

Grote Charles D
Form 3
May 14, 2018

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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)

| | | | |
|--|---|---|---|
| <p>1. Name and Address of Reporting Person *</p> <p>Â Grote Charles D</p> <p>(Last) (First) (Middle)</p> <p>C/O FARMER MAC, 1999 K STREET NW, Â FOURTH FLOOR</p> <p>(Street)</p> <p>WASHINGTON, Â DC Â 20006</p> <p>(City) (State) (Zip)</p> | <p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>05/03/2018</p> | <p>3. Issuer Name and Ticker or Trading Symbol</p> <p>FEDERAL AGRICULTURAL MORTGAGE CORP [AGM]</p> <p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) SVP Finance and Investor Rel</p> | <p>5. If Amendment, Date Original Filed(Month/Day/Year)</p> <p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person</p> |
|--|---|---|---|

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|------------------------------------|--|---|--|
| Class C Non-Voting Common Stock | 5,376.39 ⁽¹⁾ | D | Â |

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

SEC 1473 (7-02)

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

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of | 5. Ownership Form of Derivative | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|---|--|------------------------------------|---------------------------------|--|
|---|---|--|------------------------------------|---------------------------------|--|

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| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | Derivative Security | Security: Direct (D) or Indirect (I) (Instr. 5) | |
|--------------------------|------------------|-----------------|---------------------------------|----------------------------|---------------------|---|---|
| Stock Appreciation Right | 03/31/2018 | 04/01/2025 | Class C Non-Voting Common Stock | 1,667 | \$ 32.39 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|--------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Grote Charles D C/O FARMER MAC, 1999 K STREET NW FOURTH FLOOR WASHINGTON, DC 20006 | Â | Â | Â SVP Finance and Investor Rel | Â |

Signatures

Anjali Desai, as attorney-in-fact for Charles D. Grote
Date: 05/14/2018

Signature of Reporting Person: _____ Date: _____

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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).
- Includes 3,635 shares of unvested restricted stock previously granted pursuant to the Federal Agricultural Mortgage Corporation's ("Farmer Mac") Amended and Restated 2008 Omnibus Incentive Plan. Mr. Grote was granted: (i) 2,200 shares of unvested stock on May 3, 2016 at a grant price of \$41.57, which are expected to vest on April 15, 2019; (ii) 850 shares of unvested restricted stock on April 3, 2017 at a grant price of \$57.21, which are expected to vest on April 15, 2020; and (iii) 585 shares of unvested restricted stock on April 4, 2018 at a grant price of \$85.14, which are expected to vest on April 15, 2021.

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.