

**PRICING SUPPLEMENT DATED
(to the Offering Circular Dated January 5, 2001,
and the Offering Circular Supplement Dated June 19, 2001)**

**Freddie
Mac**

Offering Amount*

\$5,000,000,000

Freddie Mac

GLOBAL DEBT FACILITY

Fixed Rate Notes Due November 15, 2004

Reference Notes^{SM}**

This Pricing Supplement relates to the Reference Notes (the "Notes") of the Federal Home Loan Mortgage Corporation ("Freddie Mac") described below and should be read in conjunction with the Offering Circular dated January 5, 2001 and the Offering Circular Supplement dated June 19, 2001 (together, the "Offering Circular") and all documents incorporated by reference in the Offering Circular including Freddie Mac's Information Statement dated March 26, 2001 and any supplements to such Information Statement. Freddie Mac will also publish a Supplemental Statement applicable to the Notes shortly after the Auction (as defined below). The Supplemental Statement will contain the interest rate for the Notes, the price at which they will be sold and other information. The interest rate and the price will be set in the Auction, as described in this Pricing Supplement. Capitalized terms used in this Pricing Supplement and not otherwise defined in this Pricing Supplement have the meanings given to them in the Offering Circular.

Freddie Mac plans to offer the Offering Amount of Notes indicated above in a single price, closed bid auction (the "Auction") to be held between 8:15 a.m. and 10:15 a.m. November 13, 2001. The terms and conditions for the Auction are contained in the Freddie Mac Reference Note Auction Procedures (the "Auction Procedures"), available on the Freddie Mac website (www.freddiemac.com/debt) and by calling the Freddie Mac Debt Securities Marketing Office at (703) 903-3700. You should read this Pricing Supplement in conjunction with the Auction Procedures, which are incorporated by reference herein. See "Distribution Arrangements - Auction" in this Pricing Supplement. Freddie Mac reserves the right, pursuant to Sec. 19(b) of the Auction Procedures, to suspend, delay or cancel the Auction. Any such suspension, delay or cancellation will be immediately publicly announced.

The Notes are not suitable investments for all investors. In particular, no investor should purchase the Notes unless the investor understands and is able to bear the yield, market and liquidity risks associated with the Notes. See "Risk Factors - The Debt Securities May Not Be Suitable For You" in the Offering Circular.

The Notes are obligations of Freddie Mac only. The Notes, including any interest on the Notes, are not guaranteed by, and are not debts or obligations of, the United States or any agency or instrumentality of the United States other than Freddie Mac. The Notes are not tax-exempt. Non-U.S. owners generally will be subject to United States federal income and withholding tax unless they establish an exemption. Because of applicable U.S. securities law exemptions, we have not registered the Notes with any U.S. federal or state securities commission. No U.S. securities commission has reviewed the Offering Circular or this Pricing Supplement.

* Freddie Mac intends to offer Notes in an amount up to the Offering Amount in the Auction. However, depending on the Auction results, more or less than the Offering Amount may be sold.

** "Reference Notes" is a service mark of Freddie Mac.

Certain Notes Terms

1. Title: Fixed Rate Notes Due November 15, 2004
2. Form:
 - ☒ Book-Entry
 - ☐ Registered
 - ☐ DTC Registered Notes
 - ☐ Global Registered Notes
3. Specified Payment Currency:
 - a. Specified Interest Currency: U.S. dollars
 - b. Specified Principal Currency: U.S. dollars
4. Offering Amount: \$5,000,000,000 Freddie Mac may sell less than the Offering Amount, or, as a result of rounding of Auction awards, may sell more than the Offering Amount.
5. Issue Date: November 15, 2001
6. Denominations: \$1,000 and additional increments of \$1,000
7. Maturity Date: November 15, 2004
 - a. Amount Payable on the Maturity Date
 - ☒ Fixed Principal Repayment Amount
 - ☒ 100% of principal amount
 - ☐ % of principal amount
 - ☐ Variable Principal Repayment Amount
8. Subject to Redemption or Repayment Prior to Maturity Date
 - ☒ No
 - ☐ Yes
 - ☐ Mandatory
9. Interest:
 - a. Frequency of Interest Payments
 - ☐ Annually
 - ☒ Semiannually
 - ☐ Quarterly
 - ☐ Monthly
 - ☐ Other: _____
 - b. Interest Payment Dates: May 15 and November 15, commencing May 15, 2002
 - c. Interest rate per annum: The interest rate for the Notes will be set in the Auction. The interest rate established as a result of the Auction may be rounded down, if necessary, to the nearest 1/8 of one percent increment. The interest rate established produces the price closest to, but not above, par when the Notes and the interest rate are evaluated at the yield awarded to successful competitive bidders. See "Distribution Arrangements - Auction – Determining Purchase Price for Awarded Notes" in this Pricing Supplement.

d. Accrual Method (i.e., Day Count Convention)

- ☒ 30/360
☐ Actual/360
☐ Actual/365 (fixed)
☐ Actual/Actual
☐ Actual/Actual (ISMA)

Additional Information Relating to the Notes

1. Identification Number(s)

- a. CUSIP: 3134A4LX0
 b. ISIN: US3134A4LX03
 c. Common Code:
 d. Other: N/A

2. Listing Application

- ☐ No
☒ Yes
☒ Luxembourg Stock Exchange - An application is expected to be made with the Luxembourg Stock Exchange to list the Notes.

3. Eligibility for Stripping

- ☐ No
☒ Yes The minimum principal amount required for stripping the Notes will be indicated in the Supplemental Statement.

4. Governing Law

The Notes will be governed by the federal laws of the United States. The local laws of the State of New York will be deemed to reflect the federal laws of the United States, unless there is applicable precedent under federal law or the application of New York law would frustrate the purposes of the Freddie Mac Act or the Global Facility Agreement.

Offering

1. Auction Date: November 13, 2001

2. Method of Distribution: Freddie Mac will Auction the Notes. See "Auction – Plan of Distribution" in this Pricing Supplement.

3. Offering Price:

- ☐ Fixed Offering Price:
☒ Variable Price Offering: Certain Dealers may purchase Notes from Freddie Mac at the Purchase Price to Auction Participants, determined as a result of the Auction, plus accrued interest, if any, from the Issue Date. Such Dealers may offer the Notes from time to time for sale in one or more negotiated transactions, or otherwise, subject to prior sale, at prices to be determined, in each case, at the time of sale. For further information with respect to the plan of distribution and any discounts, commissions or profits on resale that may be deemed underwriting discounts or commissions, see "Distribution Arrangements" in the Offering Circular.

4. Purchase Price to Auction Participants: The price of the Notes will be set in the Auction. The price of the Notes awarded to both competitive and noncompetitive bidders is the price equivalent to the highest yield at which bids were accepted. See “Distribution Arrangements - Auction - Determining Purchase Price for Awarded Notes” in this Pricing Supplement.

Settlement

1. Settlement Date of the Notes offered hereby: November 15, 2001
2. Settlement Basis
 - ☒ Delivery versus payment
 - ☐ Free delivery
3. Settlement Clearing System
 - ☒ Federal Reserve Banks
 - ☐ DTC
 - ☒ Euroclear
 - ☒ Clearstream Banking
 - ☐ Other

DISTRIBUTION ARRANGEMENTS

Auction

General

Freddie Mac intends to hold an Auction of the Notes on November 13, 2001, as noted above. Certain Dealers will be designated as direct participants in the Auction. Investors may participate in the Auction through one or more designated Dealers. For information on designated Dealers, you may contact the Freddie Mac Debt Marketing Office at (703) 903-3700.

A person or an entity registered with the U.S. Securities and Exchange Commission as a broker-dealer under the Securities Exchange Act of 1934 (15 U.S.C. Sec. 78o and Sec. 78o-5, as they may be amended from time to time) may not submit a noncompetitive bid for its own account, either directly or through an intermediary, in the Auction.

The terms and conditions for the Auction are contained in the Auction Procedures. The Auction Procedures provide that all participants in the Auction are deemed to have certified, by their participation, that they agree to comply with and be bound by the Auction Procedures.

All bids in the Auction must state the par amount of Notes bid for. A competitive bid must show the yield bid, expressed with three decimals. Fractions may not be used.

Each competitive bid submitted in the Auction must be for at least \$10 million of Notes, and increments of \$1 million thereafter. Each noncompetitive bid in the Auction must be for at least \$1 million of Notes, and increments of \$10,000 thereafter.

Bids for Notes are binding on the bidder as of the closing time for the Auction.

Determination of Auction Awards

Determinations of awards in the Auction will be made by Freddie Mac after the closing time for receipt of bids (10:15 a.m., Eastern time (U.S.)) on 11/13/2001. In determining Auction awards, Freddie Mac will first accept in full all noncompetitive bids received by the closing time, subject to applicable award limitations. (The maximum permitted single award for a noncompetitive bid is \$25 million, less any amount by which the bidder's net long position as reportable under the Auction Procedures exceeds the maximum single auction award amount limit, as defined below.) If the aggregate amount of such noncompetitive bids exceeds \$750 million, then awards in respect of such noncompetitive bids will be prorated and each award will be rounded up to the nearest \$1,000. Then competitive bids will be accepted, subject to the maximum single auction award amount limit, starting with those at the lowest yields through successively higher yields, up to the amount required to meet the Offering Amount. Bids at the Stop Rate (as defined below) will be prorated, if necessary. (The "maximum single auction award amount limit" is \$1.250 billion, less any amount awarded to the bidder for noncompetitive bids and less the bidder's net long position as reportable under the Auction Procedures.)

When the total amount of bids at the Stop Rate exceeds the amount of the Offering Amount remaining after acceptance of noncompetitive bids and competitive bids at the lower yields, a percentage of the bids received at the Stop Rate will be awarded. This proration is performed for the purpose of awarding a par amount of Notes close to the Offering Amount. The percentage is derived by dividing the remaining par amount needed to fill the Offering Amount by the par amount of the bids recognized at the Stop Rate.

Determining Purchase Price for Awarded Notes

The price calculation will be rounded to six decimal places on the basis of price per hundred, e.g., 99.954321. The price of Notes awarded to both competitive and noncompetitive bidders is the price equivalent to the highest yield at which bids were accepted (the "Stop Rate"). See Sec. 23 of the Auction Procedures for the complete formula for calculating the price of the Notes.