## Edgar Filing: FEDERAL AGRICULTURAL MORTGAGE CORP - Form 4

| Form 4  | AGRICULTURA   | AL MORT   | GAGE   | CORP                                  |  |  |   |                    |  |  |  |  |
|---|---|---|--|---------------------------------------|--|--|---|--------------------|--|--|--|--|
| December 17   |   |   |  |                                       |  |  |   |                    |  |  |  |  |
| FORM  | FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION OMB |   |  |                                       |  |  |   |                    |  |  |  |  |
| Check th  |   |   | Number:  | 3235-0287<br>January 31,              |  |  |   |                    |  |  |  |  |
| if no long<br>subject to<br>Section 1<br>Form 4 o   | ger<br>5 <b>STATEN</b><br>6.<br>r                           | STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF<br>SECURITIES |  |                                       |  |  |   |                    |  |  |  |  |
| Form 4 or<br>Form 5<br>obligations<br>may continue.response0.5See Instruction<br>1(b).Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,<br>Section 17(a) of the Public Utility Holding Company Act of 1935 or Section<br>30(h) of the Investment Company Act of 19400.5 |   |   |  |                                       |  |  |   |                    |  |  |  |  |
| (Print or Type I  | Responses)  |   |  |                                       |  |  |   |                    |  |  |  |  |
| Maxwell Clark Syn   |   |   |  |                                       | Ticker or Trading  | 5. Relationship of Reporting Person(s) to Issuer   |   |                    |  |  |  |  |
|   |   |   | MORT   | GAGE CO                               | RP [AGM]   | (Check all applicable)   |   |                    |  |  |  |  |
| (Mo   |   |   |  | of Earliest Trai<br>Day/Year)<br>2008 | isaction   | X_ Director 10% Owner<br>Officer (give title Other (specify<br>below) below)   |   |                    |  |  |  |  |
| STREET, N   | W   |   |  |                                       |  |  |   |                    |  |  |  |  |
|   |   |   |  | endment, Date<br>onth/Day/Year)       | Original   | 6. Individual or Joint/Group Filing(Check<br>Applicable Line)<br>_X_ Form filed by One Reporting Person<br>Form filed by More than One Reporting |   |                    |  |  |  |  |
| гстхон  |   |   |  |                                       |  |  |   |                    |  |  |  |  |
| (City)  | (State)   | (Zip)   | Tab  | ole I - Non-De                        | rivative Securities A  | cquired, Disposed  | of, or Beneficia  | lly Owned          |  |  |  |  |
| 1.Title of<br>Security<br>(Instr. 3)2. Transaction Date<br>(Month/Day/Year)2A. Deemed<br>Execution Date,<br>any<br>(Month/Day/Year)   |   | Date, if  | Code Disposed of (D)<br>Year) (Instr. 8) (Instr. 3, 4 and 2) |                                       | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I)<br>(Instr. 4)   | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |                    |  |  |  |  |
| (A) Transaction(s)<br>or (Instr. 3 and 4)<br>Code V Amount (D) Price  |   |   |  |                                       |  |  |   |                    |  |  |  |  |
| Reminder: Rep   | ort on a separate line                                      | e for each cl   | ass of sec   | urities benefic                       | ially owned directly o   | or indirectly.   |   |                    |  |  |  |  |
|   |   |   |  |                                       | information cont<br>required to respo  | pond to the colle<br>ained in this forn<br>ond unless the fo<br>ntly valid OMB co  | n are not<br>rm   | SEC 1474<br>(9-02) |  |  |  |  |
|   | Tab   | le II - Deriv   | vative Sec   | curities Acqui                        | red, Disposed of, or   | Beneficially Owner   | d   |                    |  |  |  |  |

(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of | 2.         | 3. Transaction Date | 3A. Deemed         | 4.         | 5. Number      | 6. Date Exercisable and | 7. Title and Amount  |
|-------------|------------|---------------------|--------------------|------------|----------------|-------------------------|----------------------|
| Derivative  | Conversion | (Month/Day/Year)    | Execution Date, if | Transactio | nof Derivative | Expiration Date         | Underlying Securitie |

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| Security<br>(Instr. 3)         | or Exercise<br>Price of<br>Derivative<br>Security |            | any<br>(Month/Day/Year) | Code<br>(Instr. | 8) | Securities<br>Acquired<br>(A) or<br>Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5) |       | (Month/Day/Year)    |                    | (Instr. 3 and 4)                         |                             |
|--------------------------------|---|------------|-------------------------|-----------------|----|---|-------|---------------------|--------------------|--|-----------------------------|
|                                |   |            |                         | Code            | v  | (A)   | (D)   | Date<br>Exercisable | Expiration<br>Date | Title                                    | An<br>or<br>Nu<br>of<br>Sha |
| Stock<br>Appreciation<br>Right | \$ 28.94  | 12/16/2008 |                         | J <u>(1)</u>    | v  |   | 6,000 | 05/31/2009          | 06/05/2018         | Class C<br>Non-Voting<br>Common<br>Stock | 6,                          |

## **Reporting Owners**

| Reporting Owner Name / Address  |          | Relationsh | ips        |       |  |  |  |
|---|----------|------------|------------|-------|--|--|--|
| I B B B B B B B B B B B B B B B B B B B   | Director | 10% Owner  | Officer    | Other |  |  |  |
| Maxwell Clark<br>C/O FARMER MAC<br>1133 21ST STREET, NW<br>WASHINGTON, DC 20036 | Х        |            |            |       |  |  |  |
| Signatures  |          |            |            |       |  |  |  |
| Jerome G. Oslick, as attorney-<br>Maxwell                                       | Clark    |            | 12/16/2008 |       |  |  |  |
| <u>**</u> Signature of Reporting  |          |            | Date       |       |  |  |  |
| Explanation of Responses:   |          |            |            |       |  |  |  |

## Explanation of Responses:

If the form is filed by more than one reporting person, see Instruction 4(b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

(1) Stock appreciation rights granted in June 2008 were voluntarily forfeited by the reporting person.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.