Form 144 Filer Information

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

Form 144

FORM 144

NOTICE OF PROPOSED SALE OF SECURITIES PURSUANT TO RULE 144 UNDER THE SECURITIES ACT OF 1933

| 144: Filer Information | | |
|--|---|--|
| Filer CIK | 0001447307 | |
| Filer CCC | XXXXXXX | |
| Is this a LIVE or TEST Filing? | ● LIVE ○ TEST | |
| Submission Contact Information | | |
| Name | | |
| Phone | | |
| E-Mail Address | | |
| 144: Issuer Information | | |
| Name of Issuer | Two Harbors Investment Corp. | |
| SEC File Number | 001-34506 | |
| Address of Issuer | 1601 Utica Avenue South Suite 900 St. Louis Park MINNESOTA 55416 | |
| Phone | 612-453-4100 | |
| Name of Person for Whose Account the Securities are To Be Sold | Rebecca B. Sandberg | |
| See the definition of "person" in paragraph (a) of Rule 144. Information is to be given not only as to the person for whose account the securities are to be sold but also as to all other persons included in that definition. In addition, information shall be given as to sales by all persons whose sales are required by paragraph (e) of Rule 144 to be aggregated with sales for the account of the person filing this notice. | | |
| Relationship to Issuer | Officer | |
| 144: Securities Information | | |
| Title of the Class of Securities To Be Sold | Common Stock | |
| Name and Address of the Broker | Raymond James 660 Newport Center Drive Suite 570 Newport Beach CA 92660 | |
| Number of Shares or Other Units To Be Sold | 3466 | |
| Aggregate Market Value | 38473 | |
| Number of Shares or Other Units Outstanding | 103650126 | |
| Approximate Date of Sale | 01/14/2025 | |
| Name the Securities Exchange | NYSE | |

Furnish the following information with respect to the acquisition of the securities to be sold and with respect to the payment of all or any part of the purchase price or other consideration therefor:

| 144: Securities To Be Sold | | |
|-----------------------------------|--|--|
| Title of the Class | Common Stock | |
| Date you Acquired | 01/13/2025 | |
| Nature of Acquisition Transaction | Vesting of Restricted Stock Unit Award | |
| Name of Person from Whom Acquired | Two Harbors Investment Corp. | |
| Is this a Gift? | Date Donor Acquired | |
| Amount of Securities Acquired | 3466 | |
| Date of Payment | 01/13/2025 | |
| Nature of Payment | Vesting of Restricted Stock Unit Award | |

If the securities were purchased and full payment therefor was not made in cash at the time of purchase, explain in the table or in a note thereto the nature of the consideration given. If the consideration consisted of any note or other obligation, or if payment was made in installments describe the arrangement and state when the note or other obligation was discharged in full or the last installment paid.

Furnish the following information as to all securities of the issuer sold during the past 3 months by the person for whose account the securities are to be sold.

144: Securities Sold During The Past 3 Months

| Name and Address of Seller | Rebecca B. Sandberg 1601 Utica Avenue South Suite 900 St. Louis Park MN 55416 |
|----------------------------|---|
| Title of Securities Sold | Common Stock |
| Date of Sale | 01/08/2025 |
| Amount of Securities Sold | 5025 |
| Gross Proceeds | 56330.25 |

144: Securities Sold During The Past 3 Months

| Name and Address of Seller | Rebecca B. Sandberg 1601 Utica Avenue South Suite 900 St. Louis Park MN 55416 |
|----------------------------|---|
| Title of Securities Sold | Common Stock |
| Date of Sale | 01/10/2025 |
| Amount of Securities Sold | 3785 |
| Gross Proceeds | 42164.9 |

144: Remarks and Signature

| Remarks | The reporting person anticipates selling the shares for the purpose of satisfying income tax liabilities, incurred upon the vesting of a restricted stock unit award, pursuant to written instructions previously executed by the reporting person. |
|------------------------------------|---|
| Date of Notice | 01/13/2025 |
| Date of Plan Adoption or Giving of | 02/06/2024 |

Instruction, If Relying on Rule 10b5-1

ATTENTION:

The person for whose account the securities to which this notice relates are to be sold hereby represents by signing this notice that he does not know any material adverse information in regard to the current and prospective operations of the Issuer of the securities to be sold which has not been publicly disclosed. If such person has adopted a written trading plan or given trading instructions to satisfy Rule 10b5-1 under the Exchange Act, by signing the form and indicating the date that the plan was adopted or the instruction given, that person makes such representation as of the plan adoption or instruction date.

Signature

/s/ Rebecca B. Sandberg

ATTENTION: Intentional misstatements or omission of facts constitute Federal Criminal Violations (See 18 U.S.C. 1001)