SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

 OMB APPROVAL

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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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* Kortman Kelley						2. Issuer Name and Ticker or Trading Symbol CHIMERA INVESTMENT CORP [CIM]									5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner					
(Last) (First) (Middle)					3. Date of Earliest Transaction (Month/Day/Year) 12/15/2022								×	Officer (g below)		ountir	Other (specify below)			
C/O: CHIMERA INVESTMENT CORPORATION															FIIIC		ountil			
630 FIFTH AVENUE, SUITE 2400					4. If Amendment, Date of Original Filed (Month/Day/Year)								6. Indiv X	6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person						
(Street)															Form filed by More than One Reporting Person					
NEW YORK NY 10111																				
(City)	(State)	(Zi	ip)																	
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																				
Date					2. Transaction Date (Month/Day/Year)		2A. Deemed Execution Date, if any (Month/Day/Year)					rities Acquired (A) or ed Of (D) (Instr. 3, 4 a			5. Amount Securities Beneficiall Following	y Owned Reported	Form:	nership Direct (D) irect (I) 4)	7. Nature of Indirect Beneficial Ownership	
									Code	v	Amount		(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)				(Instr. 4)	
Common Stock 12/1					15/2022						2,621(1)		D	\$6.29	18,328 ⁽²⁾			D		
Series B Preferred Stock															5,8	800		D		
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)	rivative Conversion Date Execution Date,			ate,	Code (Instr.		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercis Expiration Date (Month/Day/Yea		te	Securities Un		derlying curity I)	8. Price of Derivative Security (Instr. 5)	9. Numbe derivative Securities Beneficia Owned Following Reported Transacti	e s Illy g	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
					Code	v	(A)	(D)	Date Exercis	able	Expiration Date	Title	9	Amount or Number of Shares		(Instr. 4)				

Explanation of Responses:

1. Shares reported were withheld for payment of taxes associated with the vesting of prior grants of RSUs.

2. Includes shares of the common stock of Chimera Investment Corporation ("Chimera common stock") underlying restricted stock units ("RSUs"). Each RSU has the economic equivalent of one share of Chimera common stock. The RSUs are scheduled to vest one-third per year on the first, second and third anniversaries of the grant date and shall be settled 100% in shares of Chimera common stock. The reporting person does not intend to report the vesting of the RSUs nor the delivery of the shares of common stock. Dividend equivalent rights ("DERs") issued on 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.

/s/ Kelley Kortman

** Signature of Reporting Person

<u>12/19/2022</u> Date

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.