Check this box if no longer
subject to Section 16. Form 4 or
Form 5 obligations may continue.
See Instruction 1(b).

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

OMB APPROVAL
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SEC 1474 (9-02)

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

(Print or Type Responses)												
1. Name and Address of Reporting Person – JOHNSON WILLIAM W				er Name and Ticker Iarbors Investmer						5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner		
(Last) TWO HARBORS INVESTMENT CORP., 601 CA PARKWAY, SUITE 1400	(Middle RLSON	·	3. Date 08/01/	of Earliest Transactio 2013	on (Month/Day/Y	(ear)				Officer (give title below)	low)	
(Street) MINNETONKA, MN 55305			4. If An	nendment, Date Origi	inal Filed(Month/D	0ay/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_Form filed by One Reporting Person Form filed by More than One Reporting Person		
(City) (State)	(Zip)				1	fable I -	- Non-Deriv	ative Securiti	es Acqu	ired, Disposed of, or Beneficially Owned		
1.Title of Security (Instr. 3)			/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction C (Instr. 8) Code		4. Securities Disposed of (Instr. 3, 4 a Amount		, 	 Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) 	Ownership	Beneficial Ownership

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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 control number.

	Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)														
1. Title of Derivative	2. Conversion or	3. Transaction	3A. Deemed	4. Transaction	Code	5. Number of	Derivative	6. Date Exer	cisable and	7. Title	and Amount of Underlying	8. Price of	9. Number of	10.	11. Nature
Security	Exercise Price	Date	Execution Date, if	(Instr. 8)		Securities Acc	uired (A) or	Expiration E	Date	Securit	ties	Derivative	Derivative	Ownership	of Indirect
(Instr. 3)	of Derivative	(Month/Day/Year)	any			Disposed of (I))	(Month/Day	/Year)	(Instr. 2	3 and 4)	Security	Securities	Form of	Beneficial
	Security		(Month/Day/Year)			(Instr. 3, 4, and	15)					(Instr. 5)	Beneficially	Derivative	Ownership
													Owned	Security:	(Instr. 4)
											-		Following	Direct (D)	
								Date	Evolution				Reported	or Indirect	
								Exercisable	Expiration Date	Title	Amount or Number of Shares		Transaction(s)	(I)	
				Code	V	(A)	(D)	Exclusable	Date				(Instr 4)	(Instr 4)	

Reporting Owners

Dementing Open on Name (Address		Relationships								
Reporting Owner Name / Address	Director	10% Owner	Officer	Other						
JOHNSON WILLIAM W TWO HARBORS INVESTMENT COR 601 CARLSON PARKWAY, SUITE 140 MINNETONKA, MN 55305				former Director						

Signatures

/s/ William Johnson, By: Rebecca B. Sandberg, Attorney-in-Fact

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(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).

Remarks:

The reporting person ceased to be a director of the issuer as of August 1, 2013. This Form 4 is filed voluntarily for the sole purpose of reporting the exit of the reporting person from the Section 16 reporting process.

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

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

08/21/2013

Date