

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

OMB APPROVAL

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1. Name and Address of Reporting Person* <u>PICKUP RICHARD H/</u>			2. Issuer Name and Ticker or Trading Symbol <u>IMPAC MORTGAGE HOLDINGS INC [IMH]</u>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <u>11/14/2012</u>			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person			
<u>2532 DUPONT DRIVE</u>			4. If Amendment, Date of Original Filed (Month/Day/Year)						
(Street)	<u>IRVINE</u>	<u>CA</u>	<u>92612</u>						
(City)	(State)	(Zip)							

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	11/14/2012		G		50,000	D	(1)	500,000	I	See footnote.(2)
Common Stock	01/07/2013		P		33,754	A	\$13.2	533,754	I	See footnote.(3)
Common Stock	01/08/2013		P		19,646	A	\$12.73	553,400	I	See footnote.(3)
Common Stock	01/14/2013		P		46,600	A	\$12.83	600,000	I	See footnote.(3)
Common Stock	01/14/2013		P		20,000	A	\$12.8	150,020	I	See footnote.(4)
Common Stock	02/06/2013		P		2,500	A	\$12.51	602,500	I	See footnote.(3)
Common Stock	02/07/2013		P		6,671	A	\$12.28	609,171	I	See footnote.(3)
Common Stock	02/08/2013		P		250	A	\$12.29	609,421	I	See footnote.(3)
Common Stock	02/11/2013		P		860	A	\$12.28	610,281	I	See footnote.(3)
Common Stock	02/12/2013		P		2,700	A	\$12.35	612,981	I	See footnote.(3)
Common Stock	02/13/2013		P		6,823	A	\$12.3	619,804	I	See footnote.(3)
Common Stock	02/14/2013		P		300	A	\$12.33	620,104	I	See footnote.(3)
Common Stock	02/15/2013		P		1,525	A	\$12.36	621,629	I	See footnote.(3)
Common Stock	02/28/2013		P		78,371	A	\$11.87	700,000	I	See footnote.(3)
Common Stock	03/04/2013		P		13,271	A	\$11.04	713,271	I	See footnote.(3)
Common Stock	03/05/2013		P		10,179	A	\$10.99	723,450	I	See footnote.(3)
Common Stock	03/06/2013		P		12,500	A	\$11	735,950	I	See footnote.(3)
Common Stock	03/07/2013		P		6,530	A	\$11.1	742,480	I	See footnote.(3)

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	03/08/2013		P		3,000	A	\$11.1	745,480	I	See footnote. <sup>(3)</sup>
Common Stock	03/11/2013		P		202	A	\$11.29	745,682	I	See footnote. <sup>(3)</sup>
Common Stock	03/12/2013		P		500	A	\$11.27	746,182	I	See footnote. <sup>(3)</sup>
Common Stock	03/13/2013		P		818	A	\$11.26	747,000	I	See footnote. <sup>(3)</sup>
Common Stock	03/13/2013		P		4,000	A	\$11.1	154,020	I	See footnote. <sup>(4)</sup>
Common Stock	03/14/2013		P		3,000	A	\$11.1	750,000	I	See footnote. <sup>(3)</sup>
Common Stock	03/14/2013		P		21,000	A	\$11.09	175,020	I	See footnote. <sup>(4)</sup>
Common Stock	03/19/2013		P		5,000	A	\$9.58	755,000	I	See footnote. <sup>(3)</sup>
Common Stock	03/20/2013		P		5,446	A	\$9.65	760,446	I	See footnote. <sup>(3)</sup>
Common Stock	03/21/2013		P		5,772	A	\$9.69	766,218	I	See footnote. <sup>(3)</sup>
Common Stock	03/22/2013		P		22,463	A	\$9.7	788,681	I	See footnote. <sup>(3)</sup>
Common Stock	03/25/2013		P		8,612	A	\$9.7	797,293	I	See footnote. <sup>(3)</sup>

**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)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					

**Explanation of Responses:**

- On November 14, 2012, 50,000 shares of common stock held by RHP Trust, dated May 31, 2011 (the "Trust"), of which Reporting Person is the sole beneficiary, over which shares Reporting Person exercised sole voting and investment power, were transferred as a bona fide gift to a charitable foundation.
- The shares of common stock were transferred via bona fide gift to a charitable foundation by the Trust, of which Reporting Person is the sole beneficiary, over which shares Reporting Person exercised sole voting and investment power, and the number of shares reflected in column 5 represents the aggregate number of shares of common stock owned directly by the Trust upon execution of this gift.
- The shares of common stock were purchased by the Trust, of which Reporting Person is the sole beneficiary, over which shares Reporting Person exercises sole voting and investment power, and the number of shares reflected in column 5 represents the aggregate number of shares of common stock owned directly by the Trust upon execution of this purchase transaction.
- The shares of common stock were purchased by Dito Devcar LP, over which shares Reporting Person shares voting and investment power, and the number of shares reflected in column 5 represents the aggregate number of shares of common stock owned directly by Dito Devcar LP upon execution of this purchase transaction.

**Remarks:**

This Form 4 is being filed in two parts; this is the first of two parts. This is a late filing; pursuant to the General Instructions of Form 4, a Form 4 relating to each transaction set forth above in the first part of this Form 4 should have been filed within two business days following the date of such transaction.

/s/ Richard H. Pickup

05/02/2013

\*\* 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.

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