PENNYMAC FINANCIAL SERVICES, INC.

Form 5

March 31, 2015

Wiaicii 51, 20	113										
FORM	l 5								PPROVAL		
UNITED STATES SECURITIES AND EXCHANGE COMMISSION Check this box if Washington, D.C. 20549							Number.	3235-0362 January 31,			
5 obligations OWNERSHI may continue. See Instruction				T OF CHANGES IN BENEFICIAL HIP OF SECURITIES a) of the Securities Exchange Act of 1934				Expires: 200 Estimated average burden hours per response 1			
1(b). Form 3 Ho Reported Form 4 Transaction Reported	oldings Section 17(a		tility Holdin	g Compa	ıny A	ct of 1	935 or Sectio	n			
Youssouf Emily Ann Sy			_				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(Last)	(First) (M	(Month/D	3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year) 12/31/2014			-	_X Director Officer (give pelow)	tive title 10% Owner Other (specify below)			
	MAC FINANCI. INC., 6101 CO	AL									
	endment, Date Original onth/Day/Year)			6. Individual or Joint/Group Reporting (check applicable line)							
MOORPAR	K, CA 93021					-	X_ Form Filed by Form Filed by ! Person	One Reporting Po More than One Ro			
(City)	(State) (Zip) Tabl	e I - Non-Deri	ivative Sec	uritie	s Acqui	ired, Disposed of	f, or Beneficial	ly 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) (A) or		d of	5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Class A Common Stock	11/14/2014	Â	S4	Amount 435 (1)	(D)	\$ 15.6	7,674 <u>(2)</u>	D	Â		
	ort on a separate line cicially owned directly		contained in	n this for	m are	not re	lection of infor equired to resp lid OMB contro	ond unless	SEC 2270 (9-02)		

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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		4.	5.	6. Date Exerc	cisable and	7. Titl	e and	8. Price of
	Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	Number	Expiration D	ate	Amou	int of	Derivative
	Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security
	(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Secur	ities	(Instr. 5)
		Derivative				Securities			(Instr.	3 and 4)	
		Security				Acquired					
		•				(A) or					
						Disposed					
						of (D)					
						(Instr. 3,					
						4, and 5)					
						.,					
										Amount	
							Date	Expiration		or	
							Exercisable	Date	Title	Number	
						Exercisable	Date	C	of		
						(A) (D)				Shares	

of D

Reporting Owners

Reporting Owner Name / Address	Relationships					
1 6	Director	10% Owner	Officer	Other		
Youssouf Emily Ann						
C/O PENNYMAC FINANCIAL SERVICES, INC.	â v	Â	â	â		
6101 CONDOR DRIVE	АЛ	А	Α	A		
MOORPARK, CA 93021						

Signatures

/s/ Derek W. Stark, attorney-in-fact for Ms. Youssouf

03/31/2015

**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).
- (1) The common shares of beneficial interest were sold pursuant to a 10b5-1 plan in order to pay estimated tax obligations resulting from the vesting of 872 restricted share units on November 11, 2014.
- (2) The reported amount consists of 7,237 restricted stock units and 437 common shares of beneficial interest. 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 provided 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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