

CHIMERA INVESTMENT CORP  
Form 8-K  
January 28, 2011

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, DC 20549

FORM 8-K

CURRENT REPORT  
PURSUANT TO SECTION 13 OR 15(d) OF THE  
SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported):  
January 28, 2011

CHIMERA INVESTMENT CORPORATION

(Exact name of registrant as specified in its charter)

|   |                             |                                      |
|---|-----------------------------|--------------------------------------|
| Maryland  | 1-33796                     | 26-0630461                           |
| (State or Other Jurisdiction<br>of Incorporation)               | (Commission<br>File Number) | (IRS Employer<br>Identification No.) |
| 1211 Avenue of the Americas<br>Suite 2902<br>New York, New York |                             | 10036                                |
| (Address of principal executive offices)                        |                             | (Zip Code)                           |

Registrant's telephone number, including area code: (212) 696-0100

No Change

(Former Name or Former Address, if Changed Since Last Report)

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 1.01. Entry into a Material Definitive Agreement

On January 28, 2011, Chimera Investment Corporation (the Company) entered into an Equity Distribution Agreement (the Agreement) with its manager, Fixed Income Discount Advisory Company ( FIDAC ) and UBS Securities LLC ( UBS ). Pursuant to the terms of the Agreement, the Company may sell from time to time through UBS, as the Company's sales agent, up to 125,000,000 shares of the Company's common stock, par value \$0.01 per share (the Shares ). Sales of the Shares, if any, will be made by means of ordinary brokers transactions on the New York Stock Exchange at market prices, or as otherwise agreed with UBS.

The Shares will be issued pursuant to the Company's shelf registration statement (the Registration Statement ) on Form S-3 (File No. 333-159468), which became effective upon filing with the Securities and Exchange Commission on May 26, 2009.

### Item 9.01. Financial Statements and Exhibits.

- (a) Not applicable.
- (b) Not applicable.
- (c) Not applicable.
- (d) Exhibits:

1.1 Equity Distribution Agreement, dated January 28, 2011, between the Company, FIDAC and UBS.

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SIGNATURE

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.

Chimera Investment Corporation

By: /s/ A. Alexandra Denahan

Name: A. Alexandra Denahan

Title: Chief Financial Officer

Date: January 28, 2011

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