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| | U | U | | | | | | | | | |
|--|-------------|---|---|---|-------------|--------|------------------|--|--|---|--|
| FEDERAL A Form 4 June 06, 2008 | | AL MOR | TGAGE C | ORP | | | | | | | |
| FORM | 4 | | | | | | CE COM | | OMB APP | ROVAL | |
| . • | • UNITEL |) STATE: | S SECUR Wasl | ITIES AF hington, l | | | GE COM | | OMB Number: | 3235-0287 | |
| Check this | | | vv usi | inigton, i | 5.0.205- | | | | | January 31, | |
| if no longe subject to | r STATE | STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF | | | | | | | | Estimated average | |
| Section 16. Form 4 or | SECURITIES | | | | | | burden hours per | | | | |
| Form 5 obligations may contin <i>See</i> Instruc 1(b). | Section 17 | 7(a) of the | Section 16 Public Uti) of the Inv | lity Holdi | ng Comp | any A | Act of 1935 | | response | 0.5 | |
| (Print or Type Re | esponses) | | | | | | | | | | |
| | | | 2. Issuer Name and Ticker or Trading Symbol FEDERAL AGRICULTURAL | | | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | |
| <u> </u> | | | | MORTGAGE CORP [AGM] | | | | | | | |
| (Last) (First) (Middle) 44289 GREENVIEW DR | | | 3. Date of Earliest Transaction (Month/Day/Year) 06/05/2008 | | | | | _X_ Director10% Owner Officer (give titleOther (specify below) below) | | | |
| | (Street) | | 4. If Amen | nendment, Date Original 6 | | | | 6. Individual or Joint/Group Filing(Check | | | |
| | | | Filed(Mont | h/Day/Year) | - | | | cable Line) | | | |
| EL MACERO | D, CA 95618 | | | | | | | orm filed by Mor | e Reporting Perso re than One Repo | | |
| (City) | (State) | (Zip) | Table | I - Non-De | rivative Se | curiti | es Acquired, | , Disposed of, o | or Beneficially | Owned | |
| | | nsaction Date 2A. Deemed h/Day/Year) Execution Date, if any (Month/Day/Year) | | 3. 4. Securities Acquire Transaction or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A) or | | | (D) | Securities Beneficially Owned Following Reported Transaction(s) | Ownership of Form: I Direct (D) (0 or Indirect ((I)) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | |
| | | | | Code | V Amount | | Price | (Instr. 3 and 4 | +) | | |
| Class C Non-Voting Common Stock | 06/05/2008 | | | M <u>(1)</u> | 6,000 | А | \$ 22.4 | 6,233 | D | | |
| Class C Non-Voting Common Stock | 06/05/2008 | | | S <u>(1)(2)</u> | 6,000 | D | \$ 27.9105 | 233 | D | | |

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)

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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. 5. Number of TransactiorDerivative Code Securities (Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | 7. Title and Amo Underlying Secu (Instr. 3 and 4) | |
|---|---|---|---|---|--------|--|---------------------|---|--|
| | | | | Code V | (A) (I | (D) | Date Exercisable | Expiration Date | Title |
| Employee Stock Option (right to buy) | \$ 22.4 | 06/05/2008 | | M <u>(1)</u> | | ,000 | 05/31/2005 | 06/05/2008 | Class C Non-Voting Common Stock |
| Stock Appreciation Right | \$ 28.94 | 06/05/2008 | | А | 6,000 | | 05/31/2009 | 06/05/2018 | Class C Non-Voting Common Stock |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | | |
|--|---------------|-----------|---------|-------|--|--|--|
| 1 | Director | 10% Owner | Officer | Other | | | |
| DANIEL GRACE TRUJILLO 44289 GREENVIEW DR EL MACERO, CA 95618 | Х | | | | | | |
| Signatures | | | | | | | |

Grace T. Daniel 06/05/2008

Date

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).

This report reflects (on Table I) (i) the acquisition of 6,000 shares of Class C Non-Voting Common Stock through the exercise of a previously unexercised employee stock option acquired by the reporting person in June 2003 and (ii) the sale of 6,000 shares of Class C

- (1) previously unexercised employee stock option acquired by the reporting person in June 2003 and (ii) the safe of 0,000 shares of Class C Stock; and (on Table II) (i) the closing of the June 2003 employee stock option and (ii) the acquisition of a stock appreciation right on June 5, 2008.
- (2) Transaction pursuant to plan under Rule 10b5-1.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

**Signature of

Reporting Person

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