

**PRICING SUPPLEMENT DATED May 19, 2009
(to Offering Circular Dated April 3, 2009)**



\$110,000,000

Freddie Mac

**Zero Coupon Medium-Term Notes Due June 3, 2039
Redeemable periodically, beginning December 3, 2009**

Issue Date:	June 3, 2009
Maturity Date:	June 3, 2039
Subject to Redemption:	Yes. The Medium-Term Notes are redeemable at our option, upon notice of not less than 5 Business Days. See "Redemption" herein. We will redeem all of the Medium-Term Notes if we exercise our option.
Redemption Date(s):	Semiannually, on June 3 and December 3, commencing December 3, 2009
Interest Rate:	None
Principal Payment:	At maturity, or upon redemption
CUSIP Number:	3128X8H39

There will be no periodic payments of interest on the Medium-Term Notes. The only scheduled payment that will be made to the holder of a Medium-Term Note will be made on the Maturity Date or the redemption date, as applicable, in an amount equal to (i) the principal amount of the Medium-Term Notes or (ii) the product of the call price percentage for such redemption date and the principal amount of the Medium-Term Notes, as applicable. See "Redemption" herein.

The Medium-Term Notes will be issued with original issue discount. See "Certain United States Federal Tax Consequences - U.S. Owners - Debt Obligations with Original Issue Discount" in the Offering Circular.

You should read this Pricing Supplement together with Freddie Mac's Global Debt Facility Offering Circular, dated April 3, 2009 (the "Offering Circular"), and all documents that are incorporated by reference in the Offering Circular, which contain important detailed information about the Medium-Term Notes and Freddie Mac. See "Additional Information" in the Offering Circular. Capitalized terms used in this Pricing Supplement have the meanings we gave them in the Offering Circular, unless we specify otherwise..

The Medium-Term Notes may not be suitable investments for you. You should not purchase the Medium-Term Notes unless you understand and are able to bear the redemption, yield, market, liquidity and other possible risks associated with the Medium-Term Notes. You should read and evaluate the discussion of risk factors (especially those risk factors that may be particularly relevant to this security) that appears in the Offering Circular under "Risk Factors" before purchasing any of the Medium-Term Notes.

The Medium-Term Notes, including any interest or return of discount on the Medium-Term Notes, are not guaranteed by and are not debts or obligations of the United States or any federal agency or instrumentality other than Freddie Mac.

Any discussion of tax issues set forth in this Pricing Supplement and the related Offering Circular was written to support the promotion and marketing of the transactions described in this Pricing Supplement. Such discussion was not intended or written to be used, and it cannot be used, by any person for the purpose of avoiding any tax penalties that may be imposed on such person. Each investor should seek advice based on its particular circumstances from an independent tax advisor.

	<u>Price to Public</u> ⁽¹⁾⁽²⁾	<u>Underwriting Discount</u> ⁽²⁾	<u>Proceeds to Freddie Mac</u> ⁽¹⁾⁽³⁾
Per Medium-Term Note	17.991920%	.036812%	17.955102%
Total	\$19,791,112	\$40,499.80	\$19,750,612.20

(1) Plus return of discount, if any, from June 3, 2009.

(2) See "Distribution Arrangements" in the Offering Circular.

(3) Before deducting expenses payable by Freddie Mac estimated at \$1,000.

JPMorgan

OFFERING:

- | | | |
|----|-------------------------|--|
| 1. | Pricing Date: | May 19, 2009 |
| 2. | Method of Distribution: | <input checked="" type="checkbox"/> Principal <input type="checkbox"/> Agent |
| 3. | Concession: | N/A |
| 4. | Reallowance: | N/A |
| 5. | Underwriter: | J.P. Morgan Securities Inc. |
| 6. | Underwriter's Counsel: | Sidley Austin LLP |

OTHER SPECIAL TERMS:

☒ Yes; as follows:

In connection with the issuance of the Medium-Term Notes, Freddie Mac may enter into a swap or other hedging agreement with the Underwriter, one of its affiliates or a third party. Any such agreement may provide for the payment of fees or other compensation or provide other economic benefits (including trading gains or temporary funding) to, and will impose obligations on, the parties, but will not affect the rights of Holders of, or the obligations of Freddie Mac as to, the Medium-Term Notes. The existence of such an agreement may influence our decision to exercise our right of optional redemption as to the Medium-Term Notes.

REDEMPTION:

The Medium-Term Notes are subject to redemption by Freddie Mac, at its option, on the redemption dates and based on the applicable call price percentages set forth in the following Call Price Schedule. Upon exercise of Freddie Mac's option to redeem the Medium-Term Notes, each investor will receive the product of the call price percentage for such redemption date and the principal amount of Medium-Term Notes held by such investor.

Call Price Schedule

Redemption Date	Call Price Percentage
12/3/2009	18.513686
6/3/2010	19.050583
12/3/2010	19.603050
6/3/2011	20.171538
12/3/2011	20.756513
6/3/2012	21.358451
12/3/2012	21.977847
6/3/2013	22.615204
12/3/2013	23.271045
6/3/2014	23.945905
12/3/2014	24.640337
6/3/2015	25.354906
12/3/2015	26.090199
6/3/2016	26.846814
12/3/2016	27.625372
6/3/2017	28.426508
12/3/2017	29.250877
6/3/2018	30.099152
12/3/2018	30.972027
6/3/2019	31.870216
12/3/2019	32.794452
6/3/2020	33.745492
12/3/2020	34.724111
6/3/2021	35.731110
12/3/2021	36.767312
6/3/2022	37.833564
12/3/2022	38.930738
6/3/2023	40.059729
12/3/2023	41.221461
6/3/2024	42.416884
12/3/2024	43.646973

Redemption Date	Call Price Percentage
6/3/2025	44.912735
12/3/2025	46.215205
6/3/2026	47.555446
12/3/2026	48.934554
6/3/2027	50.353656
12/3/2027	51.813912
6/3/2028	53.316515
12/3/2028	54.862694
6/3/2029	56.453712
12/3/2029	58.090870
6/3/2030	59.775505
12/3/2030	61.508995
6/3/2031	63.292756
12/3/2031	65.128245
6/3/2032	67.016965
12/3/2032	68.960457
6/3/2033	70.960310
12/3/2033	73.018159
6/3/2034	75.135685
12/3/2034	77.314620
6/3/2035	79.556744
12/3/2035	81.863890
6/3/2036	84.237943
12/3/2036	86.680843
6/3/2037	89.194587
12/3/2037	91.781230
6/3/2038	94.442886
12/3/2038	97.181730
*6/3/2039	100.000000

*Maturity Date

RISK FACTORS:

An investment in the Medium-Term Notes entails certain risks not associated with an investment in conventional fixed-rate debt securities that pay interest periodically. While the Medium-Term Notes, if held to maturity, will pay 100% of their principal amount, or in the case of redemption, the product of the applicable call price percentage and the principal amount thereof, including return of the accreted value to the optional redemption date, their market value could be adversely affected by changes in prevailing interest rates and the optional redemption feature. This effect on the market value could be magnified in a rising interest rate environment in the case of the Medium-Term Notes due to their relatively long remaining term to maturity. In such an environment, the market value of the Medium-Term Notes generally will fall, which could result in significant losses to investors whose circumstances do not permit them to hold the Medium-Term Notes until maturity. It is also unlikely that Freddie Mac would redeem the Medium-Term Notes in such an interest rate environment, when Freddie Mac's costs of borrowing would be relatively high. On the other hand, in a falling interest rate environment, in which the market value of the Medium-Term Notes generally would rise, it is likely that Freddie Mac would redeem the Medium-Term Notes, when its costs of borrowing would be relatively low; under those circumstances, it is likely that the optional redemption provision would restrict the market value that the Medium-Term Notes otherwise would have. Those factors, combined with the fact that payments on the Medium-Term Notes will be made only at maturity or upon redemption, and not periodically, also could affect the secondary market for and the liquidity of the Medium-Term Notes. Investors therefore should have the financial status and, either alone or with a financial advisor, the knowledge and experience in financial and business matters sufficient to evaluate the merits and to bear the risks of investing in the Medium-Term Notes in light of each investor's particular circumstances and should consider whether their circumstances permit them to hold the Medium-Term Notes until maturity, or otherwise to bear the risks of illiquidity, redemption and changes in interest rates. See "Risk Factors" in the Offering Circular.