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The reader should not assume that the information is accurate and complete.

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**FORM 13F**

**FORM 13F COVER PAGE**

OMB APPROVAL

OMB Number: 3235-0006  
Expires: July 31, 2015  
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Report for the Calendar Year or Quarter Ended: 09-30-2014

Check here if Amendment  Amendment Number:

This Amendment (Check only one.):  is a restatement.

adds new holdings entries.

**Institutional Investment Manager Filing this Report:**

Name: American Capital Agency Corp  
Address: 2 BETHESDA METRO CENTER 14TH FLOOR  
BETHESDA, MD 20814

Form 13F File  
Number: 028-16063

The institutional investment manager filing this report and the person by whom it is signed hereby represent that the person signing the report is authorized to submit it, that all information contained herein is true, correct and complete, and that it is understood that all required items, statements, schedules, lists, and tables, are considered integral parts of this form.

Person Signing this Report on Behalf of Reporting Manager:

Name: Samuel A. Flax  
Title: Executive Vice President and Secretary  
Phone: 301-841-1405

**Signature, Place, and Date of Signing:**

/s/ Samuel A. Flax                      Bethesda, MD                      11-04-2014  
[Signature]                                      [City, State]                                      [Date]

**Report Type (Check only one.):**

- 13F HOLDINGS REPORT. (Check here if all holdings of this reporting manager are reported in this report.)  
 13F NOTICE. (Check here if no holdings reported are in this report, and all holdings are reported by other reporting manager(s).)  
 13F COMBINATION REPORT. (Check here if a portion of the holdings for this reporting manager are reported in this report and a portion are reported by other reporting manager(s).)

**List of Other Managers Reporting for this Manager:  
[If there are no entries in this list, omit this section.]**

Form 13F File  
Number                      Name  
   American Capital Mortgage Management, LLC