FORM 5

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL **OWNERSHIP**

_	_	_	_		
			Washington,	D.C.	2054

Washington,	D.C.	2054

Washington, D.C. 20049	

OMB APPROVAL										
OMB Number:	3235-0362									
Estimated average I	burden									
hours per response	1.0									

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b). Form 3 Holdings Reported

_	3 Holdings Rep		File			the Securities Exc								
1. Name a		Reporting Person	n [*]	2. Issuer Nam		Relationship of Reporting Person(s) to Issuer (Check all applicable)								
Merdia	ın Charles	<u> Michael</u>		- COT HOIL		Direct X	title Otl		Owner (specify					
(Last) 1450 LA	(Fi	rst) INS DRIVE, S	(Middle) UITE 430	3. Statement t 12/31/2022	for Issuer's F	iscal Year Ended (below) below) CFO and Treasurer							
(Street) THE WOODI	LANDS TX	ζ	4. If Amendme		Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person									
(City)	(St	<u> </u>	(Zip)	ativo Socurit	tios Asqui	irad Dispasa	d of a	or Bonofi	oially Own	and .				
1. Title of Security (Instr. 3) 2. Transaction Date		2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr.	ed, Disposed of, or Benef 4. Securities Acquired (A) or Dispo Of (D) (Instr. 3, 4 and 5)			,		6. Owners Form: D	hip Inc Direct Be	7. Nature of Indirect Beneficial Ownership		
			(1)	(Month/Day/Tear)	, 	Amount	(A) or (D)	Price	Issuer's F Year (Inst	iscal	Indirect (Instr. 4	: (I) (In	(Instr. 4)	
Common	Stock		03/31/2022		A ⁽¹⁾	110	A	\$83.03	8,70	01	D			
Common	Stock		06/30/2022		A ⁽²⁾	24	A	\$73.87	8,72	25	D			
Common	Stock		06/30/2022		A ⁽³⁾	23	A	\$69.16	8,74	8,748 D				
Common	Stock		12/30/2022		A ⁽⁴⁾	18	A	\$78.71	8,76	8,766				
Common Stock								117,8	117,829		M	By Merdian Management Trust		
Common Stock									13,174		I	M	By Charles Merdian 2021 Trust	
		Ta	able II - Derivat (e.g., p			ed, Disposed ptions, conve				d	•			
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of	3. Transaction Date (Month/Day/Year	3A. Deemed Execution Date, if any (Month/Day/Year)	Transaction Code (Instr.	of E	Date Exercisable a xpiration Date Month/Day/Year)	A	7. Title and Amount of Securities Underlying	8. Price of Derivative Security (Instr. 5)	9. Num derivat Securit Benefic	ive ties	10. Ownershi Form: Direct (D)	Beneficia	

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)	of	ired r osed) : 3, 4	Expiration Da	6. Date Exercisable and Expiration Date (Month/Day/Year)			8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
					(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

- 1. The reporting person is voluntarily reporting the acquisition of the Issuer's common stock pursuant to the LGI Homes, Inc. Employee Stock Purchase Program ("ESPP"), for the ESPP purchase period of January 1, 2022 through March 31, 2022. This transaction is also exempt from Rule 16b-3(c). In accordance with the ESPP, these shares were purchased based on 85% of the closing stock price March 31, 2022, the last trading day of the purchase period.
- 2. The reporting person is voluntarily reporting the acquisition of the Issuer's common stock pursuant to the LGI Homes, Inc. Employee Stock Purchase Program ("ESPP"), for the ESPP purchase period of April 1, 2022 through June 30, 2022. This transaction is also exempt from Rule 16b-3(c). In accordance with the ESPP, these shares were purchased based on 85% of the closing stock price June 30, 2022, the last trading day of the purchase period.
- 3. The reporting person is voluntarily reporting the acquisition of the Issuer's common stock pursuant to the LGI Homes, Inc. Employee Stock Purchase Program ("ESPP"), for the ESPP purchase period of July 1, 2022 through September 30, 2022. This transaction is also exempt from Rule 16b-3(c). In accordance with the ESPP, these shares were purchased based on 85% of the closing stock price September 30, 2022, the last trading day of the purchase period.
- 4. The reporting person is voluntarily reporting the acquisition of the Issuer's common stock pursuant to the LGI Homes, Inc. Employee Stock Purchase Program ("ESPP"), for the ESPP purchase period of October 1, 2022 through December 31, 2022. This transaction is also exempt from Rule 16b-3(c). In accordance with the ESPP, these shares were purchased based on 85% of the closing stock price December 30, 2022, the last trading day of the purchase period.

Remarks:

/s/ Charles Merdian

02/08/2023

* Signature of Reporting Person

Date

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

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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