

# FORM 4

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

|  |           |
|--|-----------|
| OMB APPROVAL                                   |           |
| OMB Number:                                    | 3235-0287 |
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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 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

|   |  |   |  |   |  |
|---|--|---|--|---|--|
| 1. Name and Address of Reporting Person *<br><b>MARRIA MOHIT</b>                                      |  | 2. Issuer Name and Ticker or Trading Symbol<br><b>CHIMERA INVESTMENT CORP [CIM]</b> |  | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)<br><input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner<br><input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)<br><b>CEO &amp; Chief Investment Officer</b> |  |
| (Last) (First) (Middle)<br><b>C/O: CHIMERA INVESTMENT CORPORATION, 520 MADISON AVENUE, 32ND FLOOR</b> |  | 3. Date of Earliest Transaction (Month/Day/Year)<br><b>02/16/2021</b>               |  |   |  |
| (Street)<br><b>NEW YORK, NY 10022</b>   |  | 4. If Amendment, Date Original Filed(Month/Day/Year)                                |  | 6. Individual or Joint/Group Filing (Check Applicable Line)<br><input checked="" type="checkbox"/> Form filed by One Reporting Person<br><input type="checkbox"/> 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 Security (Instr. 3)                      | 2. Transaction Date (Month/Day/Year) | 3A. 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) |   |                    |
|--|--------------------------------------|--|--------------------------------|-----|---|------------|-------|---|--|---|---|--------------------|
|  |                                      |  | Code                           | V   | Amount  | (A) or (D) | Price |   |  |   |   |                    |
| Common Stock   | 02/16/2021                           |  | A                              | (1) | 30,182  | (2)        | A     | \$ 0  | 1,020,044  | (3)   | D |                    |
| Common Stock   | 02/16/2021                           |  | F                              |     | 8,327   | (4)        | D     | \$ 10.51  | 1,011,717  |   | D |                    |
| Common Stock   |                                      |  |                                |     |   |            |       |   | 43,236   |   | I | By 401(k) Plan     |
| Common Stock   |                                      |  |                                |     |   |            |       |   | 3,547  |   | I | By Ish Marria (5)  |
| Common Stock   |                                      |  |                                |     |   |            |       |   | 3,547  |   | I | By Sana Marria (5) |
| 8.00% Series A Cumulative Redeemable Preferred Stock |                                      |  |                                |     |   |            |       |   | 3,000  |   | I | By Spouse (5)      |

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.**

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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. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|--|--|--------------------------------------|--|--------------------------------|---|---|--|-----------------|---|--|--|--|--|
|  |  |                                      |  | Code                           | V |   | Date Exercisable   | Expiration Date |   |  |  |  |  |

**Reporting Owners**

| Reporting Owner Name / Address  | Relationships |           |                                |       |
|---|---------------|-----------|--------------------------------|-------|
|   | Director      | 10% Owner | Officer                        | Other |
| MARRIA MOHIT<br>C/O: CHIMERA INVESTMENT CORPORATION<br>520 MADISON AVENUE, 32ND FLOOR<br>NEW YORK, NY 10022 | X             |           | CEO & Chief Investment Officer |       |

## Signatures

|  |  |                     |
|--|--|---------------------|
| /s/ Mohit Marria                               |  | 02/18/2021          |
| <small>**Signature of Reporting Person</small> |  | <small>Date</small> |

## 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) Represents shares of Chimera common stock underlying performance share units ("PSUs"), and accrued DERs, that vested on February 16, 2021.
- (2) Each PSU has the economic equivalent of one share of Chimera common stock. The reporting person elected to defer share settlement until separation of service.
- (3) Dividend equivalent rights ("DERs") issued on PSUs and restricted stock units ("RSUs") are included in the reporting person's common stock holding balance. Each DER is the economic equivalent of one share of Chimera common stock.
- (4) Shares reported were withheld for payment of taxes associated with the vesting of prior grants of RSUs and PSUs.
- (5) The reporting person disclaims beneficial ownership of these shares and this report shall not be deemed an admission that the reporting person is the beneficial owner of these securities for purposes of Section 16 or for any other purpose.

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.