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ANNALY MORTGAGE MANAGEMENT INC

Form 8-K

January 02, 2004

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SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

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

Date of Report (Date of earliest event reported)  
December 31, 2003

Annaly Mortgage Management, Inc.

-----  
(Exact Name of Registrant as Specified in its Charter)

|  |                             |   |
|--|-----------------------------|---|
| Maryland<br>-----                                | 1-13447<br>-----            | 22-3479661<br>-----                     |
| State or Other Jurisdiction<br>Of Incorporation) | (Commission<br>File Number) | (I.R.S. Employer<br>Identification No.) |

|  |                |
|--|----------------|
| 1211 Avenue of the Americas<br>Suite 2902<br>NEW YORK, NEW YORK<br>----- | 10036<br>----- |
| (Address of Principal Executive<br>Offices)                              | (Zip Code)     |

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

No Change

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

Item 5. Other Events and Required FD Disclosure.

On December 31, 2003, Annaly Mortgage Management, Inc. issued a press release announcing its agreement to acquire Fixed Income Discount Advisory Company. A copy of the press release is furnished as Exhibit 99.1 to this report and a copy of the Agreement and Plan of Merger, dated December 31, 2003, by and

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among Annaly Mortgage Management, Inc., Fixed Income Discount Advisory Company, FDC Merger Sub, Inc., Michael A.J. Farrell, Wellington J. Denahan, Jennifer S. Karve, Kathryn F. Fagan, Jeremy Diamond, Ronald D. Kazel, Rose-Marie Lyght, Kristopher R. Konrad, and James P. Fortescue is furnished as Exhibit 99.2 to this report.

### SIGNATURES

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.

ANNALY MORTGAGE MANAGEMENT, INC.

By: /S/ Kathryn Fagan

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Name: Kathryn Fagan  
Title: Chief Financial Officer

Dated: January 2, 2004

### EXHIBIT INDEX

| EXHIBIT NO. | DESCRIPTION   |
|-------------|---|
| 99.1        | Press Release, dated December 31, 2003, issued by Annaly Mortgage Management, Inc.  |
| 99.2        | Agreement and Plan of Merger, dated December 31, 2003, by and among Annaly Mortgage Management, Inc., Fixed Income Discount Advisory Company, FDC Merger Sub, Inc., Michael A.J. Farrell, Wellington J. Denahan, Jennifer S. Karve, Kathryn F. Fagan, Jeremy Diamond, Ronald D. Kazel, Rose-Marie Lyght, Kristopher R. Konrad, and James P. Fortescue |