#### CAPSTEAD MORTGAGE CORP

Form 4 January 13, 2014

### FORM 4

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

OMB 3235-0287

**OMB APPROVAL** 

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Number: January 31, 2005

Section 16. Form 4 or Form 5 obligations may continue.

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

burden hours per response... 0.5

Estimated average

5 Relationship of Reporting Person(s) to

1(b).

Common

Stock

(Print or Type Responses)

1 Name and Address of Reporting Person \*

01/02/2014

See Instruction

JACOBS ANDREW F			2. Issuer Name and Ticker or Trading Symbol CAPSTEAD MORTGAGE CORP [CMO]				C	Issuer (Check all applicable)			
(Last)		iddle)	3. Date of Earliest Transaction (Month/Day/Year) 01/02/2014				_X_ Director _X_ Officer (give below)	e titleOthe	Owner er (specify		
8401 N CENTRAL EXPRESSWAY STE 800			01/02/2014					President and CEO			
(Street)			4. If Amendment, Date Original					6. Individual or Joint/Group Filing(Check			
		Filed(Month/Day/Year)					Applicable Line) _X_ Form filed by One Reporting Person				
DALLAS, TX 75225						Form filed by More than One Reporting Person					
(City)	(State)	(Zip)	Tabl	e I - Non-	Derivative	Securi	ties Acq	uired, Disposed o	f, or Beneficial	ly Owned	
1.Title of	2. Transaction Date	2A. Deem	ned	3.	4. Secur	ties Ac	quired	5. Amount of	6. Ownership	7. Nature of	
Security	Security (Month/Day/Year) Execution		n Date, if Transaction(A) or Disposed of (D)				Securities Form: Direct Indire		Indirect		
(Instr. 3)		any		Code	(Instr. 3,	4 and	5)	Beneficially	(D) or	Beneficial	
		(Month/D	ay/Year)	(Instr. 8)				Owned	Indirect (I)	Ownership	
								Following Reported	(Instr. 4)	(Instr. 4)	
						(A)		Transaction(s)			
				~		or		(Instr. 3 and 4)			
				Code V	' Amount	(D)	Price	,			

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

 $F^{(1)}$ 

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 number.

SEC 1474

(9-02)

549,864

D

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

D

1,904

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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. Transactio Code (Instr. 8)	5.  onNumber of Derivative Securities Acquired (A) or Disposed of (D)		ate	Securitie	mount of nderlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
				Code V	(Instr. 3, 4, and 5)  (A) (D)	Date Exercisable	Expiration Date	or Title Nu of	umber		

# **Reporting Owners**

Reporting Owner Name / Address	Relationships					
Reporting Owner Name / Address	Director	10% Owner	Officer	Other		
JACOBS ANDREW F 8401 N CENTRAL EXPRESSWAY STE 800 DALLAS, TX 75225	X		President and CEO			

# **Signatures**

/s/ Phillip A. Reinsch,
Attorney-in-Fact
01/10/2014

\*\*Signature of Reporting Person Date

### **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) Represents shares of common stock forfeited to satisfy the Reporting Person's tax withholding obligation upon the vesting of restricted stock on January 2, 2014.

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.

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