

Ellington Financial LLC  
Form 8-A12B  
December 03, 2009

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

**FORM 8-A**

**FOR REGISTRATION OF CERTAIN CLASSES OF SECURITIES**  
**PURSUANT TO SECTION 12(b) OR 12(g) OF THE**  
**SECURITIES EXCHANGE ACT OF 1934**

**ELLINGTON FINANCIAL LLC**

(Exact Name of Registrant as Specified in its Charter)

**Delaware**  
(State of Incorporation)

**53 Forest Avenue**

**Old Greenwich, Connecticut**

**26-0489289**  
(IRS Employer Identification No.)

**06870**

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(Address of Principal Executive Offices)

(Zip Code)

**Securities registered pursuant to Section 12(b) of the Act:**

<b>Title of Each Class</b>	<b>Name of Each Exchange on Which</b>
<b>to be so Registered</b> Common Shares Representing Limited Liability	<b>Each Class is to be Registered:</b> New York Stock Exchange

Company Interests, no par value

If this form relates to the registration of a class of securities pursuant to Section 12(b) of the Exchange Act and is effective pursuant to General Instruction A.(c), please check the following box.

If this form relates to the registration of a class of securities pursuant to Section 12(g) of the Exchange Act and is effective pursuant to General Instruction A.(d), please check the following box.

**Securities Act registration statement file number to which this form relates (if applicable): File No. 333-160562**

**Securities registered pursuant to Section 12(g) of the Act: None**

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This filing relates to the New York Stock Exchange Original Listing Application filed by Ellington Financial LLC (the Registrant ) on September 14, 2009.

**Item 1. Description of Registrant's Securities to be Registered.**

A description of the Registrant's common shares representing limited liability company interests, no par value, is set forth under the caption "Description of Shares" in the prospectus contained in the Registration Statement on Form S-11 (Registration No. 333-160562), as initially filed with the Securities and Exchange Commission on July 14, 2009, as amended (the Registration Statement ). Such portion of the Registration Statement is incorporated herein by reference.

**Item 2. Exhibits.**

None.

**SIGNATURE**

Pursuant to the requirements of Section 12 of the Securities Exchange Act of 1934, the registrant has duly caused this registration statement to be signed on its behalf by the undersigned, thereto duly authorized.

**ELLINGTON FINANCIAL LLC**

Date: December 3, 2009

By: /s/ ERIC BOTHWELL  
Name: **Eric Bothwell**  
Title: **Chief Operating Officer**