Edgar Filing: FEDERAL AGRICULTURAL MORTGAGE CORP - Form 4

FEDERAL AGRICULTURAL MORTGAGE CORP

Form 4 April 04, 2014

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

Check this box

SECURITIES

obligations may continue. See Instruction

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

30(h) of the Investment Company Act of 1940 1(b).

(Print or Type Responses)

(Last)

1. Name and Address of Reporting Person * STENSON TOM D

(First)

(Street)

(Middle)

2. Issuer Name and Ticker or Trading

Symbol

FEDERAL AGRICULTURAL MORTGAGE CORP [AGM]

(Month/Day/Year) 04/02/2014

3. Date of Earliest Transaction

4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check

below)

Issuer

Director

_X__ Officer (give title

OMB APPROVAL

3235-0287

January 31,

2005

0.5

OMB

Number:

Expires:

response...

5. Relationship of Reporting Person(s) to

(Check all applicable)

Chief Operating Officer

10% Owner

Other (specify

Estimated average

burden hours per

Filed(Month/Day/Year) Applicable Line)

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

WASHINGTON, DC 20006

C/O FARMER MAC, 1999 K

STREET NW, 4TH FLOOR

(City)	(State) (Zip	Table I	- Non-Deri	vative Sec	curitie	s Acqu	ired, Disposed of	, or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactio Code (Instr. 8)	4. Securities nAcquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (A) or		Beneficially Form: Directly Owned (D) or	Ownership Form: Direct (D) or Indirect (I)	7. Nature of Indirect t Beneficial Ownership (Instr. 4)	
Class C Non-Voting Common Stock	04/02/2014			Amount 5,190	` ′	\$ 0 (1)	· · · · · ·	D	
Class C Non-Voting Common Stock	04/02/2014		A	1,320	A	\$ 0 (3)	28,664 (2)	D	
Class C Non-Voting Common	04/02/2014		A	1,320	A	\$ 0 (4)	29,984 (2)	D	

Edgar Filing: FEDERAL AGRICULTURAL MORTGAGE CORP - Form 4

Stock

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

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.

SEC 1474

(9-02)

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. Transactic Code (Instr. 8)	5. Number coof 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) (D)	Date Exercisable	Expiration Date	Title	Am or Nur of Sha
Stock Appreciation Right	\$ 33.9	04/02/2014		A	6,600	<u>(5)</u>	04/02/2024	Class C Non-Voting Common Stock	6,

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

STENSON TOM D C/O FARMER MAC 1999 K STREET NW, 4TH FLOOR WASHINGTON, DC 20006

Chief Operating Officer

Signatures

Anjali Desai, as attorney-in-fact for Tom D.

Stenson

04/04/2014

**Signature of Reporting Person 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).
- (1) Grant of shares of time-vested restricted stock under the Federal Agricultural Mortgage Corporation's ("Farmer Mac") 2008 Omnibus Incentive Plan for no consideration. Includes three installments of 1,730 shares of restricted stock, each of which will vest on March 31,

Reporting Owners 2

Edgar Filing: FEDERAL AGRICULTURAL MORTGAGE CORP - Form 4

2015, March 31, 2016, and March 31, 2017, respectively.

- (2) Includes 10,940 shares of unvested restricted stock previously granted pursuant to Farmer Mac's 2008 Omnibus Incentive Plan. The grants of restricted stock have been described in detail in Farmer Mac's prior filings with the Securities and Exchange Commission.
- Grant of shares of performance-based restricted stock under Farmer Mac's 2008 Omnibus Incentive Plan for no consideration. The shares will vest on March 31, 2017 if the Farmer Mac maintains compliance with all applicable regulatory capital requirements between January 1, 2014 and December 31, 2016, with the percentage of shares that will vest to be determined by the Compensation Committee of Farmer Mac's Board of Directors.
- Grant of shares of performance-based restricted stock under Farmer Mac's 2008 Omnibus Incentive Plan for no consideration. The shares (4) will vest on March 31, 2017 if Farmer Mac meets certain performance objectives related to portfolio charge-offs and delinquencies, as specified in the related award agreement.
- (5) Exercisable beginning March 31, 2015 with respect to 2,200 shares, beginning March 31, 2016 with respect to 2,200 shares, and beginning March 31, 2017 with respect to 2,200 shares.
- (6) Grant of stock appreciation rights under Farmer Mac's 2008 Omnibus Incentive Plan for no consideration.

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.