

FEDERAL HOME LOAN MORTGAGE CORP
Form 8-A12B
July 28, 2008

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

FORM 8-A

FOR REGISTRATION OF CERTAIN CLASSES OF SECURITIES
PURSUANT TO SECTION 12(b) OR 12(g) OF THE
SECURITIES EXCHANGE ACT OF 1934

FEDERAL HOME LOAN MORTGAGE CORPORATION

(Exact name of registrant as specified in its charter)

Freddie Mac

Federally chartered corporation

52-0904874

(State of incorporation or organization)

*(IRS Employer
Identification No.)*

**8200 Jones Branch Drive
McLean, Virginia**

22102

(Address of principal executive offices)

(Zip Code)

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

| Title of each class to be so registered | Name of each exchange on which each class is to be registered |
|--|--|
| Voting Common Stock, par value \$0.21 per share (NYSE: FRE) | New York Stock Exchange |
| Variable Rate, Non-Cumulative Preferred Stock, par value \$1.00 per share (NYSE: FRE.prB) | New York Stock Exchange |
| 5% Non-Cumulative Preferred Stock, par value \$1.00 per share (NYSE: FRE.prF) | New York Stock Exchange |
| Variable Rate, Non-Cumulative Preferred Stock, par value \$1.00 per share (NYSE: FRE.prG) | New York Stock Exchange |

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| | |
|---|-------------------------|
| 5.1% Non-Cumulative Preferred Stock, par value \$1.00 per share (NYSE: FRE.prH) | New York Stock Exchange |
| 5.79% Non-Cumulative Preferred Stock, par value \$1.00 per share (NYSE: FRE.prK) | New York Stock Exchange |
| Variable Rate, Non-Cumulative Preferred Stock, par value \$1.00 per share (NYSE: FRE.prL) | New York Stock Exchange |
| Variable Rate, Non-Cumulative Preferred Stock, par value \$1.00 per share (NYSE: FRE.prM) | New York Stock Exchange |
| Variable Rate, Non-Cumulative Preferred Stock, par value \$1.00 per share (NYSE: FRE.prN) | New York Stock Exchange |
| 5.81% Non-Cumulative Preferred Stock, par value \$1.00 per share (NYSE: FRE.prO) | New York Stock Exchange |
| 6% Non-Cumulative Preferred Stock, par value \$1.00 per share (NYSE: FRE.prP) | New York Stock Exchange |
| Variable Rate, Non-Cumulative Preferred Stock, par value \$1.00 per share (NYSE: FRE.prQ) | New York Stock Exchange |
| 5.7% Non-Cumulative Preferred Stock, par value \$1.00 per share (NYSE: FRE.prR) | New York Stock Exchange |
| Variable Rate, Non-Cumulative Perpetual Preferred Stock, par value \$1.00 per share (NYSE: FRE.prS) | New York Stock Exchange |
| 6.42% Non-Cumulative Perpetual Preferred Stock, par value \$1.00 per share (NYSE: FRE.prT) | New York Stock Exchange |
| 5.9% Non-Cumulative Perpetual Preferred Stock, par value \$1.00 per share (NYSE: FRE.prU) | New York Stock Exchange |
| 5.57% Non-Cumulative Perpetual Preferred Stock, par value \$1.00 per share (NYSE: FRE.prV) | New York Stock Exchange |
| 5.66% Non-Cumulative Perpetual Preferred Stock, par value \$1.00 per share (NYSE: FRE.prW) | New York Stock Exchange |
| 6.02% Non-Cumulative Perpetual Preferred Stock, par value \$1.00 per share (NYSE: FRE.prX) | New York Stock Exchange |
| 6.55% Non-Cumulative Preferred Stock, par value \$1.00 per share (NYSE: FRE.prY) | New York Stock Exchange |
| Fixed-to-Floating Rate Non-Cumulative Perpetual Preferred Stock, par value \$1.00 per share (NYSE: FRE.prZ) | New York Stock Exchange |

If this form relates to the registration of a class of securities pursuant to Section 12(b) of the Exchange Act and is effective pursuant to General Instruction A.(c), check the following box. x

If this form relates to the registration of a class of securities pursuant to Section 12(g) of the Exchange Act and is effective pursuant to General Instruction A.(d), check the following box. o

Securities Act registration statement file number to which this form relates: **Not applicable**

Securities to be registered pursuant to Section 12(g) of the Act: **None**

Item 1. Description of Registrant's Securities to be Registered.

The description of the Voting Common Stock, par value \$0.21 per share, is contained in the Registrant's Registration Statement on Form 10 (File No. 000-53330) (the Registration Statement) under the caption ITEM 11. DESCRIPTION OF REGISTRANT'S SECURITIES TO BE REGISTERED, and such description is incorporated herein by reference.

As set forth in the table below, the description of each class of preferred stock covered by this Form 8-A is contained in the applicable Certificate of Designation, which description is incorporated herein by reference. The Certificates of Designation are filed as exhibits to the Registration Statement.

| Security | Certificate of Designation | Registration Statement Exhibit No. |
|---|---|------------------------------------|
| Variable Rate, Non-Cumulative Preferred Stock, par value \$1.00 per share (NYSE: FRE.prB) | Certificate of Creation, Designation, Powers, Preferences, Rights, Privileges, Qualifications, Limitations, Restrictions, Terms and Conditions of Variable Rate, Non-Cumulative Preferred Stock (par value \$1.00 per share), dated April 23, 1996 | 4.2 |
| 5% Non-Cumulative Preferred Stock, par value \$1.00 per share (NYSE: FRE.prF) | Certificate of Creation, Designation, Powers, Preferences, Rights, Privileges, Qualifications, Limitations, Restrictions, Terms and Conditions of 5% Non-Cumulative Preferred Stock (par value \$1.00 per share), dated March 23, 1998 | 4.4 |
| Variable Rate, Non-Cumulative Preferred Stock, par value \$1.00 per share (NYSE: FRE.prG) | Amended and Restated Certificate of Creation, Designation, Powers, Preferences, Rights, Privileges, Qualifications, Limitations, Restrictions, Terms and Conditions of Variable Rate, Non-Cumulative Preferred Stock (par value \$1.00 per share), dated September 29, 1998 | 4.6 |
| 5.1% Non-Cumulative Preferred Stock, par value \$1.00 per share (NYSE: FRE.prH) | Certificate of Creation, Designation, Powers, Preferences, Rights, Privileges, Qualifications, Limitations, Restrictions, Terms and Conditions of 5.1% Non-Cumulative Preferred Stock (par value \$1.00 per share), dated September 23, 1998 | 4.5 |

| | | |
|---|--|------|
| 5.79% Non-Cumulative Preferred Stock, par value \$1.00 per share (NYSE: FRE.prK) | Certificate of Creation, Designation, Powers, Preferences, Rights, Privileges, Qualifications, Limitations, Restrictions, Terms and Conditions of 5.79% Non-Cumulative Preferred Stock (par value \$1.00 per share), dated July 21, 1999 | 4.9 |
| Variable Rate, Non-Cumulative Preferred Stock, par value \$1.00 per share (NYSE: FRE.prL) | Certificate of Creation, Designation, Powers, Preferences, Rights, Privileges, Qualifications, Limitations, Restrictions, Terms and Conditions of Variable Rate, Non-Cumulative Preferred Stock (par value \$1.00 per share), dated November 5, 1999 | 4.10 |
| Variable Rate, Non-Cumulative Preferred Stock, par value \$1.00 per share (NYSE: FRE.prM) | Certificate of Creation, Designation, Powers, Preferences, Rights, Privileges, Qualifications, Limitations, Restrictions, Terms and Conditions of Variable Rate, Non-Cumulative Preferred Stock (par value \$1.00 per share), dated January 26, 2001 | 4.11 |
| Variable Rate, Non-Cumulative Preferred Stock, par value \$1.00 per share (NYSE: FRE.prN) | Certificate of Creation, Designation, Powers, Preferences, Rights, Privileges, Qualifications, Limitations, Restrictions, Terms and Conditions of Variable Rate, Non-Cumulative Preferred Stock (par value \$1.00 per share), dated March 23, 2001 | 4.12 |
| 5.81% Non-Cumulative Preferred Stock, par value \$1.00 per share (NYSE: FRE.prO) | Certificate of Creation, Designation, Powers, Preferences, Rights, Privileges, Qualifications, Limitations, Restrictions, Terms and Conditions of 5.81% Non-Cumulative Preferred Stock (par value \$1.00 per share), dated March 23, 2001 | 4.13 |
| 6% Non-Cumulative Preferred Stock, par value \$1.00 per share (NYSE: FRE.prP) | Certificate of Creation, Designation, Powers, Preferences, Rights, Privileges, Qualifications, Limitations, Restrictions, Terms and Conditions of 6% Non-Cumulative Preferred Stock (par value \$1.00 per share), dated May 30, 2001 | 4.15 |

4.14

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| | | |
|---|---|------|
| Variable Rate, Non-Cumulative Preferred Stock, par value \$1.00 per share (NYSE: FRE.prQ) | Certificate of Creation, Designation, Powers, Preferences, Rights, Privileges, Qualifications, Limitations, Restrictions, Terms and Conditions of Variable Rate, Non-Cumulative Preferred Stock (par value \$1.00 per share), dated May 30, 2001 | |
| 5.7% Non-Cumulative Preferred Stock, par value \$1.00 per share (NYSE: FRE.prR) | Certificate of Creation, Designation, Powers, Preferences, Rights, Privileges, Qualifications, Limitations, Restrictions, Terms and Conditions of 5.7% Non-Cumulative Preferred Stock (par value \$1.00 per share), dated October 30, 2001 | 4.16 |
| Variable Rate, Non-Cumulative Perpetual Preferred Stock, par value \$1.00 per share (NYSE: FRE.prS) | Certificate of Creation, Designation, Powers, Preferences, Rights, Privileges, Qualifications, Limitations, Restrictions, Terms and Conditions of Variable Rate, Non-Cumulative Perpetual Preferred Stock (par value \$1.00 per share), dated July 17, 2006 | 4.18 |
| 6.42% Non-Cumulative Perpetual Preferred Stock, par value \$1.00 per share (NYSE: FRE.prT) | Certificate of Creation, Designation, Powers, Preferences, Rights, Privileges, Qualifications, Limitations, Restrictions, Terms and Conditions of 6.42% Non-Cumulative Perpetual Preferred Stock (par value \$1.00 per share), dated July 17, 2006 | 4.19 |
| 5.9% Non-Cumulative Perpetual Preferred Stock, par value \$1.00 per share (NYSE: FRE.prU) | Certificate of Creation, Designation, Powers, Preferences, Rights, Privileges, Qualifications, Limitations, Restrictions, Terms and Conditions of 5.9% Non-Cumulative Perpetual Preferred Stock (par value \$1.00 per share), dated October 16, 2006 | 4.20 |
| 5.57% Non-Cumulative Perpetual Preferred Stock, par value \$1.00 per share (NYSE: FRE.prV) | Certificate of Creation, Designation, Powers, Preferences, Rights, Privileges, Qualifications, Limitations, Restrictions, Terms and Conditions of 5.57% Non-Cumulative Perpetual Preferred Stock (par value \$1.00 per share), dated January 16, 2007 | 4.21 |
| 5.66% Non-Cumulative Perpetual Preferred Stock, par value \$1.00 per share (NYSE: FRE.prW) | Certificate of Creation, Designation, Powers, Preferences, Rights, Privileges, Qualifications, Limitations, Restrictions, Terms and | 4.22 |

Conditions of 5.66% Non-Cumulative
Perpetual Preferred Stock (par value \$1.00 per
share), dated April 16, 2007

| | | |
|---|--|------|
| 6.02% Non-Cumulative Perpetual Preferred Stock, par value \$1.00 per share (NYSE: FRE.prX) | Certificate of Creation, Designation, Powers, Preferences, Rights, Privileges, Qualifications, Limitations, Restrictions, Terms and Conditions of 6.02% Non-Cumulative Perpetual Preferred Stock (par value \$1.00 per share), dated July 24, 2007 | 4.23 |
| 6.55% Non-Cumulative Preferred Stock, par value \$1.00 per share (NYSE: FRE.prY) | Certificate of Creation, Designation, Powers, Preferences, Rights, Privileges, Qualifications, Limitations, Restrictions, Terms and Conditions of 6.55% Non-Cumulative Preferred Stock (par value \$1.00 per share), dated September 28, 2007 | 4.24 |
| Fixed-to-Floating Rate Non-Cumulative Perpetual Preferred Stock, par value \$1.00 per share (NYSE: FRE.prZ) | Certificate of Creation, Designation, Powers, Preferences, Rights, Privileges, Qualifications, Limitations, Restrictions, Terms and Conditions of Fixed-to-Floating Rate Non-Cumulative Perpetual Preferred Stock (par value \$1.00 per share), dated December 4, 2007 | 4.25 |

The preferred stock covered by this Form 8-A is listed on the New York Stock Exchange (NYSE). The following tables set forth the high and low sale prices of each class of preferred stock for the periods indicated, and the NYSE trading symbol of each class of preferred stock. Unless otherwise indicated, all prices are based on the composite tape.

Variable Rate, Non-Cumulative Preferred Stock, par value \$1.00 per share (NYSE: FRE.prB):

| | Sales Prices | |
|---------------------------|--------------|-------|
| | High | Low |
| 2008 Quarter Ended | | |
| June 30 | 31.05 | 25.00 |
| March 31 | 32.00 | 23.10 |
| 2007 Quarter Ended | | |
| December 31 | 45.00 | 29.05 |
| September 30 | 46.75 | 45.00 |
| June 30 | 45.58 | 44.40 |
| March 31 | 46.17 | 42.75 |
| 2006 Quarter Ended | | |
| December 31 | 43.00 | 41.00 |
| September 30 | 42.20 | 40.00 |
| June 30 | 43.45 | 41.55 |
| March 31 | 43.85 | 42.25 |

5% Non-Cumulative Preferred Stock, par value \$1.00 per share (NYSE: FRE.prF):

| | Sales Prices | |
|---------------------------|--------------|-------|
| | High | Low |
| 2008 Quarter Ended | | |
| June 30 | 35.14 | 30.25 |
| March 31 | 41.20 | 30.00 |
| 2007 Quarter Ended | | |
| December 31 | 42.65 | 32.00 |
| September 30 | 44.00 | 40.98 |
| June 30 | 47.40 | 42.35 |
| March 31 | 48.75 | 44.55 |
| 2006 Quarter Ended | | |
| December 31 | 47.00 | 41.62 |
| September 30 | 44.10 | 39.10 |
| June 30 | 42.50 | 39.00 |
| March 31 | 46.11 | 42.40 |

Variable Rate, Non-Cumulative Preferred Stock, par value \$1.00 per share (NYSE: FRE.prG):

| | Sales Prices | |
|---------------------------|---------------------|------------|
| | High | Low |
| 2008 Quarter Ended | | |
| June 30 | 27.50 | 25.60 |
| March 31 | 32.50 | 21.00 |
| 2007 Quarter Ended | | |
| December 31 | 45.00 | 27.00 |
| September 30 | 45.83 | 45.42 |
| June 30 | 46.00 | 45.00 |
| March 31 | 46.25 | 42.00 |
| 2006 Quarter Ended | | |
| December 31 | 44.00 | 40.25 |
| September 30 | 42.10 | 40.25 |
| June 30 | 43.50 | 42.50 |
| March 31 | 43.00 | 41.50 |

5.1% Non-Cumulative Preferred Stock, par value \$1.00 per share (NYSE: FRE.prH):

| | Sales Prices | |
|---------------------------|---------------------|------------|
| | High | Low |
| 2008 Quarter Ended | | |
| June 30 | 35.69 | 32.80 |
| March 31 | 39.00 | 31.00 |
| 2007 Quarter Ended | | |
| December 31 | 42.10 | 34.00 |
| September 30 | 44.15 | 41.00 |
| June 30 | 47.50 | 42.86 |
| March 31 | 49.21 | 45.70 |
| 2006 Quarter Ended | | |
| December 31 | 47.25 | 42.55 |
| September 30 | 44.10 | 40.10 |
| June 30 | 43.50 | 40.00 |
| March 31 | 46.40 | 43.41 |

5.79% Non-Cumulative Preferred Stock, par value \$1.00 per share (NYSE: FRE.prK):

| | Sales Prices | |
|---------------------------|---------------------|------------|
| | High | Low |
| 2008 Quarter Ended | | |
| June 30 | 43.75 | 36.98 |
| March 31 | 45.00 | 37.00 |

2007 Quarter Ended

| | | |
|--------------|-------|-------|
| December 31 | 47.00 | 35.75 |
| September 30 | 53.50 | 45.53 |
| June 30 | 50.60 | 47.50 |
| March 31 | 52.75 | 48.99 |

2006 Quarter Ended

| | | |
|--------------|-------|-------|
| December 31 | 55.00 | 48.72 |
| September 30 | 55.00 | 46.28 |
| June 30 | 49.80 | 46.50 |
| March 31 | 52.00 | 48.50 |

Variable Rate, Non-Cumulative Preferred Stock, par value \$1.00 per share (NYSE: FRE.prL):

| | Sales Prices | |
|---------------------------|---------------------|------------|
| | High | Low |
| 2008 Quarter Ended | | |
| June 30 | 30.85 | 25.00 |
| March 31 | 39.69 | 26.60 |
| 2007 Quarter Ended | | |
| December 31 | 43.00 | 31.60 |
| September 30 | 43.15 | 40.00 |
| June 30 | 43.50 | 41.10 |
| March 31 | 44.50 | 40.90 |
| 2006 Quarter Ended | | |
| December 31 | 42.75 | 40.00 |
| September 30 | 42.50 | 40.05 |
| June 30 | 41.50 | 38.01 |
| March 31 | 39.80 | 36.10 |

Variable Rate, Non-Cumulative Preferred Stock, par value \$1.00 per share (NYSE: FRE.prM):

| | Sales Prices | |
|---------------------------|---------------------|------------|
| | High | Low |
| 2008 Quarter Ended | | |
| June 30 | 31.80 | 26.80 |
| March 31 | 38.70 | 26.00 |
| 2007 Quarter Ended | | |
| December 31 | 45.25 | 30.00 |
| September 30 | 45.75 | 39.25 |
| June 30 | 46.35 | 44.41 |
| March 31 | 48.70 | 44.20 |
| 2006 Quarter Ended | | |
| December 31 | 45.90 | 42.10 |
| September 30 | 43.00 | 41.10 |
| June 30 | 43.00 | 42.00 |
| March 31 | 43.10 | 41.40 |

Variable Rate, Non-Cumulative Preferred Stock, par value \$1.00 per share (NYSE: FRE.prN):

| | Sales Prices | |
|---------------------------|---------------------|------------|
| | High | Low |
| 2008 Quarter Ended | | |
| June 30 | 30.00 | 27.00 |
| March 31 | 37.00 | 29.60 |

2007 Quarter Ended

| | | |
|--------------|-------|-------|
| December 31 | 45.50 | 31.91 |
| September 30 | 48.00 | 41.97 |
| June 30 | 48.75 | 44.76 |
| March 31 | 49.65 | 45.85 |

2006 Quarter Ended

| | | |
|--------------|-------|-------|
| December 31 | 48.75 | 45.80 |
| September 30 | 47.50 | 44.65 |
| June 30 | 47.00 | 44.00 |
| March 31 | 45.03 | 43.00 |

5.81% Non-Cumulative Preferred Stock, par value \$1.00 per share (NYSE: FRE.prO):

| | Sales Prices | |
|---------------------------|--------------|-------|
| | High | Low |
| 2008 Quarter Ended | | |
| June 30 | 42.00 | 34.36 |
| March 31 | 45.00 | 39.00 |
| 2007 Quarter Ended | | |
| December 31 | 47.00 | 36.31 |
| September 30 | 50.00 | 45.40 |
| June 30 | 53.12 | 48.00 |
| March 31 | 54.20 | 49.51 |
| 2006 Quarter Ended | | |
| December 31 | 53.99 | 49.50 |
| September 30 | 53.00 | 46.25 |
| June 30 | 51.08 | 45.25 |
| March 31 | 53.30 | 49.70 |

6% Non-Cumulative Preferred Stock, par value \$1.00 per share (NYSE: FRE.prP):

| | Sales Prices | |
|---------------------------|--------------|-------|
| | High | Low |
| 2008 Quarter Ended | | |
| June 30 | 42.80 | 35.55 |
| March 31 | 49.00 | 38.25 |
| 2007 Quarter Ended | | |
| December 31 | 49.55 | 39.05 |
| September 30 | 50.55 | 47.26 |
| June 30 | 52.50 | 49.25 |
| March 31 | 52.14 | 49.81 |
| 2006 Quarter Ended | | |
| December 31 | 51.00 | 48.99 |
| September 30 | 50.50 | 47.00 |
| June 30 | 51.25 | 47.25 |
| March 31 | 51.70 | 49.35 |

Variable Rate, Non-Cumulative Preferred Stock, par value \$1.00 per share (NYSE: FRE.prQ):

| | Sales Prices | |
|---------------------------|--------------|-------|
| | High | Low |
| 2008 Quarter Ended | | |
| June 30 | 38.00 | 27.50 |
| March 31 | 39.50 | 25.00 |

2007 Quarter Ended

| | | |
|--------------|-------|-------|
| December 31 | 47.00 | 30.00 |
| September 30 | 47.60 | 44.60 |
| June 30 | 47.35 | 45.00 |
| March 31 | 47.55 | 43.90 |

2006 Quarter Ended

| | | |
|--------------|-------|-------|
| December 31 | 44.01 | 42.50 |
| September 30 | 45.50 | 42.03 |
| June 30 | 44.50 | 42.00 |
| March 31 | 42.95 | 41.90 |

5.7% Non-Cumulative Preferred Stock, par value \$1.00 per share (NYSE: FRE.prR):

| | Sales Prices | |
|---------------------------|---------------------|------------|
| | High | Low |
| 2008 Quarter Ended | | |
| June 30 | 39.50 | 33.50 |
| March 31 | 43.50 | 36.50 |
| 2007 Quarter Ended | | |
| December 31 | 46.50 | 35.40 |
| September 30 | 48.00 | 44.05 |
| June 30 | 50.48 | 46.95 |
| March 31 | 50.35 | 47.71 |
| 2006 Quarter Ended | | |
| December 31 | 50.40 | 47.50 |
| September 30 | 49.00 | 44.50 |
| June 30 | 48.42 | 44.25 |
| March 31 | 50.70 | 48.50 |

Variable Rate, Non-Cumulative Perpetual Preferred Stock, par value \$1.00 per share (NYSE: FRE.prS):

| | Sales Prices | |
|---------------------------|---------------------|------------|
| | High | Low |
| 2008 Quarter Ended | | |
| June 30 | 40.00 | 33.00 |
| March 31 | 39.65 | 30.50 |
| 2007 Quarter Ended | | |
| December 31 | 51.50 | 37.00 |
| September 30 | 52.00 | 49.00 |
| June 30 | 54.00 | 51.51 |
| March 31 | 53.50 | 51.00 |
| 2006 Quarter Ended | | |
| December 31 | 55.00 | 50.00 |
| September 30 | 52.25 | 50.50 |

6.42% Non-Cumulative Perpetual Preferred Stock, par value \$1.00 per share (NYSE: FRE.prT):

| | Sales Prices | |
|---------------------------|---------------------|------------|
| | High | Low |
| 2008 Quarter Ended | | |
| June 30 | 48.15 | 39.69 |
| March 31 | 51.00 | 42.24 |
| 2007 Quarter Ended | | |
| December 31 | 54.00 | 40.05 |

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| | | |
|---------------------------|-------|-------|
| September 30 | 57.01 | 49.90 |
| June 30 | 57.00 | 52.50 |
| March 31 | 56.06 | 52.75 |
| 2006 Quarter Ended | | |
| December 31 | 55.50 | 52.13 |
| September 30 | 53.75 | 50.40 |

5.9% Non-Cumulative Perpetual Preferred Stock, par value \$1.00 per share (NYSE: FRE.prU):

| | Sales Prices | |
|---------------------------|---------------------|------------|
| | High | Low |
| 2008 Quarter Ended | | |
| June 30 | 21.02 | 18.05 |
| March 31 | 24.45 | 20.44 |
| 2007 Quarter Ended | 24.50 | 18.75 |
| December 31 | 25.55 | 23.18 |
| September 30 | 26.04 | 24.54 |
| June 30 | 26.89 | 25.62 |
| March 31 | 21.02 | 18.05 |
| 2006 Quarter Ended | | |
| December 31 | 26.25 | 25.25 |

5.57% Non-Cumulative Perpetual Preferred Stock, par value \$1.00 per share (NYSE: FRE.prV):

| | Sales Prices | |
|---------------------------|---------------------|------------|
| | High | Low |
| 2008 Quarter Ended | | |
| June 30 | 19.28 | 17.30 |
| March 31 | 21.50 | 17.95 |
| 2007 Quarter Ended | | |
| December 31 | 23.15 | 17.45 |
| September 30 | 23.89 | 22.10 |
| June 30 | 25.50 | 23.45 |
| March 31 | 26.25 | 24.84 |

5.66% Non-Cumulative Perpetual Preferred Stock, par value \$1.00 per share (NYSE: FRE.prW):

| | Sales Prices | |
|---------------------------|---------------------|------------|
| | High | Low |
| 2008 Quarter Ended | | |
| June 30 | 20.20 | 17.55 |
| March 31 | 22.25 | 18.50 |
| 2007 Quarter Ended | | |
| December 31 | 23.24 | 17.65 |
| September 30 | 23.99 | 22.48 |
| June 30 | 25.90 | 23.65 |

6.02% Non-Cumulative Perpetual Preferred Stock, par value \$1.00 per share (NYSE: FRE.prX):

| | Sales Prices | |
|---------------------------|--------------|-------|
| | High | Low |
| 2008 Quarter Ended | | |
| June 30 | 22.80 | 20.33 |
| March 31 | 25.00 | 18.22 |
| 2007 Quarter Ended | | |
| December 31 | 30.25 | 19.01 |
| September 30 | 24.94 | 23.27 |

6.55% Non-Cumulative Preferred Stock, par value \$1.00 per share (NYSE: FRE.prY)

| | Sales Prices | |
|---------------------------|--------------|-------|
| | High | Low |
| 2008 Quarter Ended | | |
| June 30 | 23.20 | 19.65 |
| March 31 | 24.91 | 21.97 |
| 2007 Quarter Ended | | |
| December 31 | 26.04 | 20.00 |
| September 30 | 25.17 | 25.00 |

Fixed-to-Floating Rate Non-Cumulative Perpetual Preferred Stock, par value \$1.00 per share (NYSE: FRE.prZ)

| | Sales Prices | |
|---------------------------|--------------|-------|
| | High | Low |
| 2008 Quarter Ended | | |
| June 30 | 25.82 | 23.94 |
| March 31 | 26.99 | 23.55 |
| 2007 Quarter Ended | | |
| December 31 | 26.15 | 25.43 |

Item 2. Exhibits.

The following exhibits are being filed as part of the registration statement:

| Exhibit No. | Description |
|--------------------|---|
| 99.1 | Seventh Amended and Restated Certificate of Designation, Powers, Preferences, Rights, Privileges, Qualifications, Limitations, Restrictions, Terms and Conditions of Voting Common Stock (par value \$0.21 per share) dated February 27, 2008, incorporated by reference to Exhibit 4.1 of the Registration Statement |
| 99.2 | Certificate of Creation, Designation, Powers, Preferences, Rights, Privileges, Qualifications, Limitations, Restrictions, Terms and Conditions of Variable Rate, Non-Cumulative Preferred Stock (par value \$1.00 per share), dated April 23, 1996, incorporated by reference to Exhibit 4.2 of the Registration Statement |
| 99.3 | Certificate of Creation, Designation, Powers, Preferences, Rights, Privileges, Qualifications, Limitations, Restrictions, Terms and Conditions of 5% Non-Cumulative Preferred Stock (par value \$1.00 per share), dated March 23, 1998, incorporated by reference to Exhibit 4.4 of the Registration Statement |
| 99.4 | Amended and Restated Certificate of Creation, Designation, Powers, Preferences, Rights, Privileges, Qualifications, Limitations, Restrictions, Terms and Conditions of Variable Rate, Non-Cumulative Preferred Stock (par value \$1.00 per share), dated September 29, 1998, incorporated by reference to Exhibit 4.6 of the Registration Statement |
| 99.5 | Certificate of Creation, Designation, Powers, Preferences, Rights, Privileges, Qualifications, Limitations, Restrictions, Terms and Conditions of 5.1% Non-Cumulative Preferred Stock (par value \$1.00 per share), dated September 23, 1998, incorporated by reference to Exhibit 4.5 of the Registration Statement |
| 99.6 | Certificate of Creation, Designation, Powers, Preferences, Rights, Privileges, Qualifications, Limitations, Restrictions, Terms and Conditions of 5.79% Non-Cumulative Preferred Stock (par value \$1.00 per share), dated July 21, 1999, incorporated by reference to Exhibit 4.9 of the Registration Statement |
| 99.7 | Certificate of Creation, Designation, Powers, Preferences, Rights, Privileges, Qualifications, Limitations, Restrictions, Terms and Conditions of Variable Rate, Non-Cumulative Preferred Stock (par value \$1.00 per share), dated November 5, 1999, incorporated by reference to |

Exhibit 4.10 of the Registration Statement

- 99.8 Certificate of Creation, Designation, Powers, Preferences, Rights, Privileges, Qualifications, Limitations, Restrictions, Terms and Conditions of Variable Rate, Non-Cumulative Preferred Stock (par value \$1.00 per share), dated January 26, 2001, incorporated by reference to Exhibit 4.11 of the Registration Statement
- 99.9 Certificate of Creation, Designation, Powers, Preferences, Rights, Privileges, Qualifications, Limitations, Restrictions, Terms and Conditions of Variable Rate, Non-Cumulative Preferred Stock (par value \$1.00 per share), dated March 23, 2001, incorporated by reference to Exhibit 4.12 of the Registration Statement
- 99.10 Certificate of Creation, Designation, Powers, Preferences, Rights, Privileges, Qualifications, Limitations, Restrictions, Terms and Conditions of 5.81% Non-Cumulative Preferred Stock (par value \$1.00 per share), dated March 23, 2001, incorporated by reference to Exhibit 4.13 of the Registration Statement
- 99.11 Certificate of Creation, Designation, Powers, Preferences, Rights, Privileges, Qualifications, Limitations, Restrictions, Terms and Conditions of 6% Non-Cumulative Preferred Stock (par value \$1.00 per share), dated May 30, 2001, incorporated by reference to Exhibit 4.15 of the Registration Statement
- 99.12 Certificate of Creation, Designation, Powers, Preferences, Rights, Privileges, Qualifications, Limitations, Restrictions, Terms and Conditions of Variable Rate, Non-Cumulative Preferred Stock (par value \$1.00 per share), dated May 30, 2001, incorporated by reference to Exhibit 4.14 of the Registration Statement
- 99.13 Certificate of Creation, Designation, Powers, Preferences, Rights, Privileges, Qualifications, Limitations, Restrictions, Terms and Conditions of 5.7% Non-Cumulative Preferred Stock (par value \$1.00 per share), dated October 30, 2001, incorporated by reference to Exhibit 4.16 of the Registration Statement
- 99.14 Certificate of Creation, Designation, Powers, Preferences, Rights, Privileges, Qualifications, Limitations, Restrictions, Terms and Conditions of Variable Rate, Non-Cumulative Perpetual Preferred Stock (par value \$1.00 per share), dated July 17, 2006, incorporated by reference to Exhibit 4.18 of the Registration Statement
- 99.15 Certificate of Creation, Designation, Powers, Preferences, Rights, Privileges, Qualifications, Limitations, Restrictions, Terms and Conditions of 6.42% Non-Cumulative Perpetual Preferred Stock (par value \$1.00 per share), dated July 17, 2006, incorporated by reference to Exhibit 4.19 of the Registration Statement

- 99.16 Certificate of Creation, Designation, Powers, Preferences, Rights, Privileges, Qualifications, Limitations, Restrictions, Terms and Conditions of 5.9% Non-Cumulative Perpetual Preferred Stock (par value \$1.00 per share), dated October 16, 2006, incorporated by reference to Exhibit 4.20 of the Registration Statement
- 99.17 Certificate of Creation, Designation, Powers, Preferences, Rights, Privileges, Qualifications, Limitations, Restrictions, Terms and Conditions of 5.57% Non-Cumulative Perpetual Preferred Stock (par value \$1.00 per share), dated January 16, 2007, incorporated by reference to Exhibit 4.21 of the Registration Statement
- 99.18 Certificate of Creation, Designation, Powers, Preferences, Rights, Privileges, Qualifications, Limitations, Restrictions, Terms and Conditions of 5.66% Non-Cumulative Perpetual Preferred Stock (par value \$1.00 per share), dated April 16, 2007, incorporated by reference to Exhibit 4.22 of the Registration Statement
- 99.19 Certificate of Creation, Designation, Powers, Preferences, Rights, Privileges, Qualifications, Limitations, Restrictions, Terms and Conditions of 6.02% Non-Cumulative Perpetual Preferred Stock (par value \$1.00 per share), dated July 24, 2007, incorporated by reference to Exhibit 4.23 of the Registration Statement
- 99.20 Certificate of Creation, Designation, Powers, Preferences, Rights, Privileges, Qualifications, Limitations, Restrictions, Terms and Conditions of 6.55% Non-Cumulative Preferred Stock (par value \$1.00 per share), dated September 28, 2007, incorporated by reference to Exhibit 4.24 of the Registration Statement
- 99.21 Certificate of Creation, Designation, Powers, Preferences, Rights, Privileges, Qualifications, Limitations, Restrictions, Terms and Conditions of Fixed-to-Floating Rate Non-Cumulative Perpetual Preferred Stock (par value \$1.00 per share), dated December 4, 2007, incorporated by reference to Exhibit 4.25 of the Registration Statement

SIGNATURE

Pursuant to the requirements of Section 12 of the Securities Exchange Act of 1934, the registrant has duly caused this registration statement to be signed on its behalf by the undersigned hereunto duly authorized.

FEDERAL HOME LOAN MORTGAGE
CORPORATION

By: /s/ John R. Dye

John R. Dye

Senior Vice President and Deputy General Counsel,
Corporate Affairs

Date: July 28, 2008

EXHIBIT INDEX

| Exhibit No. | Description |
|--------------------|---|
| 99.1 | Seventh Amended and Restated Certificate of Designation, Powers, Preferences, Rights, Privileges, Qualifications, Limitations, Restrictions, Terms and Conditions of Voting Common Stock (par value \$0.21 per share) dated February 27, 2008, incorporated by reference to Exhibit 4.1 of the Registration Statement |
| 99.2 | Certificate of Creation, Designation, Powers, Preferences, Rights, Privileges, Qualifications, Limitations, Restrictions, Terms and Conditions of Variable Rate, Non-Cumulative Preferred Stock (par value \$1.00 per share), dated April 23, 1996, incorporated by reference to Exhibit 4.2 of the Registration Statement |
| 99.3 | Certificate of Creation, Designation, Powers, Preferences, Rights, Privileges, Qualifications, Limitations, Restrictions, Terms and Conditions of 5% Non-Cumulative Preferred Stock (par value \$1.00 per share), dated March 23, 1998, incorporated by reference to Exhibit 4.4 of the Registration Statement |
| 99.4 | Amended and Restated Certificate of Creation, Designation, Powers, Preferences, Rights, Privileges, Qualifications, Limitations, Restrictions, Terms and Conditions of Variable Rate, Non-Cumulative Preferred Stock (par value \$1.00 per share), dated September 29, 1998, incorporated by reference to Exhibit 4.6 of the Registration Statement |
| 99.5 | Certificate of Creation, Designation, Powers, Preferences, Rights, Privileges, Qualifications, Limitations, Restrictions, Terms and Conditions of 5.1% Non-Cumulative Preferred Stock (par value \$1.00 per share), dated September 23, 1998, incorporated by reference to Exhibit 4.5 of the Registration Statement |
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