

Armour Residential REIT, Inc.  
 Form 4  
 January 08, 2014

**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 OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
 Zimmer Jeffrey J

2. Issuer Name and Ticker or Trading Symbol  
 Armour Residential REIT, Inc.  
 [ARR]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
 3001 OCEAN DRIVE, SUITE #201  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
 01/06/2014

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
 Co-CEO and President

VERO BEACH, FL 32963

(City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of Security (Instr. 3)           | 2. Transaction Date (Month/Day/Year) | 2A. 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 Ownership (Instr. 4) |
|---|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|   |                                      |  | Code                           | V Amount (A) or (D) Price   |   |  |                                   |
| Common Stock, par value \$0.001 per share | 09/05/2013                           |  | G <sup>(1)</sup>               | V 25,000 D \$ 0 59,789  |   | D  |                                   |
| Common Stock, par value \$0.001 per share | 09/17/2013                           |  | G <sup>(1)</sup>               | V 10,000 D \$ 0 49,789  |   | D  |                                   |
| Common Stock, par                         | 09/19/2013                           |  | G <sup>(1)</sup>               | V 8,000 D \$ 0 41,789   |   | D  |                                   |

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value  
\$0.001 per  
share

Common  
Stock, par  
value  
\$0.001 per  
share

12/19/2013 G<sup>(1)</sup> V 7,500 D \$ 0 62,220 D

Common  
Stock, par  
value  
\$0.001 per  
share

01/06/2014 M<sup>(2)</sup> 17,931 A 2 80,151 D

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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(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) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned (Instr. 5) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable   | Expiration Date   | Title                                      | Amount or Number of Shares                                       |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |                      |       |
|--|---------------|-----------|----------------------|-------|
|  | Director      | 10% Owner | Officer              | Other |
| Zimmer Jeffrey J<br>3001 OCEAN DRIVE<br>SUITE #201<br>VERO BEACH, FL 32963 | X             |           | Co-CEO and President |       |

## Signatures

/s/ Jeffrey J.  
Zimmer

01/08/2014

\_\_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).
- (1) Represents shares disposed of in a bona fide gift.
- (2) See Remarks

### Remarks:

On January 6, 2014, the reporting person elected to redeem 2,338 shares out of 4,875 shares of vested phantom stock previous

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

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