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

SCHEDULE 13D
(Amendment No. 1)*

Under the Securities Exchange Act of 1934

MFA FINANCIAL, INC.

(Name of Issuer)

Common stock, par value \$0.01 per share
(Title of Class of Securities)

55272X102
(CUSIP Number)

John F. Hartigan, Esq.
Morgan, Lewis & Bockius LLP
300 S. Grand Avenue, 22nd Floor
Los Angeles, CA 90071
(213) 612-2500

(Name, Address and Telephone Number of Person Authorized
to Receive Notices and Communications)

December 10, 2020
(Date of Event Which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of §§240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box. ☐

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, *see* the *Notes*).

CUSIP No. 55272X102			
1	NAME OF REPORTING PERSONS Athene Annuity and Life Company		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="checkbox"/> (b) <input type="checkbox"/>		
3	SEC USE ONLY		
4	SOURCE OF FUNDS OO		
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e) <input type="checkbox"/>		
6	CITIZENSHIP OR PLACE OF ORGANIZATION Iowa		
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7	SOLE VOTING POWER	
	8	SHARED VOTING POWER 8,889,385.50	
	9	SOLE DISPOSITIVE POWER	
	10	SHARED DISPOSITIVE POWER 8,889,385.50	
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 8,889,385.50		
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES* <input checked="" type="checkbox"/>		
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 2.0%		
14	TYPE OF REPORTING PERSON CO		

CUSIP No. 55272X102			
1	NAME OF REPORTING PERSONS Athene Annuity & Life Assurance Company		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="checkbox"/> (b) <input type="checkbox"/>		
3	SEC USE ONLY		
4	SOURCE OF FUNDS OO		
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e) <input type="checkbox"/>		
6	CITIZENSHIP OR PLACE OF ORGANIZATION Delaware		
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7	SOLE VOTING POWER	
	8	SHARED VOTING POWER 11,111,731.50	
	9	SOLE DISPOSITIVE POWER	
	10	SHARED DISPOSITIVE POWER 11,111,731.50	
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 11,111,731.50		
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES* <input type="checkbox"/>		
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 2.5%		
14	TYPE OF REPORTING PERSON CO		

CUSIP No. 55272X102			
1	NAME OF REPORTING PERSONS Athene USA Corporation		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="checkbox"/> (b) <input type="checkbox"/>		
3	SEC USE ONLY		
4	SOURCE OF FUNDS OO		
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e) <input type="checkbox"/>		
6	CITIZENSHIP OR PLACE OF ORGANIZATION Iowa		
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7	SOLE VOTING POWER	
	8	SHARED VOTING POWER 11,111,731.50	
	9	SOLE DISPOSITIVE POWER	
	10	SHARED DISPOSITIVE POWER 11,111,731.50	
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 11,111,731.50		
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES* <input type="checkbox"/>		
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 2.5%		
14	TYPE OF REPORTING PERSON CO		

CUSIP No. 55272X102			
1	NAME OF REPORTING PERSONS Athene Life Re Ltd.		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="checkbox"/> (b) <input type="checkbox"/>		
3	SEC USE ONLY		
4	SOURCE OF FUNDS OO		
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e) <input type="checkbox"/>		
6	CITIZENSHIP OR PLACE OF ORGANIZATION Bermuda		
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH		7	SOLE VOTING POWER
		8	SHARED VOTING POWER 11,111,731.50
		9	SOLE DISPOSITIVE POWER
		10	SHARED DISPOSITIVE POWER 11,111,731.50
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 11,111,731.50		
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES* <input checked="" type="checkbox"/>		
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 2.5%		
14	TYPE OF REPORTING PERSON CO		

CUSIP No. 55272X102			
1	NAME OF REPORTING PERSONS Athene Holding Ltd.		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="checkbox"/> (b) <input type="checkbox"/>		
3	SEC USE ONLY		
4	SOURCE OF FUNDS OO		
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e) <input type="checkbox"/>		
6	CITIZENSHIP OR PLACE OF ORGANIZATION Bermuda		
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH		7	SOLE VOTING POWER
		8	SHARED VOTING POWER 11,111,731.50
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		10	SHARED DISPOSITIVE POWER 11,111,731.50
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12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES* <input type="checkbox"/>		
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 2.5%		
14	TYPE OF REPORTING PERSON CO		

CUSIP No. 55272X102			
1	NAME OF REPORTING PERSONS Apollo Insurance Solutions Group LP		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="checkbox"/> (b) <input type="checkbox"/>		
3	SEC USE ONLY		
4	SOURCE OF FUNDS OO		
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e) <input type="checkbox"/>		
6	CITIZENSHIP OR PLACE OF ORGANIZATION Delaware		
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH		7	SOLE VOTING POWER
		8	SHARED VOTING POWER 11,111,731.50
		9	SOLE DISPOSITIVE POWER
		10	SHARED DISPOSITIVE POWER 11,111,731.50
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12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES* <input type="checkbox"/>		
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 2.5%		
14	TYPE OF REPORTING PERSON PN		

CUSIP No. 55272X102			
1	NAME OF REPORTING PERSONS AISG GP Ltd.		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="checkbox"/> (b) <input type="checkbox"/>		
3	SEC USE ONLY		
4	SOURCE OF FUNDS OO		
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e) <input type="checkbox"/>		
6	CITIZENSHIP OR PLACE OF ORGANIZATION Cayman Islands		
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH		7	SOLE VOTING POWER
		8	SHARED VOTING POWER 11,111,731.50
		9	SOLE DISPOSITIVE POWER
		10	SHARED DISPOSITIVE POWER 11,111,731.50
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12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES* <input type="checkbox"/>		
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 2.5%		
14	TYPE OF REPORTING PERSON OO		

CUSIP No. 55272X102			
1	NAME OF REPORTING PERSONS Apollo Life Asset, L.P.		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="checkbox"/> (b) <input type="checkbox"/>		
3	SEC USE ONLY		
4	SOURCE OF FUNDS OO		
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e) <input type="checkbox"/>		
6	CITIZENSHIP OR PLACE OF ORGANIZATION Cayman Islands		
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH		7	SOLE VOTING POWER
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		10	SHARED DISPOSITIVE POWER 11,111,731.50
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12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES* <input type="checkbox"/>		
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 2.5%		
14	TYPE OF REPORTING PERSON PN		

CUSIP No. 55272X102			
1	NAME OF REPORTING PERSONS Apollo Life Asset GP, LLC		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="checkbox"/> (b) <input type="checkbox"/>		
3	SEC USE ONLY		
4	SOURCE OF FUNDS OO		
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e) <input type="checkbox"/>		
6	CITIZENSHIP OR PLACE OF ORGANIZATION Cayman Islands		
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH		7	SOLE VOTING POWER
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13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 2.5%		
14	TYPE OF REPORTING PERSON OO		

CUSIP No. 55272X102			
1	NAME OF REPORTING PERSONS Apollo Capital Management, L.P.		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="radio"/> (b) <input type="radio"/>		
3	SEC USE ONLY		
4	SOURCE OF FUNDS OO		
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e) <input type="radio"/>		
6	CITIZENSHIP OR PLACE OF ORGANIZATION Delaware		
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH		7	SOLE VOTING POWER
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13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 2.5%		
14	TYPE OF REPORTING PERSON PN		

CUSIP No. 55272X102			
1	NAME OF REPORTING PERSONS Apollo Capital Management GP, LLC		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="radio"/> (b) <input type="radio"/>		
3	SEC USE ONLY		
4	SOURCE OF FUNDS OO		
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e) <input type="radio"/>		
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NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH		7	SOLE VOTING POWER
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13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 2.5%		
14	TYPE OF REPORTING PERSON OO		

CUSIP No. 55272X102			
1	NAME OF REPORTING PERSONS Apollo Management Holdings, L.P.		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="checkbox"/> (b) <input type="checkbox"/>		
3	SEC USE ONLY		
4	SOURCE OF FUNDS OO		
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e) <input type="checkbox"/>		
6	CITIZENSHIP OR PLACE OF ORGANIZATION Delaware		
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13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 2.5%		
14	TYPE OF REPORTING PERSON PN		

CUSIP No. 55272X102			
1	NAME OF REPORTING PERSONS Apollo Management Holdings GP, LLC		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="radio"/> (b) <input type="radio"/>		
3	SEC USE ONLY		
4	SOURCE OF FUNDS OO		
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e) <input type="radio"/>		
6	CITIZENSHIP OR PLACE OF ORGANIZATION Delaware		
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13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 2.5%		
14	TYPE OF REPORTING PERSON OO		

CUSIP No. 55272X102			
1	NAME OF REPORTING PERSONS Omaha Equity Aggregator, L.P.		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="checkbox"/> (b) <input type="checkbox"/>		
3	SEC USE ONLY		
4	SOURCE OF FUNDS OO		
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e) <input type="checkbox"/>		
6	CITIZENSHIP OR PLACE OF ORGANIZATION Delaware		
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH		7	SOLE VOTING POWER
		8	SHARED VOTING POWER 8,333,799
		9	SOLE DISPOSITIVE POWER
		10	SHARED DISPOSITIVE POWER 8,333,799
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 8,333,799		
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES* <input type="checkbox"/>		
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 1.8%		
14	TYPE OF REPORTING PERSON PN		

CUSIP No. 55272X102			
1	NAME OF REPORTING PERSONS AP Omaha Advisors, LLC		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="checkbox"/> (b) <input type="checkbox"/>		
3	SEC USE ONLY		
4	SOURCE OF FUNDS OO		
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e) <input type="checkbox"/>		
6	CITIZENSHIP OR PLACE OF ORGANIZATION Delaware		
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH		7	SOLE VOTING POWER
		8	SHARED VOTING POWER 8,333,799
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		10	SHARED DISPOSITIVE POWER 8,333,799
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12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES* <input type="checkbox"/>		
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 1.8%		
14	TYPE OF REPORTING PERSON OO		

CUSIP No. 55272X102			
1	NAME OF REPORTING PERSONS Apollo Hybrid Value Advisors, L.P.		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="checkbox"/> (b) <input type="checkbox"/>		
3	SEC USE ONLY		
4	SOURCE OF FUNDS OO		
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e) <input type="checkbox"/>		
6	CITIZENSHIP OR PLACE OF ORGANIZATION Cayman Islands		
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH		7	SOLE VOTING POWER
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12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES* <input type="checkbox"/>		
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 1.8%		
14	TYPE OF REPORTING PERSON PN		

CUSIP No. 55272X102			
1	NAME OF REPORTING PERSONS Apollo Hybrid Value Capital Management, LLC		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="checkbox"/> (b) <input type="checkbox"/>		
3	SEC USE ONLY		
4	SOURCE OF FUNDS OO		
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e) <input type="checkbox"/>		
6	CITIZENSHIP OR PLACE OF ORGANIZATION Delaware		
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH		7	SOLE VOTING POWER
		8	SHARED VOTING POWER 8,333,799
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13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 1.8%		
14	TYPE OF REPORTING PERSON OO		

CUSIP No. 55272X102			
1	NAME OF REPORTING PERSONS APH Holdings, L.P.		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="checkbox"/> (b) <input type="checkbox"/>		
3	SEC USE ONLY		
4	SOURCE OF FUNDS OO		
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e) <input type="checkbox"/>		
6	CITIZENSHIP OR PLACE OF ORGANIZATION Cayman Islands		
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH		7	SOLE VOTING POWER
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13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 1.8%		
14	TYPE OF REPORTING PERSON PN		

CUSIP No. 55272X102			
1	NAME OF REPORTING PERSONS Apollo Principal Holdings III GP, Ltd.		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="checkbox"/> (b) <input type="checkbox"/>		
3	SEC USE ONLY		
4	SOURCE OF FUNDS OO		
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) or 2(e) <input type="checkbox"/>		
6	CITIZENSHIP OR PLACE OF ORGANIZATION Cayman Islands		
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH		7	SOLE VOTING POWER
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		10	SHARED DISPOSITIVE POWER 8,333,799
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12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES* <input type="checkbox"/>		
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 1.8%		
14	TYPE OF REPORTING PERSON CO		

This Amendment No. 1 to Schedule 13D is filed by: (i) Athene Annuity and Life Company (“AAIA”); (ii) Athene Annuity & Life Assurance Company (“AADE”); (iii) Athene USA Corporation (“Athene USA”); (iv) Athene Life Re Ltd. (“Athene Life Re”); (v) Athene Holding Ltd. (“Athene Holding”); (vi) Apollo Insurance Solutions Group LP (“AISG”); (vii) AISG GP Ltd. (“AISG GP”); (viii) Apollo Life Asset, L.P. (“Apollo Life”); (ix) Apollo Life Asset GP, LLC (“Apollo Life GP”); (x) Apollo Capital Management, L.P. (“Capital Management”); (xi) Apollo Capital Management GP, LLC (“Capital Management GP”); (xii) Apollo Management Holdings, L.P. (“Management Holdings”); (xiii) Apollo Management Holdings GP, LLC (“Management Holdings GP”); (xiv) Omaha Equity Aggregator, L.P. (“Apollo Purchaser”); (xv) AP Omaha Advisors, LLC (“Omaha Advisors”); (xvi) Apollo Hybrid Value Advisors, L.P. (“Hybrid LP”); (xvii) Apollo Hybrid Value Capital Management, LLC (“Hybrid Management”); (xviii) APH Holdings, L.P. (“APH Holdings”); and (xix) Apollo Principal Holdings III GP, Ltd. (“Principal Holdings III GP”) and supplements and amends the Schedule 13D filed on July 6, 2020 (the “Initial Schedule 13D”).

Unless otherwise indicated, capitalized terms used but not otherwise defined herein shall have the meaning assigned to such terms in the Initial Schedule 13D. Responses to each item of this Schedule 13D/A are incorporated by reference into the response to each other item, as applicable.

- Item 1. Security and Issuer**
- Item 2. Identity and Background**
- Item 3. Source and Amount of Funds**
- Item 4. Purpose of the Transaction**

On December 10, 2020, the Issuer entered into a Purchase and Sale Agreement, by and among the Issuer, Apollo Purchaser, AAIA, and AADE, pursuant to which Apollo Purchaser, AAIA, and AADE agreed to sell to the Issuer a portion of the Warrants exercisable for an aggregate of 17,593,575.5 Warrant Shares for an aggregate price of \$33,650,028.11.

Item 5. Interest in Securities of the Issuer

(a) & (b) Information in Rows 7 to 13 of the respective cover pages of the individual Reporting Persons are incorporated into this Item 5 by reference. The aggregate beneficial ownership of the Common Stock by the Reporting Persons is as follows:

Sole Voting Power	0
Shared Voting Power	19,445,530.5
Sole Dispositive Power	0
Shared Dispositive Power	19,445,530.5

The Reporting Persons’ aggregate percentage beneficial ownership of the total amount of Common Stock outstanding is 4.3%, based on a total of 453,333,220 shares of Common Stock outstanding as of October 29, 2020, as reported on the Issuer’s Form 10-Q for the quarterly period ended September 30, 2020.

(c) The following Reporting Persons effected the following transactions during the past 60 days:

Date	Reporting Person	Transaction	Aggregate Sale/Purchase Price	Method
12/10/2020	Apollo Purchaser	Sale of Warrants exercisable for an aggregate of 13,889,665 Warrant Shares	\$ 27,057,067.42	Pursuant to Purchase and Sale Agreement, dated as of Dec. 10, 2020, by and among the Issuer, Apollo Purchaser, AAIA, and AADE
12/10/2020	AAIA	Sale of Warrants exercisable for an aggregate of 2,963,128.50 Warrant Shares	\$ 5,274,368.73	
12/10/2020	AADE	Sale of Warrants exercisable for an aggregate of 740,782 Warrant Shares	\$ 1,318,591.96	
12/3/2020	Apollo Purchaser	Sale of 759,012 shares of Common Stock	\$ 2,883,955.93	Open market transaction
12/3/2020	AAIA	Sale of 355,809 shares of Common Stock	\$ 1,350,065.66	
12/3/2020	AADE	Sale of 150,199 shares of Common Stock	\$ 572,571.62	
12/2/2020	AAIA	Sale of 244,987 shares of Common Stock	\$ 921,763.59	
12/2/2020	Apollo Purchaser	Sale of 367,481 shares of Common Stock	\$ 1,382,647.26	

(e) On December 10, 2020, the Reporting Persons ceased to be the beneficial owners of more than five percent of the Issuer's Common Stock.

Item 6. Contracts, Arrangements, Understandings or Relationships With Respect To Securities of the Issuer

Purchase and Sale Agreement

On December 10, 2020, the Issuer entered into a Purchase and Sale Agreement, by and among the Issuer, Apollo Purchaser, AAIA, and AADE, pursuant to which Apollo Purchaser, AAIA, and AADE agreed to sell to the Issuer a portion of the Warrants exercisable for an aggregate of 17,593,575.5 Warrant Shares for an aggregate price of \$33,650,028.11.

Item 7. Material to Be Filed as Exhibits

Exhibit	Description
Exhibit E	Purchase and Sale Agreement, dated as of December 10, 2020, by and among MFA Financial, Inc., Omaha Equity Aggregator, L.P., Athene Annuity and Life Company and Athene Annuity & Life Assurance Company

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: December 14, 2020

ATHENE ANNUITY AND LIFE COMPANY

By: Apollo Insurance Solutions Group LP,
its investment adviser

By: AISG GP Ltd.,
its general partner

By: /s/ Matthew S. O'Mara
Matthew S. O'Mara
Authorized Signatory

ATHENE ANNUITY & LIFE ASSURANCE COMPANY

By: Apollo Insurance Solutions Group LP,
its investment adviser

By: AISG GP Ltd.,
its general partner

By: /s/ Matthew S. O'Mara
Matthew S. O'Mara
Authorized Signatory

ATHENE USA CORPORATION

By: Apollo Insurance Solutions Group LP,
its investment adviser

By: AISG GP Ltd.,
its general partner

By: /s/ Matthew S. O'Mara
Matthew S. O'Mara
Authorized Signatory

ATHENE LIFE RE LTD.

By: Apollo Insurance Solutions Group LP,
its investment adviser

By: AISG GP Ltd.,
its general partner

By: /s/ Matthew S. O'Mara
Matthew S. O'Mara
Authorized Signatory

ATHENE HOLDING LTD.

By: Apollo Insurance Solutions Group LP,
its investment adviser

By: AISG GP Ltd.,
its general partner

By: /s/ Matthew S. O'Mara
Matthew S. O'Mara
Authorized Signatory

APOLLO INSURANCE SOLUTIONS GROUP LP

By: AISG GP Ltd.,
its general partner

By: /s/ Matthew S. O'Mara
Matthew S. O'Mara
Authorized Signatory

AISG GP LTD.

By: /s/ Matthew S. O'Mara
Matthew S. O'Mara
Authorized Signatory

APOLLO LIFE ASSET, L.P.

By: Apollo Life Asset GP, LLC,
its general partner

By: /s/ William B. Kuesel
William B. Kuesel
Vice President

APOLLO LIFE ASSET GP, LLC

By: /s/ William B. Kuesel
William B. Kuesel
Vice President

APOLLO CAPITAL MANAGEMENT, L.P.

By: Apollo Capital Management GP, LLC,
its general partner

By: /s/ William B. Kuesel
William B. Kuesel
Vice President

APOLLO CAPITAL MANAGEMENT GP, LLC

By: /s/ William B. Kuesel
William B. Kuesel
Vice President

APOLLO MANAGEMENT HOLDINGS, L.P.

By: Apollo Management Holdings GP, LLC,
its general partner

By: /s/ William B. Kuesel
William B. Kuesel
Vice President

APOLLO MANAGEMENT HOLDINGS GP, LLC

By: /s/ William B. Kuesel
William B. Kuesel
Vice President

OMAHA EQUITY AGGREGATOR, L.P.

By: AP Omaha Advisors, LLC,
its general partner

By: Apollo Hybrid Value Advisors, L.P.,
its sole member

By: Apollo Hybrid Value Capital Management, LLC,
its general partner

By: /s/ Joseph D. Glatt
Joseph D. Glatt
Vice President

AP OMAHA ADVISORS, LLC

By: Apollo Hybrid Value Advisors, L.P.,
its sole member

By: Apollo Hybrid Value Capital Management, LLC,
its general partner

By: /s/ Joseph D. Glatt
Joseph D. Glatt
Vice President

APOLLO HYBRID VALUE ADVISORS, L.P.

By: Apollo Hybrid Value Capital Management, LLC,
its general partner

By: /s/ Joseph D. Glatt
Joseph D. Glatt
Vice President

APOLLO HYBRID VALUE CAPITAL MANAGEMENT, LLC

By: /s/ Joseph D. Glatt
Joseph D. Glatt
Vice President

APH HOLDINGS, L.P.

By: Apollo Principal Holdings III GP, Ltd.,
its general partner

By: /s/ William B. Kuesel
William B. Kuesel
Vice President

APOLLO PRINCIPAL HOLDINGS III GP, LTD.

By: /s/ William B. Kuesel
William B. Kuesel
Vice President

PURCHASE AND SALE AGREEMENT

This Purchase and Sale Agreement (this “Agreement”) dated as of December 10, 2020 (the “Effective Date”), by and among Omaha Equity Aggregator, L.P., a Delaware limited partnership (the “Apollo Seller”), Athene Annuity & Life Assurance Company, a Delaware corporation (the “Athene Annuity & Life Assurance Seller”), Athene Annuity and Life Company, an Iowa corporation (the “Athene Annuity and Life Company Seller”, together with the Athene Annuity & Life Assurance Seller, the “Athene Sellers” and together with the Apollo Seller, each, a “Seller” and, collectively, the “Sellers”) and MFA Financial, Inc., a Maryland corporation (the “Company”).

WITNESSETH:

WHEREAS, pursuant to (i) that certain Investment Agreement, dated as of June 15, 2020, by and among the Company, the Apollo Seller and Athene USA Corporation, an Iowa corporation (“Assignor”), and (ii) that certain Assignment and Assumption Agreement by and among Assignor and the Athene Sellers, the Sellers received from the Company the Warrants; and

WHEREAS, each Seller desires to sell, assign and transfer to the Company a portion of the Warrants set forth in Schedule A hereto and the Company shall pay each Seller the amounts for such Warrants set forth in Schedule A in immediately available funds to the accounts set forth therein.

NOW, THEREFORE, for and in consideration of the promises and the mutual covenants contained in this Agreement, and for other good and valuable consideration, the receipt, adequacy and legal sufficiency of which are hereby acknowledged, the parties agree as follows:

1. Capitalized Terms. Capitalized terms used but not herein defined shall have the meanings set forth in the Investment Agreement.
 2. Sale and Purchase. Subject to the payment by the Company to each Seller of the amounts set forth on Schedule A, each Seller hereby sells, assigns and transfers to the Company all of such Seller’s right, title, benefit, privileges and interest in and to a portion of the Warrants set forth on Schedule A opposite such Seller’s name. Pursuant to Section 8 of each Warrant, the parties hereto hereby waive, solely with respect to the portion of the Warrants set forth on Schedule A that is being sold and purchased hereunder, (a) the transfer restrictions set forth in Section 2(i)(i) of each Warrant and (b) the transfer requirements set forth in Section 2(i)(ii) of each Warrant and agree that the sale and purchase set forth in Schedule A shall be effective as of the date hereof.
 3. No Encumbrance. Each of the Sellers hereby represents that each of the Warrants held by it is free and clear from any Liens except for restrictions imposed by the Securities Act and any applicable securities Laws.
 4. Cancellation of Outstanding Warrant Certificates and Issuance of New Warrant Certificates. Upon the consummation of the transactions contemplated by this Agreement, (i) the warrant certificates listed on Schedule A shall, without any further action on the part of the Company or any Seller, be deemed cancelled and have no further force or effect and (ii) the Company shall issue to the Sellers new certificates representing the number of Warrants after giving effect to the consummation of the transactions set forth in Section 2 above, as set forth in Schedule A.
-

5. Terms of the Investment Agreement. Article 7 of the Investment Agreement is hereby incorporated and governs this Agreement, including all matters of construction, validity and performance as set forth therein. Other than the sale and purchase made pursuant to Section 2 of this Agreement, nothing herein is intended to modify, limit, or otherwise affect the representations, warranties, covenants, agreements and indemnities contained in the Investment Agreement, and such representations, covenants, agreements and indemnities shall not be superseded hereby but shall remain in full force and effect to the full extent provided therein. In the event of any conflict between the terms of the Investment Agreement and the terms hereof, other than as it relates to the Assignment made pursuant to Section 2 of this Agreement, the terms of the Investment Agreement shall govern.

[Signature Pages to Follow]

IN WITNESS WHEREOF, the parties have executed this Agreement to be effective as of the Effective Date.

COMPANY:

MFA FINANCIAL, INC.

By: /s/ Harold E. Schwartz
Name: Harold E. Schwartz
Title: Senior Vice President and Secretary

[Signature Page to Sale Agreement]

SELLERS:

ATHENE ANNUITY & LIFE ASSURANCE COMPANY

By: Apollo Insurance Solutions Group LP, its investment adviser

By: AISG GP Ltd., its General Partner

By: /s/ Matthew S. O'Mara

Name: Matthew S. O'Mara

Title: Authorized Signatory

ATHENE ANNUITY AND LIFE COMPANY

By: Apollo Insurance Solutions Group LP, its investment adviser

By: AISG GP Ltd., its General Partner

By: /s/ Matthew S. O'Mara

Name: Matthew S. O'Mara

Title: Authorized Signatory

OMAHA EQUITY AGGREGATOR, L.P.

By: AP Omaha Advisors, LLC, its general partner

By: Apollo Hybrid Value Advisors, L.P., its sole member

By: Apollo Hybrid Value Capital Management, LLC, its general partner

By: /s/ Joseph D. Glatt

Name: Joseph D. Glatt

Title: Vice President

[Signature Page to Sale Agreement]
