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July 01, 2013 OMB APPROVAL FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 OMB APPROVAL Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 16.). STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES MB APPROVAL Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations may continue. See Instruction 16.). Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations may continue. Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 16.). State Securities Fachange Act of 1934, other Public Utility Holding Company Act of 1940 State Securities Fachange Act of 1934, other Public Utility Holding Company Act of 1940 (Print or Type Responses) 1. Name and Address of Reporting Person 1 (Last) 2. Issuer Name and Ticker or Trading Symbol PHH CORP [PHH] 5. Relationship of Reporting Person(s) to Issuer (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) -X Director Officer (give tilt below) 10% Owner Officer (give tilt below) (Crity) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of or Beneficial (Month/Day/Year) A. Scurities Securities Month of by More than One Reporting Person Person (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of C) Beneficially (Month/Day/Year) S. A. S	PHH CORP											
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			(Month/Day/Year	(Instr. 8)	(Instr. 3,	4 and	5)			-		
(A) Reported						()		Reported	(Instr. I)	(mourie)		
(A) Transaction(s) or (L. (A) (A)												
Code V Amount (D) Price (Instr. 3 and 4)				Code V			Price	(Instr. 3 and 4)				
Common $06/30/2013$ A $1,901$ A $0,5,212$ D		06/30/2013		А		А	\$0	5,212 <u>(1)</u>	D			
Stock (1) A (1) A (0) (1)	STOCK				(1)							

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)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactic Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D)		ate	7. Title Amour Under Securi (Instr.	nt of lying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
				Code V	(Instr. 3, 4, and 5) (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships						
1 8	Director	10% Owner	Officer	Other			
Carlin Jane D C/O PHH CORPORATION 3000 LEADENHALL ROAD MT. LAUREL, NJ 08054	Х						
Signatures							
J. Christopher Clifton, Attorney-In-Fact	07/01/2013						
<u>**</u> Signature of Reporting Person		Date					
Evolution of Pa	onon	0001					

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 shares of common stock underlying vested restricted stock units. Each restricted stock unit represents the right to receive one share of common stock that will be issued one year after cessation of service on the Board of Directors.

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.