## Edgar Filing: PHH CORP - Form 4

PHH CORP												
Form 4												
January 05, 2	2015											
FORM			CECUI				NCEC			OMB APPROVAL		
. •	UNITED	STATES					NGE C	COMMISSION	OMB	3235-0287		
Check th	is box		vv as	shington,	D.C. 20	549			Number:	January 31,		
if no long		IENT OF	T CHAN	GES IN I	N BENEFICIAL OWNERSHIP OF				Expires: 20			
subject to					ECURITIES					Estimated average		
Form 4 o				Sheer					burden hours per response 0.5			
Form 5	Filed pur	suant to S	Section 1	6(a) of the	e Securit	ies E	xchang	e Act of 1934,	1000000	0.0		
obligation may cont		a) of the I	Public U	tility Hold	ling Con	npan	y Act of	1935 or Section	1			
See Instru		30(h)	of the In	vestment	Compan	y Ac	t of 194	0				
1(b).												
	<b>`</b>											
(Print or Type I	(xesponses)											
1. Name and Address of Reporting Person <sup>*</sup> _2. Issuer Name <b>and</b> Ticker or Trading 5. Relationship of							Reporting Person(s) to					
					Issuer		(.)					
			•	ORP [PHI	HI							
(Last)	(First) (N	Aiddle)	3. Date of Earliest Transaction (Check					k all applicable)				
				Day/Year) 10% Owner					Owner			
C/O PHH CORPORATION, 3000 12/31/20				-				Officer (give title Other (specify				
LEADENH	ALL ROAD							below)	below)			
			ndment, Date Original				6. Individual or Joint/Group Filing(Check					
			th/Day/Year)				Applicable Line)					
								_X_ Form filed by C Form filed by M				
MOUNT LA	AUREL, NJ 0805	4						Person		porting		
(City)	(State)	(Zip)	Tabl	a I Non D	orivotivo	Soour	itios Aca	uired, Disposed of	or Bonoficial	ly Ownod		
1.77.1.0	2 T (									-		
1.Title of Security	2. Transaction Date (Month/Day/Year)	Execution	1					5. Amount of Securities	6. Ownership Form: Direct			
(Instr. 3)	(monul/Duy/Tou)	any	i Dute, ii	Code (Instr. 3, 4 and 5) (Instr. 8)				Beneficially	(D) or	Beneficial		
		(Month/E	Day/Year)							Ownership		
								Following Reported	(Instr. 4)	(Instr. 4)		
						(A)		Transaction(s)				
				Code V	Amount	or (D)	Price	(Instr. 3 and 4)				
Common	10/01/0014						\$	<b>05</b> 051 (1)	D			
Stock	12/31/2014			А	1,565	А	23.96	25,851 <u>(1)</u>	D			
Common												
Stock	01/05/2015			S <u>(2)</u>	704	D	<u>(3)</u>	25,147 <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.

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 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
 (e.g., puts, calls, warrants, options, convertible securities)

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. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Amou Unde Secur	le and unt of rlying rities . 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

## **Reporting Owners**

<b>Reporting Owner Name / Address</b>	Relationships							
Reporting O when I tunie / I turiess	Director	10% Owner	Officer	Other				
GIBBONS THOMAS P C/O PHH CORPORATION 3000 LEADENHALL ROAD MOUNT LAUREL, NJ 08054	X							
Signatures								
William F. Brown, Attorney-in-Fact		01/05/2015						
**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) All shares reported in Column 5 are subject to the PHH Corporation Non-Employee Director and Employee Share Ownership and Retention Policy.
- (2) The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on September 8, 2014.

These shares were sold in multiple transactions at the price of \$23.85. The reporting person undertakes to provide to PHH Corporation,

(3) any security holder of PHH Corporation, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold in each separate transaction.

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.