## Edgar Filing: PHH CORP - Form 4

PHH CORP											
Form 4											
April 02, 201	4										
FORM 4 UNITED STATES SECURITIES AND EXCHANCE COMMISSION								-	OMB APPROVAL		
Washington, D.C. 20549							OMB Number:	3235-0287			
Check this if no longe	or								Expires:	January 31, 2005	
subject to STATEMENT OF CHAN				GES IN BENEFICIAL OWNE				NERSHIP OF	Estimated a		
Section 16				SECURITIES					burden hours per		
Form 4 or Form 5		mumor to	Section 14	(a) of the	Conniti	as Er	rahan	hat of 1024	response	0.5	
obligation		<b>^</b>					-	ge Act of 1934, f 1935 or Sectio	n		
may conti	nue.		) of the Inv						11		
See Instru- 1(b).	ction	50(II)	) of the my	vestment v	compan.	y 1101	. 01 17	10			
(Print or Type R	esponses)										
PIZZI CHARLES P Symbol				Name and Ticker or Trading			5. Relationship of Reporting Person(s) to Issuer				
				ool I CORP [PHH]				155001			
								(Check all applicable)			
			of Earliest Transaction								
		N 2000		h/Day/Year)			X_ Director 10% Owner Officer (give title Other (specify				
C/O PHH CORPORATION, 3000 03/31/20 LEADENHALL ROAD				below)			below)	(•p•)			
(Street) 4. If Amer			4 If A				6 Individual or Joint/Group Eiling(Chash				
			Amendment, Date Original d(Month/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line)				
Thed(won				mm/Day/Tear)				_X_ Form filed by One Reporting Person			
MT. LAURE	EL, NJ 08054							Form filed by M Person	More than One Re	eporting	
	(5+-+-)	(7:)									
(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 Code Disposed of (D)				Form: Direct (D) or	Indirect Beneficial			
(1130.3)		•	(Day/Year) (Instr. 8) (Instr. 3, 4 and 5)					-	Indirect (I)	Ownership	
							Following	(Instr. 4)	(Instr. 4)		
						(A)		Reported Transaction(s)			
						or	р.	(Instr. 3 and 4)			
Common				Code V	Amount 1,489	(D)	Price				
Stock	03/31/2014			А	(1)	А	\$0	15,290 <u>(1)</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)

## Edgar Filing: PHH CORP - Form 4

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. of Derivative Securities Acquired (A) or Disposed of (D)		ate	7. Titl Amou Under Secur (Instr.	int of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
				Code V	(Instr. 3, 4, and 5) (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		04/02/2	014					
<u>**</u> Signature of Reporting Person		Date						
Explanation 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).
- Represents shares of common stock underlying vested restricted stock units. Each restricted stock unit represents the right to receive one (1) 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.