Edgar	Filing: FEDERAL	- NATIONAL	MORTGAGE	ASSOCIATION	FANNIE MAE	- Form 4
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Edi	gar Filing: FED	ERAL N	ATIONA	L MOR	IGAGE	ASSO	JCIATI	ION FANNIE N	AE - Form	14
FEDERAL N Form 4 March 12, 20	ATIONAL MO	RTGAGE	E ASSOC	CIATION	FANNII	E MA	E			
<b>FORM</b> Check this if no longe subject to Section 16 Form 4 or Form 5 obligation may conti <i>See</i> Instru- 1(b).	s box er STATEM 5. Filed pur <sup>15</sup> nue. ction	<b>IENT O</b> suant to S a) of the 1	Was F CHAN Section 1 Public U	Shington, GES IN SECUR 6(a) of th	, D.C. 20 BENEF RITIES the Securit ding Con	549 [CIA] ies Ez ipany	L OWN	OMMISSION NERSHIP OF e Act of 1934, 1935 or Section 0	OMB Number: Expires: Estimated a burden hour response	•
1. Name and Ad MUDD DAN			Symbol FEDER MORTO	r Name and AL NAT GAGE AS E MAE [	'IONAL SSOCIA'		-	_X_ Director	all applicable	) Owner
(Last) 3900 WISCO	(First) (NOTE: 1997) (First) (	Middle) E, NW	3. Date of (Month/D 03/10/2	-	ransaction			X Officer (give below) Pres	ident & CEO	r (specify
WASHINGT	(Street)			ndment, Dannt, Dan	-	l		6. Individual or Joi Applicable Line) _X_ Form filed by O Form filed by M Person	ne Reporting Per	rson
(City)	(State)	(Zip)	Tabl	e I - Non-I	Derivative	Securi	ties Acqu	uired, Disposed of,	or Beneficial	ly Owned
1.Title of Security (Instr. 3)	curity (Month/Day/Year) Execution Date, if		3. 4. Securities Acquired Transactior(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Common Stock	03/10/2008			Code V F	Amount 19,101 (1)	or (D) D	Price \$ 20.39	(Instr. 3 and 4) 690,376	D	
Reminder: Repo	ort on a separate line	for each cl	ass of secu	rities benef	ficially own	ed dire	ectly or in	ndirectly		

Persons who respond to the collection of

information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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

SEC 1474

(9-02)

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	4. Transactic Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	7. Titl Amou Under Secur (Instr.	int of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Own Follo Repo Trans (Instr
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

## **Reporting Owners**

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
MUDD DANIEL H 3900 WISCONSIN AVENUE, NW WASHINGTON, DC 20016	Х		President & CEO				
Signatures							
/s/ Suzanne A. Barr, Attorney-in-Fac Mudd	iel H.	03/11/2008					
**Signature of Reporting Perso	n		Date				
Evenlaw attack of Deans							

## **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) These shares were withheld by Fannie Mae to pay withholding taxes.

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.