

SUPREME COURT OF THE STATE OF NEW YORK
COUNTY OF NEW YORK

In the matter of the application of

U.S. BANK NATIONAL ASSOCIATION, THE BANK OF NEW YORK MELLON, THE BANK OF NEW YORK MELLON TRUST COMPANY, N.A., WILMINGTON TRUST, NATIONAL ASSOCIATION, LAW DEBENTURE TRUST COMPANY OF NEW YORK, WELLS FARGO BANK, NATIONAL ASSOCIATION, HSBC BANK USA, N.A., and DEUTSCHE BANK NATIONAL TRUST COMPANY (as Trustees under various Pooling and Servicing Agreements and Indenture Trustees under various Indentures), AEGON USA Investment Management, LLC (intervenor), Bayerische Landesbank (intervenor), BlackRock Financial Management, Inc. (intervenor), Cascade Investment, LLC (intervenor), the Federal Home Loan Bank of Atlanta (intervenor), the Federal Home Loan Mortgage Corporation (Freddie Mac) (intervenor), the Federal National Mortgage Association (Fannie Mae) (intervenor), Goldman Sachs Asset Management L.P. (intervenor), Voya Investment Management LLC (f/k/a ING Investment LLC) (intervenor), Invesco Advisers, Inc. (intervenor), Kore Advisors, L.P. (intervenor), Landesbank Baden-Wuerttemberg (intervenor), Metropolitan Life Insurance Company (intervenor), Pacific Investment Management Company LLC (intervenor), Sealink Funding Limited (intervenor), Teachers Insurance and Annuity Association of America (intervenor), The Prudential Insurance Company of America (intervenor), the TCW Group, Inc. (intervenor), Thrivent Financial for Lutherans (intervenor), and Western Asset Management Company (intervenor),

Petitioners,

for an order, pursuant to CPLR § 7701, seeking judicial instruction, and approval of a proposed settlement.

Index No. 652382/2014

Motion Sequence 001

Motion Sequence 008

Motion Sequence 009

Motion Sequence 010

AFFIRMATION OF MATTHEW D. INGBER

I, Matthew D. Ingber, an attorney admitted to practice in the courts of the State of New York, hereby affirms under penalty of perjury and pursuant to CPLR 2106 as follows:

1. I am a partner in the law firm of Mayer Brown LLP, attorneys for Petitioners The Bank of New York Mellon and The Bank of New York Mellon Trust Company, N.A. I submit this affirmation in support of The Trustees' Omnibus Response to Objections.

2. Attached as Exhibit A is a true and correct copy of the redacted Expert Report of Daniel R. Fischel, dated July 17, 2014.

3. Attached as Exhibit B is a true and correct copy of the redacted Supplemental Expert Report of Daniel R. Fischel, dated July 26, 2014.

4. Attached as Exhibit C is a true and correct copy of the redacted Expert Report of Faten Sabry, Ph.D., dated July 17, 2014.

5. Attached as Exhibit D is a true and correct copy of the redacted Expert Report of Jeremy E. Reifsnyder, dated July 12, 2014.

6. Attached as Exhibit E is a true and correct copy of the Expert Report of the Honorable Anthony J. Carpinello (Ret.), dated May 5, 2014.

7. Attached as Exhibit F is a true and correct copy of the Expert Report of the Honorable Anthony J. Carpinello (Ret.), dated May 27, 2014.

8. Attached as Exhibit G is a true and correct copy of the Expert Report of the Honorable Anthony J. Carpinello (Ret.), dated June 20, 2014.

9. Attached as Exhibit H is a true and correct copy of the Expert Report of Professor Alan Schwartz, dated May 27, 2014.

Dated: New York, New York
December 3, 2014

/s/ Matthew D. Ingber
Matthew D. Ingber