

PICKUP RICHARD H/
Form 4
May 02, 2013

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
PICKUP RICHARD H/

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)
2532 DUPONT DRIVE
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
11/14/2012

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

IRVINE, CA 92612

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

6. Individual or Joint/Group Filing(Check Applicable Line)
__X__ 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)	(A) or (D)	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)	
			Code	V	Amount	Price			
Common Stock	11/14/2012		G		50,000	D <u>11</u>	500,000	I	See footnote. (2)
Common Stock	01/07/2013		P		33,754	A \$ 13.2	533,754	I	See footnote. (3)
Common Stock	01/08/2013		P		19,646	A \$ 12.73	553,400	I	See footnote. (3)
Common Stock	01/14/2013		P		46,600	A \$ 12.83	600,000	I	See footnote.

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									(3)
Common Stock	01/14/2013	P	20,000	A	\$ 12.8	150,020	I		See footnote. (4)
Common Stock	02/06/2013	P	2,500	A	\$ 12.51	602,500	I		See footnote. (3)
Common Stock	02/07/2013	P	6,671	A	\$ 12.28	609,171	I		See footnote. (3)
Common Stock	02/08/2013	P	250	A	\$ 12.29	609,421	I		See footnote. (3)
Common Stock	02/11/2013	P	860	A	\$ 12.28	610,281	I		See footnote. (3)
Common Stock	02/12/2013	P	2,700	A	\$ 12.35	612,981	I		See footnote. (3)
Common Stock	02/13/2013	P	6,823	A	\$ 12.3	619,804	I		See footnote. (3)
Common Stock	02/14/2013	P	300	A	\$ 12.33	620,104	I		See footnote. (3)
Common Stock	02/15/2013	P	1,525	A	\$ 12.36	621,629	I		See footnote. (3)
Common Stock	02/28/2013	P	78,371	A	\$ 11.87	700,000	I		See footnote. (3)
Common Stock	03/04/2013	P	13,271	A	\$ 11.04	713,271	I		See footnote. (3)
Common Stock	03/05/2013	P	10,179	A	\$ 10.99	723,450	I		See footnote. (3)
Common Stock	03/06/2013	P	12,500	A	\$ 11	735,950	I		See footnote. (3)
Common Stock	03/07/2013	P	6,530	A	\$ 11.1	742,480	I		See footnote. (3)

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Common Stock	03/08/2013	P	3,000	A	\$ 11.1	745,480	I	See footnote. (3)
Common Stock	03/11/2013	P	202	A	\$ 11.29	745,682	I	See footnote. (3)
Common Stock	03/12/2013	P	500	A	\$ 11.27	746,182	I	See footnote. (3)
Common Stock	03/13/2013	P	818	A	\$ 11.26	747,000	I	See footnote. (3)
Common Stock	03/13/2013	P	4,000	A	\$ 11.1	154,020	I	See footnote. (4)
Common Stock	03/14/2013	P	3,000	A	\$ 11.1	750,000	I	See footnote. (3)
Common Stock	03/14/2013	P	21,000	A	\$ 11.09	175,020	I	See footnote. (4)
Common Stock	03/19/2013	P	5,000	A	\$ 9.58	755,000	I	See footnote. (3)
Common Stock	03/20/2013	P	5,446	A	\$ 9.65	760,446	I	See footnote. (3)
Common Stock	03/21/2013	P	5,772	A	\$ 9.69	766,218	I	See footnote. (3)
Common Stock	03/22/2013	P	22,463	A	\$ 9.7	788,681	I	See footnote. (3)
Common Stock	03/25/2013	P	8,612	A	\$ 9.7	797,293	I	See footnote. (3)

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

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(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 Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Owned Following Transaction (Instr. 5)
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
PICKUP RICHARD H/ 2532 DUPONT DRIVE IRVINE, CA 92612		X		

Signatures

/s/ Richard H.
Pickup
05/02/2013

**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) On November 14, 2012, 50,000 shares of common stock held by RHP Trust, dated May 31, 2011 (the "Trust"), of which Reporting Person is the sole beneficiary, over which shares Reporting Person exercised sole voting and investment power, were transferred as a bona fide gift to a charitable foundation.
- (2) The shares of common stock were transferred via bona fide gift to a charitable foundation by the Trust, of which Reporting Person is the sole beneficiary, over which shares Reporting Person exercised sole voting and investment power, and the number of shares reflected in column 5 represents the aggregate number of shares of common stock owned directly by the Trust upon execution of this gift.
- (3) The shares of common stock were purchased by the Trust, of which Reporting Person is the sole beneficiary, over which shares Reporting Person exercises sole voting and investment power, and the number of shares reflected in column 5 represents the aggregate number of shares of common stock owned directly by the Trust upon execution of this purchase transaction.
- (4) The shares of common stock were purchased by Dito Devcar LP, over which shares Reporting Person shares voting and investment power, and the number of shares reflected in column 5 represents the aggregate number of shares of common stock owned directly by Dito Devcar LP upon execution of this purchase transaction.

Remarks:

This Form 4 is being filed in two parts; this is the first of two parts.

This is a late filing; pursuant to the General Instructions of Form 4, a Form 4 relating to each transaction set forth above in the

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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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