

MANGIARACINA GEORGE A.

Form 4

February 28, 2019

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

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
MANGIARACINA GEORGE A.

2. Issuer Name **and** Ticker or Trading
Symbol

IMPAC MORTGAGE HOLDINGS
INC [IMH]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

19500 JAMBOREE RD

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
02/26/2019

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

Chairman, Chief Exec. & Dir.

IRVINE, CA 92612

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

(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)
Common Stock	02/26/2019		A	(A) or (D) Amount 50,000 (1)	\$ 0	50,000	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
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SEC 1474
(9-02)

**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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Underlying S (Instr. 3 and			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title
Non-Qualified Stock Option (right to buy)	\$ 10							02/25/2016 ⁽²⁾	02/25/2025	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 20.5							07/21/2016 ⁽²⁾	07/21/2025	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 17.4							07/19/2017 ⁽³⁾	07/19/2026	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 13.72							08/30/2018 ⁽⁴⁾	08/30/2027	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 3.75	02/26/2019		A	200,000			02/26/2020 ⁽⁵⁾	02/26/2029	Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MANGIARACINA GEORGE A. 19500 JAMBOREE RD IRVINE, CA 92612	X		Chairman, Chief Exec. & Dir.	

Signatures

George A.
Mangiaracina 02/28/2019

****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) Represents 50,000 shares of common stock underlying Restricted Stock Units (RSUs) granted under the 2010 Omnibus Plan so that each RSU represents a contingent right to receive one share of common stock. The RSUs vest 1/3 a year for 3 years beginning on February 26, 2020.

(2) These options are fully vested.

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- (3) The awards vest annually in 1/3 increments beginning on July 19, 2017.
- (4) The awards vest annually in 1/3 increments beginning on August 30, 2018.
- (5) The awards vest annually in 1/3 increments beginning on February 26, 2020.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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