

Grogin Jeffrey
 Form 3
 May 09, 2013

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 *

^ Grogin Jeffrey
 (Last) (First) (Middle)

2. Date of Event Requiring Statement

(Month/Day/Year)
 05/09/2013

3. Issuer Name and Ticker or Trading Symbol

PENNYMAC FINANCIAL SERVICES, INC. [PFSI]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer Other
 (give title below) (specify below)
 See below

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

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

(Street)

MOORPARK, ^ CA ^ 93021

(City) (State) (Zip)

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

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Class B Common Stock	1	D	^
Class B Common Stock	1	I	See footnote ⁽¹⁾
Class B Common Stock	1	I	See footnote ⁽²⁾

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

SEC 1473 (7-02)

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 Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Cl A Units of Private Nat'l Mortgage Acceptance Co., LLC (3)	Â (3)	Â (3)	Class A Common Stock (3)	716,750 \$ (3)	D Â
Cl A Units of Private Nat'l Mortgage Acceptance Co., LLC (3)	Â (3)	Â (3)	Class A Common Stock (3)	33,193 \$ (3)	I See footnote (1)
Cl A Units of Private Nat'l Mortgage Acceptance Co., LLC (3)	Â (3)	Â (3)	Class A Common Stock (3)	33,193 \$ (3)	I See footnote (2)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Grogin Jeffrey C/O PENNYMAC FINANCIAL SERVICES, INC. 6101 CONDOR DRIVE MOORPARK, CA 93021	Â	Â	Â See below	Â

Signatures

/s/ Jeffrey P. Grogin 05/09/2013

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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) These securities are held by JBG Children's Trust u/d/t 12/31/2000, of which Mr. Grogin is the trustee.
- (2) These securities are held by MJG Children's Trust u/d/t 12/31/2000, of which Mr. Grogin is the trustee.
- (3) Pursuant to the terms of an exchange agreement, Class A Units of Private National Mortgage Acceptance Company, LLC are exchangeable for shares of Class A Common Stock of PennyMac Financial Services, Inc. on a one-for-one basis, subject to customary conversion rate adjustments, from and after the closing of PennyMac Financial Services, Inc.'s initial public offering.

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Remarks:

Box 4: Â Officer Â - Â Chief Â Administrative Â and Â Legal Â Officer Â and Â Secretary Â Exhibit Â 24.1 Â Power Â of Â Attor

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.