

ANNALY CAPITAL MANAGEMENT INC  
 Form 4  
 June 08, 2007

**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 \*  
 Kazel Ronald Daniel

(Last) (First) (Middle)

C/O: ANNALY CAPITAL  
 MANAGEMENT, INC., 1211  
 AVENUE OF THE AMERICAS,  
 SUITE 2902

(Street)

NEW YORK, NY 10036

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
 ANNALY CAPITAL  
 MANAGEMENT INC [NLY]

3. Date of Earliest Transaction  
 (Month/Day/Year)  
 06/07/2007

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
 Managing Director

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| Common Stock                    | 06/07/2007                           |  | M                              | V   | 4,563 A \$ 11.72  | D  |                                   |
| Common Stock                    |                                      |  |                                |   | 724   | I  | By Wife                           |
| Common Stock                    |                                      |  |                                |   | 2,833   | I  | By 401(K) plan                    |
| Class A Preferred               |                                      |  |                                |   | 1,100   | I  | By 401(K) plan                    |

## Stock

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

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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 (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) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|--|--|-----------------|---|----------------------------|
|  |  |                                      |  |                                |  | Date Exercisable   | Expiration Date |   |                            |
| Option to purchase Common Stock <sup>(1)</sup> | \$ 17.97   |                                      |  |                                |  | 08/04/2004   | 08/04/2013      | Common Stock  | 15,000                     |
| Option to purchase Common Stock <sup>(1)</sup> | \$ 17.39   |                                      |  |                                |  | 04/19/2005   | 04/19/2014      | Common Stock  | 20,000                     |
| Option to purchase Common Stock <sup>(1)</sup> | \$ 17.07   |                                      |  |                                |  | 07/07/2006   | 07/07/2015      | Common Stock  | 30,000                     |
| Option to purchase Common Stock <sup>(1)</sup> | \$ 11.72   | 06/07/2007                           |  | M                              | 4,563  | 02/13/2007   | 02/13/2016      | Common Stock  | 4,563                      |
| Option to purchase Common Stock <sup>(1)</sup> | \$ 15.7  |                                      |  |                                |  | 05/17/2008   | 05/17/2017      | Common Stock  | 40,000                     |

## Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

2

Director    10% Owner    Officer    Other

Kazel Ronald Daniel  
C/O: ANNALY CAPITAL MANAGEMENT, INC.  
1211 AVENUE OF THE AMERICAS, SUITE 2902  
NEW YORK, NY 10036

Managing Director

## Signatures

Ronald D. Kazel                      06/07/2007

\_\_Signature of                      Date  
Reporting Person

## 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) Options previously granted.

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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