

PENNYMAC FINANCIAL SERVICES, INC.  
Form SC 13G  
March 04, 2014

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

**SCHEDULE 13G**

**Under the Securities Exchange Act of 1934  
(Amendment No. )\***

**PennyMac Financial Services, Inc.**

(Name of Issuer)

**Class A common stock, par value \$0.0001**

(Title of Class of Securities)

**70932B 101**

(CUSIP Number)

**December 31, 2013**

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- Rule 13d-1(b)
- Rule 13d-1(c)
- Rule 13d-1(d)

\*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures previously provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 (the "Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act.

CUSIP No. 70932B 101

Schedule 13G

|  |   |   |                                    |   |                          |   |   |   |                               |
|--|---|---|------------------------------------|---|--------------------------|---|---|---|-------------------------------|
| 1  | Names of Reporting Persons:<br>I.R.S. Identification Nos. of Above Person (Entities Only)<br>Matthew Botein   |   |                                    |   |                          |   |   |   |                               |
| 2  | Check the Appropriate Box if a Member of a Group (See Instructions)<br>(a) <input type="radio"/><br>(b) <input type="radio"/>   |   |                                    |   |                          |   |   |   |                               |
| 3  | SEC Use Only  |   |                                    |   |                          |   |   |   |                               |
| 4  | Citizenship or Place of Organization<br>United States   |   |                                    |   |                          |   |   |   |                               |
| Number of<br>Shares<br>Beneficially<br>Owned by<br>Each<br>Reporting<br>Person With: | <table border="0"> <tr> <td style="vertical-align: top;">5</td> <td style="vertical-align: top;">Sole Voting Power<br/>1,218,552 (1)</td> </tr> <tr> <td style="vertical-align: top;">6</td> <td style="vertical-align: top;">Shared Voting Power<br/>0</td> </tr> <tr> <td style="vertical-align: top;">7</td> <td style="vertical-align: top;">Sole Dispositive Power<br/>1,218,552 (1)</td> </tr> <tr> <td style="vertical-align: top;">8</td> <td style="vertical-align: top;">Shared Dispositive Power<br/>0</td> </tr> </table> | 5 | Sole Voting Power<br>1,218,552 (1) | 6 | Shared Voting Power<br>0 | 7 | Sole Dispositive Power<br>1,218,552 (1) | 8 | Shared Dispositive Power<br>0 |
| 5  | Sole Voting Power<br>1,218,552 (1)  |   |                                    |   |                          |   |   |   |                               |
| 6  | Shared Voting Power<br>0  |   |                                    |   |                          |   |   |   |                               |
| 7  | Sole Dispositive Power<br>1,218,552 (1)   |   |                                    |   |                          |   |   |   |                               |
| 8  | Shared Dispositive Power<br>0   |   |                                    |   |                          |   |   |   |                               |
| 9  | Aggregate Amount Beneficially Owned by Each Reporting Person<br>1,218,552 (1)   |   |                                    |   |                          |   |   |   |                               |
| 10   | Check Box if the Aggregate Amount in Row (9) Excludes Certain Shares <input type="radio"/>  |   |                                    |   |                          |   |   |   |                               |
| 11   | Percent of Class Represented by Amount in Row (9)<br>6.1% (2)   |   |                                    |   |                          |   |   |   |                               |
| 12   | Type of Reporting Person (See Instructions)<br>IN   |   |                                    |   |                          |   |   |   |                               |

---

(1) Consists of Class A Units of Private National Mortgage Acceptance Company, LLC that are exchangeable for shares of Class A Common Stock of the Issuer on a one-for-one basis, subject to customary conversion rate adjustments.

(2) The percentage calculation is based upon 18,887,777 shares of Class A common stock outstanding as reported on the Issuer's Quarterly Report on Form 10-Q filed with the Securities and Exchange Commission on November 14, 2013.

CUSIP No. 70932B 101

**Schedule 13G**

**Item 1.**

- (a) Name of Issuer  
PennyMac Financial Services, Inc.
- (b) Address of Issuer's Principal Executive Offices  
6101 Condor Drive, Moorpark, California 93021

**Item 2.**

- (a) Name of Person Filing:  
Matthew Botein
- (b) Address of Principal Business Office or, if none, Residence  
6101 Condor Drive, Moorpark, California 93021
- (c) Citizenship  
United States
- (d) Title of Class of Securities:  
Class A common stock, par value \$0.0001 per share
- (e) CUSIP Number  
70932B 101

**Item 3.**

**If this statement is filed pursuant to §§240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:**  
Not Applicable

CUSIP No. 70932B 101

**Schedule 13G**

**Item 4. Ownership**

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

(a) Amount beneficially owned:

1,218,552 (1)

(b) Percent of class:

6.1% (2)

(c) Number of shares as to which such person has:

(i) Sole power to vote or to direct the vote.

1,218,552 (1)

(ii) Shared power to vote or to direct the vote.

0

(iii) Sole power to dispose or to direct the disposition of.

1,218,552 (1)

(iv) Shared power to dispose or to direct the disposition of.

0

**Item 5. Ownership of Five Percent or Less of a Class**

Not Applicable.

**Item 6. Ownership of More than Five Percent on Behalf of Another Person**

Not Applicable

**Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company or Control Person**

Not Applicable

**Item 8. Identification and Classification of Members of the Group**

Not Applicable

**Item 9. Notice of Dissolution of Group**

Not Applicable

---

(1) Consists of Class A Units of Private National Mortgage Acceptance Company, LLC that are exchangeable for shares of Class A Common Stock of the Issuer on a one-for-one basis, subject to customary conversion rate adjustments.

(2) The percentage calculation is based upon 18,887,777 shares of Class A common stock outstanding as reported on the Issuer's Quarterly Report on Form 10-Q filed with the Securities and Exchange Commission on November 14, 2013.

CUSIP No. 70932B 101

**Schedule 13G**

**Item 10.**        **Certification**  
Not Applicable

**SIGNATURE**

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: March 4, 2014

/s/ Matthew Botein  
Signature  
Matthew Botein