

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

In the matter of the application of

WELLS FARGO BANK, NATIONAL ASSOCIATION,  
U.S. BANK NATIONAL ASSOCIATION, U.S. BANK  
TRUST COMPANY, NATIONAL ASSOCIATION,  
THE BANK OF NEW YORK MELLON, THE BANK  
OF NEW YORK MELLON TRUST COMPANY, N.A.,  
WILMINGTON TRUST, NATIONAL ASSOCIATION,  
HSBC BANK USA, N.A., and DEUTSCHE BANK  
NATIONAL TRUST COMPANY (as Trustees,  
Indenture Trustees, Securities Administrators, Paying  
Agents, and/or Calculation Agents of Certain Residential  
Mortgage-Backed Securitization Trusts),

Petitioners,

For Judicial Instructions under CPLR Article 77 on the  
Distribution of a Settlement Payment.

Index No. 657387/2017

Assigned to: Crane, J.

**AFFIRMATION OF  
NIDHI NINA YADAVA**

I, Nidhi Nina Yadava, an attorney duly admitted to practice law in the State of New York, hereby affirm under penalties of perjury, pursuant to CPLR § 2106, as follows:

1. I am a Partner with the firm Jones Day, counsel for petitioners U.S. Bank National Association and U.S. Bank Trust Company, National Association (collectively, “U.S. Bank”) in this action. I am familiar with the proceedings in this case.

2. I have personal knowledge of the facts stated in this affirmation, and they are all true and correct. I make this application in support of the Proposed Order to Show Cause (the “Proposed OSC”) filed by U.S. Bank contemporaneously herewith.

3. All capitalized terms used and not otherwise defined herein shall have the meanings ascribed to such terms in the Petition (NYSCEF No. 1).

4. On February 13, 2020, the Court issued a Decision and Order (NYSCEF No. 843) (the “Merits Ruling”) concerning the settlement payment administration and distribution issues raised in the Petition.

5. The Merits Ruling was affirmed by the First Department, Appellate Division on August 19, 2021 (the “First Department Order”), and certain parties thereafter filed motions seeking discretionary leave to appeal with the New York Court of Appeals.

6. On April 26, 2022, the New York Court of Appeals denied the motions seeking leave to appeal “upon the ground that the order sought to be appealed from does not finally determine the proceeding within the meaning of the Constitution.”

7. On May 25, 2022, Tilden Park Investment Master Fund LP and U.S. Bank National Association, solely in its capacity as Indenture Trustee for certain NIM Trusts holding direct interests in certain of the Disputed Subject Trusts and solely at the direction of HBK Master Fund L.P., filed with the New York Court of Appeals a motion for reargument of their motion seeking leave to appeal (“Motion for Reargument”).

8. On September 15, 2022, the New York Court of Appeals denied the Motion for Reargument.

9. Subsequently, the parties have agreed upon the language of a proposed final judgment for 20 trusts (the “20 Trusts Proposed Judgment”). The 20 Trusts Proposed Judgment “is not a waiver of any party’s rights to take an appeal from, or seek further review of, this [20 Trusts Proposed Judgment].” 20 Trusts Proposed Judgment at 4. A true and correct copy of the 20 Trusts Proposed Judgment is enclosed as Exhibit 1 hereto.

10. Prior to this filing, I circulated a copy of the 20 Trusts Proposed Judgment to all parties in this matter, and inquired as to whether each party with an interest in the 20 Trusts

Proposed Judgment agree to the entry of the same. Each interested party responded to my inquiry and confirmed that they agree to the entry of the 20 Trusts Proposed Judgment. The 20 Trusts Proposed Judgment provides at paragraph 9 that “the entry of this [20 Trusts Proposed Judgment], or any Interested Person’s joining in the motion for the entry of the [20 Trusts Proposed Judgment] shall not be deemed or argued to constitute a waiver of any Interested Person’s rights to appeal from this [20 Trusts Proposed Judgment] or the Merits Ruling as permitted under New York law, including without limitation the right to file any appeal to the Appellate Division, First Department, and any appeal or motion for permission to appeal to the New York Court of Appeals.” 20 Trusts Proposed Judgment at 11. Nevertheless, consistent with prior instructions of this Court, the Proposed OSC filed herewith provides an opportunity for parties to file opposition papers to the 20 Trusts Proposed Judgment if they so wish.

11. For the reasons set out herein and subject to my understanding that no party opposes the 20 Trusts Proposed Judgment, U.S. Bank respectfully requests that the Court enter the 20 Trusts Proposed Judgment.

12. No prior application for the relief herein requested has been made to this Court or to any other Court.

Dated: October 27, 2023  
New York, New York

JONES DAY

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**RULE 17 CERTIFICATE OF COMPLIANCE WITH WORD COUNT LIMIT**

I hereby certify that the foregoing document complies with the word count limit set forth in Rule 17 of the Rules of Practice for the Commercial Division of the Supreme Court because it contains 657 words, excluding the caption and signature block.

In making this calculation, I have relied on the word count of the word-processing system used to prepare the document.

Dated: October 27, 2023  
New York, New York

Respectfully submitted,  
  
/s/ Nidhi Nina Yadava  
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