

FEDERAL HOME LOAN MORTGAGE CORP

Form 8-K

January 29, 2019

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**  
**WASHINGTON, D.C. 20549**

**FORM 8-K**

**CURRENT REPORT**

**Pursuant To Section 13 or 15(d)**

**of the Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported): January 26, 2019**

**Federal Home Loan Mortgage Corporation**

**(Exact name of registrant as specified in its charter)**

**Freddie Mac**

**Federally chartered corporation**

**001-34139**

**52-0904874**

(State or other jurisdiction  
of incorporation)

(Commission  
File Number)

(IRS Employer  
Identification No.)

**8200 Jones Branch Drive**

**McLean, Virginia**  
(Address of principal executive offices)

**22102-3110**  
(Zip Code)

**Registrant's telephone number, including area code: (703) 903-2000**

**Not applicable**

**(Former name or former address, if changed since last report)**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (*see* General Instruction A.2. below):

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))  
Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

**Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

On January 26, 2019, Thomas M. Goldstein notified Freddie Mac (formally known as the Federal Home Loan Mortgage Corporation) of his resignation from Freddie Mac's Board of Directors (the Board), effective immediately, to focus on his health and family. Mr. Goldstein initially joined the Board of Directors in October 2014 and was most recently re-elected on February 13, 2018 by written consent of the Federal Housing Finance Agency, Freddie Mac's Conservator.

A copy of the press release issued by Freddie Mac on January 29, 2019 regarding Mr. Goldstein is filed as Exhibit 99.1 to this Current Report on Form 8-K and is incorporated herein by reference.

**Item 8.01. Other Events.**

On January 29, 2019, Freddie Mac announced that Sara Mathew has been appointed to become non-executive chair of the Board. Ms. Mathew will succeed Christopher S. Lynch, who will retire, both as Board chair and as a Director, in February as required by the company's ten-year limit for Board tenure.

A copy of the press release issued by Freddie Mac on January 29, 2019 regarding Ms. Mathew is filed as Exhibit 99.2 to this Current Report on Form 8-K and is incorporated herein by reference.

**Item 9.01. Financial Statements and Exhibits.**

**(d) Exhibits.**

The exhibits listed in the Exhibit Index below are being filed as part of this Current Report on Form 8-K.

Exhibit Number	Description of Exhibit
99.1	<u>Press Release, dated January 29, 2019, issued by Freddie Mac regarding Mr. Goldstein</u>
99.2	<u>Press Release, dated January 29, 2019, issued by Freddie Mac regarding Ms. Mathew</u>

**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

FEDERAL HOME LOAN MORTGAGE  
CORPORATION

By: /s/ Donald H. Layton  
Donald H. Layton  
Chief Executive Officer

Date: January 29, 2019

Freddie Mac Form 8-K