### Edgar Filing: ANWORTH MORTGAGE ASSET CORP - Form 5

#### ANWORTH MORTGAGE ASSET CORP

Form 5

Common

Stock

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January 26, 2009

#### **OMB APPROVAL** FORM 5 **OMB** UNITED STATES SECURITIES AND EXCHANGE COMMISSION 3235-0362 Number: Washington, D.C. 20549 Check this box if January 31, Expires: no longer subject 2005 to Section 16. Estimated average ANNUAL STATEMENT OF CHANGES IN BENEFICIAL Form 4 or Form burden hours per 5 obligations OWNERSHIP OF SECURITIES response... 1.0 may continue. See Instruction Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, 1(b). Form 3 Holdings Section 17(a) of the Public Utility Holding Company Act of 1935 or Section Reported 30(h) of the Investment Company Act of 1940 Form 4 Transactions Reported 1. Name and Address of Reporting Person \* 2. Issuer Name and Ticker or Trading 5. Relationship of Reporting Person(s) to Issuer BAINES HEATHER U Symbol ANWORTH MORTGAGE ASSET (Check all applicable) CORP [ANH] (Middle) 3. Statement for Issuer's Fiscal Year Ended (Last) (First) Director 10% Owner Other (specify \_ Officer (give title (Month/Day/Year) below) below) 12/31/2008 Executive Vice President C/O ANWORTH MORTGAGE ASSET CORPORATION, Â 1299 OCEAN AVENUE, SECOND **FLOOR** (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Reporting Filed(Month/Day/Year) (check applicable line) SANTA MONICA. CAÂ 90401 \_X\_ Form Filed by One Reporting Person Form Filed by More than One Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1. Title of 2. Transaction Date 2A. Deemed 3. 4. Securities Acquired 5. Amount of 6. Ownership 7. Nature of Security (Month/Day/Year) Execution Date, if Transaction (A) or Disposed of Securities Form: Direct Indirect (Instr. 3) Code Beneficially (D) or Beneficial (Month/Day/Year) (Instr. 3, 4 and 5) Owned at end Indirect (I) Ownership (Instr. 8) of Issuer's (Instr. 4) (Instr. 4) Fiscal Year (A) (Instr. 3 and or Price Amount (D) Common 12/31/2008(1) Â $\mathbf{J}^{(1)}$ 10,088 \$ (1) $904,016 \frac{(2)}{}$ Â A D Stock Common Â Â Â Â Â Â 62,500 (3) I By spouse Stock

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33,700 (4)

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By spouse

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

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 2270 (9-02)

# 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)	
					(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (right to buy)	\$ 9.45	Â	Â	Â	Â	Â	01/21/2002	01/21/2012	Common Stock	43,780
Stock Option (right to buy)	\$ 11.2	Â	Â	Â	Â	Â	10/04/2002	10/04/2012	Common Stock	21,000
Stock Option (right to buy)	\$ 13.8	Â	Â	Â	Â	Â	05/01/2003	05/01/2013	Common Stock	27,600
Stock Option (right to buy)	\$ 12.47	Â	Â	Â	Â	Â	04/20/2004	04/20/2009	Common Stock	21,000
Stock Option (right to buy)	\$ 9.45	Â	Â	Â	Â	Â	01/21/2002	01/21/2012	Common Stock	29,725
Stock Option (right to buy)	\$ 11.2	Â	Â	Â	Â	Â	10/04/2002	10/04/2012	Common Stock	90,000
Stock Option (right to buy)	\$ 13.8	Â	Â	Â	Â	Â	05/01/2003	05/01/2013	Common Stock	99,500

Stock Option \$ 12.47

(right to

buy)

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04/20/2004 04/20/2009

Common Stock

90,000

**Reporting Owners** 

Relationships Reporting Owner Name / Address Director 10% Owner Officer

BAINES HEATHER U C/O ANWORTH MORTGAGE ASSET CORPORATION 1299 OCEAN AVENUE, SECOND FLOOR SANTA MONICA, CAÂ 90401

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Executive Vice President Â

Other

**Signatures** 

/s/ Heather U. 01/26/2009 Baines

\*\*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).
- These shares were acquired under Anworth Mortgage Asset Corporation's Dividend Reinvestment and Stock Purchase Plan, in exempt **(1)** transactions pursuant to Rule 16a-11, at the then current market prices during calendar year 2008.
- Ms. Baines is married to Lloyd McAdams, Chairman, President and Chief Executive Officer of Anworth Mortgage Asset Corporation. **(2)** Ms. Baines owns 41,500 shares individually. The balance of these shares are owned as community property with Mr. McAdams.
- (3) Mr. McAdams owns 62,500 shares in which Ms. Baines has no beneficial interests.
- (4) Shares held by the McAdams Foundation, of which Mr. McAdams is a director.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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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