Edgar Filing: PENNYMAC FINANCIAL SERVICES, INC. - Form 4

PENNYMA Form 4 April 07, 20	AC FINANCIAL S	SERVICE	S, INC.								
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FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549								OMB Number:	3235-0287		
Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. STATEMENT OF CHAN Filed pursuant to Section 1 Section 17(a) of the Public U				SECU 6(a) of t tility Ho	RITIES he Secur lding Co	ities I mpar	Exchange	Act of 1934, 1935 or Section	Expires: Estimated a burden hou response	urs per	
<i>See</i> Insta 1(b).	ruction	00(11)			o compu						
(Print or Type	Responses)										
Jones Doug Syn PE			Symbol PENN	er Name an YMAC F CES, IN(INANCI	AL	8	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Me			(Month/I					Director 10% Owner X Officer (give title Other (specify below) below) Chief Mtge Bnkg Ofcr			
				onth/Day/Year) A				 Individual or Joint/Group Filing(Check Applicable Line) X_ Form filed by One Reporting Person Form filed by More than One Reporting 			
(City)	(State)	(Zip)	Tab	la I Non	Dorivotiv	Soon		Person	or Ronoficial	ly Ownod	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deem Execution any (Month/D	ed Date, if	3. 4. Securities Acquired (A Transactionor Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A) or			cquired (A)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of ip Indirect Beneficial) Ownership	
Class A Common Stock	04/05/2017			Code V	Amount 5,600 (1)		Price \$ 16.117 (2)	(Instr. 3 and 4) 18,412 (3)	D		
Class A Common Stock	04/06/2017			S	4,562 (1)	D	\$ 15.8588 (4)	13,850 <u>(5)</u>	D		
Class A Common Stock								6,000	Ι	The Jones Family Trust	

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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. Transactio Code (Instr. 8)	5. of Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		e	7. Title and A Underlying S (Instr. 3 and	Securities
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Cl A Units of Private Nat'l Mortgage Acceptance Company, LLC	<u>(6)</u>					<u>(6)</u>	<u>(6)</u>	Class A Common Stock	757,767
Nonstatutory Stock Option (Right to Buy)	\$ 21.03					06/13/2014	06/12/2023	Class A Common Stock	15,882 (7)
Nonstatutory Stock Option (Right to Buy)	\$ 17.26					02/26/2015	02/25/2024	Class A Common Stock	28,216 (8)
Nonstatutory Stock Option (Right to Buy)	\$ 17.52					03/03/2016	03/02/2025	Class A Common Stock	23,829 <u>(9)</u>
Nonstatutory Stock Option (Right to Buy)	\$ 11.28					03/07/2017	03/06/2026	Class A Common Stock	27,771 (10)
Nonstatutory Stock Option (Right to Buy)	\$ 18.05					03/06/2018	03/05/2027	Class A Common Stock	34,626 (11)

Reporting Owners

Reporting Owner Name / Address		Relationships						
	Director	10% Owner	Officer	Other				
Jones Doug C/O PENNYMAC FINANCIAL SERVICES, INC. 3043 TOWNSGATE ROAD WESTLAKE VILLAGE, CA 91361			Chief Mtge Bnkg Ofcr					
Signatures								
/s/ Derek W. Stark, attorney-in-fact for Mr. Jones	04/07/2	2017						
**Signature of Reporting Person	Date	;						
Evaloretion of Deenenees.								

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) These shares of Class A Common Stock were sold pursuant to a 10b5-1 plan.

The price reported is the weighted average price of multiple transactions ranging from \$15.90 to \$16.60. The reporting person hereby(2) undertakes to provide upon request to the SEC, the Issuer or a security holder of the Issuer the number of Class A Common Stock and the prices at which the transactions were effected.

(3) The reported amount consists of 13,850 restricted stock units and 4,562 shares of Class A Common Stock. The restricted stock units are to be settled in an equal number of shares of Class A Common Stock upon vesting.

The price reported is the weighted average price of multiple transactions ranging from \$15.75 to \$16.10. The reporting person hereby
 undertakes to provide upon request to the SEC, the Issuer or a security holder of the Issuer the number of Class A Common Stock and the prices at which the transactions were effected.

(5) The reported amount consists of 13,850 restricted stock units. The restricted stock units are to be settled in an equal number of Class A Common Stock upon vesting.

Pursuant to the terms of an exchange agreement, Class A Units of Private National Mortgage Acceptance Company, LLC are(6) exchangeable for shares of Class A Common Stock of the Issuer on a one-for-one basis, subject to customary conversion rate adjustments.

- (7) This nonstatutory stock option to purchase 15,882 shares of Class A Common Stock of the Issuer will vest as to one-third of the optioned shares on each of June 13, 2014, 2015 and 2016, subject to the Reporting Person's continued service through each date.
- (8) This nonstatutory stock option to purchase 28,216 shares of Class A Common Stock of the Issuer will vest as to one-third of the optioned shares on each of February 26, 2015, 2016 and 2017, subject to the Reporting Person's continued service through each date.
- (9) This nonstatutory stock option to purchase 23,829 shares of Class A Common Stock of the Issuer will vest as to one-third of the optioned shares on each of March 3, 2016, 2017 and 2018, subject to the Reporting Person's committed service through each date.
- (10) This nonstatutory stock option to purchase 27,771 shares of Class A Common Stock of the Issuer will vest as to one-third of the optioned shares on each of March 7, 2017, 2018 and 2019, subject to the Reporting Person's committed service through each date.
- (11) This nonstatutory stock option to purchase 34,626 shares of Class A Common Stock of the Issuer will vest as to one-third of the optioned shares on each of March 6, 2018, 2019 and 2020, subject to the Reporting Person's committed service through each date.

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.