

Bostrom Robert E.
Form 4
March 10, 2009

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN 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)

1. Name and Address of Reporting Person *
Bostrom Robert E.

2. Issuer Name and Ticker or Trading Symbol
FEDERAL HOME LOAN MORTGAGE CORP [FRE]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
8200 JONES BRANCH DRIVE
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
03/07/2009

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
EVP-Gen Csl & Corp Sec

MCLEAN, VA 22102
(City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
____ Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 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 Ownership (Instr. 4)
				(A) or (D) Code V Amount (D) Price			
Common Stock	03/07/2009		F(1)	4,784 D \$ 0.36	92,948	D	
Common Stock	03/07/2009		F(1)	1,352 D \$ 0.36	91,596	D	

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)

Edgar Filing: Bostrom Robert E. - Form 4

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. Transaction 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)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Owned Beneficially (Instr. 5)
				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
Bostrom Robert E. 8200 JONES BRANCH DRIVE MCLEAN, VA 22102			EVP-Gen Csl & Corp Sec	

Signatures

/s/ Philip BJORLO as attorney-in-fact for Robert E. Bostrom
03/10/2009

**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) Shares automatically retained by Freddie Mac to cover taxes associated with the lapse of restrictions on restricted stock award.

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. :normal;text-transform:none;font-variant: normal;">Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

As previously announced, Kevin B. Klotzbach will retire from his position as Executive Vice President and Chief Financial Officer of Financial Institutions, Inc. (the "Company") effective March 31, 2019. On March 27, 2019, the Board of Directors of the Company (the "Board") elected Mr. Klotzbach to the position of Executive Vice President, Senior Financial Advisor of the Company, effective April 1, 2019, following his retirement as Chief Financial Officer. Mr. Klotzbach will remain with the Company in his role as Executive Vice President, Senior Financial Advisor through December 31, 2019, to ensure a successful transition. As Executive Vice President, Senior Financial Advisor, Mr. Klotzbach will be entitled to an annual base salary of \$175,000. He will also continue to be eligible to participate in the 2019 Annual Cash Incentive Plan and will have a target cash incentive award equal to the sum of 40% of his prior base salary earned prior to April 1, 2019 and 25% of his new base salary earned from April 1, 2019

through December 31, 2019.

As previously announced on October 24, 2018, Justin K. Bigham joined the Company in the role of Executive Vice President and Deputy Chief Financial Officer on October 29, 2019. On March 27, 2019, the Board elected Mr. Bigham to the position of Executive Vice President, Chief Financial Officer and Treasurer of the Company, effective April 1, 2019, following Mr. Klotzbach's retirement as Chief Financial Officer effective March 31, 2019.

On April 1, 2019, the Company issued a press release announcing Mr. Bigham's appointment as Executive Vice President, Chief Financial Officer and Treasurer. A copy of this press release is filed as Exhibit 99.1 to this Current Report on Form 8-K.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

Exhibit		
Number	Description	Location
99.1	<u>Press Release issued by Financial Institutions, Inc. on April 1, 2019</u>	Filed Herewith

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

Financial Institutions, Inc.

Date: April 1, 2019 By: /s/ William L. Kreienberg
Executive Vice President, Chief Banking and Revenue
Officer and General Counsel