## Edgar Filing: PHH CORP - Form 4

PHH CORP											
Form 4											
April 02, 201	3										
FORM 4 UNITED STATES SECURITIES AND EXCHANCE COMMISSION								-	OMB APPROVAL		
Washington, D.C. 20549							OMB Number:	3235-0287			
Check this if no longe	ər									January 31,	
subject to STATEMENT OF CHA				NGES IN BENEFICIAL OWNI				NERSHIP OF	Estimated	2005 average	
Section 16				SECURITIES					burden hours per		
Form 4 or Form 5			Castion 16	(a) = f + b = a	C	as Es	1	A	response	0.5	
obligation	- ·	•					-	ge Act of 1934, f 1935 or Sectio	n		
may conti	nue.		of the Inv						11		
See Instru- 1(b).	ction	50(11)		estinent v	compan.	y 1101	0117	10			
(Print or Type R	esponses)										
				Name and				5. Relationship of Reporting Person(s) to Issuer			
PIZZI CHAH	KLES P		Symbol					155001			
РНН СС				CORP [PHH]				(Check all applicable)			
(Last)				Earliest Transaction							
				/Day/Year)			X_ Director 10% Owner Officer (give title Other (specify				
C/O PHH CORPORATION, 3000 03/31/20 LEADENHALL ROAD				below)				below)	(•p•)		
			4 10 4								
			ndment, Date Original				6. Individual or Joint/Group Filing(Check				
Filed(Mon				th/Day/Year)				Applicable Line) _X_ Form filed by One Reporting Person			
MT. LAURE	EL, NJ 08054							Form filed by M	More than One R	eporting	
		(7)						Person			
(City)	(State)	(Zip)	Table	e I - Non-Do	erivative S	Securi	ties Ac	quired, Disposed o	f, or Beneficia	lly Owned	
1.Title of	2. Transaction			3.	4. Securi			5. Amount of	6. Ownership		
Security (Instr. 3)	(Month/Day/Y	ear) Executi any	on Date, if TransactionAcquired (A) or				Securities Beneficially	Form: Direct (D) or	Indirect Beneficial		
(1130.3)		/Day/Year)					Owned	Indirect (I)	Ownership		
							Following	(Instr. 4)	(Instr. 4)		
						(A)		Reported Transaction(s)			
						or	р.	(Instr. 3 and 4)			
Common				Code V	Amount 1,667	(D)	Price				
Stock	03/31/2013			А	(1)	А	\$0	8,783 <u>(1)</u>	D		
20000											

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)

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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)	4. Transactic Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Secur	ınt of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Own Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

## **Reporting Owners**

Reporting Owner Name / Address	Relationships								
1	Director	10% Owner	Officer	Other					
PIZZI CHARLES P C/O PHH CORPORATION 3000 LEADENHALL ROAD MT. LAUREL, NJ 08054	Х								
Signatures									
J. Christopher Clifton, Attorney-In-Fact	04/02/2013								
<u>**</u> Signature of Reporting Person		Date							
Evaluation of Responses:									

## **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) Represents shares of common stock underlying vested restricted stock units. Each restricted stock unit represents the right to receive one share of common stock that will be issued one year after cessation of service on the Board of Directors.

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.