

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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).

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* <u>RHP Trust, dated May 31, 2011</u> (Last) (First) (Middle) <u>2532 DUPONT DRIVE</u> (Street) <u>IRVINE CA 92612</u> (City) (State) (Zip)			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)		
			3. Date of Earliest Transaction (Month/Day/Year) <u>05/28/2015</u>					
			4. If Amendment, Date of Original Filed (Month/Day/Year)			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person		

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	05/28/2015		P		387	A	\$17.85	1,158,812	D	
Common Stock	05/29/2015		P		200	A	\$17.5608	1,159,012	D	
Common Stock	05/29/2015		P		2,100	A	\$17.3981	1,161,112	D	
Common Stock	05/29/2015		P		515	A	\$17.339	1,161,627	D	
Common Stock	05/29/2015		P		1,000	A	\$17.5	1,162,627	D	
Common Stock	05/29/2015		P		2,300	A	\$17.26	1,164,927	D	
Common Stock	05/29/2015		P		1,500	A	\$17.4271	1,166,427	D	
Common Stock	05/29/2015		P		3,000	A	\$17.25	1,169,427	D	
Common Stock	05/29/2015		P		1,500	A	\$17.64	1,170,927	D	
Common Stock	05/29/2015		P		1,000	A	\$17.639	1,171,927	D	
Common Stock	05/29/2015		P		1,000	A	\$17.47	1,172,927	D	
Common Stock	05/29/2015		P		2,000	A	\$17.35	1,174,927	D	
Common Stock	05/29/2015		P		1,500	A	\$17.5	1,176,427	D	
Common Stock	06/01/2015		P		400	A	\$17.11	1,176,827	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	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	Title	Amount or Number of Shares				
Convertible Promissory Note Due 2018	\$10.875							04/30/2013 ⁽¹⁾	04/30/2018 ⁽¹⁾	Common Stock	524,138 ⁽¹⁾		\$5,700,000 ⁽¹⁾	D	
Convertible Promissory Note Due 2020	\$21.5							01/02/2016 ⁽²⁾	05/09/2020 ⁽²⁾	Common Stock	639,535 ⁽²⁾		\$13,750,000 ⁽²⁾	D	

Explanation of Responses:

1. As previously reported on a Form 3 filed by Reporting Person on May 8, 2013, on April 30, 2013, Reporting Person purchased a Convertible Promissory Note Due 2018 in the original principal amount of \$5,700,000 that is convertible by Reporting Person immediately upon receipt and, upon conversion of the original principal amount prior to maturity at the initial conversion price of \$10.875 per share (subject to adjustment in the event of stock splits, stock dividends and reclassifications). Reporting Person will receive 524,138 shares of common stock (subject to adjustment in the event of stock splits, stock dividends and reclassifications). The Convertible Promissory Note Due 2018 is due and payable, to the extent not converted, on or before April 30, 2018.

2. As previously reported on a Form 4 filed by Reporting Person on May 11, 2015, on May 8, 2015, Reporting Person purchased a Convertible Promissory Note Due 2020 in the original principal amount of \$13,750,000 that is convertible by Reporting Person at any time after January 1, 2016, and, upon conversion of the original principal amount prior to maturity at the initial conversion price of \$21.50 per share (subject to adjustment in the event of stock splits, stock dividends and reclassifications), Reporting Person will receive 639,535 shares of common stock (subject to adjustment in the event of stock splits, stock dividends and reclassifications). The Convertible Promissory Note Due 2020 is due and payable, to the extent not converted, on or before May 9, 2020.

Remarks:

/s/ Richard H. Pickup, Trustee 06/01/2015

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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