SEC Form 4

FORM 4

Check this box if no longer subject

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

OMB Number:	3235-0287								
Estimated average burden									
hours per response:	0.5								

Form filed by One Reporting Person

Form filed by More than One Reporting

to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).	pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940	1	Estimated average burden hours per response:	n 0.5
1. Name and Address of Reporting Person [*] <u>Kain Gary D</u>	2. Issuer Name and Ticker or Trading Symbol <u>AGNC Investment Corp.</u> [AGNC]	5. Relationship of F (Check all application) X Director	Reporting Person(s) to Iss ble) 10% Own	
(Last) (First) (Middle) AGNC INVESTMENT CORP. 2 BETHESDA METRO CENTER, 12TH FLOOR	3. Date of Earliest Transaction (Month/Day/Year) 02/11/2022	X Officer (gi below) Direct	ive title Other (sp below) tor, Executive Chair	oecify
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joir	nt/Group Filing (Check Ap	plicable

(Street) BETHESDA	MD	20814
(City)	(State)	(Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

Table 1 - Non-Derivative Decurrices Acquired, Disposed of, or Derichetary Owned											
1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transa Code (8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	of Indirect Beneficial Ownership		
			Code	v	Amount	(A) or (D)	Price	(Instr. 3 and 4)	(instr. 4)	(Instr. 4)	
Common Stock	02/11/2022		S		400,000	D	\$14.0988(1)	2,066,178.101(2)	D		
Common Stock	02/15/2022		F		232,034 ⁽³⁾	D	\$13.85	1,834,144.101	D		
Common Stock	02/11/2022		s		200,000	D	\$14.0988(1)	667,920	I	By family trust	
Series D Preferred Stock								10,900	D		

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. Transa Code (8)		of Deriv Secu Acqu (A) of Dispo of (D) (Instr						Expiration Date Amount of			8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares							

Explanation of Responses:

1. The reported price is a weighted average. The shares were sold in multiple transactions at prices ranging from \$13.99 to \$14.26, inclusive. The Reporting Person undertakes to provide to the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range.

2. Includes 16,446 dividend equivalent restricted stock units received on previously granted RSU awards since the Reporting Person's last Form 4 filing.

3. Dispositions represent shares withheld upon vesting of restricted stock unit awards to cover required tax withholdings.

Gary Kain

** Signature of Reporting Person Date

02/15/2022

Line)

Х

Person

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.