

**Offering Circular Supplement
(To Offering Circular
Dated September 25, 2009)**

**Freddie Mac
Mortgage Participation Certificates**

The Offering Circular is amended as follows, effective immediately:

At the beginning of the section “Risk Factors – Prepayment and Yield Factors:” the following paragraphs are inserted:

“Substantial purchases of seriously delinquent Mortgages from PC Pools could materially affect PC prepayment speeds. On February 10, 2010, Freddie Mac disseminated a press release stating that it will purchase substantially all Mortgages that are 120 days or more delinquent from its fixed-rate and ARM PCs. For more information regarding these Mortgages as of December 31, 2009, we posted a table on our website at http://www.freddiemac.com/mbs/docs/delinquencyrates_021010.pdf. The purchases should be reflected in the Pool Factor reports for each applicable PC Pool published by Freddie Mac after the close of business on March 4, 2010 and principal payments associated with such purchases would be passed through to fixed-rate and ARM PC Holders on March 15 and April 15, 2010, respectively. The decision to effect these purchases stems from the fact that the cost of guarantee payments to PC Holders, including advances of interest at the PC Coupon, exceeds the cost of holding the nonperforming Mortgages in Freddie Mac’s mortgage-related investments portfolio as a result of the required adoption of new accounting standards and changing economics. In addition, these Mortgage purchases will help Freddie Mac preserve capital and reduce the amount of any additional draws from Treasury under the Purchase Agreement. The purchases would not affect Freddie Mac’s activities under the MHA Program.

As a result of the purchases of seriously delinquent Mortgages by Freddie Mac, PCs backed by these Mortgages will experience a prepayment, which could be substantial, in the amount of the unpaid principal balances of the Mortgages purchased. Thereafter, Freddie Mac expects to continue purchasing from most PC Pools those Mortgages that become 120 days delinquent when the cost of guarantee payments to PC Holders, including advances of interest at the PC Coupon, exceeds the cost of holding the nonperforming Mortgages in Freddie Mac’s mortgage-related investments portfolio. Freddie Mac will continue to review the economics of purchasing Mortgages that are 120 days or more delinquent in the future and may reevaluate its delinquent Mortgage purchase practices and alter them if circumstances warrant.”

Capitalized terms used in this Supplement have the meanings given to them in the Offering Circular.

Offering Circular Supplement dated February 15, 2010