## FORM 4

## **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 1(b).	

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

**OMB APPROVAL** OMB Number: 3235-0287 Estimated average burden hours per response: 0.5

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person*  MANGIARACINA GEORGE A.					<u>I</u>	2. Issuer Name <b>and</b> Ticker or Trading Symbol IMPAC MORTGAGE HOLDINGS INC									Relationship of Reporting Person(s) to Issuer (Check all applicable)     X Director 10% Owner					
(Last) (First) (Middle)					- II	ІМН ]									X Officer (give title below)			Other (specify below)		
19500 JAMBOREE RD						3. Date of Earliest Transaction (Month/Day/Year) 02/26/2019									Chairman, Chief Exec. & Dir.					
(Street) IRVINE CA 92612				4.	4. If Amendment, Date of Original Filed (Month/Day/Year)									6. Individual or Joint/Group Filing (Check Applicable Line)     X Form filed by One Reporting Person     Form filed by More than One Reporting						
(City) (State) (Zip)												Person								
	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned  1. Title of Security (Instr. 3)  2. Transaction  2. Deemed  3. 4. Securities Acquired (A) or  5. Amount of  6. Ownership  7. Nature of																			
1. Title of Security (Instr. 3) 2. Transa Date (Month/D						2A. Deemed Execution Date, if any (Month/Day/Year		Code (Instr.		4. Securities Acquired (A) of Disposed Of (D) (Instr. 3, 4			and 5) Securitie Benefici Owned F		ly	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership (Instr. 4)		
									Code	v	Amount	unt (A) or (D)		rice Reported Transacti (Instr. 3 a		on(s)			(111501.4)	
Common	Common Stock			02/26/2019				A		50,000	O <sup>(1)</sup> A		\$ <mark>0</mark>	50,000		00 D				
			Table II -								osed of, convertil				wned					
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Da if any (Month/Day/Y	ate,	4. Transa Code ( 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisabl Expiration Date (Month/Day/Year)			of Securi Underlyii Derivativ	7. Title and Amou of Securities Underlying Derivative Securi (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	derivative Securitie Beneficia Owned Following Reported	e Owi s Form ally Dire or li g (I) (I	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
					Code	v	(A)	(D)	Date Exercisab		Expiration Date	Title	Amou or Numl of Sh	oer		Transaction(s) (Instr. 4)				
Non- Qualified Stock Option (right to buy)	\$10								02/25/2016	5(2)	02/25/2025	Common Stock	35,0	000		35,000		D		
Non- Qualified Stock Option (right to buy)	\$20.5								07/21/2016	5(2)	07/21/2025	Common Stock	25,0	000		25,000		D		
Non- Qualified Stock Option (right to buy)	\$17.4								07/19/2017	7(3)	07/19/2026	Common Stock	25,0	000		25,000		D		
Non- Qualified Stock Option (right to buy	\$13.72								08/30/2018	3 <sup>(4)</sup>	08/30/2027	Common Stock	24,0	000		24,000		D		
Non- Qualified Stock Option (right to buy)	\$3.75	02/26/2019			A		200,000		02/26/2020	) <sup>(5)</sup>	02/26/2029	Common Stock	200,	.000	\$0	200,0	00	D		

## **Explanation of Responses:**

- 1. Represents 50,000 shares of common stock underlying Restricted Stock Units (RSUs) granted under the 2010 Omnibus Plan so that each RSU represents a contingent right to receive one share of common stock. The RSUs vest 1/3 a year for 3 years beginning on February 26, 2020.
- 2. These options are fully vested.
- 3. The awards vest annually in 1/3 increments beginning on July 19, 2017.
- 4. The awards vest annually in 1/3 increments beginning on August 30, 2018.
- 5. The awards vest annually in 1/3 increments beginning on February 26, 2020.

George A. Mangiaracina

02/28/2019

\*\* Signature of Reporting Person

Date

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

- \* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.