

Jones Doug  
Form 4  
April 04, 2018

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

OMB APPROVAL

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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

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 \*  
Jones Doug

2. Issuer Name and Ticker or Trading Symbol  
PENNYMAC FINANCIAL SERVICES, INC. [PFSI]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)  
04/02/2018

\_\_\_ Director \_\_\_ 10% Owner  
 Officer (give title below) \_\_\_ Other (specify below)  
Chief Mtge Bnkg Ofcr

C/O PENNYMAC FINANCIAL SERVICES, INC., 3043 TOWNSGATE ROAD

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
\_\_\_ Form filed by More than One Reporting Person

WESTLAKE VILLAGE, CA 91361

(City) (State) (Zip)

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

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
|                                 |                                      |  | Code                           | V   | Amount (A) or (D) Price   |  |   |
| Class A Common Stock            | 04/02/2018                           |  | M                              |   | 30,372 (1) A \$ 0   | D  |   |
| Class A Common Stock            | 04/03/2018                           |  | S                              |   | 10,116 (3) D \$ 22.6392 (4)   | D  |   |
| Class A Common Stock            | 04/04/2018                           |  | S                              |   | 20,256 (3) D \$ 23.1609 (6)   | D  |   |
|                                 |                                      |  |                                |   | 50,193 (2)  |  |   |
|                                 |                                      |  |                                |   | 40,077 (5)  |  |   |
|                                 |                                      |  |                                |   | 19,821 (7)  |  |   |

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

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(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security<br>(Instr. 3)                   | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed Execution Date, if any<br>(Month/Day/Year) | 4. Transaction Code<br>(Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D)<br>(Instr. 3, 4, and 5) |        | 6. Date Exercisable and Expiration Date<br>(Month/Day/Year) |                  | 7. Title Underlying Instrument<br>(Instr. 3) |                       |
|---|--|---|---|-----------------------------------|--|--------|---|------------------|--|-----------------------|
|   |  |   |   |                                   | V  | (A)    | (D)   | Date Exercisable |  | Expiration Date       |
| Performance-Based Restricted Stock Units                        | \$ 0 <sup>(1)</sup>                                    | 04/02/2018                              |   | A                                 |  | 30,372 |   | <sup>(1)</sup>   | <sup>(1)</sup>                               | Class of Common Stock |
| Performance-Based Restricted Stock Units                        | \$ 0 <sup>(1)</sup>                                    | 04/02/2018                              |   | M                                 |  | 30,372 |   | <sup>(1)</sup>   | <sup>(1)</sup>                               | Class of Common Stock |
| Class A Units of Private Nat'l Mortgage Acceptance Company, LLC | <sup>(8)</sup>   |   |   |                                   |  |        |   | <sup>(8)</sup>   | <sup>(8)</sup>                               | Class of Common Stock |
| Nonstatutory Stock Option (Right to Buy)                        | \$ 21.03   |   |   |                                   |  |        | 06/13/2014  | 06/12/2023       |  | Class of Common Stock |
| Nonstatutory Stock Option (Right to Buy)                        | \$ 17.26   |   |   |                                   |  |        | 02/26/2015  | 02/25/2024       |  | Class of Common Stock |
| Nonstatutory Stock Option (Right to Buy)                        | \$ 17.52   |   |   |                                   |  |        | 03/03/2016  | 03/02/2025       |  | Class of Common Stock |
| Nonstatutory Stock Option (Right to Buy)                        | \$ 11.28   |   |   |                                   |  |        | 03/07/2017  | 03/06/2026       |  | Class of Common Stock |
| Nonstatutory Stock Option (Right to Buy)                        | \$ 18.05   |   |   |                                   |  |        | 03/06/2018  | 03/05/2027       |  | Class of Common Stock |
| Nonstatutory Stock Option (Right to Buy)                        | \$ 24.4  |   |   |                                   |  |        | 03/09/2019  | 03/08/2028       |  | Class of Common Stock |



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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.

- (14) This nonstatutory stock option to purchase 26,467 shares of Class A Common Stock of the Issuer will vest as to one-third of the optioned shares on each of March 9, 2019, 2020 and 2021, 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.