

Freddie Mac
FreddieNotes® Securities
With Maturities of 12 Months or More from Date of Issue

Trade Date: July 26, 2010
Issue Date: July 29, 2010

CUSIP	Interest Rate ¹	Maturity Date	Price to Public ^{2 3}	Original Principal Amount	Interest Payment		Survivor's Option	Yes/No	Subject to Redemption
					Frequency	First Payment			Date and Terms
3133F4WS6	3.00%	January 15, 2020	100%	\$26,501,000	Semi	January 15, 2011	Yes	Yes	Callable quarterly of January, April, and October commencing
3133F4WV9	4.00%	July 15, 2030	100%	\$48,942,000	Semi	January 15, 2011	Yes	Yes	Callable quarterly of January, April, and October commencing
3133F4WW7	3.80%	July 15, 2030	100%	\$14,462,000	Monthly	August 15, 2010	Yes	Yes	Callable quarterly of January, April, and October commencing

FreddieNotes are obligations of Freddie Mac only. FreddieNotes, including any interest or return of discount on FreddieNotes, are not guaranteed by 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 February 24, 2010 (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 regarding the distribution of the FreddieNotes and underwriting compensation.
- Before deducting expenses payable by Freddie Mac estimated at \$1,000.

18714-18721FN

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					Frequency	First Payment			
3133F4WP2	*Step	July 15, 2014	100%	\$13,324,000	Semi	January 15, 2011	Yes	Yes	Callable quarterly on January 15, April 15, July 15, and October 15, commencing on January 15, 2011.

***Step Coupon Schedule:**

July 29, 2010 to, but not including, July 15, 2011;	0.50%
July 15, 2011 to, but not including, July 15, 2014;	1.00%
July 15, 2012 to, but not including, July 15, 2013;	1.50%
July 15, 2013 to, but not including, July 15, 2014.	4.00%

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

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Pricing Supplement No. 497 (Page 3 of 6)
(to Offering Circular dated February 24, 2010)

Freddie Mac
FreddieNotes[®] Securities
With Maturities of 12 Months or More from Date of Issue

Trade Date: July 26, 2010
Issue Date: July 29, 2010

CUSIP	Interest Rate ¹	Maturity Date	Price to Public ^{2 3}	Original Principal Amount	Interest Payment		Survivor's Option	Subject to Redemption	
					Frequency	First Payment		Yes/No	Date and Terms
3133F4WQ0	*Step	July 15, 2015	100%	\$26,838,000	Semi	January 15, 2011	Yes	Yes	Callable quarterly on January 15, April 15, July 15, and October 15, commencing on January 15, 2011.

***Step Coupon Schedule:**

July 29, 2010 to, but not including, July 15, 2012;	1.00%
July 15, 2012 to, but not including, July 15, 2013;	1.50%
July 15, 2013 to, but not including, July 15, 2014;	3.00%
July 15, 2014 to, but not including, July 15, 2015.	5.00%

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Original Issue Discount Note: No

Total Amount of OID: N/A

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Pricing Supplement No. 497 (Page 4 of 6)
(to Offering Circular dated February 24, 2010)

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					Frequency	First Payment		Yes/No	Date and Terms
3133F4WR8	*Step	July 15, 2017	100%	\$29,526,000	Semi	January 15, 2011	Yes	Yes	Callable quarterly of January, April, July, and October commencing

***Step Coupon Schedule:**

July 29, 2010 to, but not including, July 15, 2012;	1.50%
July 15, 2012 to, but not including, July 15, 2013;	2.00%
July 15, 2013 to, but not including, July 15, 2014;	2.50%
July 15, 2014 to, but not including, July 15, 2015;	3.00%
July 15, 2015 to, but not including, July 15, 2016;	4.00%
July 15, 2016 to, but not including, July 15, 2017.	6.00%

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Original Issue Discount Note: No

Total Amount of OID: N/A

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Pricing Supplement No. 497 (Page 5 of 6)
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					Frequency	First Payment		Yes/No	Date and Terms
3133F4WT4	*Step	July 15, 2020	100%	\$41,964,000	Semi	January 15, 2011	Yes	Yes	Callable quarterly of January, April, and October commencing

***Step Coupon Schedule:**

July 29, 2010 to, but not including, July 15, 2012;	2.00%
July 15, 2012 to, but not including, July 15, 2014;	3.00%
July 15, 2014 to, but not including, July 15, 2016;	3.50%
July 15, 2016 to, but not including, July 15, 2018;	4.00%
July 15, 2018 to, but not including, July 15, 2019;	5.00%
July 15, 2019 to, but not including, July 15, 2020.	7.00%

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					Frequency	First Payment		Yes/No	Date and Terms
3133F4WU1	*Step	July 15, 2025	100%	\$65,789,000	Semi	January 15, 2011	Yes	Yes	Callable quarterly of January, April, and October commencing

***Step Coupon Schedule:**

July 29, 2010 to, but not including, July 15, 2014;	3.00%
July 15, 2014 to, but not including, July 15, 2018;	4.00%
July 15, 2018 to, but not including, July 15, 2022;	5.00%
July 15, 2022 to, but not including, July 15, 2023;	5.50%
July 15, 2023 to, but not including, July 15, 2024;	6.00%
July 15, 2024 to, but not including, July 15, 2025.	7.00%

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