

Edgar Filing: ANNALY MORTGAGE MANAGEMENT INC - Form 8-K

ANNALY MORTGAGE MANAGEMENT INC  
Form 8-K  
January 16, 2004

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SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

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

Date of Report (Date of earliest event reported)  
January 14, 2004

Annaly Mortgage Management, Inc.

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(Exact Name of Registrant as Specified in its Charter)

|  |                             |   |
|--|-----------------------------|---|
| MARYLAND   | 1-13447                     | 22-3479661                              |
| -----  | -----                       | -----                                   |
| State or Other Jurisdiction<br>Of Incorporation) | (Commission<br>File Number) | (I.R.S. Employer<br>Identification No.) |

|   |            |
|---|------------|
| 1211 Avenue of the Americas<br>Suite 2902<br>New York, New York | 10036      |
| -----   | -----      |
| (Address of Principal Executive<br>Offices)                     | (Zip Code) |

Registrant's telephone number, including area code: (212) 696-0100

No Change

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(Former Name or Former Address, if Changed Since Last Report)

Item 5. OTHER EVENTS

On January 14, 2004, Annaly Mortgage Management, Inc. (the "Company") entered into an underwriting agreement with UBS Securities LLC and Merrill Lynch, Pierce, Fenner & Smith Incorporated as representatives of the several underwriters (collectively, the "Underwriters"), relating to the sale of 18,000,000 shares of common stock, par value \$0.01 per share (the "Common Stock"), and the granting of an over-allotment option for an additional 2,700,000 shares of Common Stock to the Underwriters to fulfill over-allotments.

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The offering is expected to close on January 21, 2004.

The aggregate net proceeds, excluding the proceeds the Company may obtain from the exercise of the over-allotment option, to the Company (after deducting estimated expenses) are estimated to be approximately \$316,050,000.

Item 7. FINANCIAL STATEMENTS; PRO FORMA FINANCIAL INFORMATION AND EXHIBITS.

(a) Not applicable.

(b) Not applicable.

(c) Exhibits:

- 1.1 Underwriting Agreement, dated January 14, 2004 between the Company and the Underwriters

### SIGNATURES

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 MORTGAGE MANAGEMENT, INC.

By: /s/ Kathryn Fagan

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Name: Kathryn Fagan  
Title: Chief Financial Officer

Dated: January 15, 2004

### EXHIBIT INDEX

| EXHIBIT NO.<br>----- | DESCRIPTION<br>-----  |
|----------------------|---|
| 1.1                  | Underwriting Agreement, dated January 14, 2004 between the Company and the Underwriters |