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

**FORM 8-K**

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

Date of Report (Date of earliest event reported): **February 28, 2017**

**MFA FINANCIAL, INC.**

(Exact name of registrant as specified in its charter)

**Maryland**  
(State or other jurisdiction  
of incorporation  
or organization)

**1-13991**  
(Commission File Number)

**13-3974868**  
(IRS Employer  
Identification No.)

**350 Park Avenue, 20<sup>th</sup> Floor**  
New York, New York  
(Address of principal executive offices)

**10022**  
(Zip Code)

Registrant's telephone number, including area code: **(212) 207-6400**

**Not Applicable**

(Former name or former address, if changed since last report)

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 (see General Instruction A.2. below):

- ☐ 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 5.04 Temporary Suspension of Trading Under Registrant's Employee Benefit Plans**

The information set forth in this Form 8-K updates the information contained in the Form 8-K filed by MFA Financial, Inc. (the "Company") on December 22, 2016.

On February 28, 2017, the Company sent a notice (the "February 28th Notice") to participants providing them with updated information regarding the status of the transition to a new record keeper for the MFA Financial, Inc. 401(k) Savings Plan (the "Plan"). Such notice updated the notice sent by the Company to participants on December 22, 2016 (the "December 22nd Notice"). As stated in the February 28th Notice, the Company now expects the period during which Plan participants and beneficiaries will be unable to direct or diversify the investments in their Plan accounts (including shares of the Company's common stock or other Company securities) or obtain a loan or distribution from the Plan (the "Blackout Period"), which began January 26, 2017, to end on or before March 15, 2017 (rather than on or before March 1, 2017, as was indicated in the December 22nd Notice).

On February 28, 2017, the Company sent an updated notice of Blackout Period (the "Updated D&O Blackout Period Notice") to the members of its board of directors and executive officers pursuant to Section 306 of the Sarbanes-Oxley Act of 2002 and Section 104 of Regulation BTR adopted under the Securities Exchange Act of 1934, informing them that they would be prohibited during the Blackout Period (which, as indicated above, is now expected to end on or before March 15, 2017) from purchasing or selling shares of the Company's common stock (including derivative securities pertaining to such shares) that they acquire or have previously acquired in connection with their service or employment as a director or executive officer of the Company. This Blackout Period is in addition to other blackout periods that may be imposed by the Company.

A copy of the Updated D&O Blackout Period Notice is attached as Exhibit 99.1 and is incorporated by reference. During the Blackout Period and for a period of two years after the ending date of the Blackout Period, security holders or other interested persons may obtain, without charge, information about the actual beginning and ending dates of the Blackout Period and other information regarding the Blackout Period by contacting the Investor Relations department of the Company by telephone at 212-207-6488, or in writing, at 350 Park Avenue, 20th Floor, New York, New York 10022.

**Item 9.01 Financial Statements and Exhibits**

(d) Exhibits

99.1 Notice, dated February 28, 2017, to Directors and Executive Officers of MFA Financial, Inc., regarding extension of Blackout Period.

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.

MFA FINANCIAL, INC.  
(REGISTRANT)

By: /s/ Harold E. Schwartz

Name: Harold E. Schwartz

Title: Senior Vice President and General Counsel

Date: February 28, 2017

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EXHIBIT INDEX

<u>Exhibit No.</u>	<u>Description</u>
99.1	Notice, dated February 28, 2017, to Directors and Executive Officers of MFA Financial, Inc., regarding extension of Blackout Period.

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**NOTICE TO DIRECTORS AND EXECUTIVE OFFICERS OF  
MFA FINANCIAL, INC.**

**Restrictions on Trading  
MFA Financial, Inc. Common Stock, Preferred Stock and Senior Notes  
During Upcoming 401(k) Plan Blackout Period**

As indicated in the notice delivered to you on December 22, 2016, on February 1, 2017, MFA Financial, Inc. (“MFA” or the “Company”) began the process of transitioning the record keeper for the MFA Financial, Inc. 401 (k) Savings Plan (the “Plan”) to a new record keeper. As you may recall, in order to implement this transition, Plan activity has been restricted such that, among other things, Plan participants and beneficiaries have not been able to direct or diversify the investments in their Plan accounts, including transactions involving shares of MFA common stock, preferred stock or senior notes, or obtain distributions from the Plan since January 26, 2017 (the “Blackout Period”). During the Blackout Period, the Company’s directors and executive officers have been subject to trading restrictions, as described below, pursuant to Section 306 of the Sarbanes-Oxley Act of 2002 and Regulation BTR (Blackout Trading Restriction) adopted by the Securities and Exchange Commission (the “SEC”). This notice is intended to inform you of an extension to the Blackout Period.

**Extension of Blackout Period**

Due to the additional time that is required to complete the transition of Plan records from the prior record keeper’s platform to the new record keeper’s platform, the Company now expects the Blackout Period for the Plan to end on or before **March 15, 2017** (rather than on or before March 1, 2017, as was indicated in the December 22nd notice). You will receive another notice promptly after the Blackout Period ends.

**Trading Restrictions**

During the Blackout Period, you will be prohibited from directly or indirectly purchasing, selling or otherwise acquiring or transferring shares of MFA common stock, preferred stock, senior notes or certain derivative securities, if you acquired such shares, notes or derivative securities in connection with your service or employment as a director or executive officer. In this regard, any Company security you sell or otherwise transfer is automatically treated as acquired in connection with your service as director or executive officer unless you establish that the security was acquired from another source in accordance with rules established by the SEC. Please note that these trading prohibitions also apply to Company securities held by immediate family members living with you, or held in trust, or by controlled partnerships or corporations.

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Please note that this notice is required to be provided to you to comply with Federal securities laws and regulations. The trading restrictions discussed herein are in addition to the restrictions on trading activity under the Company’s Insider Trading Policy, which generally prohibit trading in the Company’s securities except during an open “trading window.”

**Questions**

If you have any questions concerning transactions in the Company’s common stock, preferred stock or senior notes or this updated notice regarding the Blackout Period, including whether the Blackout Period has ended, please contact Hal Schwartz, MFA’s General Counsel, at 212-207-6400, or in writing, at MFA Financial, Inc., 20th Floor, New York, New York 10022.

Date: February 28, 2017

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