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ANNALY MORTGAGE MANAGEMENT INC

Form 8-K

April 07, 2006

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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 6, 2006

Annaly Mortgage Management, Inc.

(Exact Name of Registrant as Specified in its Charter)

| | | |
|---|-----------------------------|---|
| Maryland | 1-13447 | 22-3479661 |
| ----- | ----- | ----- |
| State or Other Jurisdiction Of Incorporation) | (Commission File Number) | (I.R.S. Employer Identification No.) |
| 1211 Avenue of the Americas Suite 2902 New York, New York | | 10036 |
| ----- | | ----- |
| (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))

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Item 8.01. Other Events

On April 6, 2006, Annaly Mortgage Management, Inc. (the "Company") issued a press release announcing that it has agreed to the concurrent sale of 34,100,000 shares of its common stock at \$11.75 per share for estimated gross proceeds of approximately \$400,675,000, and 4,000,000 shares of its 6% Series B Cumulative Convertible Preferred Stock at \$25.00 per share for estimated gross proceeds of \$100,000,000. The Company has granted the respective underwriters of these offerings a 30-day option to purchase up to an additional 5,115,000 shares of common stock to cover over-allotments and an additional 600,000 shares of Series B cumulative convertible preferred stock to cover over-allotments. The common stock offering and the Series B cumulative convertible preferred stock offering are being conducted as separate public offerings by means of separate prospectus supplements, and the offerings are not contingent upon each other. The Company expects to close the transactions on or about April 12, 2006. The Company's press release is attached hereto as Exhibit 99.1.

Item 9.01 Financial Statements and Exhibits

(c) Exhibits

99.1 Press Release, dated April 6, 2006 issued by Annaly Mortgage Management, Inc.

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

Name: Kathryn Fagan
Title: Chief Financial Officer

Dated: April 6, 2006