Edgar Filing: ANWORTH MORTGAGE ASSET CORP - Form 4

ANWORTH MORTGAGE ASSET CORP

Form 4

October 31, 2014

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL OMB

3235-0287 Number:

Expires:

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obligations

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

may continue. See Instruction

30(h) of the Investment Company Act of 1940

1(b).

(Last)

Common

Stock

(Print or Type Responses)

1. Name and Address of Reporting Person * **Davis Robert Craig**

(First)

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to

Issuer

ANWORTH MORTGAGE ASSET

CORP [ANH]

(Check all applicable)

(Month/Day/Year)

3. Date of Earliest Transaction

10/27/2014

_X__ Director Officer (give title

10% Owner _ Other (specify

C/O ANWORTH MORTGAGE ASSET CORPORATION, 1299 OCEAN AVENUE, SECOND **FLOOR**

> (Street) 4. If Amendment, Date Original

(Middle)

Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check

Applicable Line)

10,000

Ι

X Form filed by One Reporting Person Form filed by More than One Reporting

SANTA MONICA, CA 90401

(City)	(State) (Z	Table Table	I - Non-De	erivative S	Securi	ities Acquire	d, Disposed of, o	or Beneficially	y 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)		sed of 4 and (A) or	` ′	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)
Series A Cumulative Preferred Stock	10/27/2014		S	7,000	D	\$ 25.2044	0	I	By Marjorie L. Davis Family Trust (1)
Common Stock							10,000	D	

By

spouse

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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474 (9-02)

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. Transa Code (Instr.		5. onNumber of Derivative Securities Acquired (A) or Disposed of (D)			Securities	8. Pric Deriva Securit (Instr.	
				Code	V	(Instr. 3, 4, and 5) (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Unit	<u>(2)</u>						<u>(3)</u>	(3)	Common Stock	12,000	
Series B Cumulative Convertible Preferred Stock	\$ 10.5 (4)						<u>(5)</u>	<u>(6)</u>	Common Stock	16,608	

Reporting Owners

Reporting Owner Name / Address		Relationships					
•	Director	10% Owner	Officer	Other			

Davis Robert Craig C/O ANWORTH MORTGAGE ASSET CORPORATION 1299 OCEAN AVENUE, SECOND FLOOR SANTA MONICA, CA 90401

X

Signatures

/s/ Robert Craig 10/31/2014 **Davis**

**Signature of Date Reporting Person

Reporting Owners 2

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Explanation of Responses:

- * 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).
- (1) Mr. Davis is a beneficiary of the Trust.
- (2) 1-for1.
- (3) The Restricted Stock Units vest upon the reporting person's retirement from the board of directors.
 - The Series B Cumulative Convertible Preferred Stock is convertible into Anworth Mortgage Asset Corporation common stock initially at a conversion rate of 2.3809, subject to adjustment upon the occurrence of certain events specified in the Articles Supplementary for Series
- B Cumulative Convertible Preferred Stock, a copy of which was filed as an exhibit to a Current Report on Form 8-K with the Securities and Exchange Commission on January 30, 2007. The current conversion rate reflecting such adjustments is 4.1519.
- (5) Immediately exercisable.
- (6) The Series B Cumulative Convertible Preferred Stock has no expiration date.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.