

# Freddie Mac Outside Counsel Legal Fees – Guidance

(Revision Date 06/23/26)

In accordance with section 6.9 of the *Multifamily Seller/Service Guide*, seller/service must pay (or cause to be paid) any outside counsel legal fees incurred by Freddie Mac in connection with the matters described below. Such fees must be paid on or before loan origination, or, with respect to any loan that is not originated, upon demand by Freddie Mac. If required by Freddie Mac, seller/service must collect a legal fee deposit in an amount to be determined by Freddie Mac (but seller/service will remain responsible for all legal fees exceeding the deposit).

<p><b>Conventional and Targeted Affordable Housing Retail – Transaction Types</b></p>	<ul style="list-style-type: none"> <li>• Pools with five or more properties, whether crossed or uncrossed             <ul style="list-style-type: none"> <li>○ “Pool” means loans that involve the same sponsor and that are being underwritten substantially simultaneously (even if originated by multiple lenders)</li> </ul> </li> <li>• Delaware Statutory Trust (DST) borrowers</li> <li>• Unusual or complex issues</li> <li>• Individual loans of \$100MM or more</li> </ul>
<p><b>Seniors Housing Transactions</b></p>	<ul style="list-style-type: none"> <li>• Flat fee of \$8,500 for “standard” single-property deals             <ul style="list-style-type: none"> <li>○ if transaction does not close, the fixed fee will be reduced to the actual time value of outside counsel, if less than the fixed fee</li> </ul> </li> <li>• If the proposed transaction involves complicating factors, Freddie Mac may adjust the fee upward to reflect the additional services required. Such additional factors include:             <ul style="list-style-type: none"> <li>○ More than limited negotiation of loan or mortgage documentation</li> <li>○ Unexpected or unforeseen changes in facts or deal structure that materially increase the legal work required</li> <li>○ Existence of additional nonstandard documentation or deal components requiring legal review or drafting. Examples include ground leases, subordinate debt, housing assistance payment contracts, regulatory agreements, tax abatements, partial condominiums or vertical subdivisions, entrance fee obligations, expansion projects,</li> </ul> </li> </ul>

	<p>nonstandard guarantor recourse obligations or multilevel operating structures.</p> <ul style="list-style-type: none"><li>○ Involvement of parties inexperienced in Freddie Mac Seniors Housing financing transactions</li></ul> <p>Failure of the parties to perform their functions in a timely manner.</p>
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