

M I HOMES INC  
Form 4  
May 10, 2012

**FORM 4**

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

OMB APPROVAL

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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, 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 \*  
**MIRO JEFFREY H**

(Last) (First) (Middle)

**38500 NORTH WOODWARD AVENUE, SUITE 100**

(Street)

**BLOOMFIELD HILLS, MI 48304**

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
**M I HOMES INC [MHO]**

3. Date of Earliest Transaction (Month/Day/Year)  
**05/08/2012**

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

**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 Beneficial Ownership (Instr. 4)	
				(A) or (D)	Price			
				Code	V	Amount	(D)	Price

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

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SEC 1474 (9-02)

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

1. Title of Derivative Security	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of Derivative Securities	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Underlying Securities
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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	(Instr.)	Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom Stock <u>(1)</u>	<u>(2)</u>	05/08/2012	A	913 <u>(3)</u>						<u>(1)</u>	<u>(1)</u>	Common Shares	913	\$ 13
Stock Unit <u>(4)</u>	<u>(2)</u>	05/08/2012	A	1,000 <u>(5)</u>						<u>(4)</u>	<u>(4)</u>	Common Shares	1,000	\$

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MIRO JEFFREY H 38500 NORTH WOODWARD AVENUE SUITE 100 BLOOMFIELD HILLS, MI 48304	X			

## Signatures

/s/Phillip G. Creek, Attorney-in-Fact for Jeffrey H. Miro

05/10/2012

        Signature of Reporting Person

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) The Phantom Stock units were granted as payment for serving as a member of the Board of Directors pursuant to the M/I Homes, Inc. Director Deferred Compensation Plan ("the Plan").
- (2) 1-for-1
- (3) The Phantom Stock units accrue under the Plan and are to be settled in Common Shares upon the earlier of (i) the date specified by the reporting person in his deferral notice, or (ii) the date the reporting person's termination of service as a director.
- (4) The Stock Units accrue under the M/I Homes, Inc. 2009 Long-Term Incentive Plan, as amended (the "2009 LTIP") and will be settled in Common Shares as of the date of the Director's separation from service from the Company.
- (5) Represents Stock Units credited to the reporting person under the 2009 LTIP for dividends accrued on Common Shares underlying Stock Units held by the reporting person under the 2009 LTIP.
- (6) Jeffrey H. Miro also accrues 4,026.7922 Stock Units under the M/I Homes, Inc. 2006 Director Equity Incentive Plan (the "Director Plan") which will be settled in Common Shares as of the date of the Director's separation from service from the Company.

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.