Botein Matthew Form 3 May 09, 2013

FORM 3

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

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL

OMB Number:

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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 *

Â Botein Matthew

(Last)

(First)

C/O PENNYMAC FINANCIAL

(Street)

(Middle)

(Zip)

Statement

(Month/Day/Year)

05/09/2013

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol

PENNYMAC FINANCIAL SERVICES, INC. [PFSI]

4. Relationship of Reporting Person(s) to Issuer

Filed(Month/Day/Year)

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check Applicable Line)

X Form filed by One Reporting

5. If Amendment, Date Original

Person

Form filed by More than One

Reporting Person

MOORPARK. CAÂ 93021

SERVICES, INC., Â 6101 CONDOR DRIVE

(State)

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security

(Instr. 4)

(City)

2. Amount of Securities Beneficially Owned

(Instr. 4)

3. Ownership 4. Nature of Indirect Beneficial Ownership

Form:

Direct (D) or Indirect (I)

(Instr. 5)

(Instr. 5)

Â Class B Common Stock 1 D

Reminder: Report on a separate line for each class of securities beneficially

owned directly or indirectly.

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)

2. Date Exercisable and **Expiration Date** (Month/Day/Year)

Securities Underlying

Derivative Security (Instr. 4)

3. Title and Amount of

4. Conversion

5. Ownership

6. Nature of Indirect Beneficial Ownership

or Exercise Form of (Instr. 5) Price of Derivative

Derivative Security:

1

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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Cl A Units of Private Nat'l Mortgage Acceptance Co., LLC (1)	(1)	(1)	Class A Common Stock (1)	1,218,552	\$ <u>(1)</u>	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships				
	Director	10% Owner	Officer	Other	
Botein Matthew					
C/O PENNYMAC FINANCIAL SERVICES, INC.	â v	Â	â	â	
6101 CONDOR DRIVE	АЛ	Α	А	Α	
MOORPARK, CA 93021					

Signatures

/s/ Jeffrey P. Grogin, attorney-in-fact

05/09/2013

**Signature of Reporting Person

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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).

Pursuant to the terms of an exchange agreement, Class A Units of Private National Mortgage Acceptance Company, LLC are

(1) exchangeable for shares of Class A Common Stock of PennyMac Financial Services, Inc. on a one-for-one basis, subject to customary conversion rate adjustments, from and after the closing of PennyMac Financial Services, Inc.'s initial public offering.

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Remarks:

Exhibit 24.1 Power of Attorney

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.

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