

Lown Jeffrey B  
Form 4/A  
August 14, 2017

**FORM 4**

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

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

## OMB APPROVAL

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response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Lown Jeffrey B

2. Issuer Name **and** Ticker or Trading  
Symbol  
Cherry Hill Mortgage Investment  
Corp [CHMI]

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

(Last) (First) (Middle)  
301 HARPER DRIVE, SUITE 110  
(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)  
07/20/2017

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_\_\_ Officer (give title \_\_\_\_ Other (specify  
below) below)  
President

MOORESTOWN, NJ 08057

4. If Amendment, Date Original  
Filed(Month/Day/Year)  
07/20/2017

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_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<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities<br>Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|----------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-------------------------------------------------------------------|
|                                       |                                         |                                                             | Code                                 | V                                                                          | Amount                                                                                                             | (D)                                                                  | Price                                                             |

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.**

SEC 1474  
(9-02)

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

| 1. Title of<br>Derivative<br>Security | 2. Conversion<br>or Exercise | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any | 4. Transaction<br>Code | 5. Number of<br>Derivative<br>Securities Acquired | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and Amount of<br>Underlying Securities<br>(Instr. 3 and 4) |
|---------------------------------------|------------------------------|-----------------------------------------|-----------------------------------------|------------------------|---------------------------------------------------|----------------------------------------------------------------|---------------------------------------------------------------------|
|---------------------------------------|------------------------------|-----------------------------------------|-----------------------------------------|------------------------|---------------------------------------------------|----------------------------------------------------------------|---------------------------------------------------------------------|

## Edgar Filing: Lown Jeffrey B - Form 4/A

| (Instr. 3)      | Price of<br>Derivative<br>Security | (Month/Day/Year) | (Instr. 8) | (A) or Disposed of<br>(D)<br>(Instr. 3, 4, and 5) |        | Date<br>Exercisable | Expiration<br>Date | Title | Amount<br>or<br>Number<br>of Shares |        |
|-----------------|------------------------------------|------------------|------------|---------------------------------------------------|--------|---------------------|--------------------|-------|-------------------------------------|--------|
|                 |                                    |                  | Code       | V                                                 | (A)    | (D)                 |                    |       |                                     |        |
| LTIP<br>Units   | (2)                                | 07/20/2017       | M          | (1)                                               |        | 20,417              | (2)                | (2)   | Common<br>Stock                     | 20,417 |
| Common<br>Units | (3)                                | 07/20/2017       | M          | (1)                                               | 20,417 |                     | (3)                | (3)   | Common<br>Stock                     | 20,417 |

## Reporting Owners

| Reporting Owner Name / Address                                          | Relationships |           |           |       |
|-------------------------------------------------------------------------|---------------|-----------|-----------|-------|
|                                                                         | Director      | 10% Owner | Officer   | Other |
| Lown Jeffrey B<br>301 HARPER DRIVE<br>SUITE 110<br>MOORESTOWN, NJ 08057 |               |           | President |       |

## Signatures

/s/ Jeffrey Lown  
II 08/14/2017

\_\_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) This Form 4 was amended solely to change the transaction code to "M."

(2) Represents units of limited partnership interests ("LTIP Units") in Cherry Hill Operating Partnership, L.P. (the "Operating Partnership") of which the Issuer is the general partner. Vested LTIP Units, upon achieving parity with the common units of limited partnership interest in the Operating Partnership pursuant to the terms of the partnership agreement, may be exchanged at any time for Common Units (as described in the partnership agreement) on a one-for-one basis. The LTIP Units have no expiration date.

(3) Represents common units of limited partnership interest ("Common Units") in the Operating Partnership issued on exchange of vested LTIP Units. All rights are identical to those of the LTIP Units except that Common Units may be redeemed for cash or sold to the Issuer for shares of common stock on a one-for-one basis. There is no expiration date for the Common Units or the right to redeem or exchange.

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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