



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 8.01.           Entry Into a Material Definitive Agreement.**

On April 22, 2015, New York Mortgage Trust, Inc. (the “Company”) closed on the previously announced public offering of 3,600,000 shares of the Company’s 7.875% Series C Cumulative Redeemable Preferred Stock, \$0.01 par value per share (“Series C Preferred Stock”). The issuance and sale of the 3,600,000 shares of Series C Preferred Stock resulted in total net proceeds to the Company of approximately \$86,980,000 after deduction of underwriting discounts and commissions and estimated offering expenses. The Series C Preferred Stock has been approved for listing on The Nasdaq Global Select Market. Trading of the Series C Preferred Stock on the Nasdaq Global Select Market is expected to begin within 30 days after the date hereof.

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**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 thereunto duly authorized.

**NEW YORK MORTGAGE TRUST, INC.**

**(Registrant)**

Date: April 22, 2015 By: /s/ Steven R. Mumma

Name: Steven R. Mumma

Title: Chief Executive Officer and President