertibutes and a convertibutes a convertibutes and a convertibutes a convertibute a convertibutes a convertibute a convertibutes a convertibute a converti	not req d OMB , or Bend ble secur	control n eficially Ovities) 7. Title an	espond unles umber. vned d Amount of g Securities	8. Price of	9. Number o Derivative Securities Beneficially Owned	f 10.	11. Natu ship of Indire f Benefici ive Ownersl y: (Instr. 4
Reminder: F	2. Conversion or Exercise Price of Derivative	3. Transaction Date	Table I 3A. Deemed Execution Date, if	1 - Deriv (e.g., 1 4. Transact Code (Instr. 8)	ative souts, of state	Securities calls, warr 5. Number of Derivativ Securities Acquired (4 or Disposed of (D) (Instr. 3, 4, and 5)	Persot this for current Acquired, Dis ants, options, of the Exercise Expiration I (Month/Day)	posed of convertil recisable a Date //Year)	not req d OMB , or Benoble secur nd	control n eficially Ovities) 7. Title an Underlyin	espond unles umber. vned d Amount of g Securities nd 4)	8. Price of Derivative Security	9. Number o Derivative Securities Beneficially	f 10. Owners Form o Derivat Security Direct (or Indir	11. Nature of Indirection of Indirec
Reminder: F	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date	Table I 3A. Deemed Execution Date, if	I - Deriv (e.g., 1 4. Transact Code	ative souts, of stion	Securities calls, warr 5. Number of Derivativ Securities Acquired (4 or Disposed of (D) (Instr. 3, 4, and 5)	Persot this for current Acquired, Disants, options, of the Exercisable Person I (Month/Day)	posed of convertil cisable a Date //Year)	not req d OMB or Benoble secur nd	uired to r control n eficially Ovities) 7. Title an Underlyin (Instr. 3 an	d Amount of g Securities and 4) Amount or Number of Shares	8. Price of Derivative Security	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(f 10. Owners Form o Derivat Security Direct (or Indir s) (I)	11. Nature of Indirection of Indirec
1. Title of Derivative Security (Instr. 3) MTH Common Stock MTH Common	2. Conversion or Exercise Price of Derivative Security \$ 13.69	3. Transaction Date (Month/Day/Year)	Table I 3A. Deemed Execution Date, if	[- Deriv (e.g.,] 4. Transact Code (Instr. 8	ative souts, of state	Securities calls, warr 5. Number of Derivative Securities Acquired (A or Discovered of (D) (Instr. 3, 4, and 5)	Acquired, Disants, options, a 6. Date Expiration I (Month/Day) Date Exercisable 01/02/200	posed of convertil crisable a Date /Year) Expir Date	not req d OMB or Bendole secur and	ritle MTH Commo Shares MTH	d Amount of g Securities and 4) Amount or Number of Shares	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction ((Instr. 4)	f 10. Owners Form o Derivat Security Direct (or Indir s) (1) (Instr. 4	11. Nature of Indirection of Indirec
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security \$ 13.69	3. Transaction Date (Month/Day/Year) 08/31/2012	Table I 3A. Deemed Execution Date, if	Code Code M	ative souts, of state	Securities calls, warr 5. Number of Derivatin Securities Acquired (4 or Disposed of (D) (Instr. 3, 4, and 5)	Persor this for current states of the feature of th	Expir. Date 9 01/0.	not req d OMB or Bencole secur ation 2/2015	ritle MTH Commo Shares MTH Commo Shares MTH	d Amount of g Securities and 4) Amount or Number of Shares 1 4,003.00	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4)	f 10. Owners Form o Derivat Security Direct (or Indir s) (1) (Instr. 4	11. Nature of Indirection of Indirec

Reporting Owners

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

/s/ Hilla Sferruzza, attorney-in-fact for Steven J. Hilton	09/04/2012
**Signature of Reporting Person	Date

Explanation of Responses:

Signatures

- * 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.

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