

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

In The Matter Of The Application Of

THE BANK OF NEW YORK MELLON, in its Capacity  
as Trustee for 278 Residential Mortgage-Backed  
Securitization Trusts,

*Petitioner,*

For Judicial Instructions Under CPLR Article 77  
Concerning the Proper Pass-Through Rate Calculation for  
CWALT Interest Only Senior Certificates.

Index No. 150738/2019

IAS Part 60

Hon. Marcy S. Friedman

**JOINT STIPULATION  
REGARDING BRIEFING  
SCHEDULE**

WHEREAS on January 24, 2019, The Bank of New York Mellon (“BNYM”) filed a petition for a special proceeding pursuant to CPLR Article 77 in the Supreme Court of the State of New York (Dkt. 1) (the “Petition”), styled *In the Matter of the Application of The Bank Of New York Mellon, in its Capacity as Trustee for 278 Residential Mortgage-Backed Securitization Trusts, Petitioner, For Judicial Instructions Under CPLR Article 77 Concerning the Proper Pass-Through Rate Calculation for CWALT Interest Only Senior Certificates*, Index No. 150738/2019;

WHEREAS on April 18, 2019 certain parties appeared before the Court for a preliminary status conference, at which the Court set a briefing schedule with respect to the parties’ positions on the merits of the Petition that provided for opening briefs to be filed May 31, 2019, opposition briefs to be filed June 14, 2019, and reply briefs to be filed June 28, 2019 (Dkt. 43, at 24:4–11);

WHEREAS on May 14, 2019 (Dkt. 44), the Trustee sought leave to provide a supplemental notice to certificateholders in the 278 residential mortgage-backed securitization trusts at issue in this proceeding (the “Covered Trusts”) concerning the Computation Method Issue, as that term is defined in the Trustee’s May 14, 2019 letter (the “Supplemental Notice”);

WHEREAS on May 16, 2019, the Court held a telephonic conference at which it instructed the Trustee to submit a Proposed Order to Show Cause with respect to the proposed Supplemental Notice, and further indicated that the briefing schedule would be extended to permit other certificateholders in the Covered Trusts an opportunity to appear following the transmission of such notice;

WHEREAS on May 22, 2019, the Court entered an Order to Provide Supplemental Notice, directing the Trustee to issue the Supplemental Notice to certificateholders in the Covered Trusts and setting a June 14, 2019 deadline for any other interested certificateholder to appear in this proceeding (Dkt. 48);

NOW, THEREFORE, the parties hereby stipulate and agree on the following revised briefing schedule with respect to the merits of the Petition:

1. Opening brief by the Trustee, by Silian Ventures, LLC, and a single opening brief by the various investors, each brief of 20 pages to be served and so received by June 17, 2019;
2. The same three opposition briefs of 20 pages to be served and so received by July 1, 2019; and
3. The same three reply briefs to be served and so received by July 15, 2019.

The parties further stipulate and agree to amend the foregoing revised briefing schedule in the event that any other certificateholder in the Covered Trusts appears in this proceeding on or before the June 14, 2019 deadline for such appearances set forth in the Court's Order to Provide Supplemental Notice.

Dated: June 11, 2019

*/s/ Jonathan E. Pickhardt*

---

Jonathan E. Pickhardt  
Maaren A. Shah  
Blair A. Adams  
Evan Hess  
Neil T. Phillips  
Quinn Emanuel Urquhart & Sullivan, LLP  
51 Madison Avenue, 22nd Floor  
New York, New York 10010  
(212) 849-7000  
jonpickhardt@quinnemanuel.com  
maarensah@quinnemanuel.com  
blairadams@quinnemanuel.com  
evanhess@quinnemanuel.com  
neilphillips@quinnemanuel.com

*Attorneys for Silian Ventures LLC*

*/s/ Saul B. Shapiro*

---

Saul B. Shapiro  
Peter W. Tomlinson  
Daniel A. Friedman  
Patterson Belknap Webb & Tyler  
1133 Avenue of the Americas  
New York, NY 10036-6710  
(212) 336-2000  
sbshapiro@pbwt.com  
pwtomlinson@pbwt.com  
dfriedman@pbwt.com

*Attorneys for American General Life Insurance Company, American Home Assurance Company, American International Reinsurance Company, Ltd., Lexington Insurance Company, National Union Fire Insurance Company of Pittsburgh, Pa., The United States Life Insurance Company in the City of New York, The Variable Annuity Life Insurance Company*

*/s/ Christopher J. Houpt*

---

Matthew D. Ingber  
Christopher J. Houpt  
Mayer Brown LLP  
1221 Avenue of the Americas  
New York, New York 10020  
(212) 506-2500  
mingber@mayerbrown.com  
choupt@mayerbrown.com

*Attorneys for The Bank of New York Mellon*

*/s/ Jonathan L. Hochman*

---

Jonathan L. Hochman  
Karen M. Steel  
Schindler Cohen & Hochman LLP  
100 Wall Street, 15th Floor  
New York, New York 10005  
(212) 277 6330  
jhochman@schlaw.com  
ksteel@schlaw.com

*Attorneys for Tilden Park Investment Master Fund LP, Tilden Park Management I LLC and Tilden Park Capital Management LP*

*/s/ David M. Sheeren*

---

David M. Sheeren (*pro hac vice*  
forthcoming)

Denise L. Drake (*pro hac vice*  
forthcoming)

Gibbs & Bruns LLP

1100 Louisiana, Suite 5300

Houston, Texas 77002

(713) 650-8805

dsheeren@gibbsbruns.com

ddrake@gibbsbruns.com

*Attorneys for BlackRock Financial  
Management, Inc., the Federal Home Loan  
Bank of Atlanta, Goldman Sachs Asset  
Management L.P., Kore Advisors, L.P.,  
and Pacific Investment Management  
Company LLC*

*/s/ Kenneth E. Warner*

---

Kenneth E. Warner

Warner Partners, P.C.

950 Third Avenue, 32nd Floor

New York, New York 10022

(212) 593-8000

kwarner@warnerpc.com

*Attorneys for BlackRock Financial  
Management, Inc., the Federal Home Loan  
Bank of Atlanta, Goldman Sachs Asset  
Management L.P., Kore Advisors, L.P., and  
Pacific Investment Management Company  
LLC*

*/s/ Jennifer Bloom*

---

Shawn Patrick Regan

Patrick L. Robson

Jennifer Bloom

Hunton Andrews Kurth LLP

200 Park Avenue

New York, New York 10166

(212) 309-1000

sregan@huntonAK.com

probson@huntonAK.com

jbloom@HuntonAK.com

*Attorneys for MFA Financial, Inc., MFA  
Securities Holdings LLC, MFA  
Securitization Holdings LLC*