Armour Residential REIT, Inc.

Form 4

October 05, 2015

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

OMB Number:

3235-0287

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January 31, 2005

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**OMB APPROVAL** 

if no longer subject to Section 16. Form 4 or Form 5

Check this box

obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \* **ULM SCOTT** 

2. Issuer Name and Ticker or Trading Symbol

Issuer

Armour Residential REIT, Inc.

[ARR]

(Check all applicable)

5. Relationship of Reporting Person(s) to

(Last)

(City)

(First)

(Middle)

(Zip)

3. Date of Earliest Transaction

(Month/Day/Year) 10/01/2015

\_X\_\_ Director 10% Owner X\_ Officer (give title Other (specify

below) below) Co-CEO and CIO

3001 OCEAN DRIVE, SUITE #201 (Street)

(State)

4. If Amendment, Date Original

Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check

Applicable Line)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

VERO BEACH, FL 32963

1.Title of 2. Transaction Date 2A. Deemed Security (Month/Day/Year) Execution Date, if (Instr. 3) (Month/Day/Year)

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 3, 4 and 5) (Instr. 8)

5. Amount of Securities Beneficially (D) or Owned Following (Instr. 4) Reported

6. Ownership 7. Nature of Form: Direct Indirect Beneficial Indirect (I) Ownership (Instr. 4)

(A) or Amount (D)

Transaction(s) (Instr. 3 and 4) Price

Common

Stock, par value

\$0.001 per share

10/01/2015

2,465  $M^{(1)}$ (2)

43,370 (2)

D

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

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SEC 1474 (9-02)

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#### 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.         | 6. Date Exerc       | cisable and     | 7. Titl | e and          | 8. Price of | 9. Nu  |
|-------------|-------------|---------------------|--------------------|-------------|------------|---------------------|-----------------|---------|----------------|-------------|--------|
| Derivative  | Conversion  | (Month/Day/Year)    | Execution Date, if | Transaction | orNumber   | Expiration D        | ate             | Amou    | nt of          | Derivative  | Deriv  |
| Security    | or Exercise |                     | any                | Code        | of         | (Month/Day/         | Year)           | Under   | lying          | Security    | Secui  |
| (Instr. 3)  | Price of    |                     | (Month/Day/Year)   | (Instr. 8)  | Derivative | e                   |                 | Securi  | ities          | (Instr. 5)  | Bene   |
|             | Derivative  |                     |                    |             | Securities |                     |                 | (Instr. | 3 and 4)       |             | Own    |
|             | Security    |                     |                    |             | Acquired   |                     |                 |         |                |             | Follo  |
|             | •           |                     |                    |             | (A) or     |                     |                 |         |                |             | Repo   |
|             |             |                     |                    |             | Disposed   |                     |                 |         |                |             | Trans  |
|             |             |                     |                    |             | of (D)     |                     |                 |         |                |             | (Instr |
|             |             |                     |                    |             | (Instr. 3, |                     |                 |         |                |             |        |
|             |             |                     |                    |             | 4, and 5)  |                     |                 |         |                |             |        |
|             |             |                     |                    |             |            |                     |                 |         | A              |             |        |
|             |             |                     |                    |             |            |                     |                 |         | Amount         |             |        |
|             |             |                     |                    |             |            | Date<br>Exercisable | Expiration Date | Title 1 | or<br>Namelana |             |        |
|             |             |                     |                    |             |            |                     |                 |         | Number         |             |        |
|             |             |                     |                    | C 1 W       | (A) (D)    |                     |                 |         | of             |             |        |
|             |             |                     |                    | Code V      | (A) (D)    |                     |                 |         | Shares         |             |        |

# **Reporting Owners**

| Reporting Owner Name / Address                                      | Relationships |           |                |       |  |  |  |
|---|---------------|-----------|----------------|-------|--|--|--|
| •   | Director      | 10% Owner | Officer        | Other |  |  |  |
| ULM SCOTT<br>3001 OCEAN DRIVE<br>SUITE #201<br>VERO BEACH, FL 32963 | X             |           | Co-CEO and CIO |       |  |  |  |

# **Signatures**

/s/ Scott J. Ulm 10/05/2015 \*\*Signature of Date Reporting Person

# **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)** See Remarks
- Effective as of July 31, 2015, ARMOUR's common stock was reduced on a one-for-eight basis pursuant to the issuer's reverse stock **(2)** split. Accordingly, all shares reported in this report reflect the effect of the one-for-eight reverse stock split.

### **Remarks:**

On October 1, 2015, the reporting person elected to redeem 318 shares out of 609 shares of vested phantom stock previously g Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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