Edgar Filing: Jones Doug - Form 4

| Jones Doug Form 4 | | | | | | | | | | | |
|--|--|-----------------|----------------|--|---------------------------------------|--|---------------------------------------|--|---|------------------------------|--|
| December 1 | 4, 2017 | | | | | | | | | | |
| FORM | 14 UNITED | STATES | | | | | | OMMISSION | OMB | PROVAL 3235-0287 | |
| Washington, D.C. 20549 N Check this box if no longer subject to STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF Section 16. SECURITIES | | | | | | | | Expires: January Expires: 2 Estimated average burden hours per response | | | |
| (Print or Type | Responses) | | | | | | | | | | |
| 1. Name and A Jones Doug | Address of Reporting | Person <u>*</u> | Symbol PENN | er Name an YMAC F CES, IN | INANCI | AL | | 5. Relationship of l ssuer (Check | Reporting Pers | | |
| (Last) (First) (Middle) C/O PENNYMAC FINANCIAL SERVICES, INC., 3043 TOWNSGATE ROAD | | | | | | | | Director 10% Owner _X Officer (give title Other (specify below) below) Chief Mtge Bnkg Ofcr | | | |
| WESTI AK | (Street) KE VILLAGE, CA | 01361 | | endment, D nth/Day/Yea | - | al | A | 5. Individual or Joi Applicable Line) X_ Form filed by O Form filed by M | ne Reporting Per | rson | |
| | | | | | | | | Person | | | |
| (City) 1.Title of Security (Instr. 3) | (State) 2. Transaction Date (Month/Day/Year) | | ed Date, if | 3. Transactic Code (Instr. 8) | 4. Securi otor Dispo (Instr. 3, | ties A sed of 4 and (A) or | cquired (A) ⁷ (D) 5) | ired, Disposed of, 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | or Beneficial 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of | |
| Class A Common Stock | 12/13/2017 | | | M | Amount 7,500 (1) | (D) A | Price \$ 0 (2) | 7,500 | I | The Jones Family Trust | |
| Class A Common Stock | 12/13/2017 | | | S | 7,500 | D | \$ 21.8733 (<u>3)</u> | 0 | I | The Jones Family Trust | |
| Class A Common Stock | 12/14/2017 | | | М | 7,500 (1) | А | \$ 0 <u>(2)</u> | 7,500 | I | The Jones Family Trust | |

| Class A Common Stock | 12/14/2017 | S | 7,500 | D | \$ 22.03 (4) | 0 | Ι | The Jones Family Trust |
|----------------------------|------------|---|-------|---|-----------------|-------------------|---|------------------------------|
| Class A Common Stock | | | | | | 13,850 <u>(5)</u> | D | |

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

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 control number.

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) | Code | 5. Number onof Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | | 6. Date Exerci Expiration Dat (Month/Day/Y | ie | 7. Title and Amoun Underlying Securiti (Instr. 3 and 4) | |
|---|---|---|---|--------|---|-------|--|--------------------|---|---------------------------------|
| | | | | Code V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amour or Numbe of Shar |
| Cl A Units of Private Nat'l Mortgage Acceptance Company, LLC | (2) | 12/13/2017 | | М | | 7,500 | <u>(2)</u> | <u>(2)</u> | Class A Common Stock | 7,50 (1) |
| Cl A Units of Private Nat'l Mortgage Acceptance Company, LLC | <u>(2)</u> | 12/14/2017 | | М | | 7,500 | <u>(2)</u> | <u>(2)</u> | Class A Common Stock | 7,50 (1) |
| Nonstatutory Stock Option (Right to Buy) | \$ 21.03 | | | | | | 06/13/2014 | 06/12/2023 | Class A Common Stock | 15,88 <u>(6)</u> |
| Nonstatutory Stock Option (Right to Buy) | \$ 17.26 | | | | | | 02/26/2015 | 02/25/2024 | Class A Common Stock | 28,21 (7) |

| Nonstatutory Stock Option (Right to Buy) | \$ 17.52 | 03/03/2016 | 03/02/2025 | Class A Common Stock | 23,82 (8) |
|---|----------|------------|------------|----------------------------|---------------------|
| Nonstatutory Stock Option (Right to Buy) | \$ 11.28 | 03/07/2017 | 03/06/2026 | Class A Common Stock | 27,77 <u>(9)</u> |
| Nonstatutory Stock Option (Right to Buy) | \$ 18.05 | 03/06/2018 | 03/05/2027 | Class A Common Stock | 34,62 (10) |

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 <u>**Signature of Reporting Person</u> | | 2017 | | | | | |
| | | | | | | | |

**Signature of Reporting Person

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).
- Represents shares of Class A Common Stock received upon the exchange of Class A Units of Private National Mortgage Acceptance (1)Company, LLC.

Pursuant to the terms of an exchange agreement, Class A Units of Private National Mortgage Acceptance Company, LLC are exchangeable for shares of Class A Common Stock of the Issuer on a one-for-one basis, subject to customary conversion rate (2) adjustments.

The price reported is the weighted average price of multiple transactions ranging from \$21.50 to \$22.10. 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 (3) the prices at which the transactions were effected.

The price reported is the weighted average price of multiple transactions ranging from \$21.90 to \$22.20. The reporting person hereby (4) 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.

- The reported amount consists of 13,850 restricted stock units. The restricted stock units are to be settled in an equal number of shares of (5) Class A Common Stock upon vesting.
- 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 (6) optioned shares on each of June 13, 2014, 2015 and 2016, subject to the Reporting Person's continued service through each date.
- 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 (7)optioned shares on each of February 26, 2015, 2016 and 2017, subject to the Reporting Person's continued service through each date.

Edgar Filing: Jones Doug - Form 4

- (8) 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.
- (9) 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.
- (10) 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.