PENNYMAC FINANCIAL SERVICES, INC.

Form 4

November 12, 2014

# FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

**OMB APPROVAL** 

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Check this box if no longer subject to Section 16.

Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Form 5 obligations may continue.

See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \*\*
Hunt James K

2. Issuer Name **and** Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to Issuer

PENNYMAC FINANCIAL

(C

(Check all applicable)

(Last)

(First)

(Middle)

SERVICES, INC. [PFSI]
3. Date of Earliest Transaction

\_X\_\_ Director \_\_ \_\_\_\_ Officer (give title \_\_

\_\_\_\_\_ 10% Owner \_\_\_\_\_ Other (specify

C/O PENNYMAC FINANCIAL SERVICES, INC., 6101 CONDOR

(Street)

DRIVE

4. If Amendment, Date Original

Filed(Month/Day/Year)

(Month/Day/Year)

11/10/2014

6. Individual or Joint/Group Filing(Check

Applicable Line)

\_X\_ Form filed by One Reporting Person \_\_\_ Form filed by More than One Reporting

Person

MOORPARK, CA 93021

(City) (State) (Zip)

11/10/2014

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.Title of Security (Month/Day/Year) Execution Date, if (Instr. 3) any (Month/Day/Year)

3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)

5. Amount of Securities Form: Direct Indirect
Beneficially (D) or Beneficial
Owned Indirect (I) Ownership
Following (Instr. 4) (Instr. 4)
Reported

D

(A) Transaction(s)
or (Instr. 3 and 4)

Code V Amount (D)

1,867 A \$ 19,344 (2)

Common Stock

Class A

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

Α

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1

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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	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Title	and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	orNumber	Expiration D	ate	Amount	t of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underly	ing	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	tr. 8) Derivative			Securitie	es	(Instr. 5)	Bene
	Derivative				Securities			(Instr. 3	and 4)		Own
	Security				Acquired						Follo
	•				(A) or						Repo
					Disposed						Trans
				of (D)							(Instr
					(Instr. 3, 4, and 5)						
								Λ.	mount		
									mount		
						Date	Expiration Date	Title N	r Jumber		
						Exercisable		Title Numb			
				C + V	(A) (D)						
				Code V	(A) (D)			S	hares		

### **Reporting Owners**

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
Hunt James K							
C/O PENNYMAC FINANCIAL SERVICES, INC. 6101 CONDOR DRIVE	X						

## **Signatures**

MOORPARK, CA 93021

/s/ Derek W. Stark, attorney-in-fact for Mr. 11/12/2014 Hunt

> \*\*Signature of Reporting Person Date

#### **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).
- The Reporting Person received these shares in lieu of cash compensation payable for services rendered as a non-management director of **(1)** the Issuer during the third quarter of 2014. This transaction is exempt under Rule 16b-3 of the Securities Exchange Act of 1934.
- The reported amount consists of 8,468 restricted stock units and 10,876 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.

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.

Reporting Owners 2