

Rifkin Andrew P.
Form 4
June 01, 2009

FORM 4

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

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF
SECURITIES**

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
Rifkin Andrew P.

2. Issuer Name **and** Ticker or Trading
Symbol
ANTHRACITE CAPITAL INC
[AHR]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

C/O ANTHRACITE CAPITAL,
INC., 40 EAST 52ND STREET

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
05/28/2009

☒ Director ☐ 10% Owner
☐ Officer (give title below) ☐ Other (specify below)

NEW YORK, NY 10022

(City) (State) (Zip)

4. If Amendment, Date Original
Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ 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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	05/28/2009		A ⁽¹⁾	V Amount (1) 18,125	(A) or (D) 77,844 ⁽¹⁾	D	
Common Stock	05/13/2009		A	1,000	(3) 78,844	D	

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

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information contained in this form are not
required to respond unless the form
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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 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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Rifkin Andrew P. C/O ANTHRACITE CAPITAL, INC. 40 EAST 52ND STREET NEW YORK, NY 10022	X

Signatures

/s/ Richard M. Shea as Attorney-in-Fact for Andrew P.
Rifkin 06/01/2009

____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) Quarterly payment in shares of Anthracite Capital, Inc. (the "Company") Common Stock of \$75,000 annual retainer for reporting person as an Unaffiliated Director. The quarterly payment is made on the eleventh day of the applicable Window Period (as defined below) or as promptly as practicable thereafter so long as the reporting person is still serving as an Unaffiliated Director on the date of such payment. All director compensation for Mr. Rifkin is delivered to DLJ Real Estate Capital Partners IV, L.P.
- (2) The number of shares of Common Stock payable under the retainer for a quarter is calculated by dividing the quarterly retainer amount by the average of the opening and closing prices of the Common Stock on the New York Stock Exchange during the first 10 trading days of the Window Period (as defined in the Amended and Restated Investment Advisory Agreement, dated as of March 31, 2008, between the Company and BlackRock Financial Management, Inc.) in the subsequent quarter.
- (3) Annual grant of 1,000 shares of restricted Common Stock to each independent director made on the date of the 2009 Annual Meeting of Stockholders of the Company. Such shares will vest and be issued on December 20, 2009.

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.