

# **EXHIBIT A**

**NOTICE REGARDING RECEIPT OF PRIVATE LETTER RULINGS FROM THE INTERNAL REVENUE SERVICE AND THE CONSEQUENT OCCURRENCE OF THE “EFFECTIVE DATE” UNDER THE SETTLEMENT AGREEMENT.**

**NOTICE IS HEREBY GIVEN TO THE HOLDERS OF CERTIFICATES, NOTES OR OTHER SECURITIES (THE “CERTIFICATEHOLDERS”) OF THE RESIDENTIAL MORTGAGE-BACKED SECURITIZATION TRUSTS AND LOAN GROUPS IDENTIFIED IN EXHIBIT A HERETO (THE “SETTLEMENT TRUSTS”) AND OTHER PERSONS POTENTIALLY INTERESTED IN THE SETTLEMENT TRUSTS. THE CERTIFICATEHOLDERS AND OTHER NOTICE RECIPIENTS SHOULD READ THIS NOTICE AND THE MATERIALS REFERENCED HEREIN CAREFULLY IN CONSULTATION WITH THEIR LEGAL AND FINANCIAL ADVISORS.**

**NOTICE IS HEREBY GIVEN TO THE CERTIFICATEHOLDERS BY:**

**THE BANK OF NEW YORK MELLON  
THE BANK OF NEW YORK MELLON TRUST COMPANY, N.A.  
DEUTSCHE BANK NATIONAL TRUST COMPANY  
HSBC BANK USA, NATIONAL ASSOCIATION  
TMI TRUST COMPANY (SUCCESSOR SEPARATE TRUSTEE TO LAW  
DEBENTURE TRUST COMPANY OF NEW YORK)  
U.S. BANK NATIONAL ASSOCIATION  
WELLS FARGO BANK, NATIONAL ASSOCIATION  
WILMINGTON TRUST, NATIONAL ASSOCIATION**

**EACH, IN ITS CAPACITY AS TRUSTEE, SEPARATE TRUSTEE, AND/OR SUCCESSOR TRUSTEE OF THE SETTLEMENT TRUSTS (THE “TRUSTEES”) UNDER CERTAIN APPLICABLE POOLING AND SERVICING AGREEMENTS, MORTGAGE LOAN PURCHASE AGREEMENTS, ASSIGNMENT AND ASSUMPTION AGREEMENTS AND/OR OTHER AGREEMENTS GOVERNING THE SETTLEMENT TRUSTS (THE “GOVERNING AGREEMENTS”).**

**THIS NOTICE CONTAINS IMPORTANT INFORMATION FOR THE CERTIFICATEHOLDERS. ALL DEPOSITORIES, CUSTODIANS AND OTHER INTERMEDIARIES RECEIVING THIS NOTICE, AS APPLICABLE, ARE REQUESTED TO EXPEDITE THE RE-TRANSMITTAL OF THIS NOTICE TO THE CERTIFICATEHOLDERS IN A TIMELY MANNER. CUSIP NUMBERS TO WHICH THIS NOTICE RELATES MAY BE FOUND AT: [HTTP://WWW.RMBSTRUSTEESSETTLEMENT.COM/LIST\\_OF\\_RMBS\\_TRUSTS.PDF](http://www.rmbstrusteesettlement.com/list_of_rmbs_trusts.pdf).**

Dated: October 5, 2017

This notice (the “Notice”) concerns developments relating to the RMBS Trust Settlement Agreement dated as of November 15, 2013 and modified as of July 29, 2014 (the “Settlement Agreement” or “Settlement”), by and among a group of twenty-one (21) institutional investors (the “Institutional Investors”), JPMorgan Chase & Co. and its direct and indirect subsidiaries (“JPMorgan”), and the Trustees. A copy of the Settlement Agreement is available at: [http://www.rmbstrusteesettlement.com/docs/Modified\\_Proposed\\_Settlement\\_Agreement.pdf](http://www.rmbstrusteesettlement.com/docs/Modified_Proposed_Settlement_Agreement.pdf) and

should be referred to for information concerning the terms thereof. Capitalized terms used in this Notice and not otherwise defined have the meanings assigned to them in the Settlement Agreement.

The purpose of this Notice is to inform Certificateholders and other persons potentially interested in the Settlement Trusts that the requirements of Section 2.09 of the Settlement Agreement were satisfied as of September 19, 2017, and that as a result of the foregoing, **the “Effective Date” under the Settlement Agreement is September 19, 2017**.

## BACKGROUND

In a prior notice, dated October 28, 2016 (the “October 2016 Notice”), the Trustees informed you, among other things, that (i) following a hearing in January 2016, the Court granted the relief sought by the Trustees and issued a decision on August 12, 2016 (the “August 12 Decision”) and a separate final order and judgment on August 23, 2016 (the “August 23 Order”); (ii) both the August 12 Decision and August 23 Order became final and non-appealable and constituted Final Court Approval of the Settlement Agreement pursuant to the terms thereof; (iii) pursuant to the Settlement Agreement, settlement payment distributions cannot occur until after the Effective Date of the Settlement Agreement; (iv) pursuant to Section 2.09 of the Settlement Agreement, the Effective Date of the Settlement Agreement shall be deemed not to have occurred unless and until the Trustees receive private letter rulings, or similar acceptable guidance, applicable to all of the Settlement Trusts from the Internal Revenue Service (the “IRS”) to the effect that: (x) the execution of, and the transactions contemplated by, the Settlement Agreement will not cause any portion of a Settlement Trust for which a REMIC election (as defined in the Internal Revenue Code) has been made in accordance with the applicable Governing Agreement to fail to qualify at any time as a REMIC, and (y) the receipt of the settlement payment by the Settlement Trusts will not cause, or result in, the imposition of any taxes on the Settlement Trusts or on any portion of a Settlement Trust for which a REMIC election has been made in accordance with the terms of the applicable Governing Agreement ((x) and (y) collectively, “IRS Rulings”); and (v) the Trustees were consulting with their respective advisors regarding requests for IRS Rulings and anticipated making such requests in the near future.

Copies of the Trustees’ prior notices, including the October 2016 Notice, are available at <http://www.rmbstrusteesettlement.com/notice.php> and should be referred to for additional background information concerning the Settlement.

## NOTICE OF RECEIPT OF PRIVATE LETTER RULINGS FROM THE INTERNAL REVENUE SERVICE AND THE CONSEQUENT OCCURRENCE OF THE “EFFECTIVE DATE” UNDER THE SETTLEMENT AGREEMENT

As of September 19, 2017, each Trustee has received, with respect to the Settlement Trusts for which such Trustee acts as trustee, indenture trustee, separate trustee, and/or successor trustee, the IRS Rulings required under Section 2.09 of the Settlement Agreement, and as a result of the foregoing, **the “Effective Date” under the Settlement Agreement is September 19, 2017**. Accordingly, among other things, (i) pursuant to Section 3.05 of the Settlement Agreement, the Expert is required to calculate the final Allocable Share for each Settlement

Trust within ninety (90) days of September 19, 2017, and (ii) pursuant to Section 3.01 of the Settlement Agreement, JPMorgan is required to pay the portion of the Settlement Payment that is equal to the aggregate amount of the Allocable Shares of all Settlement Trusts within thirty (30) days of the Final Expert Calculation.

As we informed you in the October 2016 Notice, in addition to the receipt of IRS Rulings, certain other events will need to occur prior to the distribution of any settlement payments, including, among other things, Final Expert Calculation of each Settlement Trust's Allocable Share.

This Notice does not make, and should not be construed to make, any representations with respect to when settlement payments may actually be distributed. The following website should be consulted regularly for further updates concerning the Settlement: <http://www.rmbstrusteesettlement.com/index.php> (the "JPM Settlement Website").

## **OTHER MATTERS**

This Notice summarizes previous notices to Certificateholders regarding the Settlement Agreement and is not a complete summary of the Settlement Agreement or other documents the Trustees have posted on the JPM Settlement Website or a summary or statement of relevant law or of relevant legal procedures. Certificateholders and other potentially interested persons are urged to carefully consider the implications of this Notice and to consult with their own legal and financial advisors. This Notice and any further notices with respect to the matters addressed herein will be made available at the JPM Settlement Website. Certificateholder inquiries regarding the matters set forth in this Notice may be directed to the applicable Trustee using the contact information of such Trustee available at: <http://www.rmbstrusteesettlement.com/rmbcontact.php>.

Certificateholders and other persons interested in the Settlement Trusts should not rely on the Trustees, their counsel, experts, or other advisors retained by the Trustees, as their sole source of information.

Please note that this Notice is not intended and should not be construed as investment, accounting, financial, legal, tax, or other advice by or on behalf of the Trustees, or their directors, officers, affiliates, agents, attorneys, or employees. Each person or entity receiving this Notice should seek the advice of its own advisors in respect of the matters set forth herein.

Please be further advised that each of the Trustees reserves all of the rights, powers, claims, and remedies available to it under the Governing Agreements and applicable law. No delay or forbearance by a Trustee to exercise any right or remedy accruing upon the occurrence of a default, or otherwise under the terms of the Governing Agreements, other documentation relating thereto or under applicable law, shall impair any such right or remedy or constitute a waiver thereof or acquiescence therein.

Each of the Trustees expressly reserves all rights in respect of each applicable Governing Agreement, including without limitation its right to recover in full its fees and costs (including, without limitation, fees and costs incurred or to be incurred by such Trustee in performing its duties, indemnities owing or to become owing to such Trustee, compensation for such Trustee's

time spent and reimbursement for fees and costs of counsel and other agents it employs in performing its duties or to pursue remedies) and its right, prior to exercising any rights or powers in connection with any applicable Governing Agreement at the request or direction of any Certificateholder, to receive security or indemnity satisfactory to it against all costs, expenses, and liabilities which might be incurred in compliance therewith, and all rights that may be available to it under applicable law or otherwise.

Please be advised that, should a Trustee receive an inquiry from a Certificateholder, that Trustee may conclude that a response to only the inquiring Certificateholder is not consistent with applicable law or regulation that requires equal and full dissemination of information to all Certificateholders.

\* \* \*

**EXHIBIT A**

**SETTLEMENT TRUSTS**

**The Bank of New York Mellon, as Trustee**

BALTA 2005-1  
BALTA 2005-10  
BALTA 2005-2  
BALTA 2005-3  
BALTA 2005-4  
BALTA 2005-5  
BALTA 2005-7  
BALTA 2005-8  
BALTA 2005-9  
BALTA 2006-1  
BALTA 2006-2  
BSABS 2005-SD1  
BSABS 2005-SD2  
BSABS 2005-SD3  
BSABS 2005-SD4  
BSABS 2006-2  
BSABS 2006-3  
BSABS 2006-4  
BSABS 2006-SD1  
BSABS 2006-SD2  
BSABS 2006-SD3  
BSABS 2006-SD4  
BSABS 2007-1  
CHASE 2006-S2  
GPMF 2005-AR1  
PRIME 2005-1  
SAMI 2005-AR1  
SAMI 2005-AR2  
SAMI 2005-AR3  
SAMI 2005-AR4  
SAMI 2005-AR6  
SAMI 2005-AR7  
SAMI 2005-AR8  
SAMI 2006-AR1  
SAMI 2006-AR2  
SAMI 2006-AR3  
SAMI 2006-AR4  
SAMI 2006-AR5  
SAMI 2006-AR6  
SAMI 2006-AR7  
SAMI 2006-AR8

**The Bank of New York Mellon Trust Company, as Trustee**

CFLX 2007-1  
CFLX 2007-2  
CFLX 2007-3  
CFLX 2007-M1  
CHASE 2006-S3  
CHASE 2006-S4  
CHASE 2007-A1  
CHASE 2007-A2  
CHASE 2007-A3  
CHASE 2007-S1  
CHASE 2007-S2  
CHASE 2007-S3  
CHASE 2007-S4  
CHASE 2007-S5  
CHASE 2007-S6

**Deutsche Bank National Trust Company, as Trustee**

JPMAC 2007-CH1  
JPMAC 2007-CH2  
JPMAC 2007-CH3  
JPMAC 2007-CH4  
JPMAC 2007-CH5  
JPMAC 2007-HE1  
MSST 2007-1

**HSBC Bank USA, National Association, as Trustee**

BSMF 2006-AC1  
JPALT 2006-A5  
JPALT 2006-A7  
JPALT 2007-A1  
JPMMT 2006-A5  
JPMMT 2007-A1  
JPMMT 2007-A2  
JPMMT 2007-A5  
JPMMT 2007-A6  
LUM 2006-3

**U.S. Bank National Association, as Trustee**

BALTA 2006-3	BSABS 2006-HE8
BSABS 2005-2	BSABS 2006-HE9
BSABS 2005-3	BSABS 2006-IM1
BSABS 2005-4	BSABS 2006-PC1
BSABS 2005-AC1	BSABS 2007-AC1
BSABS 2005-AC2	BSABS 2007-AQ1
BSABS 2005-AC3	BSABS 2007-FS1
BSABS 2005-AC4	BSABS 2007-HE1
BSABS 2005-AC5	BSABS 2007-HE2
BSABS 2005-AC6	BSABS 2007-HE3
BSABS 2005-AC7	BSABS 2007-HE4
BSABS 2005-AC8	BSABS 2007-HE5
BSABS 2005-AC9	BSABS 2007-HE6
BSABS 2005-AQ1	BSABS 2007-HE7
BSABS 2005-AQ2	BSARM 2005-1
BSABS 2005-EC1	BSARM 2005-10
BSABS 2005-FR1	BSARM 2005-11
BSABS 2005-HE1	BSARM 2005-12
BSABS 2005-HE10	BSARM 2005-2
BSABS 2005-HE11	BSARM 2005-3
BSABS 2005-HE12	BSARM 2005-4
BSABS 2005-HE2	BSARM 2005-5
BSABS 2005-HE3	BSARM 2005-6
BSABS 2005-HE4	BSARM 2005-7
BSABS 2005-HE5	BSARM 2005-9
BSABS 2005-HE6	BSARM 2006-1
BSABS 2005-HE7	BSARM 2006-2
BSABS 2005-HE8	BSMF 2006-SL2
BSABS 2005-HE9	BSMF 2006-SL3
BSABS 2005-TC1	BSMF 2006-SL4
BSABS 2005-TC2	BSMF 2006-SL5
BSABS 2006-1	BSMF 2006-SL6
BSABS 2006-AC1	BSMF 2007-SL1, Group 2
BSABS 2006-AC2	BSMF 2007-SL2
BSABS 2006-AC3	BUMT 2005-1
BSABS 2006-AC4	CFLX 2005-1
BSABS 2006-AC5	CFLX 2005-2
BSABS 2006-AQ1	CFLX 2006-1
BSABS 2006-EC1	CFLX 2006-2
BSABS 2006-EC2	CHASE 2005-A1
BSABS 2006-HE1	CHASE 2005-A2
BSABS 2006-HE10	CHASE 2005-S1
BSABS 2006-HE2	CHASE 2005-S2
BSABS 2006-HE5	CHASE 2005-S3
BSABS 2006-HE6	CHASE 2006-A1
BSABS 2006-HE7	CHASE 2006-S1



**U.S. Bank National Association, as Trustee**

EMCM 2005-A	JPMMT 2005-A8
EMCM 2005-B	JPMMT 2005-ALT1
EMCM 2006-A	JPMMT 2005-S1
JPALT 2005-A2	JPMMT 2005-S2
JPALT 2005-S1	JPMMT 2005-S3
JPALT 2006-A1	JPMMT 2006-A1
JPALT 2006-A2	JPMMT 2006-A2
JPALT 2006-A3	JPMMT 2006-A3
JPALT 2006-A4	JPMMT 2006-A4
JPALT 2006-A6	JPMMT 2006-A6
JPALT 2006-S1	JPMMT 2006-A7
JPALT 2006-S2	JPMMT 2006-S1
JPALT 2006-S3	JPMMT 2006-S2
JPALT 2006-S4	JPMMT 2006-S3
JPALT 2007-A2	JPMMT 2006-S4
JPALT 2007-S1	JPMMT 2007-A3
JPMAC 2005-FLD1	JPMMT 2007-A4
JPMAC 2005-FRE1	JPMMT 2007-S1
JPMAC 2005-OPT1	JPMMT 2007-S2
JPMAC 2005-OPT2	JPMMT 2007-S3
JPMAC 2005-WMC1	LUM 2005-1
JPMAC 2006-ACC1	PRIME 2005-2
JPMAC 2006-CH1	PRIME 2005-3
JPMAC 2006-CH2	PRIME 2005-4
JPMAC 2006-CW1	PRIME 2005-5
JPMAC 2006-CW2	PRIME 2006-1
JPMAC 2006-FRE1	PRIME 2006-2
JPMAC 2006-FRE2	PRIME 2006-CL1
JPMAC 2006-HE1	PRIME 2007-1
JPMAC 2006-HE2	PRIME 2007-2
JPMAC 2006-HE3	PRIME 2007-3
JPMAC 2006-NC1	SACO 2005-6
JPMAC 2006-NC2	SACO 2005-9
JPMAC 2006-RM1	SACO 2005-WM1
JPMAC 2006-WF1	SACO 2005-WM2
JPMAC 2006-WMC1	SACO 2005-WM3
JPMAC 2006-WMC2, Group 1	SACO 2006-4
JPMAC 2006-WMC3, Group 1	SAMI 2005-AR5
JPMAC 2006-WMC4, Group 1	
JPMMT 2005-A1	
JPMMT 2005-A2	
JPMMT 2005-A3	
JPMMT 2005-A4	
JPMMT 2005-A5	
JPMMT 2005-A6	
JPMMT 2005-A7	

**Wells Fargo Bank, National Association, as Trustee**  
**TMI Trust Company (as Successor Separate Trustee to Law Debenture Trust Company**  
**of New York), as Separate Trustee**

BSABS 2005-1  
BSABS 2007-AC2  
BSABS 2007-AC3  
BSABS 2007-AC4  
BSABS 2007-AC5  
BSABS 2007-AC6  
BSARM 2007-3  
BSARM 2007-5  
BSMF 2006-AR1  
BSMF 2006-AR2  
BSMF 2006-AR3  
BSMF 2006-AR4  
BSMF 2006-AR5  
BSMF 2007-AR1  
BSMF 2007-AR2  
BSMF 2007-AR3  
BSMF 2007-AR4  
BSMF 2007-AR5  
GPMF 2005-AR2  
GPMF 2005-AR3  
GPMF 2005-AR4  
GPMF 2005-AR5  
GPMF 2006-AR1  
GPMF 2006-AR2  
GPMF 2006-AR3  
SACO 2005-1  
SACO 2005-2  
SACO 2005-3  
SACO 2007-VA1  
SAMI 2007-AR4

**Wilmington Trust, National Association, as Trustee**

BALTA 2006-4  
BALTA 2006-5  
BALTA 2006-6  
BALTA 2006-7  
BALTA 2006-8  
BALTA 2007-1  
BALTA 2007-2  
BALTA 2007-3  
BSAAT 2007-1  
BSABS 2005-CL1  
BSABS 2006-HE3  
BSABS 2006-HE4  
BSABS 2007-2  
BSABS 2007-SD1  
BSABS 2007-SD2  
BSABS 2007-SD3  
BSARM 2006-4  
BSARM 2007-1  
BSARM 2007-2  
BSARM 2007-4  
BSSLT 2007-SV1  
GPMF 2007-HE1  
PRIME 2006-DR1  
SACO 2005-4  
SACO 2005-5  
SACO 2005-7  
SACO 2005-8  
SACO 2005-10, Loan Group II  
SACO 2005-GP1  
SACO 2006-1  
SACO 2006-9  
SACO 2006-10  
SACO 2006-12  
SACO 2007-1, Loan Group II  
SAMI 2007-AR1  
SAMI 2007-AR2  
SAMI 2007-AR3  
SAMI 2007-AR5  
SAMI 2007-AR6  
SAMI 2007-AR7