

Ellington Financial LLC  
Form 8-K  
May 21, 2014

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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): May 20, 2014

ELLINGTON FINANCIAL LLC  
(Exact name of registrant as specified in its charter)

Commission File Number: 001-34569

Delaware  
(State or other jurisdiction of  
incorporation)

26-0489289  
(IRS Employer  
Identification No.)

53 Forest Avenue  
Old Greenwich, CT 06870  
(Address of principal executive offices, including zip code)

(203) 698-1200  
(Registrant's telephone number, including area code)

(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:

- ☐ 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 5.07. Submission of Matters to a Vote of Security Holders

On May 20, 2014, Ellington Financial LLC (the “Company”) held its annual meeting of shareholders. Proxies for the meeting were solicited pursuant to Regulation 14A of the Securities Exchange Act of 1934. The final voting results for each of the matters submitted to a vote of the shareholders at the annual meeting are set forth below.

Proposal 1: Election of Directors

Votes regarding the election of five directors, each of whom was elected for a term expiring at the 2015 annual meeting or until such time as his successor is elected and qualified, were as follows:

|                        | For        | Withheld | Broker Non-Votes |
|------------------------|------------|----------|------------------|
| Thomas F. Robards      | 12,681,099 | 75,462   | 8,544,067        |
| Michael W. Vranos      | 12,561,586 | 194,975  | 8,544,067        |
| Laurence Penn          | 12,622,369 | 134,192  | 8,544,067        |
| Ronald I. Simon, Ph.D. | 12,675,421 | 81,140   | 8,544,067        |
| Edward Resendez        | 12,682,851 | 73,710   | 8,544,067        |

Proposal 2: Advisory (Non-Binding) “Say on Pay” Vote to Approve Executive Compensation

Votes on a proposal to approve, on an advisory basis, the compensation of the Company's named executive officers were as follows:

| For        | Against | Abstentions | Broker Non-Votes |
|------------|---------|-------------|------------------|
| 12,357,839 | 322,692 | 76,030      | 8,544,067        |

Proposal 3: Ratification of the Appointment of the Company's Independent Registered Public Accountants

Votes regarding the proposal to ratify the appointment of PricewaterhouseCoopers LLP as the Company's independent registered public accounting firm for the year ending December 31, 2014 were as follows:

| For        | Against | Abstentions | Broker Non-Votes |
|------------|---------|-------------|------------------|
| 21,192,993 | 86,687  | 20,948      | *                |

\* No broker non-votes arose in connection with this proposal due to the fact that the proposal was considered “routine” under New York Stock Exchange Rules.

SIGNATURES

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.

Date: May 21, 2014

ELLINGTON FINANCIAL LLC  
By: /s/ Lisa Mumford  
Lisa Mumford  
Chief Financial Officer