

Supplement (To Offering
Circular Supplement
Dated July 10, 2006)

\$1,750,000,000
Freddie Mac
Reference REMICSM
Series R008, Class FK



Offered Certificates: Certificates of the MACR Class shown below

Offering Terms: The Offered Certificates are offered by the Underwriters as specified herein, subject to sale by Freddie Mac and receipt and acceptance by the Underwriters, and subject to the Underwriters' right to reject any order in whole or in part

Closing Date: July 24, 2006

The Multiclass Certificates Offering Circular Supplement dated July 10, 2006 (the "Offering Circular Supplement") and the related Offering Circular dated June 1, 2003 (the "Offering Circular"), attached to this Supplement, describe the Series R008 Multiclass Certificates, including the Offered Certificates.

Capitalized terms used and not otherwise defined have the meanings assigned to them in the Offering Circular Supplement and the Offering Circular.

MACR Class	Outstanding Balance Offered	Principal Type(1)	Class Coupon	Interest Type(1)	Price to Public(2)	CUSIP Number	Final Payment Date
FK	\$1,750,000,000	GMC/SEQ	(3)	FLT	100.0%	31396U3A6	July 15, 2023

(1) See *Appendix II* to the Offering Circular.
(2) Plus accrued interest from July 15, 2006.
(3) See *Terms Sheet — Interest* in the Offering Circular Supplement.

The Offered Certificates may not be suitable investments for you. You should not purchase Certificates unless you have carefully considered and are able to bear the associated prepayment, interest rate, yield and market risks of investing in them. See *Certain Risk Considerations* in this Supplement and in the attached Offering Circular Supplement and *Risk Factors* in the Offering Circular.

You should purchase Offered Certificates only if you have read and understood this Supplement, Offering Circular Supplement and Offering Circular and the documents listed under *Available Information* in the Offering Circular Supplement.

We guarantee principal and interest payments on the Offered Certificates. These payments are not guaranteed by and are not debts or obligations of the United States or any federal agency or instrumentality other than Freddie Mac. The Offered Certificates are not tax-exempt. Because of applicable securities law exemptions, we have not registered the Offered Certificates with any federal or state securities commission. No securities commission has reviewed this Supplement.

Lead Underwriters

Deutsche Bank Securities Goldman, Sachs & Co. Lehman Brothers

Co-Underwriters

**Banc of America Securities LLC Bear, Stearns & Co. Inc.
Credit Suisse JPMorgan Morgan Stanley**

Supplement dated July 19, 2006

GENERAL

The Offered Certificates represent interests in a Guaranteed Maturity Class. That Class receives monthly principal and interest as described in the Offering Circular Supplement. Investors in the Offered Certificates will receive payments beginning in the month after the Closing Date. The Offered Certificates represent approximately 83.3% of the outstanding principal balance of Series R008, Class A (the related REMIC Class).

The Guaranteed Maturity Class has a Final Payment Date earlier than the latest date by which it might be retired solely by payments on its underlying Assets. Holders of the Guaranteed Maturity Class will receive payments up to its Final Payment Date from payments made on the related Underlying REMIC Class. On its Final Payment Date, however, the Holders of the Guaranteed Maturity Class will be entitled to receive the entire outstanding principal balance of their Certificates, plus interest at the applicable Class Coupon accrued during the related Accrual Period, even if the related Underlying REMIC Class has not retired.

We will provide the Offered Certificates from our own portfolio. If all of the Offered Certificates are sold, we will continue to hold, after the Closing Date, approximately 16.7% of Series R008, Class A, in our portfolio, directly or in the form of MACR Certificates.

The Assets for Series R008, as of July 1, 2006, are identified in *Schedule I* to the Offering Circular Supplement. You can obtain current information concerning the Assets and the Offered Certificates from our Investor Inquiry Department or our Internet Website as described on page 3 of the Offering Circular.

CERTAIN RISK CONSIDERATIONS

You will bear all of the market risks of your investment. The market value of your Offered Certificates will vary over time, primarily in response to changes in prevailing interest rates. If you sell your Offered Certificates when their market value is low, you may experience significant losses.

The underwriters named on the front cover (the “**Underwriters**”) intend to make a market for the purchase and sale of the Offered Certificates after the Closing Date, but have no obligation to do so. A secondary market may not develop. Even if one does develop, it may not be liquid enough to allow you to sell your Offered Certificates easily or at your desired price.

See *Certain Risk Considerations* in the Offering Circular Supplement and *Risk Factors* and *Prepayment and Yield Considerations* in the Offering Circular.

DECLINING BALANCES TABLE

The following table shows:

- Percentages of current balances (as of the Closing Date) that would be outstanding after each of the Payment Dates shown at various percentages of PSA.
- Corresponding weighted average lives.

We have prepared this table using (a) the Modeling Assumptions described in the Offering Circular Supplement, except that we have assumed the Mortgages have the characteristics of the PCs shown in *Schedule I — PC Schedule* of the Offering Circular Supplement and (b) the Closing Date of July 24, 2006.

Percentages of Current Balances Outstanding* and Weighted Average Lives

Date	FK					The Assets				
	PSA Prepayment Assumption					PSA Prepayment Assumption				
	0%	100%	194%	300%	400%	0%	100%	194%	300%	400%
Closing Date	100	100	100	100	100	100	100	100	100	100
July 15, 2007	99	96	94	92	89	99	97	95	93	90
July 15, 2008	97	90	84	76	70	98	91	85	79	73
July 15, 2009	96	83	71	59	49	96	85	74	64	55
July 15, 2010	94	76	60	45	34	95	78	65	52	41
July 15, 2011	92	69	51	34	22	93	72	56	42	31
July 15, 2012	91	63	42	25	13	92	67	49	34	23
July 15, 2013	89	57	35	18	6	90	62	42	27	17
July 15, 2014	86	51	28	12	1	88	57	37	22	13
July 15, 2015	84	46	23	7	0	86	52	32	17	9
July 15, 2016	82	41	18	2	0	84	48	27	14	7
July 15, 2017	78	35	12	0	0	82	44	24	11	5
July 15, 2018	75	30	8	0	0	79	40	20	9	4
July 15, 2019	71	25	4	0	0	77	36	17	7	3
July 15, 2020	67	20	0	0	0	74	33	15	6	2
July 15, 2021	62	16	0	0	0	71	30	12	4	2
July 15, 2022	58	11	0	0	0	68	27	11	3	1
July 15, 2023	0	0	0	0	0	65	24	9	3	1
July 15, 2024	0	0	0	0	0	61	21	7	2	1
July 15, 2025	0	0	0	0	0	58	19	6	2	0
July 15, 2026	0	0	0	0	0	54	17	5	1	0
July 15, 2027	0	0	0	0	0	50	14	4	1	0
July 15, 2028	0	0	0	0	0	45	12	3	1	0
July 15, 2029	0	0	0	0	0	40	10	3	1	0
July 15, 2030	0	0	0	0	0	35	8	2	0	0
July 15, 2031	0	0	0	0	0	30	7	2	0	0
July 15, 2032	0	0	0	0	0	24	5	1	0	0
July 15, 2033	0	0	0	0	0	18	4	1	0	0
July 15, 2034	0	0	0	0	0	11	2	0	0	0
July 15, 2035	0	0	0	0	0	4	1	0	0	0
July 15, 2036	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (Years)	14.0	8.6	5.8	4.2	3.4	19.2	11.1	7.6	5.5	4.3

* Rounded to nearest whole percentage.

APPLICATION OF PROCEEDS

We intend to use the net cash proceeds received from the sale of the Offered Certificates to provide funds for general corporate purposes, including the purchase and financing of Mortgages.

PLAN OF DISTRIBUTION

Under an agreement with the Underwriters, we have agreed to sell the Offered Certificates to Deutsche Bank Securities Inc. at a price of 99.876042%, to Goldman, Sachs & Co. at a price of 99.875851%, to Lehman Brothers Inc. at a price of 99.876686% and to the Co-Underwriters at a price of 99.906250%, in each case, plus accrued interest from July 15, 2006.

The underwriting commitments of the Underwriters are as follows:

<u>Lead Underwriters</u>	<u>Underwriting Commitment</u>
Deutsche Bank Securities Inc.	\$ 450,000,000
Goldman, Sachs & Co.	551,000,000
Lehman Brothers Inc.	278,000,000
<u>Co-Underwriters</u>	<u>Underwriting Commitment</u>
Banc of America Securities LLC	\$ 127,000,000
Bear, Stearns & Co. Inc.	91,000,000
Credit Suisse Securities (USA) LLC	85,000,000
J.P. Morgan Securities Inc.	84,000,000
Morgan Stanley & Co. Incorporated	<u>84,000,000</u>
Total	<u><u>\$1,750,000,000</u></u>

The Underwriters intend initially to offer the Offered Certificates to the public at the offering price set forth on the cover of this Supplement. After the initial public offering, the Underwriters may offer the Offered Certificates at varying prices to be determined at the time of sale, plus accrued interest from the first day of the then current Accrual Period. The Underwriters are offering the Offered Certificates subject to their sale by us and subject to the Underwriters' right to reject any order. The Underwriters may make sales to or through securities dealers. These dealers may receive compensation in the form of discounts, concessions or commissions from the Underwriters and commissions from any purchasers for which they act as agents.

Our agreement with the Underwriters provides that we will indemnify them against certain liabilities.

If you intend to purchase the Offered Certificates, you should rely only on the information in this Supplement, the Offering Circular Supplement and the Offering Circular, including the information in the disclosure documents that we have incorporated by reference. We have not authorized anyone to provide you with different information.

This Supplement, the Offering Circular Supplement, the Offering Circular and the incorporated documents may not be correct after their dates.

We are not offering the Offered Certificates in any jurisdiction that prohibits their offer.

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\$1,750,000,000

Freddie Mac

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Series R008, Class FK**



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Goldman, Sachs & Co.
Lehman Brothers**

Co-Underwriters

**Banc of America Securities LLC
Bear, Stearns & Co. Inc.
Credit Suisse
JPMorgan
Morgan Stanley**

July 19, 2006