

**Freddie Mac**  
**FreddieNotes<sup>®</sup> Securities**  
 With Maturities of 12 Months or More from Date of Issue

**Trade Date: October 5, 2009**  
**Issue Date: October 8, 2009**

CUSIP	Interest Rate <sup>1</sup>	Maturity Date	Price to Public <sup>2 3</sup>	Original Principal Amount	Interest Payment		Survivor's Option	Yes/No	Subject to Redeem
					Frequency	First Payment			Date and Terms
3133F4GW5	3.00%	October 15, 2015	100%	\$41,544,000	Semi	April 15, 2010	Yes	Yes	Callable quarterly of January, October, October
3133F4GZ8	4.00%	October 15, 2020	100%	\$13,770,000	Semi	April 15, 2010	Yes	Yes	Callable quarterly of January, October, October
3133F4HB0	4.25%	October 15, 2029	100%	\$19,627,000	Monthly	November 15, 2009	Yes	Yes	Callable quarterly of January, October, October

FreddieNotes are obligations of Freddie Mac only. FreddieNotes, including any interest or return of discount on FreddieNotes, are not guaranteed by any United States or any agency or instrumentality of the United States 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 FreddieNotes. 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 consequences. Each investor should seek advice based on its particular circumstances from an independent tax advisor.

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

Original Issue Discount Note: No Total Amount of OID: N/A

- The interest rates on the FreddieNotes may be changed by Freddie Mac from time to time, but any such change will not affect the interest rate on the effective date of the change.
- Expressed as a percentage of aggregate principal amount.
- See "Supplemental Plan of Distribution" in the Offering Circular Supplement and "Distribution Arrangements" in the Offering Circular for additional information and underwriting compensation.
- Before deducting expenses payable by Freddie Mac estimated at \$1,000.

17378-17385FN

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					Frequency	First Payment			Date and Terms
3133F4GU9	*Step	October 15, 2012	100%	\$12,589,000	Semi	April 15, 2010	Yes	Yes	Callable quarterly on the first day of January, October, and October.

**\*Step Coupon Schedule:**

October 8, 2009 to, but not including, October 15, 2010;	1.00%
October 15, 2010 to, but not including, October 15, 2011;	1.50%
October 15, 2011 to, but not including, October 15, 2012.	3.00%

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**Pricing Supplement No. 456 (Page 3 of 6)**  
(to Offering Circular dated April 3, 2009)

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					Frequency	First Payment		Yes/No	Date and Terms
3133F4GV7	*Step	October 15, 2014	100%	\$61,396,000	Semi	April 15, 2010	Yes	Yes	Callable quarterly on the 15th of January, October, and October.

**\*Step Coupon Schedule:**

October 8, 2009 to, but not including, October 15, 2012;	2.00%
October 15, 2012 to, but not including, October 15, 2013;	4.00%
October 15, 2013 to, but not including, October 15, 2014.	6.00%

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Original Issue Discount Note: No

Total Amount of OID: N/A

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- Expressed as a percentage of aggregate principal amount.
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**Pricing Supplement No. 456 (Page 4 of 6)**  
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					Frequency	First Payment		Yes/No	Date and Terms
3133F4GX3	*Step	October 15, 2017	100%	\$15,869,000	Semi	April 15, 2010	Yes	Yes	Callable quarterly on the 15th of January, October, and October.

**\*Step Coupon Schedule:**

October 8, 2009 to, but not including, October 15, 2011;	2.50%
October 15, 2011 to, but not including, October 15, 2012;	3.00%
October 15, 2012 to, but not including, October 15, 2013;	3.50%
October 15, 2013 to, but not including, October 15, 2014;	4.00%
October 15, 2014 to, but not including, October 15, 2015;	5.00%
October 15, 2015 to, but not including, October 15, 2016;	6.00%
October 15, 2016 to, but not including, October 15, 2017.	8.00%

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Original Issue Discount Note: No

Total Amount of OID: N/A

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					Frequency	First Payment		Yes/No	Date and Terms
3133F4GY1	*Step	October 15, 2019	100%	\$36,984,000	Semi	April 15, 2010	Yes	Yes	Callable quarterly on the 15th of January, October, and October.

**\*Step Coupon Schedule:**

October 8, 2009 to, but not including, October 15, 2011;	3.00%
October 15, 2011 to, but not including, October 15, 2013;	3.50%
October 15, 2013 to, but not including, October 15, 2015;	4.00%
October 15, 2015 to, but not including, October 15, 2017;	5.00%
October 15, 2017 to, but not including, October 15, 2018;	7.00%
October 15, 2018 to, but not including, October 15, 2019.	9.00%

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					Frequency	First Payment		Yes/No	Date and Terms
3133F4HA2	*Step	October 15, 2024	100%	\$21,537,000	Semi	April 15, 2010	Yes	Yes	Callable quarterly on the 15th of January, October, and October.

**\*Step Coupon Schedule:**

October 8, 2009 to, but not including, October 15, 2014;	4.00%
October 15, 2014 to, but not including, October 15, 2019;	5.00%
October 15, 2019 to, but not including, October 15, 2021;	5.50%
October 15, 2021 to, but not including, October 15, 2023;	6.50%
October 15, 2023 to, but not including, October 15, 2024.	8.00%

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