

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): June 17, 2022

CHERRY HILL MORTGAGE INVESTMENT
CORPORATION

(Exact name of registrant as specified in its charter)

Maryland
(State or other jurisdiction of incorporation)

001-36099
Commission File Number:

46-1315605
(IRS Employer Identification No.)

1451 Route 34, Suite 303
Farmingdale, NJ 07727
(Address of principal executive offices, including zip code)

877.870.7005
(Registrant's telephone number, including area code)

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

Securities registered pursuant to Section 12(b) of the Act:

| Title of each class | Trading Symbol(s) | Name of each exchange on which registered |
|--|-------------------|---|
| Common Stock, \$0.01 par value | CHMI | New York Stock Exchange |
| 8.20% Series A Cumulative Redeemable Preferred Stock, \$0.01 par value | CHMI-PRA | New York Stock Exchange |
| 8.250% Series B Fixed-to-Floating Rate Cumulative Redeemable Preferred Stock, \$0.01 par value | CHMI-PRB | New York Stock Exchange |

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))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 5.07. Submission of Matters to a Vote of Security Holders

On June 16, 2022, Cherry Hill Mortgage Investment Corporation, a Maryland corporation (the “Company”), held its annual meeting of security holders. Each of the following four nominees to the board of directors was elected based on the votes for, votes withheld and broker non-votes set forth below after each respective name:

| <u>Name</u> | <u>Votes For</u> | <u>Votes Withheld</u> | <u>Broker Non-Vote</u> |
|----------------------|----------------------|---------------------------|------------------------|
| Jeffrey B. Lown II | 4,418,367 | 421,662 | 6,573,196 |
| Joseph Murin | 3,230,571 | 1,609,458 | 6,573,196 |
| Regina Lowrie | 3,280,106 | 1,559,923 | 6,573,196 |
| Robert C. Mercer Jr. | 3,282,083 | 1,557,946 | 6,573,196 |

The Company’s security holders approved, on a non-binding, advisory vote basis, the compensation of the Company’s named executive officers for the year ended December 31, 2021, based on the following votes for, votes against, abstentions and broker non-votes:

| <u>Votes For</u> | <u>Votes Against</u> | <u>Abstentions</u> | <u>Broker Non-Vote</u> |
|----------------------|--------------------------|--------------------|------------------------|
| 3,905,982 | 656,421 | 277,626 | 6,573,196 |

The Company’s security holders also ratified the appointment of Ernst & Young LLP as the Company’s independent public auditors for 2022 based on the following votes for, votes against and abstentions:

| <u>Votes For</u> | <u>Votes Against</u> | <u>Abstentions</u> |
|----------------------|--------------------------|--------------------|
| 10,965,136 | 300,476 | 147,613 |

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this report to be signed on its behalf by the undersigned, hereunto duly authorized.

CHERRY HILL MORTGAGE INVESTMENT CORPORATION

By: /s/ Michael Hutchby

Michael Hutchby
Chief Financial Officer

Date: June 17, 2022
