

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

In the matter of the application of

U.S. BANK NATIONAL ASSOCIATION and U.S. BANK TRUST COMPANY, NATIONAL ASSOCIATION (each separately as Trustee, Securities Administrator, Paying Agent, and/or Calculation Agent under various Pooling and Servicing Agreements),

Petitioners,

for judicial instructions pursuant to CPLR Art. 77.

Index No. 656028/2021

Justice Andrew S. Borrok  
 Part 53

**AFFIRMATION OF NIDHI NINA  
 YADAVA IN SUPPORT OF  
 SECOND AMENDED PETITION**

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

1. I am a partner of the firm Jones Day, counsel for petitioners U.S. Bank National Association and U.S. Bank Trust Company, National Association (“Petitioners”).

2. I respectfully submit this affirmation in support of the Second Amended Petition, dated July 27, 2023 and filed contemporaneously herewith, for the sixty-six residential mortgage-backed securitization trusts (“RMBS”) identified in Exhibit A to the Second Amended Petition (including any individually designated loan groups therein, the “Subject Trusts”).

3. Pursuant to [CPLR § 7701](#), the Second Amended Petition seeks judicial instruction concerning the interpretation and application of certain provisions of the contracts governing the Subject Trusts (the “Governing Agreements”) with respect to issues regarding (i) the manner in which distributions are calculated and applied under the waterfalls after the aggregate outstanding principal balances of the Class A, Class M, and/or Class B classes of certificates are reduced to zero, and (ii) the treatment of borrower payments of deferred or forborne principal, interest, and/or other amounts on mortgages that have been subject to servicer modifications in connection with a

default or reasonably foreseeable default (as determined by servicers), which is a subsidiary issue that has the potential to impact issue (i). The Second Amended Petition modifies the list of Subject Trusts to omit reference to the eleven RMBS previously at issue in this proceeding pursuant to the First Amended Petition ([NYSCEF No. 33](#)), but which have since been severed from this action following entry of certain Partial Severance Orders and Partial Final Judgments related to these RMBS ([NYSCEF Nos. 171, 258](#)), and to revise certain aspects of the First Amended Petition. A redline comparison of the Second Amended Petition to the First Amended Petition is attached as Exhibit 1 to this Affirmation.

4. Pursuant to [CPLR § 3025\(b\)](#), all parties to this action have stipulated to the filing of the Second Amended Petition and have agreed that the Second Amended Petition shall henceforth be the operative petition in this action, that all answers and other briefing filed subsequent to the First Amended Petition and pursuant to the Court's Orders to Show Cause pertaining thereto ([NYSCEF Nos. 30, 55](#)) shall be deemed to relate to the Second Amended Petition, and Petitioners understand that no party intends to re-file or supplement any pleadings or briefing as a result of the filing of the Second Amended Petition. A true and accurate copy of a joint Stipulation Concerning Second Amended Petition is attached as Exhibit 2 to this Affirmation.

Dated: New York, New York  
July 27, 2023

/s/ Nidhi Nina Yadava  
NIDHI NINA YADAVA

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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 440 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: July 27, 2023  
New York, New York

Respectfully submitted,

*/s/ Nina Yadava*

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