

ANWORTH MORTGAGE ASSET CORP  
Form 8-K  
May 20, 2016

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

May 18, 2016  
Date of Report (Date of earliest event reported)

ANWORTH MORTGAGE ASSET CORPORATION.  
(Exact Name of Registrant as Specified in its Charter)

Maryland  
(State or Other Jurisdiction of Incorporation)

001-13709                      52-2059785  
(Commission File Number)    (IRS Employer Identification No.)

1299 Ocean Avenue, Second Floor, Santa Monica, California    90401  
(Address of Principal Executive Offices)                                      (Zip Code)

(310) 255-4493  
(Registrant's Telephone Number, Including Area Code)

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 5.07. Submission of Matters to a Vote of Security Holders.**

On May 18, 2016, Anworth Mortgage Asset Corporation (“Anworth”) held its 2016 Annual Meeting of Stockholders (the “Annual Meeting”). The following actions were taken at the Annual Meeting, for which proxies were solicited pursuant to Regulation 14A under the Securities Exchange Act of 1934, as amended:

1. The six nominees proposed by the Board of Directors were elected as directors to hold office until the next annual meeting of stockholders or until their successors have been duly elected and qualified by the following final voting results:

Nominee	For	Against	Abstain
Lloyd McAdams	50,337,569	2,499,196	332,056
Lee A. Ault, III	51,392,268	1,440,067	336,486
Joe E. Davis	51,381,494	1,457,506	329,821
Robert C. Davis	51,590,834	1,249,387	328,600
Mark S. Maron	51,728,614	1,116,192	324,015
Joseph E. McAdams	49,633,294	3,203,167	332,360

2. The advisory vote to approve the compensation of our Named Executive Officers was approved. The proposal received the following final voting results: for: 36,890,024; against: 14,821,017; and abstentions: 1,457,780.

3. The ratification of the appointment of RSM US LLP as our independent registered public accounting firm for the fiscal year ending December 31, 2016 was approved. The proposal received the following final voting results: for: 80,409,375; against: 1,929,163; and abstentions: 599,417.

**Item 9.01 Financial Statements and Exhibits.**

- (a) Not Applicable.
- (b) Not Applicable.
- (c) Not Applicable.
- (d) Exhibits.

Exhibit 99.1

Press release dated May 20, 2016 announcing the final voting results of Anworth’s 2016 Annual Meeting.

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**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.

ANWORTH  
MORTGAGE ASSET  
CORPORATION

Date: May 20, 2016 By: /s/ Lloyd McAdams  
Lloyd McAdams  
Chief Executive  
Officer

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**EXHIBIT INDEX**

**Exhibit #**    **Description**

99.1            Press release dated May 20, 2016 announcing the final voting results of Anworth's 2016 Annual Meeting.