

SPECTOR DAVID  
Form 4  
May 17, 2013

**FORM 4**

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

OMB APPROVAL

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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 OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
SPECTOR DAVID

2. Issuer Name and Ticker or Trading Symbol  
PennyMac Mortgage Investment Trust [PMT]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)  
05/15/2013

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
President and COO

C/O PENNYMAC MORTGAGE INVESTMENT TRUST, 6101 CONDOR DRIVE

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

MOORPARK, CA 93021

(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 Shares of Beneficial Interest	05/15/2013		S		100	D	\$ 23.56 245,961
Common Shares of Beneficial Interest	05/15/2013		S		100	D	\$ 23.55 245,861
Common Shares of	05/15/2013		S		200	D	\$ 23.57 245,661

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Beneficial Interest							
Common Shares of Beneficial Interest	05/15/2013	S	200	D	\$ 23.58	245,461	D
Common Shares of Beneficial Interest	05/15/2013	S	200	D	\$ 23.61	245,261	D
Common Shares of Beneficial Interest	05/15/2013	S	100	D	\$ 23.628	245,161	D
Common Shares of Beneficial Interest	05/15/2013	S	200	D	\$ 23.63	244,961	D
Common Shares of Beneficial Interest	05/15/2013	S	300	D	\$ 23.6433	244,661	D
Common Shares of Beneficial Interest	05/15/2013	S	100	D	\$ 23.66	244,561	D
Common Shares of Beneficial Interest	05/15/2013	S	1,500	D	\$ 23.7	243,061	D
Common Shares of Beneficial Interest	05/15/2013	S	1,100	D	\$ 23.71	241,961	D
Common Shares of Beneficial Interest	05/15/2013	S	800	D	\$ 23.72	241,161	D
Common Shares of Beneficial Interest	05/15/2013	S	200	D	\$ 23.73	240,961	D
Common Shares of Beneficial Interest	05/15/2013	S	300	D	\$ 23.7367	240,661	D

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Interest							
Common Shares of Beneficial Interest	05/15/2013	S	675	D	\$ 23.74	239,986	D
Common Shares of Beneficial Interest	05/15/2013	S	300	D	\$ 23.75	239,686	D
Common Shares of Beneficial Interest	05/15/2013	S	200	D	\$ 23.715	239,486	D
Common Shares of Beneficial Interest	05/15/2013	S	300	D	\$ 23.76	239,186	D
Common Shares of Beneficial Interest	05/15/2013	S	100	D	\$ 23.77	239,086	D
Common Shares of Beneficial Interest	05/15/2013	S	100	D	\$ 23.79	238,986	D
Common Shares of Beneficial Interest	05/15/2013	S	100	D	\$ 23.78	238,886	D
Common Shares of Beneficial Interest	05/15/2013	S	200	D	\$ 23.85	238,686	D
Common Shares of Beneficial Interest	05/15/2013	S	300	D	\$ 23.8233	238,386	D
Common Shares of Beneficial Interest	05/15/2013	S	100	D	\$ 23.91	238,286	D
Common Shares of Beneficial Interest	05/15/2013	S	600	D	\$ 23.88	237,686 <sup>(1)</sup>	D

