

Forestar Group Inc.  
Form 8-K  
February 04, 2009

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549  
Form 8-K  
CURRENT REPORT  
PURSUANT TO SECTION 13 OR 15(d) OF THE  
SECURITIES EXCHANGE ACT OF 1934  
Date of Report: February 4, 2009  
(Date of earliest event reported)  
FORESTAR GROUP INC.  
(Exact name of registrant as specified in its charter)**

**Delaware**  
(State or other jurisdiction of  
incorporation or organization)

**Commission File Number**  
001-33662

**26-1336998**  
(I.R.S. Employer  
Identification No.)

**6300 Bee Cave Road, Building Two, Suite 500  
Austin, Texas 78746**

(Address of principal executive offices) (zip code)

**(512) 433-5200**

(Registrant's telephone number, including area code)

**1300 MoPac Expressway South, Suite 3S  
Austin, Texas 78746**

(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:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - 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))
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**Item 2.02. Results of Operations and Financial Condition.**

On February 4, 2009, Forestar Group Inc. issued a press release announcing the company's earnings for the quarter and year ended December 31, 2008. A copy of the press release is furnished as exhibit 99.1 of this report.

**Item 7.01. Regulation FD Disclosure.**

On February 4, 2009, management of Forestar Group Inc. participated in a conference call discussing the Company's earnings for the quarter and year ended December 31, 2008. A copy of the presentation materials used in the call is furnished as exhibit 99.2 of this report.

**Item 9.01. Financial Statements and Exhibits.**

(d) *Exhibits.*

99.1 Press release issued by Forestar Group Inc. on February 4, 2009, announcing the company's earnings for the quarter and year ended December 31, 2008.

99.2 Presentation materials used by management in a conference call on February 4, 2009, discussing the company's earnings for the quarter and year ended December 31, 2008.

**SIGNATURE**

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

**FORESTAR GROUP INC.**

Date: February 4, 2009

By: /s/ Christopher L. Nines  
Name: Christopher L. Nines  
Title: Chief Financial Officer

**EXHIBIT INDEX**

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