

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

----- X
:
In the matter of the application of : Index No. 652382/2014
:
U.S. BANK NATIONAL ASSOCIATION, THE : Part 60
BANK OF NEW YORK MELLON, THE BANK OF :
NEW YORK MELLON TRUST COMPANY, N.A., : Motion Sequence No. 21
WILMINGTON TRUST, NATIONAL :
ASSOCIATION, LAW DEBENTURE TRUST : Hon. Marcy S. Friedman
COMPANY OF NEW YORK, WELLS FARGO :
BANK, NATIONAL ASSOCIATION, HSBC BANK : Oral Argument Requested
USA, N.A., AND DEUTSCHE BANK NATIONAL :
TRUST COMPANY (as trustees under various Pooling : **PROPOSED** **ORDER**
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. :
----- X

Upon the Notice of Respondent-Investors' Omnibus Motion to Compel the Institutional Investors and the accompanying Memorandum of Law, the supporting affirmation of Michael C. Ledley, Esq. affirmed July 7, 2015, the supporting affirmation of Charles R. Jacob III, Esq. affirmed July 7, 2015, the supporting affirmation of John G. Moon, Esq. affirmed July 7, 2015, the supporting affidavit of Mingsung Tang sworn to July 6, 2015, and all papers and proceedings heretofore had herein,

IT IS HEREBY ORDERED, that Respondent-Investors' Motion to Compel be granted and that the Institutional Investors shall (i) produce all documents concerning the negotiation of the proposed settlement agreement among JPMorgan Chase & Co. ("JPMorgan"), the Institutional Investors, and the Trustees, dated November 15, 2013, and modified July 29, 2014, including any presentation or analysis provided to or discussed with JPMorgan relating to the subject matter thereof, (ii) provide responses to W&L's discovery requests, and (iii) produce documents concerning their holdings (if any) in the trusts that are the subject of this settlement as of September 1, 2008 and April 1, 2009.

Dated: New York, New York

_____, 2015

MARCY S. FRIEDMAN, J.S.C.