

AG Mortgage Investment Trust, Inc.  
 Form 4/A  
 January 16, 2015

**FORM 4**

UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
 Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287  
 Expires: January 31, 2015  
 Estimated average burden hours per response... 0.5

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 \*  
 Lieberman Jonathan

2. Issuer Name and Ticker or Trading Symbol  
 AG Mortgage Investment Trust, Inc.  
 [MITT]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
 C/O ANGELO, GORDON & CO.,  
 L.P., 245 PARK AVENUE, 26TH  
 FLOOR

3. Date of Earliest Transaction  
 (Month/Day/Year)  
 07/06/2011

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
 President and CIO

(Street)  
 NEW YORK, NY 10167

4. If Amendment, Date Original Filed(Month/Day/Year)  
 07/06/2011

6. Individual or Joint/Group Filing(Check Applicable Line)  
 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 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 <sup>(1)</sup>     | 07/06/2011                           |  | A                              | V<br>Amount<br><u>15,000</u><br><sup>(2)</sup>                    | (A)<br>or<br>Price<br>A \$ 20 15,000 <sup>(3)</sup>   | D  |                                   |

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

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SEC 1474 (9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

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| 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. Nu Deriv Secur Bene Own Follo Repo Trans (Instr |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |                   |       |
|---|---------------|-----------|-------------------|-------|
|   | Director      | 10% Owner | Officer           | Other |
| Lieberman Jonathan<br>C/O ANGELO, GORDON & CO., L.P.<br>245 PARK AVENUE, 26TH FLOOR<br>NEW YORK, NY 10167 | X             |           | President and CIO |       |

## Signatures

/s/ Allan Krinsman, Attorney-in-Fact for Jonathan Lieberman 01/16/2014

\*\*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).
- This Form 4 is filed as an amendment to correct the number of shares reported as jointly owned by the Reporting Person. Based upon a recent review of accounts, the original report under-reported the Reporting Person's joint holdings by 2,500 shares due to an over-reporting of the same number of shares acquired on July 6, 2011 by a family foundation of which the Reporting Person is a trustee. No new transactions are being reported herein.
- (1)
  - (2) Securities acquired were originally under-reported by 2,500.
  - (3) Balance following transaction was originally under-reported by 2,500. These securities are held jointly with the Reporting Person's spouse.

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