FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Vacinington, 2.0. 200 to

| OMB APPROVAL | | | | | | | | | | | |
|----------------------|-----------|--|--|--|--|--|--|--|--|--|--|
| OMB Number: | 3235-0287 | | | | | | | | | | |
| Estimated average bi | urden | | | | | | | | | | |

0.5

hours per response:

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

| 1. Name and Address of Reporting Person* TOMKINSON JOSEPH R | | | | <u>IN</u> | 2. Issuer Name and Ticker or Trading Symbol IMPAC MORTGAGE HOLDINGS INC [| | | | | | | | (Che | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | | | | |
|--|---|--------------------------|--|---------------------------|---|--|-----------------------|-------------------------------------|---------------------------|------------------|--|-------------|---|---|--|----------------|--|---------------------------------------|--|--|--|
| | _ IM | IMH] | | | | | | | | | X Director 10% Owner V Officer (give title Other (specify | | | | | | | | | | |
| (Last) | (F | irst) | (Middle) 3. Date of Earliest Transaction (Month/Day/Year) | | | | | | | | | | - X | below) | - | | below) | · · | | | |
| 19500 JA | AMBOREE | RD | | | | 07/19/2016 | | | | | | | | | Chairman, Chief Exec. & Dir. | | | | | | |
| (Street) | | | | | 4.1 | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | | | | 6. Individual or Joint/Group Filing (Check Applicable | | | | | | |
| IRVINE | C | A | 92612 | | | | | | | | | 1 ′ | Line) X Form filed by One Reporting Person | | | | | | | | |
| | | | | | - | Form filed by More than One Reporting Person | | | | | | | | | | | | rting | | | |
| (City) | (S | State) | (Zip) | | | | | | | | | | | <u> </u> | | | | | | | |
| | | | ble I - Nor | | | | | | | Dis | · | - | | | _ | | | | | | |
| 1. Title of | Security (Ins | tr. 3) | | 2. Tran Date (Month | | | 2A. Deem Execution | | e, 3. Transa Code (| | | of (D) | quired ((Instr. 3 | A) or B, 4 and | 5. Amour Securitie Beneficia | s | Form | : Direct | 7. Nature of Indirect Beneficial | | |
| | | | | (Month | i/Day/1 | еаг) | if any (Month/D | ay/Ye | | ınsır. | 3) | | | | Owned F | ollowing | (I) (In: | str. 4) | Ownership (Instr. 4) | | |
| | | | | | | | Code | v | Amount | mount (A) or (D) | | Price | Transacti | Transaction(s) (Instr. 3 and 4) | | | (111341. 4) | | | | |
| Common | Stock | | | | | | | | | | | | | | 70 | 59 | | D | | | |
| Common | Stock | | | | | | | | | | | | | | 5,9 | 955 | | I | 401K | | |
| Common | Stock | | | | | | | | | | | | | | 1,130 | | I | | IRA | | |
| Common | Stock | | | | | | | | | | | | | | 215 | ,400 | | I | Trust | | |
| | | | Table II - | Deriva | ative | Sec | urities | Acc | quired, D s, optior | isp | osed of, | or B | enefi | cially (| Owned | | | | | | |
| 1. Title of | 2. | 3. Transaction | 3A. Deemed | | μαι δ, 4. | Cai | 5. Numi | | 6. Date Ex | | | | | mount | 8. Price of | 9. Numbe | r of | 10. | 11. Nature | | |
| Derivative Security (Instr. 3) | Conversion or Exercise Price of Derivative Security | Date (Month/Day/Year) | Execution D if any (Month/Day/ | Date, | Transa Code (I 8) | ction of Derivative Securities Acquired (A) or Disposed of (D) (Instr. | | Expiration Date (Month/Day/Year) | | | of Securities Underlying Derivative Sec (Instr. 3 and 4 | | curity | Derivative Security (Instr. 5) | derivative Securities Beneficia Owned Following Reported Transacti | s ally g | Ownership Form: Direct (D) or Indirect (I) (Instr. 4 | Beneficial Ownership (Instr. 4) | | | |
| | | | H | | | 3, 4 and 5) | | | | | | Τ, | mount | | (Instr. 4) | | | | | | |
| | | | | | | | | | | | | | 0 | | | | | | | | |
| | | | | | Code | v | (A) | (D) | Date Exercisab | | Expiration Date | Title | 0 | | | | | | | | |
| Non- Qualified Stock Option (right to buy) | \$0.53 | | | | | | | | 06/09/2010 |) (1) | 06/09/2019 | Comi | | 1,321 | | 11,32 | 1 | D | | | |
| Non- | | | | | | | | | | \neg | | | | | | | | | | | |
| Qualified Stock Option (right to buy) | \$2.73 | | | | | | | | 12/03/2011 | (1) | 12/03/2020 | Comi | | 8,000 | | 48,00 | 0 | D | | | |
| Non- Qualified Stock Option (right to buy) | \$13.81 | | | | | | | | 11/27/2013 | g ⁽¹⁾ | 11/27/2022 | Comi Sto | | 9,250 | | 29,25 | 0 | D | | | |
| Non- Qualified Stock Option (right to buy) | \$10.65 | | | | | | | | 07/23/2014 | 1 ⁽²⁾ | 07/23/2023 | Comr | | 5,000 | | 25,00 | 0 | D | | | |
| Non- Qualified Stock Option (right to buy) | \$5.39 | | | | | | | | 07/22/2015 | 5(3) | 07/22/2024 | Comi | | 8,500 | | 38,50 | 0 | D | | | |
| Non- Qualified Stock Option (right to buy) | \$20.5 | | | | | | | | 07/21/2016 | 5(4) | 07/21/2025 | Comi | | 4,200 | | 34,20 | 0 | D | | | |

| 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 | Exercise (Month/Day/Year) if any Cod te of ivative (Month/Day/Year) 8) | | Transa Code (| Transaction of Code (Instr. Derivative | | ve es d ed nstr. | 6. Date Exerci Expiration Dat (Month/Day/Ye | 7. Title and of Security Underlying Derivative (Instr. 3 and Instr. 3 and Inst | es g Security | 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 | Title | Amount or Number of Shares | | | | |
| Non- Qualified Stock Option (right to buy) | \$17.4 | 07/19/2016 | | A | | 32,000 | | 07/19/2017 ⁽⁵⁾ | 07/19/2026 | Common Stock | 32,000 | \$0 | 32,000 | D | |

Explanation of Responses:

- 1. These options are fully vested
- 2. These options vest annually in 1/3 increments beginning on July 23, 2014.
- 3. These options vest annually in 1/3 increments beginning on July 22, 2015.
- 4. These options vest annually in 1/3 increments beginning on July 21, 2016.
- 5. These options vest annually in 1/3 increments beginning on July 19, 2017.

<u>Joseph Tomkinson</u> <u>07/21/2016</u>

** 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.