Mullery Stephen P Form 4 July 27, 2018

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

OMB Washington, D.C. 20549 Number:

Check this box if no longer subject to Section 16. Form 4 or Form 5

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

30(h) of the Investment Company Act of 1940

(Print or Type Responses)

(Last)

1. Name and Address of Reporting Person * Mullery Stephen P

(First)

Symbol

FEDERAL AGRICULTURAL MORTGAGE CORP [AGM]

2. Issuer Name and Ticker or Trading

(Month/Day/Year) 07/26/2018

Filed(Month/Day/Year)

STREET N.W., 4TH FLOOR (Street) 4. If Amendment, Date Original

(Middle)

3. Date of Earliest Transaction Director _X__ Officer (give title below)

> 6. Individual or Joint/Group Filing(Check Applicable Line)

5. Relationship of Reporting Person(s) to

(Check all applicable)

EVP - General Counsel

10% Owner

Other (specify

Issuer

OMB APPROVAL

Expires:

response...

Estimated average

burden hours per

3235-0287

January 31,

2005

0.5

X Form filed by One Reporting Person Form filed by More than One Reporting

WASHINGTON, DC 20006

C/O FARMER MAC, 1999 K

(City)	(State) (Z	Table 1	I - Non-De	rivative Se	ecurit	ies Acqui	red, Disposed of,	or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A) or			d of (D) 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Class C Non-Voting Common Stock	07/26/2018		Code V	3,000 (1) (2)	(D)	Price \$ 18.14	18,435 (3)	D	
Class C Non-Voting Common Stock	07/26/2018		F	1,183 (1) (2)	D	\$ 98.52	17,252 (3)	D	
Class C Non-Voting Common	07/26/2018		D	552 <u>(1)</u> <u>(2)</u>	D	\$ 98.52	16,700 (3)	D	

Stock

Class C

Non-Voting 1,265 S 07/27/2018 15,435 (3) D (1)(2)Common

Stock

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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Common

Stock

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transacti Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A)	(A) (D)	Date Exercisable	Expiration Date	Title	Amo or Num of Share
Stock Appreciation	\$ 18.14	07/26/2018		M		3,000	<u>(4)</u>	10/04/2021	Class C Non-Voting	3,0

Reporting Owners

Relationships Reporting Owner Name / Address

> Director 10% Owner Officer Other

Mullery Stephen P C/O FARMER MAC 1999 K STREET N.W., 4TH FLOOR WASHINGTON, DC 20006

EVP - General Counsel

(1)(2)

Signatures

Right

Stephen P. 07/27/2018 Mullery

**Signature of Date Reporting Person

Reporting Owners 2

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) Transaction effected pursuant to a trading plan adopted by Mr. Mullery in accordance with Rule 10b5-1.
 - In connection with the net share settlement of the exercise of 3,000 vested stock appreciation rights ("SARs") granted in October 2011 with a grant price of \$18.14 per share, Mr. Mullery was entitled to receive 2,448 shares of the Federal Agricultural Mortgage Corporation's ("Farmer Mac") Class C Non-Voting Common Stock. Farmer Mac retained 1,183 shares to satisfy tax withholding
- (2) requirements arising from the exercise, and 1,265 shares retained by Mr. Mullery were sold on July 27, 2018. The 552 shares reported as a disposition to the issuer of issuer equity securities represents the difference between the number of SARs exercised and the number of shares issuable as a result of the exercise. Each SAR represents the right to receive, upon exercise, the number of shares of Farmer Mac's Class C Non-Voting Common Stock equal to the excess of the fair market value of shares on the exercise date over the grant price.
- Includes 6,758 shares of unvested restricted stock previously granted pursuant to Farmer Mac's Amended and Restated 2008 Omnibus

 (3) Incentive Plan. The grants of restricted stock have been described in detail in Farmer Mac's prior filings with the Securities and Exchange Commission.
- (4) Exercisable beginning August 31, 2012 with respect to 1,000 shares, beginning August 31, 2013 with respect to 1,000 shares, and beginning August 31, 2014 with respect to 1,000 shares.

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.