

ANNALY CAPITAL MANAGEMENT INC  
Form 8-K  
April 02, 2013

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION

Washington, DC 20549

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FORM 8-K

CURRENT REPORT  
PURSUANT TO SECTION 13 OR 15(d) OF THE  
SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported):  
April 2, 2013

ANNALY CAPITAL MANAGEMENT, INC.  
(Exact name of registrant as specified in its charter)

<u>Maryland</u>	<u>1-13447</u>	<u>22-3479661</u>
(State or Other Jurisdiction	(Commission	(IRS
of Incorporation)	File Number)	Employer
1211 Avenue of the Americas		Identification
Suite 2902		No.)

<u>New York, New York</u>	<u>10036</u>
(Address of principal executive offices)	(Zip Code)
Registrant's telephone number, including area code: (212) 696-0100	

No Change  
(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))



Item 8.01. Other Events

On April 2, 2013, the Company issued a press release announcing an adjustment to the conversion rate of its 4% convertible senior notes due 2015. The Company's press release is attached hereto as Exhibit 99.1.

Item 9.01. Financial Statements and Exhibits.

(a) Not applicable.

(b) Not applicable.

(c) Not applicable.

(d) Exhibits:

99.1                      Press Release, dated April 2, 2013, issued by the Company

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SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Annaly Capital  
Management, Inc.

By: /s/  
Kathryn  
Fagan  
Name:  
Kathryn  
Fagan  
Title:  
Chief  
Financial  
Officer

Date: April 2, 2013