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ANNALY MORTGAGE MANAGEMENT INC

Form 5 February 08, 2005 OMB APPROVAL FORM 5 OMB UNITED STATES SECURITIES AND EXCHANGE COMMISSION 3235-0362 Number: Washington, D.C. 20549 Check this box if January 31, Expires: no longer subject 2005 to Section 16. Estimated average ANNUAL STATEMENT OF CHANGES IN BENEFICIAL Form 4 or Form burden hours per 5 obligations **OWNERSHIP OF SECURITIES** response... 1.0 may continue. See Instruction Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, 1(b). Form 3 Holdings Section 17(a) of the Public Utility Holding Company Act of 1935 or Section Reported 30(h) of the Investment Company Act of 1940 Form 4 Transactions Reported 1. Name and Address of Reporting Person * 2. Issuer Name and Ticker or Trading 5. Relationship of Reporting Person(s) to Issuer FARRELL MICHAEL A J Symbol ANNALY MORTGAGE (Check all applicable) MANAGEMENT INC [NLY] (Middle) 3. Statement for Issuer's Fiscal Year Ended (Last) (First) __X_ Director 10% Owner _X__ Officer (give title Other (specify (Month/Day/Year) below) below) 12/31/2004 Pres., Chair. of the Bd, CEO C/O ANNALY MORTGAGE MANAGEMENT INC, 1211 AVENUE OF THE AMERICAS, **SUITE 2902** (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Reporting Filed(Month/Day/Year) (check applicable line) NEW YORK, NYÂ 10036 _X_ Form Filed by One Reporting Person 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 2. Transaction Date 2A. Deemed 3. 4. Securities Acquired (A) 5. Amount 6. 7. Nature Security (Month/Day/Year) Execution Date, if Transaction or Disposed of (D) of Securities Ownership of Indirect Form: (Instr. 3) anv Code (Instr. 3, 4 and 5) Beneficially Beneficial (Month/Day/Year) Owned at Direct (D) Ownership (Instr. 8) end of or Indirect (Instr. 4) Issuer's (\mathbf{I}) Fiscal Year (Instr. 4) (A) (Instr. 3 and or 4) Amount (D) Price COMMON Â **J**(1) Â 06/04/2004 1,760,864 1,912,054 D A STOCK 18.4

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

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SEC 2270 (9-02)

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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)		4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A Disposed of (Instr. 3, 4, 4 5)	A) or f (D)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
					(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
OPTION (Right to Buy) (2)	\$ 8.13	Â	Â	Â	Â	Â	07/31/1999	07/31/2008	C/S	56,900
OPTION (Right to Buy) (2)	\$ 8.63	Â	Â	Â	Â	Â	11/18/2000	11/18/2009	C/S	48,413
OPTION (Right to Buy) (2)	\$ 7.94	Â	Â	Â	Â	Â	11/29/2001	11/29/2010	C/S	30,000
OPTION (Right to Buy) (2)	\$ 17.97	Â	Â	Â	Â	Â	08/04/2004	08/04/2013	C/S	200,000
OPTION (Right to Buy)	\$ 17.39	04/20/2004	Â	А	150,000	Â	04/20/2005	04/20/2014	C/S	150,000

Reporting Owners

Reporting Owner Name / Address			Relationships					
		Director	10% Owner	Officer	Other			
FARRELL MICHAEL A J C/O ANNALY MORTGAGE MANAGEMENT INC 1211 AVENUE OF THE AMERICAS, SUITE 2902 NEW YORK, NY 10036		ÂX	Â	Pres., Chair. of the Bd, CEO	Â			
Signatures	5							
Michael A.J. Farrell	02/01/2005							
<u>**</u> 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)

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The reporting person acquired 1,760,864 shares of issuer common stock in exchange for 600 shares of common stock of Fixed Income Discount Advisory Company ("FIDAC") pursuant to a merger of a wholly owned subsidiary of the issuer with and into FIDAC.

(2) Granted prior to 2004.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.