

Pallotta Karen R  
Form 3  
June 11, 2009

# 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)

1. Name and Address of Reporting  
Person \*

Â Pallotta Karen R

(Last) (First) (Middle)

3900 WISCONSIN AVENUE,  
NW

(Street)

WASHINGTON,Â DCÂ 20016

(City) (State) (Zip)

2. Date of Event Requiring  
Statement

(Month/Day/Year)  
06/01/2009

3. Issuer Name **and** Ticker or Trading Symbol

FEDERAL NATIONAL MORTGAGE ASSOCIATION  
FANNIE MAE [FNM]

4. Relationship of Reporting  
Person(s) to Issuer

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

(Check all applicable)

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_X\_\_ Officer \_\_\_\_ Other

(give title below) (specify below)

EVP - Single-Family Mortgage

6. Individual or Joint/Group

Filing(Check Applicable Line)

\_\_X\_\_ Form filed by One Reporting  
Person

\_\_\_\_ Form filed by More than One  
Reporting Person

### 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)

Common Stock

21,427

D

Â

Common Stock

1,132,531

I

By ESOP

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

SEC 1473 (7-02)

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information contained in this form are not  
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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)	
Employee Stock Option (Right to Buy)	11/16/2000 <sup>(1)</sup>	11/16/2009	Common Stock	2,870	\$ 71.5	D	Â
Employee Stock Option (Right to Buy)	01/23/2004	01/18/2010	Common Stock	2,572	\$ 62.5	D	Â
Employee Stock Option (Right to Buy)	11/21/2001 <sup>(1)</sup>	11/21/2010	Common Stock	3,030	\$ 77.1	D	Â
Employee Stock Option (Right to Buy)	11/20/2002 <sup>(1)</sup>	11/20/2011	Common Stock	6,630	\$ 80.95	D	Â
Employee Stock Option (Right to Buy)	01/23/2004	01/18/2010	Common Stock	325	\$ 80.95	D	Â
Employee Stock Option (Right to Buy)	01/21/2004 <sup>(1)</sup>	01/21/2013	Common Stock	3,623	\$ 69.43	D	Â
Employee Stock Option (Right to Buy)	01/23/2005 <sup>(1)</sup>	01/23/2014	Common Stock	4,553	\$ 78.32	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Pallotta Karen R 3900 WISCONSIN AVENUE, NW WASHINGTON, DC 20016	Â	Â	Â EVP - Single-Family Mortgage	Â

## Signatures

/s/ Karen R.  
Pallotta

06/11/2009

\_\_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).

(1) The options vest in four equal annual installments beginning on the date shown.

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

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