Edgar Filing: MFA FINANCIAL, INC. - Form 4

January 14, 2015 FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION UNITED STATES SECURITIES AND EXCHANGE COMMISSION UNITED STATES SECURITIES Check this box if no longer subject to Section 16. Form 4 or Form 5 Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations may continue. See Instruction 1(b). (Print or Type Response) 1. Name and Address of Reporting Person 1 (b). (Print or Type Response) 1. Name and Address of Reporting Person 2 (Last) (First) (Middle) (Last) (First) (Last) (Last) (Last) (Last) (First) (Last) (La	MFA FINANCIA Form 4	L, INC.									
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 OMB APPROVA Washington, D.C. 20549 Check this box if no longer subject or Section 16, Form 3 or bigations may continue. See Instruction (b). STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES OMB AppRoVA Form 3 or bigations may continue. See Instruction (b). STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES State of 1934, of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1935 or Section 1(b). State of 1934, of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940 (they Response). State of Reporting Person(s) to Issuer 1. Name and Address of Reporting Person 1 (b). 2. Issuer Name and Ticker or Trading Symbol Statelonship of Reporting Person(s) to Issuer (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) Director - 2. Officer (give tile											
Check this box Washington, D.C. 20549 Number: 3235- Check this box STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF Stanuar subject to SECURITIES Section 16. SECURITIES Form 4 or Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 17(b). Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 17(b). (Print or Type Responses) 30(h) of the Investment Company Act of 1940 Issuer Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 17(b). (Print or Type Responses) 1. Name and Address of Reporting Person 1 2. Issuer Name and Ticker or Trading Subject to Issuer Section 17(a) of the Public View Company Act of 1935 or Section Issuer (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) Check all applicable) (Last) (First) (Middle) 3. Date of Earliest Transaction View President Filed(Month/Day/Year) Securities S. Amount of Issuer (City) (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) 6. Individual or Joint/Group Filing(Check Applicable Line) 2. Form filed by More than One Reporting Person										PPROVAL	
if no longer subject to Section 16. SECURITIES Form 4 or Form 4 or Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations may continue. Section 17(a) of the Public Utility Holding Company Act of 1935 or Section ago (h) of the Investment Company Act of 1940 (b). (Print or Type Responses) 1. Name and Address of Reporting Person * (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) (Month/Day/Year) (C/O MFA FINANCIAL, INC., 350 PARK AVENUE, 20TH FLOOR (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) 5. Amount of 6. Ownership 7. Nature Section Jack and Person (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owner (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owner (City) (State) (Zip) Table I - Non-Derivative Securities S. Amount of 6. Ownership 7. Nature Security (Month/Day/Year) (Instr. 8) (Instr. 3, 4 and 5) Owned (I) Ownership Findowing (Instr. 4) (Instr. 4) (Instr. 4) (Instr. 4) (Instr. 4) (A) Transaction(s) or (Instr. 3) (Instr. 4) (Instr. 4) (Instr. 4) (Instr. 4) (Instr. 4) (A) Transaction(s) (A) Transaction(s)			STATES					COMMISSIO	OIIIB	3235-0287	
subject to STATEMENT OF CHARGES IN BEACFICIAL OWNERSHIP OF Section 16. Form 4 or Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations may continue. See Instruction 30(h) of the Public Utility Holding Company Act of 1935 or Section 1(b). (Print or Type Responses) 1. Name and Address of Reporting Person 2 2. Issuer Name and Ticker or Trading Ottinger Matthew Symbol MFA FINANCIAL, INC. [MFA] (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) DirectorOfficer (give tileOfficer (give tile) Officer (give tileOfficer (give t									Expires:	January 31, 2005	
obligations may continue. See Instruction Section 17(a) of the Public Utility Holding Company Act of 1935 or Section See Instruction 30(h) of the Investment Company Act of 1940 (Print or Type Responses) 1. Name and Address of Reporting Person ⁺ . 2. Issuer Name and Ticker or Trading Ottinger Matthew Symbol MFA FINANCIAL, INC. [MFA] (Last) (First) (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) PARK AVENUE, 20TH FLOOR	subject to Section 16. Form 4 or	subject to Section 16. Form 4 or							burden hou response	average Irs per	
1. Name and Address of Reporting Person * Ottinger Matthew 2. Issuer Name and Ticker or Trading Symbol 5. Relationship of Reporting Person(s) to Issuer (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) (Check all applicable) C/O MFA FINANCIAL, INC., 350 PARK AVENUE, 20TH FLOOR 3. Date of Earliest Transaction (Month/Day/Year)	obligations may continue. <i>See</i> Instruction	-	a) of the l	Public U	tility Hol	ding Con	npany Act	of 1935 or Secti			
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(Last) (First) (Middle) 3. Date of Earliest Transaction (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year)			Person [*]	Symbol			-	Issuer			
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(InSIT, 3 and 4)	Security (Mon		Execution any	Date, if	Transactio Code	nAcquired Disposed	(A) or of (D) and 5) (A)	Securities Beneficially Owned Following Reported	Form: Direct (D) or Indirect (I)	Beneficial Ownership	
					Code V	Amount		(Instr. 3 and 4)			
Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. 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 control	Reminder: Report on	a separate line	e for each cl	ass of sect	urities bene	Perso inform requir	ns who res ation cont ed to resp	spond to the colle tained in this forn ond unless the fo	n are not rm		

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number	6. Date Exercisable and	7. Title and Amount of	8. Pric
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	onof Derivative	Expiration Date	Underlying Securities	Deriva
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)	Securi

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8		Acquired (A) or Disposed (D) (Instr. 3, and 5)	d of					(Instr.
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Phantom Shares	<u>(1)</u>	01/12/2015		А		5,000		(2)	(2)	Common Stock	5,000	\$
Phantom Shares	<u>(1)</u>	01/12/2015		А		5,000		(3)	(3)	Common Stock	5,000	\$

Reporting Owners

Reporting Owner Name / Address	Relationships						
Terformig o mer rame, rum os	Director	10% Owner	Officer	Other			
Ottinger Matthew C/O MFA FINANCIAL, INC. 350 PARK AVENUE, 20TH FLOOR NEW YORK,, NY 10022			Senior Vice President				
Signatures							

/s/Matthew	
Ottinger	01/14/2015
<u>**</u> Signature of Reporting Person	Date
Reporting reison	

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) Each phantom share represents the right to receive one share of MFA Financial, Inc. common stock.
- (2) These phantom shares are scheduled to vest, subject to forfeiture, on December 31, 2017, and thereafter will be settled in an equivalent number of shares of MFA common stock within 15 days following the vesting date.

These phantom shares are performance-based equity awards. The number of phantom shares reported represents the target number of phantom shares granted. The number of underlying shares of MFA common stock that vest and that the recipient becomes entitled to receive at the time of vesting will generally range from 0% to 200% of the target number of phantom shares granted, subject to the achievement of a pre-established performance metric. The vesting of these phantom shares will generally occur on December 31, 2017,

(3) achievement of a pre-established performance metric. The vesting of these phantom shares will generally occur on December 31, 2017, based on MFA's total stockholder return for the three years then ended. The number of phantom shares to vest will be adjusted to reflect the value of any dividends paid on MFA common stock during the vesting period in respect of the number of phantom shares that ultimately vest. The phantom shares will be settled in an equivalent number of shares of MFA common stock within 30 days following the vesting 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.