SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

OMB Number: 3235-0104 Estimated average burden hours per response: 0.5

Name and Address of Reporting Person* 2. Date of B Requiring S (Month/Day 03/30/202)		ment 📘	3. Issuer Name and Ticker or Trading Symbol <u>Ellington Financial LLC</u> [EFC]					
(Last) (First) (Middle) 53 FOREST AVENUE			4. Relationship of Reporting Persor (Check all applicable) Director	10% Owne	r (Mor	5. If Amendment, Date of Original Filed (Month/Day/Year)		
(Street) OLD GREENWICH CT 06870 (City) (State) (Zip)			X Officer (give title below) Chief Accounting C	Other (spe below) g Officer	· [0.11	icable Line) Form filed b	t/Group Filing (Check y One Reporting Person y More than One erson	
Table I - Non-Derivative Securities Beneficially Owned								
1. Title of Security (Instr. 4)			eneficially Owned (Instr. 4)			. Nature of Indirect Beneficial Ownership nstr. 5)		
Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)								
1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securiti Underlying Derivative Security		4. Conversion or Exercise	5. Ownership Form:	6. Nature of Indirect Beneficial Ownership (Instr. 5)	
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Price of Derivative Security	Direct (D) or Indirect (I) (Instr. 5)		
LTIP Units ⁽¹⁾	(2)	(2)	Common shares rep. limited liabiilty company interests	12,881	0.0 ⁽³⁾	D		

Explanation of Responses:

1. Represents a separate non-voting class of limited liability company interests ("LTIP Units") of Ellington Financial LLC (the "Company"), which are structured as profits interests.

2. 10,235 of the LTIP Units have vested. 2,646 LTIP Units remain forfeitable, subject to the reporting person's continued service as an officer of the Issuer, until December 12, 2018.

3. The LTIP Units may be converted upon vesting, at the election of the holder, into common shares representing limited liability company interests of the Issuer on a one-for-one basis. The LTIP Units were issued pursuant to, and are subject to the terms and conditions of, the Issuer's 2007 Incentive Plan for Individuals or the Issuer's 2017 Equity Incentive Plan, as applicable. The right to convert LTIP Units into common shares representing limited liability company interests does not have an expiration date.

Remarks:

Exhibit 24 - Power of Attorney

/s/ Jason Frank, as attorney-in-04/02/2018 fact for Christopher Smernoff ** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. * If the form is filed by more than one reporting person, see Instruction 5 (b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940