Edgar Filing: WETZEL CARROLL R - Form 4

WETZEL C	ARROLL R									
Form 4										
March 07, 2	011									
FORM 4 UNITED STATES SECURITIES AND EXCHANCE COMMISSION								OMB APPROVAL		
UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549							OMB Number:	3235-0287		
Check th								Expires:	January 31,	
if no long subject to		IANGES IN BENEFICIAL OWN				ERSHIP OF		2005		
Section 1		S			SECURITIES			Estimated average burden hours per		
Form 4 c	or							response	0.5	
Form 5			tion $16(a)$ of the			•				
obligatio may con			•	•	-	•	1935 or Section			
<i>See</i> Instruction 30(h) of the Investment Company Act of 1940 1(b).										
(Print or Type]	Responses)									
							Reporting Person(s) to			
WETZEL CARROLL R Symbol Issuer										
		PHH CORP [PHH]				(Check all applicable)				
(Last)	Date of Earliest T	e of Earliest Transaction			(
	onth/Day/Year)			X Director 10% Owner						
C/O PHH C	/04/2011	2011			Officer (give title Other (specify below) below)					
LEADENH	ALL ROAD					·		001010)		
			f Amendment, D	mendment, Date Original			6. Individual or Joint/Group Filing(Check			
			ed(Month/Day/Year)				Applicable Line)			
						-	_X_ Form filed by On			
MOUNT L	AUREL, NJ 0805	54				-	Form filed by Mo Person	ore than One Rep	orung	
(City)	(State)	(Zip)	Table I - Non-l	Derivative	Secu	rities Acqu	ired, Disposed of,	or Beneficiall	y Owned	
1.Title of	2. Transaction Date	2A. Deemed	3.			equired (A)	5. Amount of	6.	7. Nature of	
Security	(Month/Day/Year)			or Dispos			Securities	Ownership	Indirect	
(Instr. 3)		any (Month/Day/Y	Code (Instr. 8)	(Instr. 3, 4 an		5)	Beneficially Owned	Form: Direct (D)	Beneficial Ownership	
		(infonting Duy) I	(instr. o)				Following	or Indirect	(Instr. 4)	
					(A)		Reported	(I)		
					or		Transaction(s)	(Instr. 4)		
			Code V	Amount	(D)	Price	(Instr. 3 and 4)			
Common Stock	03/04/2011		Р	2,000	Α	\$ 22.3465	11,154 <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)

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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)	4. Transactic Code (Instr. 8)	5. ofNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Secur	ınt of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owna Follo Repo Trans (Instr
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
WETZEL CARROLL R C/O PHH CORPORATION 3000 LEADENHALL ROAD MOUNT LAUREL, NJ 08054	Х							
Signatures								
Leith W. Kaplan, Attoney In-F Wetzel, Jr.	03/07/2011							
<u>**</u> Signature of Report		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).
- Includes 4,000 shares of Common Stock held directly by the reporting person and 7,154 of underlying restricted stock units that are fully (1) vested.

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.