

FEDERAL HOME LOAN MORTGAGE CORP  
 Form 3  
 July 18, 2008

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,  
 Section 17(a) of the Public Utility Holding Company Act of 1935 or Section  
 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

|   |         |                                      |  |  |
|---|---------|--------------------------------------|--|--|
| 1. Name and Address of Reporting Person * |         | 2. Date of Event Requiring Statement | 3. Issuer Name <b>and</b> Ticker or Trading Symbol                         |  |
| Â May Michael C                           |         | (Month/Day/Year)                     | FEDERAL HOME LOAN MORTGAGE CORP [FRE]                                      |  |
| (Last)                                    | (First) | (Middle)                             | 07/18/2008   |  |
| 8200 JONES BRANCH DRIVE                   |         |                                      | 4. Relationship of Reporting Person(s) to Issuer                           | 5. If Amendment, Date Original Filed(Month/Day/Year)                   |
| (Street)                                  |         |                                      | (Check all applicable)   |  |
| MCLEAN,Â VAÂ 22102                        |         |                                      | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner       | 6. Individual or Joint/Group Filing(Check Applicable Line)             |
| (City)                                    | (State) | (Zip)                                | <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
|   |         |                                      | (give title below) (specify below)   | <input type="checkbox"/> Form filed by More than One Reporting Person  |
|   |         |                                      | SVP-Multifamily Sourcing   |  |

**Table I - Non-Derivative Securities Beneficially Owned**

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|
| Common Stock                    | 71,621  | D  | Â   |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

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**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 Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) or Indirect | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|---|--|--|---|
|  | Date Exercisable   | Expiration Date   | Title  | Amount or Number of  |   |

|                      |       |            |              | Shares |          | (I)<br>(Instr. 5) |   |
|----------------------|-------|------------|--------------|--------|----------|-------------------|---|
| Common Stock-Options | Â (1) | 03/04/2009 | Common Stock | 2,770  | \$ 60.75 | D                 | Â |
| Common Stock-Options | Â (2) | 03/02/2010 | Common Stock | 8,250  | \$ 41.38 | D                 | Â |
| Common Stock-Options | Â (3) | 03/01/2011 | Common Stock | 5,240  | \$ 67.85 | D                 | Â |
| Common Stock-Options | Â (4) | 02/29/2012 | Common Stock | 6,900  | \$ 64.35 | D                 | Â |
| Common Stock-Options | Â (5) | 11/25/2013 | Common Stock | 6,560  | \$ 54.3  | D                 | Â |
| Common Stock-Options | Â (6) | 08/08/2014 | Common Stock | 11,870 | \$ 64.36 | D                 | Â |
| Common Stock-Options | Â (7) | 04/10/2015 | Common Stock | 11,630 | \$ 62.79 | D                 | Â |
| Common Stock-Options | Â (8) | 06/04/2016 | Common Stock | 10,460 | \$ 60.45 | D                 | Â |

## Reporting Owners

| Reporting Owner Name / Address                               | Relationships |           |                            |       |
|--|---------------|-----------|----------------------------|-------|
|  | Director      | 10% Owner | Officer                    | Other |
| May Michael C<br>8200 JONES BRANCH DRIVE<br>MCLEAN, VA 22102 | Â             | Â         | Â SVP-Multifamily Sourcing | Â     |

## Signatures

/s/ Claudia Jaques as attorney-in-fact for Michael C. May 07/18/2008

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

- \* 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).
- (1) The option vested over five years. 25% vested after 24 months on March 5, 2001 and 25% vested on each of March 5, 2002, March 5, 2003 and March 5, 2004.
  - (2) The option vested over five years. 25% vested after 24 months on March 3, 2002 and 25% vested on each of March 3, 2003, March 3, 2004 and March 3, 2005.
  - (3) The option vested over five years. 25% vested after 24 months on March 2, 2003 and 25% vested on each of March 2, 2004, March 2, 2005 and March 2, 2006.
  - (4) The option vested over five years. 25% vested after 24 months on March 1, 2004 and 25% vested on each of March 1, 2005, March 1, 2006 and March 1, 2007.
  - (5) The option vested in four equal installments on each of March 6, 2005, March 6, 2006, March 6, 2007 and March 6, 2008.

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- (6) The option vested in four annual installments. The first installment vested on August 9, 2005 and the last three installments vested on each of April 1, 2006, April 1, 2007 and April 1, 2008.
- (7) The option is exercisable in four equal annual installments. The first three installments became exercisable on each of April 11, 2006, April 11, 2007 and April 11, 2008 and the final installment becomes exercisable on April 11, 2009.
- (8) The option is exercisable in four equal annual installments. The first two installments became exercisable on each of June 5, 2007 and June 5, 2008 and the next two installments become exercisable on each of June 5, 2009 and June 5, 2010.

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.