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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

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**FORM 8-K**

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**CURRENT REPORT**

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): January 29, 2016 (January 26, 2016)



**AMERICAN CAPITAL AGENCY CORP.**

(Exact name of registrant as specified in its charter)

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**Delaware**  
(State or Other Jurisdiction of  
Incorporation or Organization)

**001-34057**

(Commission File Number)

**2 Bethesda Metro Center, 14th Floor  
Bethesda, Maryland 20814**  
(Address of principal executive offices)

**26-1701984**  
(I.R.S. Employer  
Identification No.)

Registrant's telephone number, including area code:  
**(301) 968-9300**

**N/A**  
(Former name or former address, if changed since last report)

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Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

On January 26, 2016, Bernice E. Bell was appointed as Senior Vice President and Chief Accounting Officer of American Capital Agency Corp. (the “Company”), effective as of such date. In connection with her promotion, Ms. Bell will now be the Company’s new principal accounting officer. Prior to January 26, 2016, John R. Erickson, Executive Vice President and Chief Financial Officer of the Company, served as the Company’s principal accounting officer. Mr. Erickson will remain Executive Vice President and Chief Financial Officer of the Company and Ms. Bell will continue to report to Mr. Erickson. Ms. Bell, 44, previously served as the Vice President and Controller of the Company since 2011.

There are no arrangements or understandings between Ms. Bell and any other person pursuant to which she was appointed as an officer, nor are there any family relationships between Ms. Bell and any other executive officer or director of the Company. Ms. Bell is not a party to any transaction with the Company that would require disclosure under Item 404(a) of Regulation S-K.

**SIGNATURE**

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.

**AMERICAN CAPITAL AGENCY CORP.**

Dated: January 29, 2016

By: /s/ Samuel A. Flax

Samuel A. Flax

Executive Vice President and Secretary