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IMPAC MORTGAGE HOLDINGS INC

Form 4 July 21, 2016

FORM 4

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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 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(b).

1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading MORRISON RONALD Issuer Symbol IMPAC MORTGAGE HOLDINGS (Check all applicable) INC [IMH] (Last) (First) (Middle) 3. Date of Earliest Transaction Director 10% Owner X_ Officer (give title Other (specify (Month/Day/Year) below) 19500 JAMBOREE ROAD 07/19/2016 General Counsel (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting IRVINE, CA 92612 Person (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed 3. 4. Securities 5. Amount of 6. Ownership 7. Nature of

Security (Month/Day/Year) Execution Date, if TransactionAcquired (A) or Securities Form: Direct Indirect (Instr. 3) Code Disposed of (D) Beneficially (D) or Beneficial Ownership

(Instr. 3, 4 and 5) Indirect (I) (Month/Day/Year) (Instr. 8) Owned Following (Instr. 4) Reported (A)

Transaction(s) or (Instr. 3 and 4) Code V Amount (D) Price

Common 10,529 D Stock

Common 4,363 I 401K Stock

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

(Instr. 4)

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$\label{thm:convergence} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (\emph{e.g.}, puts, calls, warrants, options, convertible securities) \\ \end{tabular}$

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. 5. Number of TransactionDerivative Code Securities (Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)			e (A) eed of	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount Underlying Securitie (Instr. 3 and 4)		
				Code	V	(,	A)	(D)	Date Exercisable	Expiration Date	Title	Amour or Number of Shar
Non Qualified Stock Option (right to buy)	\$ 2.73								12/03/2011(1)	12/03/2020	Common Stock	10,00
Non Qualified Stock Option (right to buy)	\$ 13.81								11/27/2013(1)	11/27/2022	Common Stock	24,00
Non Qualified Stock Option (right to buy)	\$ 10.65								07/23/2014(2)	07/23/2023	Common Stock	20,00
Non Qualified Stock Option (right to buy)	\$ 5.39								07/22/2015(3)	07/22/2024	Common Stock	29,00
Non Qualified Stock Option (right to buy)	\$ 20.5								07/21/2016 <u>(4)</u>	07/21/2025	Common Stock	25,70
Non Qualified Stock Option (right to	\$ 17.4	07/19/2016		A		24,	000		07/19/2017 <u>(5)</u>	07/19/2026	Common Stock	24,00

buy)

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

MORRISON RONALD 19500 JAMBOREE ROAD IRVINE, CA 92612

General Counsel

Signatures

Ronald 07/21/2016 Morrison

**Signature of Date
Reporting Person

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) These options are fully vested.
- (2) These options vest annually in 1/3 increments beginning on July 23, 2014.
- (3) These options vest annually in 1/3 increments beginning on July 22, 2015.
- (4) These options vest annually in 1/3 increments beginning on July 21, 2016.
- (5) These options vest annually in 1/3 increments beginning on July 19, 2017.

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.

Reporting Owners 3