# Offering Circular Supplement (To Base Offering Circular dated January 1, 2014)



# \$201,341,055 Government National Mortgage Association

# **GINNIE MAE®**

# Guaranteed HECM MBS REMIC Pass-Through Securities Ginnie Mae REMIC Trust 2016-H27

# The Securities

The Trust will issue the Classes of Securities listed on the front cover of this offering circular supplement.

# The Ginnie Mae Guaranty

Ginnie Mae will guarantee the timely payment of principal and interest on the securities. The Ginnie Mae Guaranty is backed by the full faith and credit of the United States of America.

#### The Trust and its Assets

The Trust will own Ginnie Mae HECM MBS.

Class of REMIC Securities			Principal Type(2)	Interest Type(2)	CUSIP Number	Final Distribution Date(3)		
Security Group 1	\$30,500,000	(4)	HPT	FLT/HWAC/HZ	38376RJ98	December 2066		
FG	30,500,000	(4)	NTL(HPT)	HWAC/IO/DLY	38376RK21	December 2066		
Security Group 2 EF	94,003,273	(4)	HPT	FLT/HWAC/HZ	38376RK39	December 2066		
	94,003,273	(4)	NTL(HPT)	HWAC/IO/DLY	38376RK47	December 2066		
Security Group 3 BF	40,000,000	(4)	HPT	FLT/HWAC/HZ	38376RK54	December 2066		
	40,000,000	(4)	NTL(HPT)	HWAC/IO/DLY	38376RK62	December 2066		
Security Group 4 DF DI	36,837,782	(4)	HPT	FLT/HWAC/HZ	38376RK70	December 2066		
	36,837,782	(4)	NTL(HPT)	HWAC/IO/DLY	38376RK88	December 2066		
Residuals RR1 RR2 RR3 RR4	0	0.0	NPR	NPR	38376RK96	December 2066		
	0	0.0	NPR	NPR	38376RL20	December 2066		
	0	0.0	NPR	NPR	38376RL38	December 2066		
	0	0.0	NPR	NPR	38376RL46	December 2066		

- (1) Subject to increase as described under "Increase in Size" in this Supplement. The amount shown for each Notional Class (indicated by "NTL" under Principal Type) is its original Class Notional Balance and does not represent principal that will be paid.
- (2) As defined under "Class Types" in Appendix I to the Base Offering Circular. The Class Notional Balance of each Notional Class will be either reduced or increased, as applicable, with the outstanding principal balance of the related Trust Asset Group. See "Terms Sheet — Notional Classes" in this Supplement.
- (3) See "Yield, Maturity and Prepayment Considerations Final Distribution Date" in this Supplement.
- (4) See "Terms Sheet Interest Rates" in this Supplement.

The securities may not be suitable investments for you. You should consider carefully the risks of investing in them.

See "Risk Factors" beginning on page S-11 which highlights some of these risks.

The Sponsor and the Co-Sponsor will offer the securities from time to time in negotiated transactions at varying prices. We expect the closing date to be December 30, 2016.

You should read the Base Offering Circular as well as this Supplement.

The securities are exempt from registration under the Securities Act of 1933 and are "exempted securities" under the Securities Exchange Act of 1934.

# Citigroup

# **Tribal Capital Markets**

The date of this Offering Circular Supplement is December 22, 2016.

#### **AVAILABLE INFORMATION**

You should purchase the securities only if you have read and understood the following documents:

- this Offering Circular Supplement (this "Supplement"),
- the Base Offering Circular,
- the HECM MBS Base Prospectus dated October 1, 2007 or June 1, 2014, as applicable (the "HECM MBS Base Prospectus"), and
- each HECM MBS Prospectus Supplement relating to the HECM MBS (the "HECM MBS Prospectus Supplements," together with the HECM MBS Base Prospectus, the "HECM MBS Disclosure Documents").

The Base Offering Circular and the HECM MBS Disclosure Documents are available on Ginnie Mae's website located at http://www.ginniemae.gov.

If you do not have access to the internet, call BNY Mellon, which will act as information agent for the Trust, at (800) 234-GNMA, to order copies of the Base Offering Circular. In addition, you can obtain copies of any other document listed above by contacting BNY Mellon at the telephone number listed above.

Unless otherwise specifically defined herein, please consult the standard abbreviations of Class Types included in the Base Offering Circular as Appendix I and the glossary included in the Base Offering Circular as Appendix II for definitions of capitalized terms.

# TABLE OF CONTENTS

	Page		Page
Terms Sheet	S-3	Plan of Distribution	S-43
Risk Factors	S-11	Increase in Size	S-43
The Trust Assets	S-15	Legal Matters	S-44
Ginnie Mae Guaranty	S-17	Exhibit A: Assumed Characteristics of the	
Description of the Securities	S-17	HECMs and the Participations	
Yield, Maturity and Prepayment		Underlying the Trust Assets	A-1
Considerations	S-22	Exhibit B: CPR Percentage in Effect by	
Certain United States Federal Income Tax		HECM Age	B-1
Consequences	S-40	Exhibit C: Draw Curve in Effect by HECM	
ERISA Matters	S-42	Age	C-1
Legal Investment Considerations	S-43		

#### **TERMS SHEET**

This terms sheet contains selected information for quick reference only. You should read this Supplement, particularly "Risk Factors," and each of the other documents listed under "Available Information."

Sponsor: Citigroup Global Markets Inc.Co-Sponsor: Tribal Capital Markets, LLCTrustee: U.S. Bank National Association

**Tax Administrator:** The Trustee **Closing Date:** December 30, 2016

Distribution Date: The 20th day of each month or, if the 20th day is not a Business Day, the first

Business Day thereafter, commencing in January 2017.

# **Trust Assets:**

Trust Asset Group	Trust Asset Type <sup>(1)</sup>	Principal Balance	HECM MBS Rate <sup>(2)</sup>	to Maturity (in years)
1	Ginnie Mae II <sup>(3)</sup>	\$30,500,000	(4)(5)	50
2	Ginnie Mae II <sup>(6)</sup>	94,003,273	(4)(7)	50
3	Ginnie Mae II <sup>(8)</sup>	40,000,000	(4)(9)	50
4	Ginnie Mae II <sup>(10)</sup>	36,837,782	(11)(12)	50

<sup>(1)</sup> The Trust Assets are HECM MBS backed by participation interests (each, a "Participation") in advances made to borrowers and related amounts in respect of home equity conversion mortgage loans ("HECMs") insured by FHA. See "The Trust Assets — The Participations and the HECMs" in this Supplement. Certain additional information regarding the HECM MBS is set forth in Exhibit A to this Supplement.

<sup>(2)</sup> The HECM MBS Rate for each Trust Asset is the weighted average coupon of its related Participation interest rates ("WACR"). WACR constitutes the Weighted Average Coupon Rate for purposes of this Supplement. See "The Trust Assets — The Trust MBS" in this Supplement.

<sup>(3)</sup> The Group 1 Trust Assets consist of Ginnie Mae HECM MBS pool AU3185.

<sup>(4)</sup> The applicable index for each of the Group 1, 2 and 3 Trust Assets is one-year LIBOR ("One-Year LIBOR"). The actual HECM lifetime and annual caps on interest rate adjustments may limit whether the HECM MBS Rate for a particular Group 1, 2 or 3 Trust Asset remains at One-Year LIBOR (as determined pursuant to the HECM loan documents) plus the applicable margin. See "The Trust Assets — The Trust MBS" and "Risk Factors — Adjustable rate HECMs are subject to limitations on interest rate adjustments, which may limit the amount of interest payable in respect of the related HECM MBS and may limit the WACR on the related HECM MBS and the interest rates on the securities" in this Supplement.

<sup>(5)</sup> The approximate weighted average margins on the Participations (net of the related Servicing Fee Margin) underlying the Group 1 HECM MBS pools range from 2.461% to 2.981%.

- (6) The Group 2 Trust Assets consist of Ginnie Mae HECM MBS pools AM0121, AR6648, AS5991, AS5996, AU3183, AU3186, AX6724, AX6730, AX7804 and AX7808.
- <sup>(7)</sup> The approximate weighted average margins on the Participations (net of the related Servicing Fee Margin) underlying the Group 2 HECM MBS pools range from 2.141% to 3.265%.
- (8) The Group 3 Trust Assets consist of Ginnie Mae HECM MBS pools AM0121, AR6648, AS5991, AS5996, AU3183, AU3186, AX6724, AX6730, AX7804 and AX7808.
- <sup>(9)</sup> The approximate weighted average margins on the Participations (net of the related Servicing Fee Margin) underlying the Group 3 HECM MBS pools range from 2.141% to 3.265%.
- (10) The Group 4 Trust Assets consist of Ginnie Mae HECM MBS pools 892951, AR6651, AR6653, AS5984, AS5987, AS5988, AS5990, AU3182, AU3190, AU3191, AW2290, AX6701, AX6722, AX6732 and AX7805.
- (11) The applicable index for each of the Group 4 Trust Assets is one-month LIBOR ("One-Month LIBOR"). The actual HECM lifetime caps on interest rate adjustments may limit whether the HECM MBS Rate for a particular Group 4 Trust Asset remains at One-Month LIBOR (as determined pursuant to the HECM loan documents) plus the applicable margin. See "The Trust Assets The Trust MBS" and "Risk Factors Adjustable rate HECMs are subject to limitations on interest rate adjustments, which may limit the amount of interest payable in respect of the related HECM MBS and may limit the WACR on the related HECM MBS and the interest rates on the securities" in this Supplement.
- (12) The approximate weighted average margins on the Participations (net of the related Servicing Fee Margin) underlying the Group 4 HECM MBS pools range from 1.106% to 2.488%.

**Security Groups:** This series of Securities consists of multiple Security Groups (each, a "Group"), as shown on the front cover of this Supplement. Payments on each Group will be based solely on payments on the Trust Asset Group with the same numerical designation.

Assumed Characteristics of the HECMs and the Participations Underlying the Trust Assets: The assumed characteristics of the HECMs and the Participations underlying the Trust Assets are identified in Exhibit A to this Supplement. The assumed characteristics may differ, perhaps significantly, from the characteristics of the HECMs and the related Participations as of the date of issuance of the related HECM MBS, which characteristics are identified in the related HECM MBS Prospectus Supplement. There can be no assurance that the actual characteristics of the HECMs and the Participations underlying the Trust Assets will be the same as the assumed characteristics identified in Exhibit A to this Supplement.

**Issuance of Securities:** The Securities, other than the Residual Securities, will initially be issued in book-entry form through the book-entry system of the U.S. Federal Reserve Banks (the "Fedwire Book-Entry System"). The Residual Securities will be issued in fully registered, certificated form. *See "Description of the Securities — Form of Securities" in this Supplement.* 

**Increased Minimum Denomination Classes:** Each Regular Class. *See "Description of the Securities — Form of Securities" in this Supplement.* 

**Interest Rates:** The Floating Rate Classes will bear interest at per annum rates based on One-Month LIBOR or One-Year LIBOR as follows:

One Month

Class	Interest Rate Formula(1)	Initial Interest Rate(2)	Minimum Rate(3)	Maximum Rate(4)	Delay (in days)	LIBOR or One-Year LIBOR for Minimum Interest Rate
BF	One-Year LIBOR + 0.28%	1.92000%	0.28%	7.50%	0	0.00%
DF	One-Month LIBOR + 0.60%	1.25000%	0.60%	11.00%	0	0.00%
EF	One-Month LIBOR + 1.00%	1.65000%	1.00%	7.50%	0	0.00%
FG	One-Year LIBOR + 0.40%	2.04000%	0.40%	7.50%	0	0.00%

- (1) One-Month LIBOR and One-Year LIBOR will be established as described under "Description of the Securities Interest Distributions Floating Rate Classes" in this Supplement.
- (2) The initial Interest Rate will be in effect during the first Accrual Period; the Interest Rate for Classes DF and EF will adjust monthly thereafter. The Interest Rate for Classes BF and FG will adjust annually, beginning with the Accrual Period related to the Distribution Date in January 2018.
- (3) The minimum rate for any Accrual Period will be the lesser of (i) the rate indicated in this table under the heading "Minimum Rate" and (ii) the WACR for the related Trust Asset Group.
- (4) The maximum rate for any Accrual Period will be the lesser of (i) the rate indicated in this table under the heading "Maximum Rate" and (ii) the WACR for the related Trust Asset Group. See "Risk Factors The maximum rate on each floating rate class could limit the amount of interest that accrues on such class" in this Supplement.

Each of the Floating Rate Classes will bear interest during each Accrual Period at a per annum rate equal to the lesser of the related maximum rate and the result based on the related interest rate formula described above.

The approximate initial Interest Rates for the Interest Only Classes are set forth in the table below.

Class	Interest Rate <sup>(1)</sup>
BI	2.22952%
DI	1.41569%
EI	2.49952%
GI	2.27163%

(1) The approximate initial Interest Rates for the Interest Only Classes were calculated using the assumed characteristics of the HECMs and the Participations underlying the related Trust Assets set forth in Exhibit A, which are provided by the Sponsor as of December 1, 2016. The assumed characteristics include rounded weighted average gross interest rates on the HECMs related to the Participations backing the Trust Assets. The actual initial Interest Rates for such Classes will be calculated based on the interest that accrues on each HECM, aggregated and then rounded to a different level of precision. Therefore the actual initial Interest Rates for such Classes may differ from the approximate initial Interest Rates set forth herein. On or about the first Distribution Date, investors can obtain the actual initial Interest Rates for such Classes for the related Accrual Period from the Trustee's website, www.usbank.com/abs.

**Class BI Interest Rate:** For any Distribution Date, a per annum rate equal to the product of (i) 12 multiplied by (ii) the quotient of (a) the excess, if any, of (I) the interest accrued for the Accrual Period

immediately preceding such Distribution Date on the Group 3 Trust Assets over (II) the Class BF Interest Accrual Amount for such Distribution Date, divided by (b) the outstanding principal balance of the Group 3 Trust Assets as of the related Record Date for Class BI.

**Class DI Interest Rate:** For any Distribution Date, a per annum rate equal to the product of (i) 12 multiplied by (ii) the quotient of (a) the excess, if any, of (I) the interest accrued for the Accrual Period immediately preceding such Distribution Date on the Group 4 Trust Assets over (II) the Class DF Interest Accrual Amount for such Distribution Date, divided by (b) the outstanding principal balance of the Group 4 Trust Assets as of the related Record Date for Class DI.

**Class EI Interest Rate:** For any Distribution Date, a per annum rate equal to the product of (i) 12 multiplied by (ii) the quotient of (a) the excess, if any, of (I) the interest accrued for the Accrual Period immediately preceding such Distribution Date on the Group 2 Trust Assets over (II) the Class EF Interest Accrual Amount for such Distribution Date, divided by (b) the outstanding principal balance of the Group 2 Trust Assets as of the related Record Date for Class EI.

**Class GI Interest Rate:** For any Distribution Date, a per annum rate equal to the product of (i) 12 multiplied by (ii) the quotient of (a) the excess, if any, of (I) the interest accrued for the Accrual Period immediately preceding such Distribution Date on the Group 1 Trust Assets over (II) the Class FG Interest Accrual Amount for such Distribution Date, divided by (b) the outstanding principal balance of the Group 1 Trust Assets as of the related Record Date for Class GI.

**Distributions:** On each Distribution Date, the following distributions will be made to the related Securities:

# **SECURITY GROUP 1**

The Group 1 Available Distribution Amount will be allocated in the following order of priority:

- 1. Concurrently, to FG and GI, pro rata based on their respective Interest Accrual Amounts, up to the Class FG Interest Accrual Amount and the Class GI Interest Accrual Amount for such Distribution Date
- 2. To FG, in reduction of its Class Principal Balance, up to the amount of the Class FG Principal Distribution Amount for such Distribution Date, until retired
  - 3. To GI, until the Class GI Deferred Interest Amount is reduced to zero

#### **SECURITY GROUP 2**

The Group 2 Available Distribution Amount will be allocated in the following order of priority:

- 1. Concurrently, to EF and EI, pro rata based on their respective Interest Accrual Amounts, up to the Class EF Interest Accrual Amount and the Class EI Interest Accrual Amount for such Distribution Date
- 2. To EF, in reduction of its Class Principal Balance, up to the amount of the Class EF Principal Distribution Amount for such Distribution Date, until retired
  - 3. To EI, until the Class EI Deferred Interest Amount is reduced to zero

#### **SECURITY GROUP 3**

The Group 3 Available Distribution Amount will be allocated in the following order of priority:

- 1. Concurrently, to BF and BI, pro rata based on their respective Interest Accrual Amounts, up to the Class BF Interest Accrual Amount and the Class BI Interest Accrual Amount for such Distribution Date
- 2. To BF, in reduction of its Class Principal Balance, up to the amount of the Class BF Principal Distribution Amount for such Distribution Date, until retired
  - 3. To BI, until the Class BI Deferred Interest Amount is reduced to zero.

# **SECURITY GROUP 4**

The Group 4 Available Distribution Amount will be allocated in the following order of priority:

- 1. Concurrently, to DF and DI, pro rata based on their respective Interest Accrual Amounts, up to the Class DF Interest Accrual Amount and the Class DI Interest Accrual Amount for such Distribution Date
- 2. To DF, in reduction of its Class Principal Balance, up to the amount of the Class DF Principal Distribution Amount for such Distribution Date, until retired
  - 3. To DI, until the Class DI Deferred Interest Amount is reduced to zero

**Available Distribution Amount:** For each Security Group, with respect to each Distribution Date, the excess, if any, of (a) the sum of (i) the product of (A) the original principal amount of the related HECM MBS and (B) the Certificate Factor or Calculated Certificate Factor, as applicable, for the preceding Distribution Date and (ii) the interest accrued with respect to such HECM MBS for the related Accrual Period over (b) the product of (i) the original principal amount of such HECM MBS and (ii) the Certificate Factor or Calculated Certificate Factor, as applicable, for the current Distribution Date.

**Class BF Interest Accrual Amount:** For any Distribution Date, interest accrued during the related Accrual Period for such Distribution Date at the related Interest Rate on the Class Principal Balance of Class BF as of the related Record Date. If, on any Distribution Date, the Class BF Interest Accrual Amount for such Distribution Date exceeds the amount distributed in respect of Class BF pursuant to step 1. under Security Group 3 in "Terms Sheet — Distributions" in this Supplement, such excess will be added to the Class Principal Balance of Class BF (the "Class BF Principal Balance").

**Class BF Principal Distribution Amount:** For any Distribution Date, the product of (i) the excess, if any, of (a) the Group 3 Available Distribution Amount for such Distribution Date over (b) the sum of the Class BF Interest Accrual Amount and the Class BI Interest Accrual Amount for such Distribution Date, and (ii) the quotient of (a) the Class BF Principal Balance as of the related Record Date divided by (b) the outstanding principal balance of the Group 3 Trust Assets as of the related Record Date for Class BF.

**Class BI Deferred Interest Amount:** With respect to any Distribution Date, the excess, if any, of (i) the sum of all Class BI Interest Accrual Amounts for each Accrual Period ending before such Distribution Date over (ii) the sum of (a) all amounts distributed in respect of Class BI on all prior Distribution Dates plus (b) the amount distributed in respect of Class BI on such Distribution Date pursuant to step 1. under Security Group 3 in "Terms Sheet — Distributions" in this Supplement. After the occurrence of any Distribution Date in any month, the remaining Class BI Deferred Interest Amount can be calculated by subtracting the Class BF Principal Balance after giving effect to any principal distribution

(or any addition) made with respect to such Class as of such Distribution Date from the outstanding principal balance of the Group 3 Trust Assets after giving effect to any payments or accruals on the related HECM MBS as of such Distribution Date.

**Class BI Interest Accrual Amount:** For any Distribution Date, interest accrued during the related Accrual Period for such Distribution Date at the related Class BI Interest Rate on the Class Notional Balance of Class BI (the "Class BI Notional Balance") as of the related Record Date.

**Class DF Interest Accrual Amount:** For any Distribution Date, interest accrued during the related Accrual Period for such Distribution Date at the related Interest Rate on the Class Principal Balance of Class DF as of the related Record Date. If, on any Distribution Date, the Class DF Interest Accrual Amount for such Distribution Date exceeds the amount distributed in respect of Class DF pursuant to step 1. under Security Group 4 in "Terms Sheet — Distributions" in this Supplement, such excess will be added to the Class Principal Balance of Class DF (the "Class DF Principal Balance").

**Class DF Principal Distribution Amount:** For any Distribution Date, the product of (i) the excess, if any, of (a) the Group 4 Available Distribution Amount for such Distribution Date over (b) the sum of the Class DF Interest Accrual Amount and the Class DI Interest Accrual Amount for such Distribution Date, and (ii) the quotient of (a) the Class DF Principal Balance as of the related Record Date divided by (b) the outstanding principal balance of the Group 4 Trust Assets as of the related Record Date for Class DF.

Class DI Deferred Interest Amount: With respect to any Distribution Date, the excess, if any, of (i) the sum of all Class DI Interest Accrual Amounts for each Accrual Period ending before such Distribution Date over (ii) the sum of (a) all amounts distributed in respect of Class DI on all prior Distribution Dates plus (b) the amount distributed in respect of Class DI on such Distribution Date pursuant to step 1. under Security Group 4 in "Terms Sheet — Distributions" in this Supplement. After the occurrence of any Distribution Date in any month, the remaining Class DI Deferred Interest Amount can be calculated by subtracting the Class DF Principal Balance after giving effect to any principal distribution (or any addition) made with respect to such Class as of such Distribution Date from the outstanding principal balance of the Group 4 Trust Assets after giving effect to any payments or accruals on the related HECM MBS as of such Distribution Date.

**Class DI Interest Accrual Amount:** For any Distribution Date, interest accrued during the related Accrual Period for such Distribution Date at the related Class DI Interest Rate on the Class Notional Balance of Class DI (the "Class DI Notional Balance") as of the related Record Date.

**Class EF Interest Accrual Amount:** For any Distribution Date, interest accrued during the related Accrual Period for such Distribution Date at the related Interest Rate on the Class Principal Balance of Class EF as of the related Record Date. If, on any Distribution Date, the Class EF Interest Accrual Amount for such Distribution Date exceeds the amount distributed in respect of Class EF pursuant to step 1. under Security Group 2 in "Terms Sheet — Distributions" in this Supplement, such excess will be added to the Class Principal Balance of Class EF (the "Class EF Principal Balance").

**Class EF Principal Distribution Amount:** For any Distribution Date, the product of (i) the excess, if any, of (a) the Group 2 Available Distribution Amount for such Distribution Date over (b) the sum of the Class EF Interest Accrual Amount and the Class EI Interest Accrual Amount for such Distribution Date, and (ii) the quotient of (a) the Class EF Principal Balance as of the related Record Date divided by (b) the outstanding principal balance of the Group 2 Trust Assets as of the related Record Date for Class EF.

Class EI Deferred Interest Amount: With respect to any Distribution Date, the excess, if any, of (i) the sum of all Class EI Interest Accrual Amounts for each Accrual Period ending before such Distribution Date over (ii) the sum of (a) all amounts distributed in respect of Class EI on all prior Distribution Dates plus (b) the amount distributed in respect of Class EI on such Distribution Date pursuant to step 1. under Security Group 2 in "Terms Sheet — Distributions" in this Supplement. After the occurrence of any Distribution Date in any month, the remaining Class EI Deferred Interest Amount can be calculated by subtracting the Class EF Principal Balance after giving effect to any principal distribution (or any addition) made with respect to such Class as of such Distribution Date from the outstanding principal balance of the Group 2 Trust Assets after giving effect to any payments or accruals on the related HECM MBS as of such Distribution Date.

**Class EI Interest Accrual Amount:** For any Distribution Date, interest accrued during the related Accrual Period for such Distribution Date at the related Class EI Interest Rate on the Class Notional Balance of Class EI (the "Class EI Notional Balance") as of the related Record Date.

**Class FG Interest Accrual Amount:** For any Distribution Date, interest accrued during the related Accrual Period for such Distribution Date at the related Interest Rate on the Class Principal Balance of Class FG as of the related Record Date. If, on any Distribution Date, the Class FG Interest Accrual Amount for such Distribution Date exceeds the amount distributed in respect of Class FG pursuant to step 1. under Security Group 1 in "Terms Sheet — Distributions" in this Supplement, such excess will be added to the Class Principal Balance of Class FG (the "Class FG Principal Balance").

**Class FG Principal Distribution Amount:** For any Distribution Date, the product of (i) the excess, if any, of (a) the Group 1 Available Distribution Amount for such Distribution Date over (b) the sum of the Class FG Interest Accrual Amount and the Class GI Interest Accrual Amount for such Distribution Date, and (ii) the quotient of (a) the Class FG Principal Balance as of the related Record Date divided by (b) the outstanding principal balance of the Group 1 Trust Assets as of the related Record Date for Class FG.

Class GI Deferred Interest Amount: With respect to any Distribution Date, the excess, if any, of (i) the sum of all Class GI Interest Accrual Amounts for each Accrual Period ending before such Distribution Date over (ii) the sum of (a) all amounts distributed in respect of Class GI on all prior Distribution Dates plus (b) the amount distributed in respect of Class GI on such Distribution Date pursuant to step 1. under Security Group 1 in "Terms Sheet — Distributions" in this Supplement. After the occurrence of any Distribution Date in any month, the remaining Class GI Deferred Interest Amount can be calculated by subtracting the Class FG Principal Balance after giving effect to any principal distribution (or any addition) made with respect to such Class as of such Distribution Date from the outstanding principal balance of the Group 1 Trust Assets after giving effect to any payments or accruals on the related HECM MBS as of such Distribution Date.

**Glass GI Interest Accrual Amount:** For any Distribution Date, interest accrued during the related Accrual Period for such Distribution Date at the related Class GI Interest Rate on the Class Notional Balance of Class GI (the "Class GI Notional Balance") as of the related Record Date.

**Deferred Interest Amount:** Any of the Class BI Deferred Interest Amount, the Class DI Deferred Interest Amount, the Class EI Deferred Interest Amount or the Class GI Deferred Interest Amount, as applicable. On or about each Distribution Date, the Deferred Interest Amount is available on reports published by the Trustee on its website, www.usbank.com/abs.

**Interest Accrual Amount:** Any of the Class BF Interest Accrual Amount, Class BI Interest Accrual Amount, the Class DF Interest Accrual Amount, the Class DI Interest Accrual Amount, the Class EF Interest Accrual Amount, the Class EI Interest Accrual Amount, the Class FG Interest Accrual Amount or the Class GI Interest Accrual Amount, as applicable.

**Notional Classes:** The Notional Classes will not receive distributions of principal based on their Class Notional Balances but have Class Notional Balances for convenience in describing their entitlements to interest. The Class Notional Balance of each Notional Class represents the percentage indicated below of, and reduces or increases to that extent with, the outstanding principal balance of the related Trust Asset Group indicated:

Class	Original Class Notional Balance	Represents
ВІ	\$40,000,000	100% of the Group 3 Trust Assets
DI	36,837,782	100% of the Group 4 Trust Assets
EI	94,003,273	100% of the Group 2 Trust Assets
GI	30,500,000	100% of the Group 1 Trust Assets

**Tax Status:** Double REMIC Series as to the Group 1 Trust Assets, Double REMIC Series as to the Group 2 Trust Assets, Double REMIC Series as to the Group 3 Trust Assets and Double REMIC Series as to the Group 4 Trust Assets. Separate REMIC elections will be made as to the Pooling and the Issuing REMIC with respect to the Group 1 Trust Assets, the Group 2 Trust Assets, the Group 3 Trust Assets and the Group 4 Trust Assets (the "Group 1 Pooling REMIC," the "Group 1 Issuing REMIC," the "Group 2 Pooling REMIC," the "Group 2 Issuing REMIC," the "Group 3 Issuing REMIC," "the Group 4 Pooling REMIC," and "the Group 4 Issuing REMIC," respectively). See "Certain United States Federal Income Tax Consequences" in this Supplement and in the Base Offering Circular.

**Regular and Residual Classes:** Classes RR1, RR2, RR3 and RR4 are Residual Classes. Class RR1 represents the Residual Interest of the Group 1 Issuing and Pooling REMICs. Class RR2 represents the Residual Interest of the Group 2 Issuing and Pooling REMICs. Class RR3 represents the Residual Interest of the Group 3 Issuing and Pooling REMICs. Class RR4 represents the Residual Interest of the Group 4 Issuing and Pooling REMICs. All other Classes of REMIC Securities are Regular Classes.

#### **RISK FACTORS**

You should purchase securities only if you understand and are able to bear the associated risks. The risks applicable to your investment depend on the principal and interest type of your securities. This section highlights certain of these risks.

The rate of principal payments on the HECMs related to the participations underlying the trust assets will affect the rate of principal payments on your securities. The rate at which you will receive principal payments will depend largely on the rate of principal payments, including prepayments, on the HECMs related to the participations underlying the trust assets. Any historical data regarding mortgage loan prepayment rates may not be indicative of the rate of future prepayments on the related HECMs, and no assurances can be given about the rates at which the related HECMs will prepay. We expect the rate of principal payments on the HECMs related to the participations underlying the trust assets to vary. Borrowers generally may prepay their HECMs at any time without penalty.

In addition to voluntary prepayments, HECMs can be prepaid as a result of governmental mortgage insurance claim payments, loss mitigation arrangements, repurchases or liquidations of defaulted HECMs. Although under certain circumstances Ginnie Mae issuers have the option to repurchase defaulted HECMs from the related pool underlying a Ginnie Mae HECM MBS certificate, they are not obligated to do so. Defaulted HECMs that remain in pools backing Ginnie Mae HECM MBS certificates may be subject to governmental mortgage insurance claim payments, loss mitigation arrangements or foreclosure, which could have the same effect as voluntary prepayments on the cash flow available to pay the securities. No assurances can be given as to the timing or frequency of any governmental mortgage insurance claim payments, issuer repurchases, loss mitigation arrangements or foreclosure proceedings with respect to defaulted HECMs and the resulting effect on the timing or rate of principal payments on your securities.

It is uncertain when payments will be made in respect of securities backed by HECM MBS. The rate of voluntary prepayments and the occurrence of maturity events and Ginnie Mae issuer purchase events with respect to HECMs are uncertain. A borrower may prepay in whole or in part the outstanding balance of a HECM at any time without penalty, including any accrued interest thereon. No interest or principal is required to be paid by the borrower, however, until maturity, which generally occurs upon the occurrence of a maturity event, which may be deferred under certain circumstances. A Ginnie Mae issuer of a HECM MBS is obligated to purchase, under certain circumstances, all participations related to a HECM.

It is uncertain when any amounts might be paid on securities backed by HECM MBS because it is uncertain (i) whether a HECM borrower will choose to prepay amounts advanced in whole or in part, (ii) when any maturity event might occur, whether that maturity event will be deferred and, if so, the extent of the deferral and (iii) when any Ginnie Mae issuer purchase event might occur, and thus the yields on and weighted average lives of securities backed by HECM MBS may differ substantially from an investor's expectations. See "Risk Factors" and "Prepayment and Yield Considerations" in the HECM MBS Base Prospectus and "Yield, Maturity and Prepayment Considerations" in this supplement.

From time to time FHA and the residential mortgage industry make changes to the requirements, procedures and related fees for originating, refinancing and servicing HECMs. Any of these changes may result in HECM MBS backed by participations related to HECMs subject to different underwriting or servicing requirements or procedures. Such changes may impact borrower prepayment, delinquency, refinance and mortgage insurance claim rates and may influence the decision by a Ginnie Mae issuer whether to exercise any optional Ginnie Mae issuer purchase event.

The enforceability of some HECM maturity event clauses may be uncertain. HECMs

contain clauses defining maturity events. The clauses in some HECMs permit the issuer to declare the HECM due and payable upon the death of the last surviving borrower. The FHA regulations related to these clauses are the subject of litigation by surviving non-borrower spouses that may interfere with or affect the ability of the issuer to realize upon the collateral. The inability to enforce a due-on-death clause may affect the weighted average lives and the yields realized by investors in the securities.

Rates of principal payments can reduce your yield. The yield on your securities probably will be lower than you expect if:

- you bought your securities at a premium (interest only securities, for example) and principal payments are faster than you expected, or
- you bought your securities at a discount and principal payments are slower than you expected.

In addition, if your securities are interest only securities or securities purchased at a significant premium, you could lose money on your investment if prepayments occur at a rapid rate.

HECM borrowers may choose from various payment plans, each of which has different prepayment characteristics that may affect the weighted average lives and yields of the securities. For example, line of credit payment plans may experience higher prepayment rates than other payment plans. To the extent that the HECMs include a large concentration of line of credit HECMs, such HECMs may experience higher prepayment rates. Higher prepayment rates will reduce, perhaps significantly, the weighted average lives of the securities. Reductions in the weighted average lives of the securities will affect the yields on the securities. HECM borrowers may have the ability to change to another available payment plan at any time as long as the change complies with the FHA requirements in effect. See "The Trust Assets — The Participations and the HECMs" in this supplement.

A HECM that has been drawn up to its principal limit, or becomes drawn up to its

principal limit early in its term, could result in a reduction of the weighted average lives of and yields on the related securities. A borrower's principal limit for a HECM represents the maximum disbursement that the borrower can receive under the HECM and is calculated, in part, on the basis of the maximum claim amount for such HECM. The borrower's access to the principal limit may be restricted by the FHA loan origination requirements applicable to the related HECM. The maximum claim amount for a HECM generally represents the lender's maximum insurance claim from HUD for such HECM. A HECM with a loan balance that is approaching or has reached its principal limit, or that is fully drawn early in its term, is likely to reach its maximum claim amount sooner than a HECM with significant remaining credit availability that is drawn over an extended period of time. When a HECM approaches its maximum claim amount, a mandatory purchase event or a 98% optional purchase event may occur. If a purchase of all participations relating to a HECM occurs under such a Ginnie Mae issuer purchase event, the purchase will result in a payment in respect of the related securities and will reduce the weighted average lives of such securities. Reductions in the weighted average lives of the securities will affect, perhaps significantly, the yields on the securities.

The levels of one-month LIBOR and one-year LIBOR, as applicable, will affect payments and yields on the securities. If one-month LIBOR or one-year LIBOR performs differently from what you expect, the yield on your securities may be lower than you expect. Lower levels of one-month LIBOR or one-year LIBOR, as applicable, may reduce the yield on floating rate securities. You should bear in mind that the timing of changes in one-month LIBOR or oneyear LIBOR may also affect your yield: generally the earlier a change in one-month LIBOR or oneyear LIBOR occurs, the greater the effect such change will have on your yield. It is doubtful that one-month LIBOR or one-year LIBOR will remain constant.

In addition, higher levels of one-month LIBOR or one-year LIBOR, as applicable, will increase the rate at which adjustable rate HECMs reach their maximum claim amounts. When a HECM approaches its maximum claim amount, certain Ginnie Mae issuer purchase events could occur resulting in a prepayment in respect of the related securities and reductions in the weighted average lives of the related securities. Reductions in the weighted average lives of the securities will affect, perhaps significantly, the yields on the securities.

One-month LIBOR and one-year LIBOR for the HECMs related to the participations underlying the group 1, 3 and 4 trust assets, as applicable, may not equal one-month LIBOR and one-year LIBOR for the group 1, 3 and 4 securities, as applicable, which may impact, perhaps significantly, the amount of interest distributable to the group 1, 3 and 4 securities. One-month LIBOR and one-year LIBOR for the HECMs related to the participations underlying the group 1, 3 and 4 trust assets may be determined at different times and from a different source than one-month LIBOR or one-year LIBOR on the related securities. In addition, the annual adjustable rate HECMs related to the participations underlying each group 1 and 3 trust asset may have different interest rate adjustment dates, which may affect the WACR of the related HECM MBS and may magnify the difference between the WACR of the related trust asset group and the interest rates on the related securities. If one-month LIBOR or one-year LIBOR for the HECMs related to the participations underlying the group 1, 3 or 4 trust assets is lower than one-month LIBOR or oneyear LIBOR, as applicable, for the related securities for any accrual period, interest accruals with respect to the related notional class will be reduced because such notional class is entitled to receive the excess of interest accrued in respect of the related trust assets over the interest distributable to the related floating rate class. In addition, if one-month LIBOR or one-year LIBOR for the HECMs related to the participations underlying the group 1, 3 or 4 trust assets is significantly lower than one-month LIBOR or onevear LIBOR, as applicable, for the related securities for any accrual period, interest accruing on the related floating rate class will be reduced because the interest rate on such floating rate class is capped at a rate equal to the weighted average coupon rate of the related HECM MBS. In the event that one-month LIBOR or one-year LIBOR for the HECMs related to the participations underlying the group 1, 3 or 4 trust assets is higher than one-month LIBOR or one-year LIBOR, as applicable, for the related securities, interest accruing on the related floating rate class will not be affected but interest accruals with respect to the related notional class will be increased.

Adjustable rate HECMs are subject to limitations on interest rate adjustments, which may limit the amount of interest payable in respect of the related HECM MBS and may limit the WACR on the related HECM MBS and the interest rates on the securities. If one-month LIBOR or one-year LIBOR, as applicable, increases to a sufficiently high level, the interest rates on the adjustable rate HECMs related to the participations underlying the trust assets may be limited by caps. As a result, the WACR on the related HECM MBS, as well as the interest rates on the related securities, may be limited. The application of any caps on the adjustable rate HECMs may significantly impact the interest rates on the interest only classes because the interest entitlement of such classes of securities is entirely dependent on the WACR of the related trust asset group.

The maximum rate on each floating rate class could limit the amount of interest that accrues on such class. Each floating rate class is subject to a maximum rate which is equal to the lesser of the related maximum rate set forth under "Terms Sheet — Interest Rates" for that class and the WACR for the related trust asset group. If one-month LIBOR or one-year LIBOR, as applicable, exceeds certain levels, the interest rate of each floating rate class may be capped at the related maximum rate set forth under "Terms Sheet — Interest Rates" for that class, even in instances when such rate is less than the WACR for the related trust asset group.

The mortgage rate index for the HECMs related to the participations underlying the group 2 trust assets is different than the

interest rate index for the group 2 securities, which may impact, perhaps significantly, the amount of interest distributable to the group 2 securities after the initial fixed rate period of the related HECMs. One-year LIBOR is the mortgage rate index for the HECMs related to the participations underlying the group 2 trust assets and one-month LIBOR is the interest rate index for the group 2 securities. Because the indexes are determined in a different manner and at different times, and because the interest rates on the group 2 securities will adjust monthly whereas the certificate rates on the group 2 trust assets will adjust annually after the initial fixed rate period, there may be a mismatch between the certificate rates on the group 2 trust assets and the interest rates on the group 2 securities. In addition, the annual adjustable rate HECMs related to the participations underlying each group 2 trust asset may have different interest rate adjustment dates, which may affect the WACR of the related HECM MBS and may magnify the difference between the WACR of the group 2 trust assets and the interest rates on the related securities. If oneyear LIBOR for the group 2 trust assets is lower than one-month LIBOR for the group 2 securities for any accrual period, interest accruals with respect to the related notional class will be reduced because such notional class is entitled to receive the excess of interest accrued in respect of the group 2 trust assets over the interest distributable to the related floating rate class. In addition, if one-year LIBOR for the group 2 trust assets is significantly lower than one-month LIBOR for the group 2 securities for any accrual period, interest accruing on the related floating rate class may be reduced because the interest rate on such floating rate class is capped at a rate equal to the WACR of the group 2 trust assets. In the event that one-year LIBOR for the group 2 trust assets is higher than one-month LIBOR for the group 2 securities, interest accruing on the related floating rate class will not be affected but interest accruals with respect to the related notional class will be increased.

An investment in the securities is subject to significant reinvestment risk. The rate of principal payments on your securities is uncertain. You may be unable to reinvest the

payments on your securities at the same returns provided by the securities. Lower prevailing interest rates may result in an unexpected return of principal. In that interest rate climate, higher yielding reinvestment opportunities may be limited. Conversely, higher prevailing interest rates may result in slower returns of principal and you may not be able to take advantage of higher yielding investment opportunities. The final payment on your security may occur much earlier than the final distribution date.

The securities may not be a suitable investment for you. The securities, in particular, the interest only and residual classes, are not suitable investments for all investors.

In addition, although the sponsor intends to make a market for the purchase and sale of the securities after their initial issuance, it has no obligation to do so. There is no assurance that a secondary market will develop, that any secondary market will continue, or that the price at which you can sell an investment in any class will enable you to realize a desired yield on that investment.

You will bear the market risks of your investment. The market values of the classes are likely to fluctuate. These fluctuations may be significant and could result in significant losses to you.

The secondary markets for mortgage-related securities have experienced periods of illiquidity and can be expected to do so in the future. Illiquidity can have a severely adverse effect on the prices of classes that are especially sensitive to prepayment or interest rate risk or that have been structured to meet the investment requirements of limited categories of investors.

The residual securities may experience significant adverse tax timing consequences. Accordingly, you are urged to consult tax advisors and to consider the after-tax effect of ownership of a residual security and the suitability of the residual securities to your investment objectives. See "Certain United States Federal Income Tax Consequences" in this supplement and in the base offering circular.

You are encouraged to consult advisors regarding the financial, legal, tax and other aspects of an investment in the securities. You should not purchase the securities of any class unless you understand and are able to bear the prepayment, yield, liquidity and market risks associated with that class.

The actual characteristics of the HECMs and the participations underlying the trust assets affect the weighted average lives and yields of your securities. The yield and decrement tables in this supplement are based on assumed characteristics which are likely to be different from the actual characteristics. Furthermore, certain of the assumed characteristics identified in Exhibit A to this supplement, such as maximum claim amount and HECM MBS principal balance, are calculated on an aggregate basis which may cause results to differ, perhaps significantly, from those calculated using the actual characteristics of the

trust assets on a HECM or participation level basis. As a result, the yields on your securities could be lower than you expected, even if the HECMs prepay at the constant prepayment rates set forth in the applicable table.

It is highly unlikely that the HECMs will prepay at any of the prepayment rates assumed or draw at any of the draw rates assumed, if any, in this supplement, or at any constant rate.

Lack of publicly available information on the HECMs and the related participations underlying the trust assets may adversely affect the liquidity of your securities. Limited information will be made publicly available regarding the performance of the HECMs and the related participations underlying the trust assets after the closing date. The absence of publicly available information may affect your ability to sell your securities to prospective investors.

#### THE TRUST ASSETS

#### General

The Sponsor intends to acquire the Trust Assets in privately negotiated transactions prior to the Closing Date and to sell them to the Trust according to the terms of a Trust Agreement between the Sponsor and the Trustee. The Sponsor will make certain representations and warranties with respect to the Trust Assets. All Trust Assets will evidence, directly or indirectly, Ginnie Mae Certificates.

# The Trust MBS

The Trust Assets are HECM MBS guaranteed by Ginnie Mae, and are based on or backed by Participations in advances made to borrowers and related amounts in respect of HECMs. Each such HECM MBS will accrue interest at the interest rate for that HECM MBS for each accrual period (the "HECM MBS Rate") as set forth in the related HECM MBS Disclosure Documents. The HECM MBS Rate is generally equal to the weighted average of the interest rates on the Participations (each, the "Participation Interest Rate").

The interest rate of HECM MBS backed by Participations related to adjustable rate HECMs may be limited by caps on the adjustable rate HECMs. See "Risk Factors — Adjustable rate HECMs are subject to limitations on interest rate adjustments, which may limit the amount of interest payable in respect of the related HECM MBS and may limit the WACR on the related HECM MBS and the interest rates on the securities" in this Supplement.

With respect to each Participation, the Participation Interest Rate generally equals the interest rate of the related HECM less the Servicing Fee Margin. The Servicing Fee Margin generally represents the amount of the servicing compensation payable to the Ginnie Mae Issuer and the Ginnie Mae guaranty fee. However, the Servicing Fee Margin may vary depending on the Issue Date of the HECM MBS and whether the servicing compensation for the HECM is paid on a flat monthly fee arrangement or as a portion of the mortgage interest rate.

Amounts accrued on each HECM MBS in respect of interest each month will equal the product of (i) one-twelfth of the HECM MBS Rate and (ii) the unpaid and outstanding principal amount of such HECM MBS at the end of the prior month. Each month the accrued interest with respect to each HECM MBS will be added to the then outstanding principal balance of such HECM MBS. There are no scheduled payments of interest. It is generally anticipated that no payment in respect of any HECM MBS will be paid until the occurrence of a Maturity Event, which may be deferred in certain circumstances, or in the event that a borrower makes a voluntary prepayment in whole or in part of the outstanding principal balance of the related HECM or a Ginnie Mae Issuer purchase event occurs.

The HECM MBS Disclosure Documents may be obtained from the Information Agent as described under "Available Information" in this Supplement. Investors are cautioned that material changes in facts and circumstances may have occurred since the date of the HECM MBS Disclosure Documents, including changes in prepayment rates, prevailing interest rates and other economic factors, which may limit the usefulness of, and be directly contrary to the assumptions used in preparing the information included in, the offering document.

The Participations and the related HECMs are further described in the tables in the Terms Sheet hereof and in Exhibit A to this Supplement. Exhibit A also sets forth information regarding approximate loan ages of the related HECMs and weighted average information regarding various characteristics of the HECMs relating to the Participations underlying the related HECM MBS.

# The Participations and the HECMs

The Participations and the related HECMs underlying the Trust Assets are expected to have, on a weighted average basis, the characteristics set forth in Exhibit A and the general characteristics described in the Base Offering Circular and the HECM MBS Disclosure Documents. The Participations are related to interests in advances made to borrowers and related amounts in respect of first lien, single-family, adjustable rate residential HECM loans insured by the Federal Housing Administration. See "The Ginnie Mae Certificates — General" in the Base Offering Circular.

HECM borrowers may choose from various payment plans, which may be limited or influenced by the characteristics of their particular HECM. These characteristics include, among other things, the value of the mortgaged property, the amount disbursed to the HECM borrower at closing, the age of the HECM borrower and in certain cases the age of any non-borrowing spouse, and the type of interest rate selected by the HECM borrower at closing. HECM borrowers may have the ability to change to another available payment plan at any time as long as the change complies with FHA requirements. The "single disbursement lump sum" payment plan allows a single draw at closing of up to a specified percentage of the principal limit of the HECM plus subsequent disbursements after closing for set-asides. The "tenure" payment plan guarantees that the borrower will receive equal monthly payments for so long as the property remains the borrower's principal residence. The "term" payment plan guarantees that the borrower will receive monthly payments for a fixed term of months as selected by the borrower. The "line of credit" payment plan allows the borrower to draw up to the available line of credit and in amounts of the borrower's choosing. The "modified tenure" payment plan allows the borrower to set aside a portion of loan proceeds as a line of credit and receive the remaining balance in the form of equal monthly payments. The "modified term" payment plan allows the borrower to set aside a portion of the loan proceeds as a line of credit and receive the remaining balance as equal monthly payments for a fixed period of time selected by the borrower. Each payment plan is designed so that no repayments of principal or interest are required until a Maturity Event occurs, which may be deferred in certain circumstances. Any HECM may be prepaid in whole or in part at any time without penalty under each of the payment plans. See "Risk Factors — HECM borrowers may choose from various payment plans, each of which has different prepayment characteristics that may affect the weighted average lives and yields of the securities" in this Supplement.

Each monthly adjustable rate HECM MBS is backed by Participations related to adjustable rate HECMs with interest rates that adjust (i) on a monthly basis, (ii) in the month immediately following the issuance of the related HECM MBS and (iii) on the same interest rate adjustment date equal to the first day of the month. Each annual adjustable rate HECM MBS is backed by Participations related to adjustable rate HECMs with interest rates that adjust (i) on an annual basis, (ii) within twelve (12) months following the issuance of the related HECM MBS and (iii) notwithstanding anything to the contrary in the HECM MBS Disclosure Documents, on the same or different interest rate adjustment dates. See "Risk Factors — One-month LIBOR and one-year LIBOR for the HECMs related to the participations underlying the group 1, 3 and 4 trust assets, as applicable, may not equal one-month LIBOR and one-year LIBOR for the group 1, 3 and 4 securities, as applicable, which may impact, perhaps significantly, the amount of interest distributable to the group 1, 3 and 4 securities" in this Supplement and "Risk Factors — The mortgage rate index for the HECMs related to the participations underlying the group 2 trust assets is different than the interest rate index for the group 2 securities, which may impact, perhaps significantly, the amount of interest distributable to the group 2 securities after the initial fixed rate period of the related HECMs" in this Supplement.

Specific information regarding the individual characteristics of the Participations and the related HECMs is not available. For purposes of this Supplement, certain assumptions have been made regarding the characteristics of the Participations and the related HECMs. However, the actual characteristics of many of the Participations and the related HECMs will differ from the characteristics assumed, perhaps significantly. This will be the case even if the weighted average characteristics of the Participations and the related HECMs are the same as the assumed characteristics. Small differences in the characteristics of the Participations and the related HECMs can have a significant effect on the Weighted Average Lives and yields of the Securities. See "Terms Sheet — Assumed Characteristics of the HECMs and the Participations underlying the Trust Assets," "Risk Factors," "Yield, Maturity and Prepayment Considerations" and Exhibit A in this Supplement.

# The Trustee Fee

The Sponsor will contribute certain Ginnie Mae Certificates in respect of the Trustee Fee. On each Distribution Date, the Trustee will retain all principal and interest distributions received on such Ginnie Mae Certificates in payment of the Trustee Fee.

#### **GINNIE MAE GUARANTY**

The Government National Mortgage Association ("Ginnie Mae"), a wholly-owned corporate instrumentality of the United States of America within HUD, guarantees the timely payment of principal and interest on the Securities. The General Counsel of HUD has provided an opinion to the effect that Ginnie Mae has the authority to guarantee multiclass securities and that Ginnie Mae guaranties will constitute general obligations of the United States, for which the full faith and credit of the United States is pledged. See "Ginnie Mae Guaranty" in the Base Offering Circular.

#### **DESCRIPTION OF THE SECURITIES**

#### General

The description of the Securities contained in this Supplement is not complete and is subject to, and is qualified in its entirety by reference to, all of the provisions of the Trust Agreement. See "Description of the Securities" in the Base Offering Circular.

#### Form of Securities

Each Class of Securities other than the Residual Securities initially will be issued and maintained, and may be transferred only on the Fedwire Book-Entry System. Beneficial Owners of Book-Entry Securities will ordinarily hold these Securities through one or more financial intermediaries, such as banks, brokerage firms and securities clearing organizations that are eligible to maintain book-entry accounts on the Fedwire Book-Entry System. By request accompanied by the payment of a transfer fee of \$25,000 per Certificated Security to be issued, a Beneficial Owner may receive a Regular Security in certificated form.

The Residual Securities will not be issued in book-entry form but will be issued in fully registered, certificated form and may be transferred or exchanged, subject to the transfer restrictions applicable to Residual Securities set forth in the Trust Agreement, at the Corporate Trust Office of the Trustee. See "Description of the Securities — Forms of Securities; Book-Entry Procedures" in the Base Offering Circular.

Each Regular Class will be issued in minimum dollar denominations of initial principal or notional balance of \$100,000 and integral multiples of \$1 in excess of \$100,000.

# **Distributions**

Distributions on the Securities will be made on each Distribution Date as specified under "Terms Sheet — Distribution Date" in this Supplement. On each Distribution Date for a Security, or in the case of the Certificated Securities, on the first Business Day after the related Distribution Date, the applicable Available Distribution Amount will be distributed to the related Holders of record as of the related Record Date. Beneficial Owners of Book-Entry Securities will receive distributions through credits to accounts maintained for their benefit on the books and records of the appropriate financial intermediaries. Holders of Certificated Securities will receive distributions by check or, subject to the restrictions set forth in the Base Offering Circular, by wire transfer. See "Description of the Securities — Distributions" and "— Method of Distributions" in the Base Offering Circular.

# **Interest Distributions**

The Interest Distribution Amount will be distributed or accrued as described under "Terms Sheet — Distributions" in this Supplement.

- Interest will be calculated on the basis of a 360-day year consisting of twelve 30-day months.
- Interest distributable or accrued on any Class for any Distribution Date will consist of 30 days' interest on its Class Principal Balance (or Class Notional Balance) as of the related Record Date.

# Categories of Classes

For purposes of interest distributions, the Classes will be categorized as shown under "Interest Type" on the front cover of this Supplement. The abbreviations used in this Supplement to describe the interest entitlements of the Classes are explained under "Class Types" in Appendix I to the Base Offering Circular.

#### Accrual Period

The Accrual Period for each Regular Class is set forth in the table below:

Class	Accrual Period
Delay Classes	The calendar month preceding the related Distribution Date
Floating Rate Classes	From the 20th day of the month preceding the month of the related Distribution Date through the 19th day of the month of that Distribution Date

# Floating Rate Classes

Classes DF and EF will bear interest as shown under "Terms Sheet — Interest Rates" in this Supplement. The Interest Rates for Classes DF and EF will be based on One-Month LIBOR. One-Month LIBOR will equal the average of the London interbank offered rates for one-month United States dollar deposits as published in the Wall Street Journal thirty days prior to the first day of the month in which the related Accrual Period begins (or, if such date is not a Business Day, the immediately preceding Business Day). If such rate ceases to be published in the Wall Street Journal or becomes unavailable for any reason, then the rate will be based upon a new index selected by the Trustee, from the list of indices approved for use with HUD-insured HECMs, which will be announced as soon as it is available. In the case of the Group 4 Securities, the Trustee may use different values of One-Month LIBOR than those that are used for the related HECMs, which relate to the Participations underlying the related HECM MBS. See "Risk Factors — One-month LIBOR and one-year LIBOR for the HECMs related to the participations underlying the group 1, 3 and 4 trust assets, as applicable, may not equal one-month LIBOR and one-year LIBOR for the group 1, 3 and 4 securities, as applicable, which may impact, perhaps significantly, the amount of interest distributable to the group 1, 3 and 4 securities" in this Supplement.

For information regarding the manner in which the Trustee determines One-Month LIBOR and calculates the Interest Rates for Classes DF and EF, see "Description of the Securities — Interest Rate Indices — Determination of LIBOR" in the Base Offering Circular. We can provide no assurance that One-Month LIBOR for a Distribution Date accurately represents the offered rate at which one-month U.S. dollar deposits are being quoted to prime banks in the London interbank market, nor that the procedures for calculating the rates for one-month U.S. dollar deposits will not change. Any change in One-Month LIBOR values resulting from any change in reporting or in the determination of One-Month LIBOR may cause One-Month LIBOR to fluctuate disproportionately to changes in other market lending rates.

Classes BF and FG will bear interest as shown under "Terms Sheet — Interest Rates" in this Supplement. The Interest Rate for each of Classes BF and FG will be based on One-Year LIBOR and will adjust annually. One-Year LIBOR will equal the average of the London interbank offered rates for one-year United States dollar deposits as published in the Wall Street Journal thirty days prior to the first day of December of each year following the first Distribution Date (or, if such date is not a Business Day, the immediately preceding Business Day). If such rate ceases to be published in the Wall Street Journal or becomes unavailable for any reason, then the rate will be based upon a new index selected by the Trustee, from the list of indices approved for use with HUD-insured HECMs, which will be announced as soon as it is available. The Trustee may use different values of One-Year LIBOR than those that are used for the related HECMs, which relate to the participations underlying the related HECM MBS. See "Risk Factors — One-month LIBOR and one-year LIBOR for the HECMs related to the participations underlying the group 1, 3 and 4 trust assets, as applicable, may not equal one-month LIBOR and one-year LIBOR for the group 1, 3 and 4 securities, as applicable, which may impact, perhaps significantly, the amount of interest distributable to the group 1, 3 and 4 securities" in this Supplement.

For information regarding the manner in which the Trustee determines One-Year LIBOR and calculates the Interest Rate for each of Classes BF and FG, see "Description of the Securities — Interest Rate Indices — Determination of LIBOR" in the Base Offering Circular.

#### HECM MBS Weighted Average Coupon Classes

Each HECM MBS Weighted Average Coupon Class will bear interest as shown under "Terms Sheet — Interest Rates" in this Supplement.

The interest that will be distributed or accrued, as applicable, on each HECM MBS Weighted Average Coupon Class will be limited by the interest that is distributed or accrued in respect of the related Trust Assets. See "Risk Factors — One-month LIBOR and one-year LIBOR for the HECMs related to the participations underlying the group 1, 3 and 4 trust assets, as applicable, may not equal one-month LIBOR and one-year LIBOR for the group 1, 3 and 4 securities, as applicable, which may impact, perhaps significantly, the amount of interest distributable to the group 1, 3 and 4 securities" in this Supplement, "Risk Factors — Adjustable rate HECMs are subject to limitations on interest rate adjustments, which may limit the amount of interest payable in respect of the related HECM MBS and may limit the WACR on the related HECM MBS and the interest rates on the securities" in this Supplement and "Risk Factors — The mortgage rate index for the HECMs related to the participations underlying the group 2 trust assets is different than the interest rate index for the group 2 securities, which may impact, perhaps significantly, the amount of interest distributable to the group 2 securities after the initial fixed rate period of the related HECMs" in this Supplement.

The Trustee's determination of One-Month LIBOR and One-Year LIBOR and its calculation of the Interest Rates will be final except in the case of clear error. Investors can obtain One-Month LIBOR and One-Year LIBOR levels and Interest Rates for the current and preceding Accrual Periods from Ginnie Mae's Multiclass Securities e-Access located on Ginnie Mae's website ("e-Access") or by calling the Information Agent at (800) 234-GNMA.

#### HECM MBS Accrual Classes

Each of Classes BF, DF, EF and FG is a HECM MBS Accrual Class. Interest will accrue on each HECM MBS Accrual Class and be distributed as described under "HECM MBS Accrual Class" in Appendix II to the Base Offering Circular.

# Deferred Interest Amounts

Any interest accrued and unpaid on a Notional Class during the Accrual Period for any Distribution Date that is not distributed because of an insufficiency in the related Available Distribution Amount for such Distribution Date increases the related Deferred Interest Amount for such Notional Class. Any such amounts distributable to the Holders of a Notional Class will be paid no later than the Final Distribution Date of such Notional Class.

# **Principal Distributions**

Amounts distributable in respect of principal will be distributed to the Holders entitled thereto as described under "Terms Sheet — Distributions" in this Supplement. Investors can calculate the amount of principal to be distributed with respect to any Distribution Date by using the Class Factors published in the preceding and current months. See "— Class Factors" below.

# Categories of Classes

For purposes of principal distributions, the Classes will be categorized as shown under "Principal Type" on the front cover of this Supplement. The abbreviations used in this Supplement to describe the principal entitlements of the Classes are explained under "Class Types" in Appendix I to the Base Offering Circular.

#### Notional Classes

The Notional Classes will not receive principal distributions based on their Class Notional Balances. For convenience in describing interest distributions, the Notional Classes will have the original Class Notional Balances shown on the front cover of this Supplement. The Class Notional Balances will be reduced or increased as shown under "Terms Sheet — Notional Classes" in this Supplement.

# **Residual Securities**

The Class RR1, RR2, RR3 and RR4 Securities will represent the beneficial ownership of the Residual Interest in the related Issuing REMIC and the beneficial ownership of the Residual Interest in the related Pooling REMIC, as described in "Certain United States Federal Income Tax Consequences" in the Base Offering Circular. The Class RR1, RR2, RR3 and RR4 Securities have no Class Principal Balance and do not accrue interest. The Class RR1, RR2, RR3 and RR4 Securities will be entitled to receive the proceeds of the disposition of any assets remaining in the related Trust REMICs after the Class Principal Balance or Class Notional Balance of each Class of Regular Securities in the related Security Group has been reduced to zero. However, any remaining proceeds are not likely to be significant. The Residual Securities may not be transferred to a Plan Investor, a Non-U.S. Person or a Disqualified Organization.

# **Class Factors**

The Trustee will calculate and make available for each Class of Securities, no later than the day preceding the Distribution Date, the factor (carried out to eight decimal places) that when multiplied by the Original Class Principal Balance (or original Class Notional Balance) of that Class, determines the Class Principal Balance (or Class Notional Balance) after giving effect to the distribution of principal to be made on the Securities (and any addition to the Class Principal Balance of a HECM MBS Accrual Class) or any addition to or reduction of Class Notional Balance on that Distribution Date (each, a "Class Factor").

- The Class Factor for any Class of Securities for each month following the issuance of the Securities will reflect its remaining Class Principal Balance (or Class Notional Balance) after giving effect to any principal distribution (or addition to principal) to be made or any addition to or reduction of Class Notional Balance on the Distribution Date occurring in that month.
- The Class Factor for each Class for the month of issuance is 1.00000000.
- Investors may obtain current Class Factors on e-Access.

See "Description of the Securities — Distributions" in the Base Offering Circular.

#### **Termination**

The Trustee, at its option, may purchase or cause the sale of the Trust Assets and thereby terminate the Trust on any Distribution Date on which the aggregate of the Class Principal Balances of the Securities is less than 1% of the aggregate Original Class Principal Balances of the Securities. On any Distribution Date upon the Trustee's determination that the REMIC status of any Trust REMIC has been lost or that a substantial risk exists that this status will be lost for the then current taxable year, the Trustee will terminate such Trust REMIC and any related Trust REMIC and retire the related Securities. For these purposes, the Trust REMICs and the Securities with corresponding numerical designations are related as follows:

Trust REMICs	Related Securities
Group 1 Issuing and Pooling REMICs	Group 1 Securities
Group 2 Issuing and Pooling REMICs	Group 2 Securities
Group 3 Issuing and Pooling REMICs	Group 3 Securities
Group 4 Issuing and Pooling REMICs	Group 4 Securities

Upon any termination of the Trust (or one or more related Trust REMICs), the Holder of any related outstanding Security (other than a Residual or Notional Class Security) will be entitled to receive that Holder's allocable share of the Class Principal Balance of that Class plus any accrued and unpaid interest

thereon at the applicable Interest Rate, and any Holder of any related outstanding Notional Class Security will be entitled to receive that Holder's allocable share of any accrued and unpaid interest thereon at the applicable Interest Rate (including any related Deferred Interest Amount). The Residual Holders will be entitled to their pro rata share of any assets remaining in the related Trust REMICs after payment in full of the amounts described in the foregoing sentence. However, any remaining assets are not likely to be significant.

With respect to each of Security Groups 1, 2, 3 and 4, a Holder of all of the outstanding Regular Securities of any such Security Group and the related Class of Residual Securities shall have the right to purchase the related Trust Assets upon three Business Days' notice (the "Notice Period"). The purchase shall be for cash in an amount equal to (A) (i) the aggregate remaining principal balance of the Trust Assets of such Security Group, but in no event less than the aggregate outstanding principal amount of the Securities of such Security Group, plus (ii) accrued interest on the Securities of such Security Group, less (B) amounts on deposit in the related Trust REMIC or Trust REMICs, for distribution on the Securities of such Security Group, plus (C) a \$5,000 termination fee payable to the Trustee in connection with each Security Group to be terminated. After the Notice Period, and upon such purchase, the Trustee will terminate the related Trust REMIC or Trust REMICs. Upon such termination, the Trustee will distribute the cash proceeds of the sale of the related Trust Assets to the Holder of the related Securities (which distribution may be offset against amounts due on the sale of such assets), will cancel the Securities of the related Security Group and cause the removal from the Book-Entry Depository Account of all Classes of the related Security Group, will cancel the related Class of Residual Securities, and will credit the remaining Trust Assets in the related Security Group to the account of the surrendering Holder.

Notwithstanding anything to the contrary contained herein, no such termination will be allowed unless the Trustee and Ginnie Mae are provided, at no cost to either the Trustee or Ginnie Mae, an Opinion of Counsel, acceptable to the Trustee and Ginnie Mae, to the effect that such termination constitutes a "qualified liquidation" under the REMIC Provisions, including Section 860F(a)(4) of the Code, and such termination will not result in a disqualification of any Trust REMIC that is not terminated at such time or the imposition of any "prohibited transactions" or "contributions" tax under the REMIC Provisions on any Trust REMIC that is not terminated at such time.

# YIELD, MATURITY AND PREPAYMENT CONSIDERATIONS

#### General

The prepayment experience of the HECMs will affect the Weighted Average Lives of and the yields realized by investors in the related Securities.

• The rate of principal payments (including prepayments or partial payments) of the HECMs relating to the Participations underlying the Securities depends on a variety of economic, geographic, social and other factors, including prevailing market interest rates, home values, HECM borrower mortality, qualifying non-borrowing spouse mortality, divorce rates, changes in the value of the mortgaged property, the HECM borrower's ability to draw down additional funds without refinancing, FHA guidelines regarding HECMs, servicing decisions and court imposed limits on the rights and remedies available to a Ginnie Mae Issuer under the HECMs, and will affect the Weighted Average Lives and yields realized by investors in the related Securities. HECMs may respond differently than traditional forward mortgage loans to the factors that influence prepayment.

With respect to the related Trust Assets, the occurrence of any of the following events with respect to a HECM related to the Participations underlying the related HECM MBS (each a "Maturity Event") will, subject to deferral in certain circumstances, result in the holders of the Securities being entitled to a distribution of principal:

- if a borrower dies and the property is not the principal residence of at least one surviving borrower,
- if a borrower conveys all of his or her title in the mortgaged property and no other borrower retains title to the mortgaged property,
- if the mortgaged property ceases to be the principal residence of a borrower for reasons other than death and the mortgaged property is not the principal residence of at least one surviving borrower,
- if a borrower fails to occupy the mortgaged property for a period of longer than 12 consecutive months because of physical or mental illness and the mortgaged property is not the principal residence of at least one other borrower, or
- if a borrower fails to perform any of its obligations under the HECM (for example, the failure of the borrower to make certain agreed upon repairs to the mortgaged property or the failure of the borrower to pay taxes and hazard insurance premiums).

Some HECMs may provide for the deferral of a Maturity Event when the last surviving borrower dies with a non-borrowing spouse who satisfies FHA qualifying attributes and ongoing requirements for deferral. This deferral ceases when the non-borrowing spouse fails to qualify or satisfy FHA requirements for deferral, at which point the Maturity Event is no longer deferred and the HECM will become due and payable in accordance with FHA procedures.

Generally, a HECM is not repaid immediately upon the occurrence of a Maturity Event, but continues to accrue interest until the liquidation of the related mortgaged property and the repayment of the HECM or the receipt of insurance proceeds from FHA. Any resulting shortfall to investors in the related Securities with respect to any Participations in the related HECM will be covered by Ginnie Mae pursuant to its guaranty of the Securities.

A Ginnie Mae Issuer is obligated to purchase all Participations related to a HECM when the outstanding principal amount of the related HECM is equal to or greater than 98% of the "Maximum Claim Amount," and a Ginnie Mae Issuer has the option to purchase all Participations related to a HECM to the extent that any borrower's request for an additional advance in respect of any HECM, if funded, together with the outstanding principal amount of the related HECM is equal to or greater than 98% of the "Maximum Claim Amount" or when a HECM becomes, and continues to be, due and payable in accordance with its terms, as applicable (any such purchase referred to herein as a "Ginnie Mae Issuer Purchase Event"). In connection with such repurchase, the Ginnie Mae Issuer will pay an amount (the "Release Price") equal to the outstanding principal amount of all of the Participations related to such HECMs, and Ginnie Mae will relinquish all right, title and interest it has in the HECMs and the related Participations. With respect to each Participation, the "outstanding principal amount" of such Participation is the original principal amount of such Participation as of the related Issue Date of the related HECM MBS, increased by the Accrued Interest with respect to such Participation and decreased by any payments made in respect of such Participation. For purposes of determining the Release Price, the "Accrued Interest" with respect to any Participation is the aggregate interest accrued, compounded on a monthly basis, allocable to the Participation at the related Participation Interest Rate for each month (in each case, after taking into account any payments made in reduction of such Participation) from and including the Issue Date through the last day of the reporting month (as such term is defined in the

Ginnie Mae guaranty agreement for the related HECM MBS) in which the Participation is to be purchased. The Participations relating to the HECM must be purchased by the Ginnie Mae Issuer at the end of the reporting month in which the outstanding principal balance of the HECM equals or exceeds 98% of the Maximum Claim Amount for such HECM. The Release Price will be passed through to the related securityholders on the Distribution Date following the month in which such Ginnie Mae Issuer Purchase Event occurs.

Higher levels of One-Month LIBOR or One-Year LIBOR, as applicable, and additional draws on HECMs will increase the rate at which the related HECMs will reach their Maximum Claim Amounts. Any payment in respect of the related Securities resulting from a Ginnie Mae Issuer Purchase Event will reduce the Weighted Average Lives of such Securities and will affect, perhaps significantly, the yields on such Securities.

The occurrence of voluntary prepayments by a borrower, Maturity Events and Ginnie Mae Issuer Purchase Events will accelerate the distribution of principal of the Securities. It is uncertain when any amounts might be paid on securities backed by Participations in HECMs because it is uncertain (i) whether a HECM borrower will choose to prepay amounts advanced in whole or in part, (ii) when any Maturity Event might occur and whether that Maturity Event will be deferred and (iii) when any Ginnie Mae Issuer Purchase Event might occur. Investors in the Securities are urged to review the discussion under "Risk Factors — It is uncertain when payments will be made in respect of securities backed by HECM MBS" in this Supplement and also the HECM MBS Disclosure Documents.

Under certain circumstances, the Trustee has the option to purchase the Trust Assets, thereby effecting early retirement of the Securities. *See "Description of the Securities — Termination" in this Supplement.* 

# **Final Distribution Date**

The Final Distribution Date for each Class, which is set forth on the front cover of this Supplement, is the latest date on which the related Class Principal Balance or Class Notional Balance will be reduced to zero. In the case of each Notional Class, the related Deferred Interest Amount will be reduced to zero no later than the Final Distribution Date for such Notional Class.

- The actual retirement of any Class may occur earlier than its Final Distribution Date.
- According to the terms of the Ginnie Mae Guaranty, Ginnie Mae will guarantee payment in full of the Class Principal Balance of each Class of Securities no later than its Final Distribution Date.

# **Modeling Assumptions**

The tables that follow have been prepared on the basis of the following assumptions (the "Modeling Assumptions"), among others:

- 1. The HECMs and related Participations underlying the Trust Assets have the assumed characteristics shown in Exhibit A.
- 2. The HECMs prepay at the constant percentages of the prepayment curve (described below and in Exhibit B) shown in the related table.
- 3. Draw activity occurs on the first day of the month and payments on the HECMs occur on the last day of the month, whether or not a Business Day, commencing in December 2016.
- 4. Distributions, if any, on the Securities are always received on the 20th day of the month, whether or not a Business Day, commencing in January 2017.

- 5. A termination of the Trust or any Trust REMIC does not occur.
- 6. The Closing Date for the Securities is December 30, 2016.
- 7. No expenses or fees are paid by the Trust other than the Trustee Fee, which is paid as described under "The Trust Assets The Trustee Fee" in this Supplement.
- 8. HECM borrowers who have the ability to do so draw at the annualized draw rate determined in accordance with the constant percentages of the draw curve shown in Exhibit C (the "Draw Rate"). The Draw Rate (converted to an equivalent monthly factor) is applied to the Maximum Claim Amount.
- 9. If a mandatory Ginnie Mae Issuer Purchase Event occurs with respect to a HECM, the purchase of the related Participation timely occurs. No optional Ginnie Mae Issuer Purchase Events occur.
- 10. The initial value of One-Year LIBOR on the Group 1 and 3 Securities is 1.64000%; however, the interest rate on the Group 1 and 3 adjustable rate HECMs for each period preceding the applicable Approximate Weighted Average Next Rate Reset Month shown in Exhibit A is based on the information set forth in Exhibit A. The Interest Rate on the Group 1 and 3 Securities will adjust annually at the beginning of the Accrual Period related to the Distribution Date in January 2018. For purposes of the Group 1 and 3 decrement tables, in all periods on or subsequent to the applicable Approximate Weighted Average Next Rate Reset Month shown in Exhibit A, the constant value of One-Year LIBOR shown is used to calculate the interest rate with respect to the Group 1 and 3 HECMs, while on all Distribution Dates occurring after the first Distribution Date, the constant value of One-Year LIBOR shown with respect to any decrement table is used to calculate the interest rate with respect to the applicable Class.
- 11. The initial value of One-Month LIBOR on the Group 2 Securities is 0.65000%; however, the interest rate on the Group 2 adjustable rate HECMs for each period preceding the applicable Approximate Weighted Average Next Rate Reset Month shown in Exhibit A is based on the information set forth in Exhibit A. For purposes of the Group 2 decrement tables, in all periods on or subsequent to the applicable Approximate Weighted Average Next Rate Reset Month shown in Exhibit A, the constant value of One-Year LIBOR shown is used to calculate the interest rate with respect to the Group 2 HECMs while on all Distribution Dates occurring after the first Distribution Date, the constant value of One-Month LIBOR shown with respect to any such decrement table is used to calculate the interest rate with respect to the applicable Class.
- 12. The initial value of One-Month LIBOR on the Group 4 Securities is 0.65000%; however, the interest rate on the Group 4 adjustable rate HECMs for the first Distribution Date is based on the information set forth in Exhibit A. On all Distribution Dates occurring after the first Distribution Date, the value of One-Month LIBOR on such adjustable rate HECMs is assumed to be same as the value of One-Month LIBOR on the Group 4 Securities. For purposes of the Group 4 decrement tables, on all Distribution Dates occurring after the first Distribution Date, the constant value of One-Month LIBOR shown with respect to any such decrement table is used to calculate the interest rate with respect to the Group 4 adjustable rate HECMs and to the applicable Class.
- 13. The original term of the HECMs is 50 years. If a HECM remains outstanding after its original term of 50 years, a mandatory Ginnie Mae Issuer Purchase Event occurs with respect to such HECM.
  - 14. No borrower changes payment plans.
- 15. Draws occur each month in respect of the Monthly Servicing Fee, if any, as set forth on Exhibit A. No draws occur in respect of any set asides for property charges (such as taxes, hazard insurance, ground rents or assessments) or repairs.
- 16. The HECMs and the Participations underlying the Group 1, 2 and 3 Trust Assets each have annual interest rate adjustment caps of 2%. There are no periodic interest rate adjustment caps on the HECMs and the Participations underlying the Group 4 Trust Assets.

When reading the tables and the related text, investors should bear in mind that the Modeling Assumptions, like any other stated assumptions, are unlikely to be entirely consistent with actual experience.

- For example, most of the HECMs will not have the characteristics assumed, many Distribution Dates will occur on a Business Day after the 20th of the month, draw activity and prepayments, if any, will occur throughout the month, draws will occur in respect of set asides for property charges and repairs, the Trustee may cause a termination of the Trust as described under "Description of the Securities Termination" in this Supplement and One-Month LIBOR or One-Year LIBOR, as applicable, on the Securities may differ from One-Month LIBOR or One-Year LIBOR, as applicable, on the related adjustable rate HECMs.
- In addition, distributions on the Securities are based on Certificate Factors and Calculated Certificate Factors, as applicable, which may not reflect actual receipts on the Trust Assets.

See "Description of the Securities — Distributions" in the Base Offering Circular.

#### **Decrement Tables**

Prepayments of mortgage loans are commonly measured by a prepayment standard or model. The model used in this Supplement is based on a prepayment curve ("PPC") consisting of a series of Constant Prepayment Rates ("CPRs"). CPR is the standard prepayment assumption model of The Securities Industry and Financial Markets Association. CPR represents a constant rate of prepayment on the HECMs each month relative to the then outstanding aggregate principal balance of the HECMs for the life of those HECMs. See "Yield, Maturity and Prepayment Considerations — Standard Prepayment Assumption Models" in the Base Offering Circular.

The PPC and Draw Rates are based on the respective percentages in effect beginning on each Distribution Date as indicated in Exhibits B and C.

The decrement tables set forth below are based on the assumption that the HECMs prepay at the indicated percentages of PPC (the "PPC Prepayment Assumption Rates"). As used in the tables, each of the PPC Prepayment Assumption Rates reflects a percentage of the 100% PPC assumed prepayment curve. The HECMs will not prepay at any of the PPC Prepayment Assumption Rates, and the timing of changes in the rate of prepayments actually experienced on the HECMs will not follow the pattern described for the PPC assumption.

The decrement tables set forth below illustrate the percentage of the Original Class Principal Balance (or, in the case of a Notional Class, the original Class Notional Balance) that would remain outstanding following the distribution made each specified month for each Regular Class, based on the assumptions that the related HECMs prepay at the PPC Prepayment Assumption Rates set forth in such tables, One-Month LIBOR and One-Year LIBOR, as applicable, are constant at the rates set forth in such tables and draws, if any, occur at the Draw Rates set forth in Exhibit C. The percentages set forth in the following decrement tables have been rounded to the nearest whole percentage (including rounding down to zero).

The decrement tables also indicate the Weighted Average Life of each Class under each PPC Prepayment Assumption Rate and each indicated level of One-Month LIBOR and One-Year LIBOR, as applicable. The Weighted Average Life of each Class is calculated by:

(a) multiplying the net reduction, if any, of the Class Principal Balance (or the net reduction of the Class Notional Balance, in the case of a Notional Class) from one Distribution Date to the next Distribution Date by the number of years from the date of issuance thereof to the related Distribution Date,

- (b) summing the results, and
- (c) dividing the sum by the aggregate amount of the assumed net reductions in principal balance or notional amount, as applicable, referred to in clause (a).

The information shown for each Notional Class is for illustrative purposes only, as a Notional Class is not entitled to distributions of principal based on its Class Notional Balance and has no Weighted Average Life. The Weighted Average Life shown for each Notional Class has been calculated on the assumption that a reduction in the Class Notional Balance thereof is a distribution of principal and further does not factor in any entitlement to the applicable Deferred Interest Amount. See the footnotes below related to the decrement tables for each Notional Class.

The Weighted Average Lives are likely to vary, perhaps significantly, from those set forth in the tables below due to the differences between the actual characteristics of the HECMs related to the Participations underlying the related Trust Assets and the Modeling Assumptions.

# Percentages of Original Class Principal (or Class Notional) Balances and Weighted Average Lives

Security Group 1 PPC Prepayment Assumption Rates

	1.,															
	Class FG 1.64000% One-Year LIBOR				2	Class FG 2.64000% One-Year LIBOR				Class FG 3.96233% One-Year LIBOR						
Distribution Date	0%	75%	100%	125%	150%	0%	75%	100%	125%	150%	0%	75%	100%	125%	150%	
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	
December 2017	102	101	100	99	98	102	101	100	99	99	102	101	100	99	99	
December 2018	104	99	96	93	90	105	100	97	94	91	107	101	98	95	92	
December 2019	106	95	89	84	79	108	97	91	86	81	111	99	94	88	83	
December 2020	108	90	82	74	67	112	92	84	76	69	116	96	87	79	71	
December 2021	111	83	73	63	55	115	87	76	66	57	121	91	79	69	60	
December 2022	113	76	64	53	43	119	80	67	55	46	127	86	71	59	49	
December 2023	115	69	55	43	33	122	74	58	46	36	132	80	63	49	38	
December 2024	117	62	47	34	25	126	67	50	37	27	138	73	55	40	29	
December 2025	120	55	39	27	18	129	60	42	29	20	144	66	46	32	22	
December 2026	122	48	32	20	13	133	53	35	22	14	150	59	39	25	16	
December 2027	125	41	25	15	9	135	45	28	16	9	0	0	0	0	0	
December 2028	125	35	20	11	6	0	0	0	0	0	0	0	0	0	0	
December 2029	128	29	15	7	4	0	0	0	0	0	0	0	0	0	0	
December 2030 and																
thereafter	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	
Weighted Average																
Life (years)	13.8	9.4	7.9	6.7	5.9	12.0	9.2	7.9	6.8	6.0	10.3	8.8	7.7	6.8	6.0	

PPC Prepayment Assumption Rates

		5.28467	Class FG % One-Yea	ar LIBOR		Class FG 6.60700% One-Year LIBOR					
Distribution Date	0%	75%	100%	125%	150%	0%	75%	100%	125%	150%	
Initial Percent	100	100	100	100	100	100	100	100	100	100	
December 2017	102	101	100	99	99	102	101	100	99	99	
December 2018	108	101	98	95	92	109	101	98	95	92	
December 2019	114	100	95	89	84	117	101	95	90	84	
December 2020	121	98	90	81	73	125	100	91	83	75	
December 2021	128	95	83	72	62	134	98	85	74	64	
December 2022	135	90	75	62	51	143	94	79	65	53	
December 2023	143	85	67	53	41	153	90	71	56	43	
December 2024	151	79	59	44	32	164	84	63	47	34	
December 2025	160	72	51	35	24	1	0	0	0	0	
December 2026	0	0	0	0	0	0	0	0	0	0	
December 2027	0	0	0	0	0	0	0	0	0	0	
December 2028	0	0	0	0	0	0	0	0	0	0	
December 2029	0	0	0	0	0	0	0	0	0	0	
December 2030 and											
thereafter	0	0	0	0	0	0	0	0	0	0	
Weighted Average											
Life (years)	9.1	8.4	7.5	6.7	6.0	8.4	8.0	7.2	6.5	5.9	

Security Group 1 PPC Prepayment Assumption Rates

									-						
		Class GI* % One-Year LIBOR			Class GI* 2.64000% One-Year LIBOR				Class GI* 3.96233% One-Year LIBOR						
Distribution Date	0%	75%	100%	125%	150%	0%	75%	100%	125%	150%	0%	75%	100%	125%	150%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
December 2017	104	102	101	100	99	104	102	101	100	99	105	102	101	100	99
December 2018	109	100	97	94	91	110	101	98	95	92	111	102	99	96	93
December 2019	114	96	90	85	79	116	98	92	86	81	119	100	94	88	83
December 2020	119	90	82	74	67	123	93	85	77	69	127	97	88	79	72
December 2021	124	84	73	64	55	129	88	76	66	57	136	92	80	69	60
December 2022	129	77	64	53	43	136	81	68	56	46	145	86	72	59	49
December 2023	135	70	55	43	34	143	74	59	46	36	155	80	64	50	39
December 2024	141	63	47	35	25	151	67	50	37	27	165	73	55	40	29
December 2025	147	55	39	27	18	159	60	42	29	20	176	67	47	32	22
December 2026	153	48	32	20	13	168	53	35	22	14	188	60	39	25	16
December 2027	160	42	25	15	9	174	45	28	16	9	0	0	0	0	0
December 2028	164	35	20	11	6	0	0	0	0	0	0	0	0	0	0
December 2029	171	29	15	8	4	0	0	0	0	0	0	0	0	0	0
December 2030 and															
thereafter	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average															
Life (years)	13.8	9.4	7.9	6.7	5.9	12.0	9.2	7.9	6.8	6.0	10.3	8.8	7.7	6.8	6.0

PPC Prepayment Assumption Rates

		5.28467	Class GI* % One-Yea	ır LIBOR		Class GI* 6.60700% One-Year LIBOR					
Distribution Date	0%	75%	100%	125%	150%	0%	75%	100%	125%	150%	
Initial Percent	100	100	100	100	100	100	100	100	100	100	
December 2017	105	102	101	100	99	105	102	101	100	99	
December 2018	112	102	99	96	93	112	102	99	96	93	
December 2019	121	101	95	90	84	121	102	96	90	84	
December 2020	131	99	90	82	74	133	101	92	83	75	
December 2021	141	96	83	72	62	145	99	86	74	64	
December 2022	153	91	76	63	51	160	95	79	65	54	
December 2023	166	86	68	53	41	174	90	72	56	43	
December 2024	178	80	59	44	32	191	85	64	47	34	
December 2025	193	73	51	35	24	1	0	0	0	0	
December 2026	0	0	0	0	0	0	0	0	0	0	
December 2027	0	0	0	0	0	0	0	0	0	0	
December 2028	0	0	0	0	0	0	0	0	0	0	
December 2029	0	0	0	0	0	0	0	0	0	0	
December 2030 and											
thereafter	0	0	0	0	0	0	0	0	0	0	
Weighted Average											
Life (years)	9.1	8.4	7.5	6.7	6.0	8.4	8.0	7.2	6.5	5.9	

<sup>\*</sup> The decrement tables for Class GI reflect only the Class GI Notional Balance at various rates of PPC and at various levels of One-Year LIBOR. In addition to the current interest accrual amount on the Class GI Notional Balance at the Class GI Interest Rate, Class GI is entitled to the Class GI Deferred Interest Amount. No representation is made about the timing of distributions of the Class GI Deferred Interest Amount other than that such amount will be paid no later than the Final Distribution Date for Class GI.

Security Group 2 PPC Prepayment Assumption Rates

		65000%	Class EF One-Mo: One-Ye	nth LIBC			65000%	Class EF One-Mo: One-Ye	nth LIBC			65000%	Class EF One-Mo: 6 One-Ye	nth LIBC	
Distribution Date	0%	75%	100%	125%	150%	0%	75%	100%	125%	150%	0%	75%	100%	125%	150%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
December 2017	102	100	99	98	96	102	100	99	98	97	102	100	99	98	97
December 2018	103	97	94	90	87	103	100	96	93	89	103	100	96	93	89
December 2019	105	93	87	81	75	105	97	91	85	79	105	99	93	87	81
December 2020	107	87	79	71	63	107	94	85	76	68	107	98	88	79	71
December 2021	109	81	70	60	51	109	89	77	66	56	108	94	82	70	60
December 2022	110	74	61	50	40	110	83	68	56	45	99	80	66	54	43
December 2023	111	66	52	40	31	99	67	52	40	31	47	34	26	20	15
December 2024	112	58	43	31	22	62	36	26	19	13	4	3	2	1	1
December 2025	101	45	31	21	14	10	5	3	2	1	1	1	0	0	0
December 2026	103	39	25	16	10	2	1	0	0	0	0	0	0	0	0
December 2027	62	19	11	6	3	0	0	0	0	0	0	0	0	0	0
December 2028	19	4	2	1	1	0	0	0	0	0	0	0	0	0	0
December 2029	1	0	0	0	0	0	0	0	0	0	0	0	0	0	0
December 2030 and															
thereafter	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average															
Life (years)	10.9	8.1	7.0	6.1	5.4	8.1	7.2	6.5	5.9	5.3	6.8	6.5	6.0	5.5	5.1

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		57500%	Class EF One-Mo 6 One-Ye	nth LIBC			57500%	Class EF One-Mo 6 One-Ye	nth LIBC			57500%	Class EF One-Mo 6 One-Ye	nth LIBC	
Distribution Date	0%	75%	100%	125%	150%	0%	75%	100%	125%	150%	0%	75%	100%	125%	150%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
December 2017	104	100	99	98	96	104	101	99	98	97	104	101	99	98	97
December 2018	109	98	94	90	87	109	100	96	93	89	109	100	97	93	89
December 2019	113	93	87	81	75	114	98	91	85	79	114	100	93	87	81
December 2020	118	88	79	71	63	120	94	85	76	68	120	98	88	79	71
December 2021	124	81	70	60	51	125	90	77	66	56	125	95	82	70	60
December 2022	128	74	61	50	40	130	83	68	56	45	116	80	66	54	43
December 2023	133	67	52	40	31	119	67	52	40	31	56	34	26	20	15
December 2024	136	58	43	31	22	76	36	26	19	13	5	3	2	1	1
December 2025	126	45	31	21	14	13	5	3	2	1	1	1	0	0	0
December 2026	131	39	25	16	10	2	1	0	0	0	0	0	0	0	0
December 2027	79	19	11	6	3	0	0	0	0	0	0	0	0	0	0
December 2028	25	4	2	1	1	0	0	0	0	0	0	0	0	0	0
December 2029	1	0	0	0	0	0	0	0	0	0	0	0	0	0	0
December 2030 and															
thereafter	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average															
Life (years)	10.9	8.1	7.0	6.1	5.4	8.1	7.2	6.5	5.9	5.3	6.8	6.5	6.0	5.5	5.1

Security Group 2 PPC Prepayment Assumption Rates

			Class EF One-Mo 6 One-Ye	nth LIBO			50000%	Class EF One-Mo 6 One-Ye	nth LIBO			50000%	Class EF One-Mo 6 One-Ye	nth LIBO	
Distribution Date	0%	75%	100%	125%	150%	0%	75%	100%	125%	150%	0%	75%	100%	125%	150%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
December 2017	104	100	99	98	96	104	101	99	98	97	104	101	99	98	97
December 2018	109	98	94	90	87	111	100	96	93	89	112	100	97	93	89
December 2019	113	93	87	81	75	119	98	91	85	79	120	100	93	87	81
December 2020	118	88	79	71	63	127	94	85	76	68	130	98	88	79	71
December 2021	124	81	70	60	51	136	90	77	66	56	138	95	82	70	60
December 2022	128	74	61	50	40	144	83	68	56	45	132	80	66	54	43
December 2023	133	67	52	40	31	134	67	52	40	31	65	34	26	20	15
December 2024	136	58	43	31	22	86	36	26	19	13	6	3	2	1	1
December 2025	126	45	31	21	14	14	5	3	2	1	1	1	0	0	0
December 2026	131	39	25	16	10	2	1	0	0	0	0	0	0	0	0
December 2027	79	19	11	6	3	0	0	0	0	0	0	0	0	0	0
December 2028	25	4	2	1	1	0	0	0	0	0	0	0	0	0	0
December 2029	1	0	0	0	0	0	0	0	0	0	0	0	0	0	0
December 2030 and															
thereafter	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average															
Life (vears)	10.9	8.1	7.0	6.1	5.4	8.1	7.2	6.5	5.0	5.3	6.8	6.5	6.0	5.5	5.1

						PPC F	repaym	ent Assu	ımption	Rates					
		65000%	Class EI* One-Mo: 6 One-Ye	nth LIBC			65000%		nth LIBO			65000%	Class EI One-Mo 6 One-Ye	nth LIBC	
Distribution Date	0%	75%	100%	125%	150%	0%	75%	100%	125%	150%	0%	75%	100%	125%	150%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
December 2017	104	100	99	98	96	105	101	99	98	97	105	101	99	98	97
December 2018	109	98	94	91	87	111	100	96	93	89	112	100	97	93	89
December 2019	114	93	87	81	75	119	98	91	85	79	122	100	93	87	81
December 2020	119	88	79	71	63	128	94	85	76	68	133	98	88	79	71
December 2021	124	81	70	60	51	137	90	77	66	56	144	95	82	70	60
December 2022	128	74	61	50	40	144	83	68	56	45	139	80	66	54	43
December 2023	133	67	52	40	31	135	67	52	40	31	69	34	26	20	15
December 2024	136	58	43	31	22	86	36	26	19	13	6	3	2	1	1
December 2025	126	45	31	21	14	14	5	3	2	1	1	1	0	0	0
December 2026	131	39	25	16	10	2	1	0	0	0	0	0	0	0	0
December 2027	79	19	11	6	3	0	0	0	0	0	0	0	0	0	0
December 2028	25	4	2	1	1	0	0	0	0	0	0	0	0	0	0
December 2029	1	0	0	0	0	0	0	0	0	0	0	0	0	0	0
December 2030 and															
thereafter	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average															
Life (vears)	10.9	8.1	7.0	6.1	5.4	8.1	7.2	6.5	5.9	5.3	6.8	6.5	6.0	5.5	5.1

<sup>\*</sup> The decrement tables for Class EI reflect only the Class EI Notional Balance at various rates of PPC and at various levels of One-Month LIBOR and One-Year LIBOR. In addition to the current interest accrual amount on the Class EI Notional Balance at the Class EI Interest Rate, Class EI is entitled to the Class EI Deferred Interest Amount. No representation is made about the timing of distributions of the Class EI Deferred Interest Amount other than that such amount will be paid no later than the Final Distribution Date for Class EI.

Security Group 2 PPC Prepayment Assumption Rates

		57500%	Class EI* One-Mo: 6 One-Ye	nth LIBC			57500%	Class EI* One-Mo: 6 One-Ye	nth LIBC			57500%	Class EI <sup>®</sup> One-Mo o One-Ye	nth LIBC	
Distribution Date	0%	75%	100%	125%	150%	0%	75%	100%	125%	150%	0%	75%	100%	125%	150%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
December 2017	104	100	99	98	96	105	101	99	98	97	105	101	99	98	97
December 2018	109	98	94	91	87	111	100	96	93	89	112	100	97	93	89
December 2019	114	93	87	81	75	119	98	91	85	79	122	100	93	87	81
December 2020	119	88	79	71	63	128	94	85	76	68	133	98	88	79	71
December 2021	124	81	70	60	51	137	90	77	66	56	144	95	82	70	60
December 2022	128	74	61	50	40	144	83	68	56	45	139	80	66	54	43
December 2023	133	67	52	40	31	135	67	52	40	31	69	34	26	20	15
December 2024	136	58	43	31	22	86	36	26	19	13	6	3	2	1	1
December 2025	126	45	31	21	14	14	5	3	2	1	1	1	0	0	0
December 2026	131	39	25	16	10	2	1	0	0	0	0	0	0	0	0
December 2027	79	19	11	6	3	0	0	0	0	0	0	0	0	0	0
December 2028	25	4	2	1	1	0	0	0	0	0	0	0	0	0	0
December 2029	1	0	0	0	0	0	0	0	0	0	0	0	0	0	0
December 2030 and															
thereafter	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average															
Life (years)	10.9	8.1	7.0	6.1	5.4	8.1	7.2	6.5	5.9	5.3	6.8	6.5	6.0	5.5	5.1

	PPC Prepayment Assumption Rates														
		50000%	Class EI One-Mo 6 One-Ye	nth LIBC			50000%		nth LIBO			50000%	Class EI* One-Mo 6 One-Ye	nth LIBO	
Distribution Date	0%	75%	100%	125%	150%	0%	75%	100%	125%	150%	0%	75%	100%	125%	150%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
December 2017	104	100	99	98	96	105	101	99	98	97	105	101	99	98	97
December 2018	109	98	94	91	87	111	100	96	93	89	112	100	97	93	89
December 2019	114	93	87	81	75	119	98	91	85	79	122	100	93	87	81
December 2020	119	88	79	71	63	128	94	85	76	68	133	98	88	79	71
December 2021	124	81	70	60	51	137	90	77	66	56	144	95	82	70	60
December 2022	128	74	61	50	40	144	83	68	56	45	139	80	66	54	43
December 2023	133	67	52	40	31	135	67	52	40	31	69	34	26	20	15
December 2024	136	58	43	31	22	86	36	26	19	13	6	3	2	1	1
December 2025	126	45	31	21	14	14	5	3	2	1	1	1	0	0	0
December 2026	131	39	25	16	10	2	1	0	0	0	0	0	0	0	0
December 2027	79	19	11	6	3	0	0	0	0	0	0	0	0	0	0
December 2028	25	4	2	1	1	0	0	0	0	0	0	0	0	0	0
December 2029	1	0	0	0	0	0	0	0	0	0	0	0	0	0	0
December 2030 and															
thereafter	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average															
Life (vears)	10.9	8.1	7.0	6.1	5.4	8.1	7.2	6.5	5.9	5.3	6.8	6.5	6.0	5.5	5.1

<sup>\*</sup> The decrement tables for Class EI reflect only the Class EI Notional Balance at various rates of PPC and at various levels of One-Month LIBOR and One-Year LIBOR. In addition to the current interest accrual amount on the Class EI Notional Balance at the Class EI Interest Rate, Class EI is entitled to the Class EI Deferred Interest Amount. No representation is made about the timing of distributions of the Class EI Deferred Interest Amount other than that such amount will be paid no later than the Final Distribution Date for Class EI.

Security Group 3 PPC Prepayment Assumption Rates

	1		Class BF		R	2		Class BF o One-Ye		R	3		Class BF 6 One-Ye		R
Distribution Date	0%	75%	100%	125%	150%	0%	75%	100%	125%	150%	0%	75%	100%	125%	150%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
December 2017	102	100	99	98	96	102	100	99	98	97	102	100	99	98	97
December 2018	104	97	94	90	87	105	98	95	92	88	106	100	96	93	89
December 2019	106	93	87	81	75	108	95	89	83	77	111	97	91	85	79
December 2020	108	87	79	71	63	111	90	81	73	65	116	94	84	76	68
December 2021	110	81	70	60	51	115	84	73	63	53	121	89	77	66	56
December 2022	112	74	61	50	40	117	77	64	52	42	125	82	68	55	45
December 2023	113	66	52	40	31	119	70	55	42	32	115	66	52	40	30
December 2024	114	58	43	31	22	109	55	41	30	21	72	35	26	18	13
December 2025	104	45	31	21	14	90	39	27	18	12	12	5	3	2	1
December 2026	106	39	25	16	10	31	11	7	4	2	2	1	0	0	0
December 2027	63	19	11	6	3	2	1	0	0	0	0	0	0	0	0
December 2028	20	4	2	1	1	0	0	0	0	0	0	0	0	0	0
December 2029	1	0	0	0	0	0	0	0	0	0	0	0	0	0	0
December 2030	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
December 2031	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
December 2032	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
December 2033	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
December 2034 and															
thereafter	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average															
Life (years)	10.9	8.1	7.0	6.1	5.4	9.5	7.7	6.8	6.1	5.4	8.2	7.3	6.5	5.9	5.3

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		5.28467	Class BF % One-Yea	ar LIBOR			6.607009	Class BF	ır LIBOR	
Distribution Date	0%	75%	100%	125%	150%	0%	75%	100%	125%	150%
Initial Percent	100	100	100	100	100	100	100	100	100	100
December 2017	102	100	99	98	97	102	100	99	98	97
December 2018	108	100	96	93	89	109	100	96	93	89
December 2019	114	99	92	86	80	116	99	93	87	81
December 2020	120	96	87	78	70	125	98	88	79	71
December 2021	127	93	80	69	59	133	94	82	70	60
December 2022	118	77	63	52	42	126	80	66	54	43
December 2023	99	56	44	34	25	61	34	26	20	15
December 2024	14	6	5	3	2	5	3	2	1	1
December 2025	2	1	1	0	0	1	1	0	0	0
December 2026	1	0	0	0	0	0	0	0	0	0
December 2027	0	0	0	0	0	0	0	0	0	0
December 2028	0	0	0	0	0	0	0	0	0	0
December 2029	0	0	0	0	0	0	0	0	0	0
December 2030	0	0	0	0	0	0	0	0	0	0
December 2031	0	0	0	0	0	0	0	0	0	0
December 2032	0	0	0	0	0	0	0	0	0	0
December 2033 December 2034 and	0	0	0	0	0	0	0	0	0	0
thereafter	0	0	0	0	0	0	0	0	0	0
Life (years)	7.3	6.8	6.2	5.7	5.2	6.8	6.5	6.0	5.5	5.1

Security Group 3
PPC Prepayment Assumption Rates

	1		Class BI* One-Ye		R	2		Class BI° 6 One-Ye		R	3		Class BI° 6 One-Ye		R
Distribution Date	0%	75%	100%	125%	150%	0%	75%	100%	125%	150%	0%	75%	100%	125%	150%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
December 2017	104	100	99	98	96	105	101	99	98	97	105	101	99	98	97
December 2018	109	98	94	91	87	110	99	95	92	88	111	100	96	93	89
December 2019	114	93	87	81	75	116	95	89	83	77	119	98	91	85	79
December 2020	119	88	79	71	63	122	91	81	73	65	127	94	85	76	68
December 2021	124	81	70	60	51	129	85	73	63	53	136	89	77	66	56
December 2022	128	74	61	50	40	135	78	64	52	42	143	83	68	55	45
December 2023	133	67	52	40	31	140	70	55	42	32	133	66	52	40	30
December 2024	136	58	43	31	22	130	55	41	30	21	86	35	26	18	13
December 2025	126	45	31	21	14	109	39	27	18	12	15	5	3	2	1
December 2026	131	39	25	16	10	38	11	7	4	2	2	1	0	0	0
December 2027	79	19	11	6	3	2	1	0	0	0	0	0	0	0	0
December 2028	25	4	2	1	1	0	0	0	0	0	0	0	0	0	0
December 2029	1	0	0	0	0	0	0	0	0	0	0	0	0	0	0
December 2030	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
December 2031	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
December 2032	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
December 2033	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
December 2034 and															
thereafter	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average															
Life (years)	10.9	8.1	7.0	6.1	5.4	9.5	7.7	6.8	6.1	5.4	8.2	7.3	6.5	5.9	5.3

PPC Pre	payment	Assum	ption	Rates

		5.28467	Class BI* % One-Yea	ar LIBOR				Class BI* 6 One-Yea	r LIBOR	
Distribution Date	0%	75%	100%	125%	150%	0%	75%	100%	125%	150%
Initial Percent	100	100	100	100	100	100	100	100	100	100
December 2017	105	101	99	98	97	105	101	99	98	97
December 2018	112	100	97	93	89	112	100	97	93	89
December 2019	121	99	93	86	80	122	100	93	87	81
December 2020	131	97	87	78	70	133	98	88	79	71
December 2021	142	93	80	69	59	144	95	82	70	60
December 2022	134	77	63	52	42	139	80	66	54	43
December 2023	114	56	44	34	25	69	34	26	20	15
December 2024	16	6	5	3	2	6	3	2	1	1
December 2025	2	1	1	0	0	1	1	0	0	0
December 2026	1	0	0	0	0	0	0	0	0	0
December 2027	0	0	0	0	0	0	0	0	0	0
December 2028	0	0	0	0	0	0	0	0	0	0
December 2029	0	0	0	0	0	0	0	0	0	0
December 2030	0	0	0	0	0	0	0	0	0	0
December 2031	0	0	0	0	0	0	0	0	0	0
December 2032	0	0	0	0	0	0	0	0	0	0
December 2033	0	0	0	0	0	0	0	0	0	0
December 2034 and										
thereafter	0	0	0	0	0	0	0	0	0	0
Weighted Average										
Life (years)	7.3	6.8	6.2	5.7	5.2	6.8	6.5	6.0	5.5	5.1

<sup>\*</sup> The decrement tables for Class BI reflect only the Class BI Notional Balance at various rates of PPC and at various levels of One-Year LIBOR. In addition to the current interest accrual amount on the Class BI Notional Balance at the Class BI Interest Rate, Class BI is entitled to the Class BI Deferred Interest Amount. No representation is made about the timing of distributions of the Class BI Deferred Interest Amount other than that such amount will be paid no later than the Final Distribution Date for Class BI.

Security Group 4
PPC Prepayment Assumption Rates

	0.		Class DF One-Mo		)R	1.		Class DF One-Mo		)R	Class DF 5.40733% One-Month LIBOR					
Distribution Date	0%	75%	100%	125%	150%	0%	75%	100%	125%	150%	0%	75%	100%	125%	150%	
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	
December 2017	101	94	91	87	84	102	94	91	88	85	106	98	95	91	88	
December 2018	103	86	80	74	69	105	88	82	76	70	112	94	88	81	75	
December 2019	104	78	70	62	54	107	81	72	64	56	118	89	80	71	62	
December 2020	105	70	60	50	42	109	73	62	52	43	117	79	67	57	48	
December 2021	106	62	50	40	31	109	64	51	41	32	82	50	41	33	27	
December 2022	104	52	40	30	22	109	55	42	31	23	78	41	32	25	19	
December 2023	104	45	32	22	15	105	46	33	23	16	61	28	20	14	10	
December 2024	103	37	25	16	10	70	27	18	12	8	16	6	4	3	2	
December 2025	66	21	13	8	5	68	22	14	9	5	1	0	0	0	0	
December 2026	63	17	10	6	3	65	18	11	6	4	0	0	0	0	0	
December 2027	63	14	8	4	2	51	11	6	3	2	0	0	0	0	0	
December 2028	60	11	5	3	1	51	9	4	2	1	0	0	0	0	0	
December 2029	46	6	3	1	1	28	4	2	1	0	0	0	0	0	0	
December 2030	46	5	2	1	0	4	0	0	0	0	0	0	0	0	0	
December 2031	46	4	1	0	0	0	0	0	0	0	0	0	0	0	0	
December 2032	25	1	0	0	0	0	0	0	0	0	0	0	0	0	0	
December 2033	3	0	0	0	0	0	0	0	0	0	0	0	0	0	0	
December 2034 and																
thereafter	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	
Weighted Average																
Life (years)	12.3	6.6	5.4	4.6	3.9	10.2	6.4	5.3	4.6	4.0	6.3	5.3	4.7	4.2	3.8	

PPC Prepayment Assumption Rates

	11 C 1 repayment rissumption nates											
		9.16467%	Class DF One-Mor	nth LIBOR		Class DF 12.92200% One-Month LIBOR						
Distribution Date	0%	75%	100%	125%	150%	0%	75%	100%	125%	150%		
Initial Percent	100	100	100	100	100	100	100	100	100	100		
December 2017	109	101	98	94	91	111	102	98	95	92		
December 2018	120	100	94	87	80	123	102	95	88	82		
December 2019	126	95	85	75	67	87	66	59	53	48		
December 2020	85	58	50	43	37	87	59	51	44	38		
December 2021	68	41	33	27	22	69	41	33	27	22		
December 2022	16	8	6	5	3	15	8	6	4	3		
December 2023	14	6	4	3	2	14	6	4	3	2		
December 2024	10	3	2	2	1	10	3	2	2	1		
December 2025	0	0	0	0	0	1	0	0	0	0		
December 2026	0	0	0	0	0	0	0	0	0	0		
December 2027	0	0	0	0	0	0	0	0	0	0		
December 2028	0	0	0	0	0	0	0	0	0	0		
December 2029	0	0	0	0	0	0	0	0	0	0		
December 2030	0	0	0	0	0	0	0	0	0	0		
December 2031	0	0	0	0	0	0	0	0	0	0		
December 2032	0	0	0	0	0	0	0	0	0	0		
December 2033	0	0	0	0	0	0	0	0	0	0		
December 2034 and												
thereafter	0	0	0	0	0	0	0	0	0	0		
Weighted Average												
Life (years)	4.8	4.5	4.1	3.8	3.5	4.5	4.2	4.0	3.7	3.4		

Security Group 4
PPC Prepayment Assumption Rates

	Class DI* 0.65000% One-Month LIBOR					1.		Class DI One-Mo	* nth LIBC	)R	Class DI* 5.40733% One-Month LIBOR				
Distribution Date	0%	75%	100%	125%	150%	0%	75%	100%	125%	150%	0%	75%	100%	125%	150%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
December 2017	103	94	91	87	84	104	94	91	88	85	107	98	95	91	88
December 2018	106	86	80	74	69	108	88	82	76	70	116	94	88	81	75
December 2019	109	78	70	62	54	112	81	72	64	56	124	89	80	71	62
December 2020	112	70	60	50	42	115	73	62	52	43	123	79	67	57	48
December 2021	114	62	50	40	31	117	64	51	41	32	87	50	41	33	27
December 2022	113	52	40	30	22	118	55	42	31	23	83	41	32	25	19
December 2023	114	45	32	22	15	115	46	33	23	16	66	28	20	14	10
December 2024	114	37	25	16	10	77	27	18	12	8	17	6	4	3	2
December 2025	74	21	13	8	5	76	22	14	9	5	1	0	0	0	0
December 2026	71	17	10	6	3	73	18	11	6	4	0	0	0	0	0
December 2027	72	14	8	4	2	58	11	6	3	2	0	0	0	0	0
December 2028	69	11	5	3	1	58	9	4	2	1	0	0	0	0	0
December 2029	53	6	3	1	1	32	4	2	1	0	0	0	0	0	0
December 2030	54	5	2	1	0	4	0	0	0	0	0	0	0	0	0
December 2031	55	4	1	0	0	0	0	0	0	0	0	0	0	0	0
December 2032	31	1	0	0	0	0	0	0	0	0	0	0	0	0	0
December 2033	4	0	0	0	0	0	0	0	0	0	0	0	0	0	0
December 2034 and															
thereafter	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average															
Life (years)	12.4	6.6	5.4	4.6	3.9	10.2	6.4	5.3	4.6	4.0	6.3	5.3	4.7	4.2	3.8

PPC Pre	payment	Assum	ption	Rates

			Class DI* One-Mor	th LIBOR		1		Class DI* One-Mor	nth LIBOR	
Distribution Date	0%	75%	100%	125%	150%	0%	75%	100%	125%	150%
Initial Percent	100	100	100	100	100	100	100	100	100	100
December 2017	111	101	98	94	91	112	102	98	95	92
December 2018	123	101	94	87	80	125	102	95	88	82
December 2019	131	95	85	75	67	89	66	59	53	48
December 2020	88	58	50	43	37	90	59	51	44	38
December 2021	72	41	33	27	22	71	41	33	27	22
December 2022	16	8	6	5	3	16	8	6	4	3
December 2023	15	6	4	3	2	14	6	4	3	2
December 2024	10	3	2	2	1	10	3	2	2	1
December 2025	1	0	0	0	0	1	0	0	0	0
December 2026	0	0	0	0	0	0	0	0	0	0
December 2027	0	0	0	0	0	0	0	0	0	0
December 2028	0	0	0	0	0	0	0	0	0	0
December 2029	0	0	0	0	0	0	0	0	0	0
December 2030	0	0	0	0	0	0	0	0	0	0
December 2031	0	0	0	0	0	0	0	0	0	0
December 2032	0	0	0	0	0	0	0	0	0	0
December 2033	0	0	0	0	0	0	0	0	0	0
December 2034 and										
thereafter	0	0	0	0	0	0	0	0	0	0
Weighted Average										
Life (years)	4.8	4.5	4.1	3.8	3.5	4.5	4.2	4.0	3.7	3.4

<sup>\*</sup> The decrement tables for Class DI reflect only the Class DI Notional Balance at various rates of PPC and at various levels of One-Month LIBOR. In addition to the current interest accrual amount on the Class DI Notional Balance at the Class DI Interest Rate, Class DI is entitled to the Class DI Deferred Interest Amount. No representation is made about the timing of distributions of the Class DI Deferred Interest Amount other than that such amount will be paid no later than the Final Distribution Date for Class DI.

#### **Yield Considerations**

An investor seeking to maximize yield should make a decision whether to invest in any Regular Class based on the anticipated yield of that Class resulting from its purchase price, the investor's own projection of Maturity Events and deferrals of Maturity Events in respect of the HECMs related to the Participations underlying the HECM MBS, the investor's own projection of prepayments in respect of the HECMs related to the Participations underlying the HECM MBS, the investor's own projection of the occurrence of any Ginnie Mae Issuer Purchase Events, the investor's own projection of draw activity with respect to the HECMs, in the case of the Group 2 and 4 Securities, the investor's own projection of One-Month LIBOR under a variety of scenarios and, in the case of the Group 1, 2 and 3 Securities, the investor's own projection of One-Year LIBOR under a variety of scenarios. No representation is made regarding Maturity Events or prepayments in respect of the HECMs related to the Participations underlying the HECM MBS, the occurrence of any Ginnie Mae Issuer Purchase Events, One-Month LIBOR levels, One-Year LIBOR levels, draw activity with respect to the HECMs or the yield on any Class.

Prepayments: Effect on Yields

The yields to investors will be sensitive in varying degrees to the rate of prepayments on the related HECMs.

- In the case of Regular Securities purchased at a premium (especially the Interest Only Classes), faster than anticipated rates of principal payments could result in actual yields to investors that are lower than the anticipated yields.
- Investors in the Interest Only Classes should also consider the risk that rapid rates of principal payments could result in the failure of investors to recover fully their investments.
- In the case of Regular Securities purchased at a discount, slower than anticipated rates of principal payments could result in actual yields to investors that are lower than the anticipated yields.

See "Risk Factors — Rates of principal payments can reduce your yield" in this Supplement.

Rapid rates of prepayments on the HECMs are likely to coincide with periods of low prevailing interest rates.

During periods of low prevailing interest rates, the yields at which an investor may be able to reinvest amounts received as principal payments on the investor's Class of Securities may be lower than the yield on that Class.

Slow rates of prepayments on the HECMs are likely to coincide with periods of high prevailing interest rates.

During periods of high prevailing interest rates, the amount of principal payments available to an investor for reinvestment at those high rates may be relatively low.

The HECMs will not prepay at any constant rate until maturity, nor will all of the HECMs underlying any Trust Asset Group prepay at the same rate at any one time. The timing of changes in the rate of prepayments may affect the actual yield to an investor, even if the average rate of principal prepayments is consistent with the investor's expectation. In general, the earlier a prepayment of principal on the related HECMs, the greater the effect on an investor's yield. As a result, the effect on an investor's yield of principal prepayments occurring at a rate higher (or lower) than the rate anticipated by the investor during the period immediately following the Closing Date is not likely to be offset by a later equivalent reduction (or increase) in the rate of principal prepayments.

One-Month LIBOR and One-Year LIBOR: Effect on Yields of the Floating Rate Classes

Low levels of One-Month LIBOR and One-Year LIBOR, as applicable, can reduce the yield of the Floating Rate Classes. In addition, the Floating Rate Classes will not necessarily benefit from a higher yield at high levels of One-Month LIBOR or One-Year LIBOR, as applicable, because the rate on such Classes is capped at a maximum rate described under "Terms Sheet — Interest Rates."

Payment Delay: Effect on Yields of the Delay Classes

The effective yield on any Delay Class will be less than the yield otherwise produced by its Interest Rate and purchase price because, on each Distribution Date, 30 days' interest will be payable on (or will accrue with respect to) that Class even though interest began to accrue approximately 50 days earlier.

#### **Yield Tables**

The following tables show the pre-tax yields to maturity on a corporate bond equivalent basis of specified Classes at various constant percentages of PPC, in the case of Class DI, at various constant levels of One-Month LIBOR, in the case of Class EI, at various constant levels of One-Month LIBOR and One-Year LIBOR and, in the case of Classes BI and GI, at various constant levels of One-Year LIBOR.

The HECMs will not prepay or draw at any constant rate until maturity, and it is unlikely that One-Month LIBOR or One-Year LIBOR will remain constant. Moreover, it is likely that the HECMs will experience actual prepayment and draw rates that differ from those of the Modeling Assumptions. Therefore, the actual pre-tax yield of any Class may differ from those shown in the applicable table below for that Class even if the Class is purchased at the assumed price shown.

The yields were calculated by

- determining the monthly discount rates that, when applied to the applicable assumed streams
  of cash flows to be paid on the applicable Class, would cause the discounted present value of
  the assumed streams of cash flows to equal the assumed purchase price of that Class plus
  accrued interest, and
- 2. converting the monthly rates to corporate bond equivalent rates.

These calculations do not take into account variations that may occur in the interest rates at which investors may be able to reinvest funds received by them as distributions on their Securities and consequently do not purport to reflect the return on any investment in any Class when those reinvestment rates are considered.

The information set forth in the following tables was prepared on the basis of the Modeling Assumptions and the assumptions that (1) the Interest Rate applicable to Classes DF and EF for each Accrual Period following the first Accrual Period will be based on the indicated level of One-Month LIBOR, (2) the Interest Rate applicable to Classes BF and FG for each Accrual Period beginning with the Accrual Period related to the Distribution Date in January 2018 will be based on the indicated level of One-Year LIBOR, (3) the HECM MBS Rates applicable to the Group 1, 2 and 3 Trust Assets for each Accrual Period following the applicable Approximate Weighted Average Next Rate Reset Month shown in Exhibit A will be based on the indicated level of One-Year LIBOR, (4) the HECM MBS Rates applicable to the Group 4 Trust Assets for each Accrual Period following the applicable Approximate Weighted Average Next Rate Reset Month shown in Exhibit A will be based on the indicated level of One-Month LIBOR and (5) the purchase price of each Class (expressed as a percentage of its original Class Notional Balance) plus accrued interest is as indicated in the related table. **The assumed purchase price is not necessarily that at which actual sales will occur.** 

### **SECURITY GROUP 1**

## Sensitivity of Class GI to Prepayments Assumed Price 13.9%\*

	PPC	Prepaymen	nt Assumption	n Rates
One-Year LIBOR	75%	100%	125%	150%
1.64000%	8.8%	5.8%	2.7%	(0.4)%
2.64000%	9.0%	6.2%	3.2%	0.2%
3.96233%	8.5%	5.8%	2.9%	0.0%
5.28467%	6.2%	3.4%	0.6%	(2.3)%
6.60700%	3.1%	0.3%	(2.6)%	(5.5)%

### **SECURITY GROUP 2**

## Sensitivity of Class EI to Prepayments Assumed Price 12.4%\* 1.64000% One-Year LIBOR

	PP	C Prepayment	Assumption Ra	ates
One-Month LIBOR	75%	100%	125%	150%
0.65000%	13.2%	10.3%	7.3%	4.1%
3.57500%	(42.6)%	(47.9)%	(54.6)%	(66.2)%
6.50000%	(42.6)%	(47.9)%	(54.6)%	(66.2)%

## Sensitivity of Class EI to Prepayments Assumed Price 12.4%\* 4.12350% One-Year LIBOR

	PP	C Prepayment	Assumption Ra	ates
One-Month LIBOR	75%	100%	125%	150%
0.65000%	31.4%	29.3%	26.6%	23.8%
3.57500%	2.3%	(.6)%	(3.6)%	(6.7)%
6.50000%	(51.3)%	(56.6)%	(63.5)%	(76.3)%

## Sensitivity of Class EI to Prepayments Assumed Price 12.4%\* 6.60700% One-Year LIBOR

	PP	C Prepayment	Assumption Ra	ates
One-Month LIBOR	75%	100%	125%	150%
0.65000%	39.6%	37.6%	35.0%	32.2%
3.57500%	15.5%	12.6%	9.8%	6.8%
6.50000%	(11.9)%	(14.7)%	(17.5)%	(20.5)%

<sup>\*</sup> The price does not include accrued interest. Accrued interest has been added to the price in calculating the yields set forth in the table.

#### **SECURITY GROUP 3**

## Sensitivity of Class BI to Prepayments Assumed Price 13.1%\*

	PPC	<b>Prepayment</b>	Assumption	Rates
One-Year LIBOR	75%	100%	125%	150%
1.64000%	8.9%	5.9%	2.7%	(0.5)%
2.64000%	8.8%	5.9%	2.9%	(0.2)%
3.96233%	7.5%	4.7%	1.8%	(1.2)%
5.28467%	4.2%	1.4%	(1.5)%	(4.4)%
6.60700%	(1.4)%	(4.3)%	(7.3)%	(10.2)%

#### **SECURITY GROUP 4**

## Sensitivity of Class DI to Prepayments Assumed Price 8.1%\*

	PP	C Prepayment	Assumption Ra	ates
One-Month LIBOR	75%	100%	125%	150%
0.65000%	5.2%	0.7%	(3.9)%	(8.6)%
1.65000%	4.8%	0.4%	(4.1)%	(8.5)%
5.40733%	(0.1)%	(4.0)%	(7.9)%	(11.9)%
9.16467%	(17.8)%	(22.4)%	(25.6)%	(28.9)%
12.92200%	(27.5)%	(34.2)%	(37.1)%	(39.9)%

<sup>\*</sup> The price does not include accrued interest. Accrued interest has been added to the price in calculating the yields set forth in the table.

#### CERTAIN UNITED STATES FEDERAL INCOME TAX CONSEQUENCES

The following tax discussion, when read in conjunction with the discussion of "Certain United States Federal Income Tax Consequences" in the Base Offering Circular, describes the material United States federal income tax considerations for investors in the Securities. However, these two tax discussions do not purport to deal with all United States federal tax consequences applicable to all categories of investors, some of which may be subject to special rules.

#### **REMIC Elections**

In the opinion of Cleary Gottlieb Steen & Hamilton LLP, the Trust will constitute a Double REMIC Series as to the Group 1 Trust Assets, a Double REMIC Series as to the Group 2 Trust Assets, a Double REMIC Series as to the Group 3 Trust Assets and a Double REMIC Series as to the Group 4 Trust Assets, each for United States federal income tax purposes. Separate REMIC elections will be made for the Group 1 Pooling REMIC, the Group 1 Issuing REMIC, the Group 2 Pooling REMIC, the Group 2 Issuing REMIC, the Group 3 Pooling REMIC, Group 3 Issuing REMIC, the Group 4 Pooling REMIC and the Group 4 Issuing REMIC.

#### **Regular Securities**

The Regular Securities will be treated as debt instruments issued by the Group 1 Issuing REMIC, the Group 2 Issuing REMIC, the Group 3 Issuing REMIC or the Group 4 Issuing REMIC, as applicable, for United States federal income tax purposes. Income on the Regular Securities must be reported under an accrual method of accounting.

The Notional and HECM MBS Accrual Classes of Regular Securities will be issued with original issue discount ("OID"). See "Certain United States Federal Income Tax Consequences — Tax Treatment of Regular Securities — Original Issue Discount," "— Variable Rate Securities" and "— Interest Weighted Securities and Non-VRDI Securities" in the Base Offering Circular.

The prepayment assumption that should be used, among other things, in determining the rates of accrual of OID on the Regular Securities is 100% PPC (as described in "Yield, Maturity and Prepayment Considerations" in this Supplement). In the case of the Floating Rate Classes, the interest rate values to be used for these determinations are the initial Interest Rates as set forth in the Terms Sheet under "Interest Rates." No representation is made, however, about the rate at which prepayments on the HECMs underlying any Group of Participations actually will occur or the level of One-Month LIBOR or One-Year LIBOR at any time after the date of this Supplement. See "Certain United States Federal Income Tax Consequences" in the Base Offering Circular. In view of the complexities as to the manner of inclusion in income of OID on the Regular Securities, investors should consult their own tax advisors to determine the appropriate amount and method of inclusion in income of OID on the Regular Securities for United States federal income tax purposes.

The Regular Securities generally will be treated as "regular interests" in a REMIC for domestic building and loan associations and "real estate assets" for real estate investment trusts ("REITs") as described in "Certain United States Federal Income Tax Consequences" in the Base Offering Circular. Similarly, interest on the Regular Securities will be considered "interest on obligations secured by mortgages on real property" for REITs as described in "Certain United States Federal Income Tax Consequences" in the Base Offering Circular.

#### **Residual Securities**

The Class RR1 Securities will represent the beneficial ownership of the Residual Interest in the Group 1 Pooling REMIC and the beneficial ownership of the Residual Interest in the Group 1 Issuing REMIC. The Class RR2 Securities will represent the beneficial ownership of the Residual Interest in the Group 2 Pooling REMIC and the beneficial ownership of the Residual Interest in the Group 2 Issuing REMIC. The Class RR3 Securities will represent the beneficial ownership of the Residual Interest in the Group 3 Pooling REMIC and the beneficial ownership of the Residual Interest in the Group 3 Issuing REMIC. The RR4 Securities will represent the beneficial ownership of the Residual Interest in the Group 4 Pooling REMIC and the beneficial ownership of the Residual Interest in the Group 4 Issuing REMIC. The Residual Securities, i.e., the Class RR1, RR2, RR3 and RR4 Securities, generally will be treated as "residual interests" in a REMIC for domestic building and loan associations and as "real estate assets" for REITs, as described in "Certain United States Federal Income Tax Consequences" in the Base Offering Circular, but will not be treated as debt for United States federal income tax purposes. Instead, the Holders of the Residual Securities will be required to report, and will be taxed on, their pro rata shares of the taxable income or loss of the related Trust REMICs, and these requirements will continue until there are no outstanding regular interests in the respective Trust REMICs. Thus, Residual Holders will have taxable income attributable to the Residual Securities even though they will not receive principal or interest distributions with respect to the Residual Securities, which could result in a negative after-tax return for the Residual Holders. Even though the Holders of the Residual Securities are not entitled to any stated principal or interest payments on the Residual Securities, the related Trust REMICs may have substantial taxable income in certain periods, and offsetting tax losses may not occur until much later periods. Accordingly, the Holders of the Residual Securities may experience substantial adverse tax timing consequences. Prospective investors are urged to consult their own tax advisors and consider the after-tax effect of ownership of the Residual Securities and the suitability of the Residual Securities to their investment objectives.

Prospective Holders of Residual Securities should be aware that, at issuance, based on the expected prices of the Regular and Residual Securities and the prepayment assumption described above, the residual interests represented by the Residual Securities will be treated as "noneconomic residual interests" as that term is defined in Treasury regulations.

#### **Tax Audit Procedures**

The Bipartisan Budget Act of 2015, which was enacted on November 2, 2015, repeals and replaces the rules applicable to certain administrative and judicial proceedings regarding a Trust REMIC's tax affairs, effective beginning with the 2018 taxable year. Under the new rules, a partnership, including for this purpose a REMIC, appoints one person to act as its sole representative in connection with IRS audits and related procedures. In the case of a REMIC, the representative's actions, including the representative's agreeing to adjustments to taxable income, will bind Residual Holders to a greater degree than would actions of the tax matters person ("TMP") under current rules. See "Certain United States Federal Income Tax Consequences — Reporting and Tax Administration" in the Base Offering Circular for a discussion of the TMP. Further, an adjustment to the REMIC's taxable income following an IRS audit may have to be taken into account by those holders in the year in which the adjustment is made rather than in the year to which the adjustment relates and otherwise may have to be taken into account in different and potentially less advantageous ways than under current rules. In some cases, a REMIC could itself be liable for taxes on income adjustments, although it is anticipated that each Trust REMIC will seek to follow procedures in the new rules to avoid entity-level liability to the extent it otherwise may be imposed. The new rules are complex and likely will be clarified and possibly revised before going into effect. Residual Holders should discuss with their own tax advisors the possible effect of the new rules on them.

#### Foreign Account Tax Compliance Act

As discussed in the Base Offering Circular under "Certain United States Federal Income Tax Consequences — Taxation of Foreign Holders of REMIC Securities and MX Securities — Regular Securities and MX Securities," FATCA and related administrative guidance impose a 30% United States withholding tax on certain payments, which include interest payments in respect of Regular Securities and gross proceeds, including the return of principal, from the sale or other disposition, including redemptions, of Regular Securities. The effective date of the withholding tax on certain payments, which include interest payments, was July 1, 2014, and the effective date of the withholding tax on gross proceeds, including the return of principal, from the sale or other disposition, including redemptions, has been extended to January 1, 2019.

Investors should consult their own tax advisors in determining the United States federal, state, local, foreign and any other tax consequences to them of the purchase, ownership and disposition of the Securities.

### **ERISA MATTERS**

Ginnie Mae guarantees distributions of principal and interest with respect to the Securities. The Ginnie Mae Guaranty is supported by the full faith and credit of the United States of America. The Regular Securities will qualify as "guaranteed governmental mortgage pool certificates" within the meaning of a Department of Labor regulation, the effect of which is to provide that mortgage loans and participations therein underlying a "guaranteed governmental mortgage pool certificate" will not be considered assets of an employee benefit plan subject to the Employee Retirement Income Security Act of 1974, as amended ("ERISA"), or subject to section 4975 of the Code (each, a "Plan"), solely by reason of the Plan's purchase and holding of that certificate.

Governmental plans and certain church plans, while not subject to the fiduciary responsibility provisions of ERISA or the prohibited transaction provisions of ERISA and the Code, may nevertheless be subject to local, state or other federal laws that are substantially similar to the foregoing provisions of ERISA and the Code. Fiduciaries of any such plans should consult with their counsel before purchasing any of the Securities.

Prospective Plan Investors should consult with their advisors, however, to determine whether the purchase, holding or resale of a Security could give rise to a transaction that is prohibited or is not otherwise permissible under either ERISA or the Code.

See "ERISA Considerations" in the Base Offering Circular.

The Residual Securities are not offered to, and may not be transferred to, a Plan Investor.

#### LEGAL INVESTMENT CONSIDERATIONS

Institutions whose investment activities are subject to legal investment laws and regulations or to review by certain regulatory authorities may be subject to restrictions on investment in the Securities. No representation is made about the proper characterization of any Class for legal investment or other purposes, or about the permissibility of the purchase by particular investors of any Class under applicable legal investment restrictions.

Investors should consult their own legal advisors regarding applicable investment restrictions and the effect of any restrictions on the liquidity of the Securities prior to investing in the Securities.

See "Legal Investment Considerations" in the Base Offering Circular.

#### PLAN OF DISTRIBUTION

Subject to the terms and conditions of the Sponsor Agreement, the Sponsor has agreed to purchase all of the Securities if any are sold and purchased. The Sponsor proposes to offer the Regular Classes to the public from time to time for sale in negotiated transactions at varying prices to be determined at the time of sale, plus accrued interest from (1) December 1, 2016 on the Delay Classes and (2) December 20, 2016 on the Floating Rate Classes. The Sponsor may effect these transactions by sales to or through certain securities dealers. These dealers may receive compensation in the form of discounts, concessions or commissions from the Sponsor and/or commissions from any purchasers for which they act as agents. Some of the Securities may be sold through dealers in relatively small sales. In the usual case, the commission charged on a relatively small sale of securities will be a higher percentage of the sales price than that charged on a large sale of securities.

### **INCREASE IN SIZE**

Before the Closing Date, Ginnie Mae, the Trustee and the Sponsor may agree to increase the size of this offering. In that event, the Securities will have the same characteristics as described in this Supplement, except that the Original Class Principal Balance (or original Class Notional Balance) of each Class receiving principal distributions or interest distributions based upon a notional balance from the same Trust Asset Group will increase by the same proportion. The Trust Agreement, the Final Data Statement and the Supplemental Statement, if any, will reflect any increase in the size of the transaction.

## **LEGAL MATTERS**

Certain legal matters will be passed upon for Ginnie Mae by Sidley Austin LLP, for the Trust by Cleary Gottlieb Steen & Hamilton LLP and Marcell Solomon & Associates, P.C., and for the Trustee by Nixon Peabody LLP.

Assumed Characteristics of the HECMs and the Participations Underlying the Trust Assets(1)

	HECM MBS Issue Date	December 2016	December 2016 December 2016	December 2016	December 2016 November 2016	November 2016	November 2016 November 2016	November 2016	November 2016	November 2016	December 2010 December 2016	December 2016	December 2016	December 2016	December 2016	December 2016 December 2016	December 2016	December 2016	December 2016	December 2016	December 2016 December 2016	December 2016	December 2016	November 2016	November 2016	November 2016 November 2016	November 2016	December 2016 December 2016	December 2016	November 2016	November 2016	November 2016 November 2016	December 2016	December 2016	December 2016	November 2016	November 2016 November 2016	November 2016	November 2016	November 2016 November 2016	December 2016	December 2016 December 2016	December 2016 December 2016	December 2016	December 2016 December 2016	December 2016 December 2016	December 2016 December 2016	December 2016 December 2016	December 2016 December 2016
	Pool Number	AU3185	AU3185 AU3185	AU3185	AU5185 AM0121	AM0121	AR6648	AR6648 AD6640	AR6648	AR6648	AS5001	AS5991	AS5991	AS5996	AS5996	AS5996 AS5006	AS5996	AU3183	AU3183	AU3183	AU5185 A113186	AU3186	AU3186	AX6724	AX6724	AX6724	AX6724	08Z9XV	0K/9XV	AX7804	AX7804	AX7804	AX7808	AX7808 AX7808	AX7808	AM0121	AMO121	AR6648	AROOHS AROOHS	AR6648 AR6648	AS5991	AS5991	AS5001	AS5996	AS5996 AS5996	AS5996 AS5996	AU3183 AU3183	AU3183 AU3183	AU3183 AU3186
	Maximum Claim Amount(18)	\$ 134,545,050.00	1,441,500,00	4,243,500,00	12,109,500.00	1,327,500.00	1,196,113,554,00	40,740,600.00	22,800,000,00	10,027,000.00	04,835,485,00	1,764,000.00	2,666,500.00	2,910,793,992,00	101,423,300,00	74 928 000 00	22,936,500.00	1 100 500 00	2,063,000,00	3,410,800.00	26,900,00	1,128,000.00	348,000,00	3,826,392,218,00	84,960,300,00	96,870,500,00	36,936,300,00	35,876,200,00	1,125,500,00	1,442,845,570,00	64,455,345.00	42,190,500.00	19,389,800.00	139,500.00	720,000.00	12,109,500.00	1,527,500,00	1,196,113,554.00	40,740,900.00 64,127,600.00	22,800,000.00	54,853,483.00	1,764,000.00	2,666,500.00	2,910,793,992.00	144,149,400.00	74,928,000.00	05,706,440.00	3,410,800,00	625,500,00
	Available Line of Credit(17)	1.0	289,179,62			261,963.89			000		70,449.80		000	553,618,961.26	16,086,974.36	17,672,064.42		2	425,586.43		0,00		000	601,639,579,75	12,990,484.14	0.00		4,757,018,38		286,419,575.26	9,120,942.39	000	3,624,087.93		000	7	2013638)	$\sim$ 1	9,599,117.10		9,6	16,831.40	000	553618,961.26	17,672,064.42	000	72	425,586.43	3,073,224.13
	Initial Available Line of Credit(16)	\$12,218,044.2	176,398.38	000	1,034,935.37	198,234.46	57.974.193.72	3,782,432,57	000	000	50 376 13	857.55	000	88	8	88	000	4,166,035.64	255.393.21	000	0000 25 850 CFF	000	000	88	8	98	000	1,580,210.11	000	88	8	800	1,038,590.57	25,313.83	88	1,034,935.37	198,254.40 0.00	57,974,198.72	5,597,446.11	000	2,358,266.82	30,5/0.15 857.55	000	8	98	000	4,166,035.64	255,393,21	0.00
pproximate Weighted Average	Remaining Draw Term (in months)(15)	(61)	(50)		R (6)	88	99	88	8	121	38	118	83	8 <u>6</u>	8	¥ 8	8	98	88	8	187	12	84	(E)	8	≥ €	8	98	38	98	22	85	9	ğ.	85	(18)	38	608	8	[2]	618	118	88	60	§7.	88	88	328	(19)
-	Subsequent 1 Monthly I Scheduled Draw(14) m		\$ 2,875,00	13,371.43	35,515 (19)	5,515.21	(E)	105,218.05	71.118.57	48,463.90	(E) (F)	5,287.94	9,069.91	(61)	243,956.36	385,876.45	138,409,00	(19)	6,615,61	10,464.60	1,988.74	1,66732	312.36	(19)	189,662.22	97 171 100	193,014.83	(6)	6,703.40	(18)	324,991.56	130,407.19	(61)	850,00	2492.94	(10)	430.40	(19)	322,708.14	71,118.57	(A)	5,287.94	110810	9	245,950,50 385,876.45	223,880.97	(19)	6,615,61	1,988.74
	Initial Su Monthly 1 Scheduled S Draw(13) I	(61)	2,875,00 \$	13,371.43	35,71.46 (19)	5,515.21	(13)	105,218.05	71.118.57	48,463.90	(E) (S)	5,287.94	9,069.91	(ED)	243,956.36	223,880,07	138,409.00	(19)	6,615,61	10,464.60	1,988.74	1,66732	31236	(19)	189,662.22	055,880,599	193,014.81	(19)	6,703.40	(19)		130,407.19		850.00	2,492.94	(19)	430.40	_	322,708.14		(1)	5,287.94	9,069.91	9	245,950,30 885,876,45			6,615,61	1,988.74 (19)
	Monthly Servicing S Fee(12) I	(2)	88	8	\$ 100.00	88	38	88	38	8	96	8	35	(E)	8			8	38	(2)	38	<u>8</u>	8	38				35	<u> </u>	8	98	88	8	98	38	10000	38	(E)	38	88	3	98	88	8	38	88	38	88	88
Approximate	Weighted Average Servicing Fee Margin(11)	0.360%	0.360%	0.360%	0.360%	0.360%	0.360%	0.360%	0.360%	0.360%	0.360%	0.360%	0.360%	0.360%	0.360%	0.360%	0.360%	0.360%	0.360%	0.360%	0.300%	0360%	0360%	0300%	0.360%	0.360%	0.360%	0.360%	0.360%	0.360%	0.360%	0.360%	0.360%	0.360%	0360%	0.360%	0,360%	0.360%	0.360%	0.360%	0.360%	0.360%	0.360%	0.360%	0.360%	0.360%	0.360%	0.360%	0.360%
	Approximate Weighted Average MIP Fee(10)	1.250%	1.250%	1.250%	1250%	1.250%	1250%	1.250%	1250%	1250%	120%	1.250%	1250%	1250%	1250%	1250%	1250%	1250%	1250%	1.250%	1.250%	1.250%	1.250%	1.250%	1250%	120%	1250%	1250%	1250%	1250%	1250%	1.250%	1250%	1250%	1.250%	1250%	1250%	1250%	1250%	1250%	1250%	1250%	1.250%	1250%	1250%	1250%	1250%	1250%	1250%
Approximate Weighted Average	Gross Lifetime Interest Rate Cap(9)	9.669%	9.682%	9.816%	9.423%	9.474%	9.124%	9.000%	9.154%	9.12%	10.01%	9.857%	10.072% 20.66%	9.140%	900460	9,084%	9.02E%	9.673%	9.874%	9.933%	0.730%	9.500.6	9.444%	8.960%	8.846%	8.704% 8.805%	8.796%	0.416%	9.477%	9.024%	8.988%	9.079%	9.681%	9.107%	9.72%	9.570%	9.474%	9.124%	9,000%	9.154%	9.890%	9.857%	0.447%	9.140%	9.084%	9.094% 9.021%	9.673%	9.874%	9.720%
Approximate Weighted Average	Gross Lifetime Interest Rate Floor(8)	3.075%	3.075%	3.238%	3.001%	2.894%	2879%	2.744%	2,886%	2831%	3.405%	3.255%	3.403%	2.820%	2.776%	2.765%	2.687%	3.100%	3.298%	3361%	3,025%	3.138%	2,860%	2.700%	2.583%	2.501%	2.547%	3.011%	2.903%	2.756%	2.742%	2.813%	3.099%	2524%	3.137%	3.001%	3.510%	2.879%	2.778%	2.886%	3.306%	3.255%	3.493%	2820%	2.765%	2,776%	3.100%	3.208%	3,625%
Approximate	Weighted Average Gross Margin(7)	3.075%	3.075%	3.238%	3.001%	2.894%	2.879%	2.744%	2.886%	2.831%	3.405%	3.25%	3.493%	2820%	2.776%	2765%	2687%	3.100%	3.208%	3.361%	3.025%	3.138%	2.860%	2.70%	2.583%	2,501%	2547%	3011%	2903%	2.758%	2.742%	2.813% 2.700%	3.099%	2.524%	3.137%	3001%	3.510%	2879%	2778%	2.886%	3,306%	3.25%	3.493%	2.820%	2.76%	2,776%	3.100%	3.208%	3.629% 3.131%
Approximate Weighted	Average Gross Interest Rate(6)	4.669%	4.682%	4816%	4.570%	4.474%	4.129%	4.000%	4.154%	4.123%	4.85/U% 5.01.2%	4857%	5.072%	4.140%	4.094%	4.084%	4021%	4.673%	4.874%	4.933%	5.184% 4.73/0%	4.709%	4.4449%	3,960%	3.846%	3,704%	3.796%	4.588%	4.477%	4.024%	3,988%	4.079%	4.681%	4.107%	4.723%	4570%	5.062%	4.129%	4.014%	4.154%	4.890%	5.012% 4.857%	5.072%	4.140%	4.084%	4.094%	4.67.3%	4.874%	5.184%
Approximate	Weighted Average Next Rate Reset Month(5)	Ē	==	=	=-		9	99	o r~	r~ ;	==	==	= 5	≧ r~	I~1	r~ r-	- [-	==	==	=:	==	==	==	11/	r~ r	- 4	· [~	==	==	r~ r	· I~	r-r-	2	2 2	22	-		9	9	r-r-	=:	==	===	} <b> </b>	~ r~	r- r-	==	==	==
	Rate Reset Frequency(4)	Annually	Annually	Annually	Annually	Annually	Annually	Annually	Annually	Annually	Annually	Amually	Annually	Annually	Annually	Annually	Amually	Annually	Amually	Annually	Annually	Annually	Annually	Annually	Annually	Annually	Annually	Annually	Annually	Annually	Amually	Amually	Annually	Annually	Annually	Annually	Annually	Annually	Amually	Annually	Annually	Annually Annually	Annually	Annually	Annually	Annually	Annually	Annually	Annually Annually
	Index		1-year LIBOR 1-year LIBOR	ear LIBOR	ear LIBOR ear LIBOR	ear IIBOR	ear IIBOR	ear IIBOR	year LIBOR	ear IIBOR	year LIBOR	ear IIBOR	year LIBOR	ear LIBOR	ear LIBOR	ear LIBOR	ear LIBOR	ear LIBOR	ear IIBOR	ear IIBOR	ear LIBOR	ear IIBOR	rear IIBOR	year LIBOR	year LIBOR	er LIBOR	year LIBOR	ear LIBOR	ear LIBOR	ear IIBOR	year LIBOR	year IIBOR	ear IIBOR	year LIBOR	year IIBOR	year LIBOR	ear LIBOR	year LIBOR	year LIBOR	year LIBOR	year LIBOR	ear LIBOR ear LIBOR	ear LIBOR	ear LIBOR	ear LIBOR	ear LIBOR ear LIBOR	year LIBOR	er LIBOR	ear LIBOR
	HECM Interest Type								-						THE STATE OF			11		11	H.T.		2.5	4.3			-		-				٠					-i -						٠					EE
roximate	Weighted Average H HEOMAge In (in months)(3)	-		_				oc o		. [~ ,			- 0		74:										5														c oc						13				
ldv	W A HECM Loan HI Balance (in n	40,872,498,65	159,404.54	702,959.50	4,494,251.23	240,009.37	84.651,961.35	7,989,008.21	4,519,628,98	2,276,286.59	22,20,,02,42	470,686.80	561,959,52	237,113,236,94	22,096,841.27	36,596,780.82	7,108,464.93	24,146,279.27	489,344,37	444,013.25	135,084.05	500,648.25	212,688.97	70,499,485.16	20,245,214.78	45,050,005,094 22,065,850,12	11,513,199.91	14,849,101,37	107,898,67	07,872,664,31	17,681,272.08	9,735,535.34	7,846,711.45	31,159.07	61,488.13	4494,251.23	63,037,09	184,651,961.35	13,290,925.23	4,519,628,98	22,567,027.42	470,686,80	561,959.52	57,113,236,94	36,596,780.82	16,630,164.85	24,146,279,27	489,344,37	133,684.65
		40,872,498.65 \$	159,404,54	702,959.50	4,446,250.58	243,142.26	3,740,215.87	265,071.34	82,352.14	53,357.66	53.142.50	470,686,80	561,959,52	12,422,406,42 1.3	480,871.41	1,082,822.13	150,542.97	24,146,279.27	489,344,37	444,043.25	135,084.05	500,643.25	212,698.97	12,412,956.23 1.7	430,714.38	325,857,45	210,501.03	14,849,101,37	7988,701	6,728,695.70	438,045.69	147,755.96	7846711.45	31,159.07	61,488.13	4,446,250,58	245,142.20	3,740,215.87	539,225.70	82,352.14	22,567,027.42	470,686.80	561,959.52	12,422,406.42 1,3	1,082,822.13	256,206.07	24,146,279.27	489,344.37	13,684,65
	Percentage of Pool in Trust	72.4651971041% \$		2.4651971041%	0.1499738277%	0.1499738277%			70.1499929263%		70.149X848444% 70.1400848444%		70.1499848444%										70.1499849980%								70.1499877122%				1499783099%	8500261723%	8500261723%			29.85000737%			29.8500151556%			29.8500178804%			29.8500234779% 29.8500150020%
	I Payment Plan	Credit 72	e .	17	Line of Credit 70	√ Tenure 7	Credit	Modified Tenure 70	× III III	κì :	Credit >>	Term	κ'n		31	√ maTba √		Credit >	Modified Term 70	κì	Coolie >	Term .		Credit 7	Modified Tenure 70	< malem ∠				Credit	Tem	< >	Line of Credit 70	×d Term ⊼	۲×	Line of Credit 25	3d Temure 23 23	Credit 2	Modified Term 23	κixi	Credit 2	Modified Tenure 25 Modified Tem 25	KI X	Credit	Temure	KI KI	Line of Credit 28 Modified Tenure 28	od Term 28	
	Group Payme	1 Line of Credit	1 Modifie 1 Modifie										2 Tenure							2 Tenure	2 Tem 2 Time of	2 Modifie	2 Tenure	2 Line of (	2 Modifie	2 Nodifice	•				2 Modifie			2 Modifie	2 Tenure 2 Term	3 Line of	3 Modific 3 Tenure	3 Line of Credit											3 Tem 3 Line of Credit

HECM MBS Issue Date	December 2016 December 2016	ovember 2016	ovember 2016 ovember 2016	lovember 2016 secember 2016	ecember 2016 ecember 2016	lovember 2016 lovember 2016	lovember 2016 lovember 2016	lovember 2016 Secember 2016	December 2016 December 2016	December 2016	hiy 2010 14 2010 15 2010	july 2010 hly 2010	Yovember 2016	November 2016	ovember 2016 ovember 2016	ovember 2016 ovember 2016	lovember 2016	ovember 2016	ovember 2016 ovember 2016	lovember 2016 lovember 2016	lovember 2016 lovember 2016	ovember 2016 ovember 2016	ovember 2016 ovember 2016	overnoer 2016 overnoer 2016	ecember 2016 Secember 2016	becember 2016 becember 2016	becember 2016 becember 2016	ecember 2016	Secondor 2016	ecember 2016 ecember 2016	becember 2016 becember 2016	Secember 2016 Sovember 2016 Sovember 2016	ovember 2016 ovember 2016	lovember 2016 lovember 2016	ovember 2016 ovember 2016 ovember 2016	lovember 2016 lovember 2016	becember 2016 becember 2016 becember 2016	ovember 2010
Pool Yumber	AU3186 AU3186	AU5180 AX6724 A 25254	AX6724 AX6724	AX6724 N AX6730 D	AX6730 D	AX7804 AX7804 N	AX7804 N AX7804 N	AX7804 N AX7808 I	AX7808	AX/808 L AX7808 I	892951	892951	AR6651 N	AR6651 N	AR6651 N AR6653 N	AR6653 N AR6653 N	AR6653 N	AS5984 N	AS5984 N AS5984 N	AS5984 N AS5987 N	AS5987 N AS5987 N	AS5987 N AS5987 N	AS5988 N AS5988 N	AS5988 N	AS5990 I	AU3182 I	AU3182 I	AU3190 D	AU3190 AU3190 I	AU3191 D	AU3191	AUSI91 L AW2290 N AY6701 N	AX6701 AX6701 AX6701	AX6701 N AX6701 N	AX6722 AX6722 AX6722 A	AX6722 N AX6722 N	AX6732 I AX6732 I AX6732 I	AX/3605 D
Maximum Gaim Amouni(18)	348,000,00	3,826,392,218.00	145,474,200.00	36,936,300,00	3,574,500,00	1,442,845,570.00 54,087,216.00	64,455,345.00	29,656,500.00	713,000.00	515,000,00	7,025,085,00	9,590,225,00	639,014,799.00	43,216,300,00	7,600,500.00	38,611,000.00 45,473,600.00	30,965,000.00	150,014,930,00	8,025,500,00	547,500,00 314,799,914,00	8,734,000,00 15,883,900,00	7,063,000.00	441,007,115.00 18,039,465.00	14,190,850.00	7,031,444.00	4,996,000.00	1,812,000,00	20,610,815.00	19,802,500,00	1,017,861,634.00	39,125,157,00 23,820,780,00	5,344,500,00	29,088,900,00	11,501,500.00	236,214,289.00 13,381,900.00 30,480,100.00	3,949,000,00	1,921,515,564,00 140,804,940,00 131,548,890,00	827,194,8/8,00
Available Line of Gredit(17)		0000	19,853,891,36	0.00 4,757,018,38	000	286,419,575.26 8,897,326,52	9,120,942.39	3,624,087.93	29,149.48	0.00	1,062,816.56	000	92,659,520.73	3,664,554.27	0000	4,249,238.93	000	31,448,240.29	1,455,039.17	0.00 33,812,089.83	730,030.46 858,719.50	000	40,909,412,70	000	1,606,194.91	874,341.27 305,261.04	000	2,517,064.96	0.00	123,875,786.37 1,560,715.26	5,024,876.30	0.00 788,343.59 60,826,815.36	1,861,105.92 2,211,399.43	0000	41,030,628.03 1,201,432.41 2,053,682.08	0000	194,825,023,63 0.00 0.00 121,680,695,64	121,089,095.04
ತ್ತ ಅ	0000	888	88	0.00	000	88	000	38,590.57	(2)	888	188	100	38	188	000	188	000	88	98	88	<u> </u>	000	888	988	(2)	188	000	988	908	88	88	0.00 8,424.09	88	000	888	000	8888	(77)
Approximate Weighted Average Remaining Draw Term (in	23 @ t				88			(15)		888									[5 8]						·22		8 151 8	88	181	£ 2 8					\$8 K	18	3788	(A)
Ap Subsequent R Monthly D Scheduled Draw(14) m	\$ 1,66732	(0)	88699	193,014.83	6,703.40	(19)	324,991.56	168,946.22	850.00	067.72	13824	40107	(6)	48,614.19	79,007,98	109,860.83	105,305,55	(19)	47281	(19)	28,833.01	22,546.69	(19)	45,652,60 45,652,60 47,570,73	28	12,389.18	5,781.50	(B) 51,468.09	56,079,01	(19)	646.75	£83 £69 £	45,086,34 19,654,35	,750.88 ,241.25	(19) 32,174.55 07,169.43	62,297.49	(19) 388,808.19 634,839.90	(E)
ial Subs thiy Mo tuled Schu (13) Dra							 1980	ଥାଇ	850.00	4575 10 10 10 10 10 10 10 10 10 10 10 10 10	38.24	31,440.52 31	(E)	- 0.0				000	75,233.28 26,472.81 26	_		m m		00 %			5,78150		~ ~		14.86 16.75 75	K R R R R R R R R R R R R R R R R R R R	_	27,750.88 59,241.25 58	_		(19) 388,808.19 388 634,839.90 634	(E)
Initial Monthly Mostly Scheduled Draw(13)	(21) \$ 1,667.32 (21) 312.36	-				(1) (21) 142,523.8		21) 168,946. 21) (12		(2) 2.95					36,700.6	21) 109,860.8 21) 215,713,8	(21) 105,305.5		8.52 8.52 8.52 8.52 8.52 8.53					500 45,652.6		20 123	88 84	2 2 3 3 3 3 3	21) 56,079,01	21) 22) 32,937.8	21) 164,114.87 21) 70,646.7	# 888	(21) 45,0 150.00 119,6		,215.00 380.00 32,1 ,070.00 107,1		(21) (21) (24) (388) (31) (34) (34) (4)	
Monthly Servicing 9 Fee(12)	   									(2)	87(8	1,290.00				,,,,		- 160	,,,,	(21)	~ ×		31,193.00	828	3							- 2	15.0	***	25,821	23.62		
Approximate Weighted Average Servicing Fee Margin(11)	0.360%	0.360%	0.360%	0.360%	0.360%	0.360%	0.360%	0.360%	0.360%	0.360%	0.060%	0.060%	0.360%	0.360%	0.360%	0.360%	0.360%	0360%	0.360%	0.360%	0.360%	0.360%	0.360%	0.360%	0.360%	0.360%	0.360%	0.360%	0.360%	0.360%	0.360%	0.360%	0.360%	0.360%	0.360%	0.360%	0360%	0.500m
Approxinate Weighted Average MIP S Fee(10)	1.250%	1250%	1250%	1250%	1250%	1250%	1.250%	1.250%	1250%	1250%	0.500%	0.500%	1.250%	1250%	1250%	1250%	1.250%	1250%	1250%	1250%	1250%	1250%	0.764%	0.708%	1250%	1250%	1250%	1250%	1250%	1250%	1250%	1250% 1250% 1238%	1250%	1.232%	1.191% 1.178% 1.192%	1,226%	1.250% 1.250% 1.250%	1.230%
2 0	9,709%	8960%	8.764% 8.895%	9.588%	9.416%	9.024% 9.008%	8.988% 9.079%	9.071%	9.058%	10.117%	14.225%	14.089% 14.178%	12516%	12.433%	12 492%	12,620%	12.708%	7542%	7574%	7.440% 12.675%	12.636% 12.602%	12.558%	13.037%	13.108%	13.384%	8.265% 9.010%	7.863%	12674%	12 593%	12.769%	12673%	13.142%	12.896% 12.896% 12.849%	12.930%	12.530% 12.543% 12.509%	12.452%	12.716% 12.745% 12.700%	12.555%
Approximate Weighted Average Gross Lifetime Interest Rate Floor(8)	3.138%	2.700%	2.501%	2547% 3.011%	2.833% 2.903%	2.756%	2.742% 2.813%	3.099%	2.524%	3.531% 1.351%	1306%	1.204%	2359%	2276%	2.338%	2.499%	2.526%	2.364%	2.410%	2.383%	2.470%	2.393%	2.502%	2.667%	2.346%	2.431%	2.407%	2.409%	2.419% 2.419%	2.611% 2.417%	2.521%	2.619% 2.619% 2.40%	2.669%	2.586%	2.201% 2.300% 2.269%	2.213%	2.491% 2.505% 2.478%	2.3/28/0
Approxinate Weighted Average Gross Margin(7)	3.138% 2.860%	2700%	2501% 2654%	2547% 3.011%	2833%	2.759%	2.742%	3.099%	2.507%	3531%	1.306%	1.204%	2359%	2276%	2.338%	2.435%	2.526%	2364%	2,410%	2.507%	2.470%	2393%	2522%	2,667%	2.346%	2.431% 2.374%	2559%	2499%	2419%	2417%	2521%	25019%	2.547%	2586%	2.291% 2.300% 2.269%	2.213% 2.262%	2.491% 2.505% 2.478%	72/92
Approximate Weighted Average Gross Interest Rate(6)	4.709%	3,960%	3.764%	3.796%	4.416%	4.024%	3.988%	4.071%	4.107%	5.117%	1828%	1,726%	2.881%	2.798%	2,860%	3.021%	3,048%	2.886%	2.932%	2.805% 3.029%	2.992%	2915%	3.044%	3.189%	3,383%	2.964%	3.092%	3.032%	2.952%	3.144%	3.054%	5.118% 3.142% 3.112%	3.191%	3.107%	2.813% 2.822% 2.791%	2.735% 2.784%	3.024% 3.038% 3.011%	2,500%
Approximate Weighted Average Next Rate Reset Month(5)	==:	⊒ 1~ 1	-1-9	7 11	==	r r	r-r-	70	999	99-																												-
Rate Reset Frequency(4)	Annually Annually	Annually	Annually	Annually Annually	Annually Annually	Annually Annually	Annually	Annually	Annually	Annually	Monthly	Monthly	Monthly	Monthly	Monthly	Monthly	Monthly	Monthly	Monthly	Monthly Monthly	Monthly Monthly	Monthly	Monthly	Monthly Monthly	Monthly	Monthly Monthly	Monthly	Monthly	Monthly Monthly	Monthly Monthly	Monthly	Monthly Monthly Monthly	Monthly Monthly	Monthly Monthly	Monthly Monthly Monthly	Monthly Monthly	Monthly Monthly Monthly	Monthly
R Index Fre		ear LIBOR	car LIBOR	vear LIBOR vear LIBOR	rear LIBOR rear LIBOR	ear IIBOR ear IIBOR	ear IIBOR	ear IIBOR	1-year LIBOR 1-year LIBOR	ear LIBOR	1-month LIBOR	1-month LIBOR	1-month LIBOR	1-month LIBOR	1-month LIBOR	1-month LIBOR 1-month LIBOR	1-month LIBOR	1-month LIBOR	1-month LIBOR 1-month LIBOR	1-month LIBOR 1-month LIBOR	1-month LIBOR 1-month LIBOR	1-month LIBOR 1-month LIBOR	1-month LIBOR 1-month LIBOR	1-month LIBOR	1-month LIBOR 1-month LIBOR	1-month LIBOR 1-month LIBOR	1-month LIBOR 1-month LIBOR	1-month LIBOR 1-month LIBOR	1-month LIBOR	1-month LIBOR 1-month LIBOR	1-month LIBOR 1-month LIBOR	1-month LIBOR 1-month LIBOR 1-month LIBOR	1-month LIBOR 1-month LIBOR	1-month LIBOR 1-month LIBOR	1-month LIBOR 1-month LIBOR 1-month LIBOR	I-month LIBOR I-month LIBOR	1-month LIBOR 1-month LIBOR 1-month LIBOR	onth LIBOK
HECM Interest Type	i									-																											eee:	
Approximate Weighted Average H HEOMAge In (in months)(3)		15.1	120	17		20	71 91	77	222	7 7 2	252	5 25 25	32.8	322	8 23 8	;88	99	2 75 75	12.21	28.88	まま	183	133	18		12 23	823	888	888	8 ನ ನ	25.25	5 r ê	ガスタ	15 E	2Z	56	\$3.5	33
A HECM Loan Balance (ii	500,643.25	770,499,485.16	45,050,063.64 22,065,850.12	11,513,199,91 14,849,101,37	720,568.96	607,872,664.31	9,735,535,34	6,673,125.37	36,363.81	01,488.15	4,510,182.17	6,042,160.95	300,882,163.21	15,576,611.25	2350,869,89	12,906,009.95	10,893,822.09	66,517,346.43	3,834,631.72	215,031.86	2,442,189.06 5,970,061.15	2019,334.98 875,821.05	312,187,915.22 9,276,441.43	7,810,573.46	24,724,915,62	1,328,737.77	166,385.03	7,166,244.05	6,932,468.20	479,383,426.41 4,919,334.01	12,988,955,32 5,832,489.93	2,409,315.50	(916,382.59 (916,382.59 15,727,179.23	8,432,384.60 6,802,603.91	143,918,404.23 6,044,008.74 17,010,070.29	9,745,061.78 2,275,548.30	1,261,477,227.16 54,405,282.51 68,416,215.33	380,400,99U.02
HECM MBS Principal 1 Balance(2)	212,698.97	12,412,956.23 1,	917,767.91	210,501.03	720,568.96	6,728,695,70	438,045.69	7,846,711.45	36,363.81	198,519.54	107,273.81	146,712.81	2,144,202.45	258,139,25	38,282.50	154,374.67 271,492.41	120,157,59	1,897,041.47	178,398.65 58,296.12	3,851.44	75,138.04	50,525.00 30,108.63	1,460,043,78	104,266.42	2,475,548,00	95,918.01	31,881.19	69,043.21	65,283,53	3,526,177.14	78,338.28	2,405,476,79	57,146.09 57,146.09 155,830.84	81,262.88	1,023,136,56 83,460.75 325,397.44	151,240.09	4,667,544.41 1, 617,352,56 671,594.03	2,420,527.91
Percentage of Pool in Trust	9.8500150020%	98500142365%	98500142965%	9.8500142865%	9.8500169255% 9.8500169255%	9.8500122878%	9.8500122878%	9.8500122878%	9.8500216901%	9.8500216901% 9.8500216901%	15166908684%	15166908684%	100%	100%	100%	100%	100%	100%	100%	100%	100% 100%	100% 100%	100% 100%	100%	100%	100%	100%	100% 100%	100%	100%	100% 100%	100% 100%	100% 100% 100%	100%	100% 100%	100%	100% 100% 100%	IODvo
Group PaymentPlan	Modified Tem Tenure	Line of Credit	Modified Term Tenure	Tem Line of Credit	Tenure	Line of Credit Modified Tenure	Modified Term Tenure	Term Line of Credit	3 Modified Tenure 2 3 Modified Tem 2	Tem Tem	4 Modified Tenure A Modified Tenure	4 Tenure 4 Tenure 5 Term	4 Line of Credit A Modified Tenure	4 Modified Tem	4 Tem 4 Tine of Credit	4 Modified Tenure 4 Modified Tem	4 Tenure	4 Line of Gredit 4 Modified Tenure	4 Modified Tem 4 Tenure	4 Term 4 Line of Gredit	4 Modified Tenure 4 Modified Tem	4 Tem	4 Line of Credit 4 Modified Tenure	4 Nexunest term 4 Terrure 5 Terrure	4 Line of Credit 4 Line of Credit	4 Modified Tenure 4 Modified Tem	4 Tem	4 Line of Credit 4 Modified Tenure	4 Notabed tem 4 Tenure	4 Line of Credit 4 Modified Tenure	4 Modified Tem 4 Tenure	4 Time of Credit	4 Modified Tenure 4 Modified Tenure	4 Tenure 4 Tem	4 Line of Credit 4 Modified Tenure 4 Modified Tem	4 Tenure 4 Tem		

	HECM MBS Issue Date	kovember 2016 kovember 2016 kovember 2016 kovember 2016
	Pool vumber	AX7805 N AX7805 N AX7805 N AX7805 N
Maximum	Claim Amount(18)	\$ 25,074,000.00 AX7805 N 46,931,092.00 AX7805 N 28,323,446.00 AX7805 N 14,877,100.00 AX7805 N
		\$ 3,167,555.98 3,366,889.96 0.00 0.00
Initial Aveilable	Line of Gredit(16)	\$000 \$000 000
Approximate Weighted Average Remaining Deav Term	(in nonths)(15)	8638
	_	58,166.33 233,162.16 93,077.52 105,839.59
SO.	•,	5 58,166,33 \$ 233,162,16 93,077,52 105,839,59
Moothk M	Servicing Sci Fee(12) Dr	8888
Approximate Weighted	Servicing Fee (Margin(11)	0.360% 0.360% 0.360% 0.360%
Approximate Weighted	Average MIP Fee(10)	1.250% 1.250% 1.250% 1.250%
Approximate Weighted Average Gross	Interest Rate Cap(9)	12559% 12522% 12520% 12.488%
Approximate Weighted Average Gross	Interest Rate Floor(8)	2.402% 2.363% 2.363% 2.352%
Approximate Weighted	Gross Margin(7)	2402% 2363% 2363% 2332%
Approximate Weighted Average Gross	Interest Rate(6)	2.924% 2.885% 2.885% 2.854%
Approximate Weighted	Rate Reset Month(5)	
	-	Monthly Monthly Monthly Monthly
	Index	1-month LIBOR 1-month LIBOR 1-month LIBOR 1-month LIBOR
HECK	Interest	<b>音音音音</b>
Approximate Weighted	HECM Age in months)(3)	***
7	HECM Ioan Balance ()	6,127,852.69 17,938,714.64 6,750,822.28 5,385,128.95
HECKINE	Principal Salance(2)	73,218.65 \$ 275,324,71 102,557.10 103,532.90
Bevoentane	of Pool in Trust	100% 100% 100% 100%
		4 Modified Tenure 4 Modified Tem 4 Tenure 4 Tem

- averages provided in this Exhibit A are weighted based on the outstanding principal amounts of the Participations underlying the related the related Participations and the HECMs related to the Participations underlying the Ginnie Mae HECM MBS Trust Assets. All weighted HECM MBS for such payment plan as of December 1, 2016. The information shown in this Exhibit A is for 100% of the relevant pool; The information in this Exhibit A is provided by the Sponsor as of December 1, 2016. It is based on information regarding the HECM MBS however, the Trust Assets will include only the portion of each pool listed under the column heading "Percentage of Pool in Trust."  $\Box$
- The HECM MBS Principal Balance is the sum of the outstanding principal amounts of the Participations underlying the related HECM MBS for such payment plan as of December 1, 2016. 3
- The Approximate Weighted Average HECM Age (in months) is the weighted average age of the HECMs related to the Participations underlying the related HECM MBS for such payment plan as of December 1, 2016. 3
- The Rate Reset Frequency is a period, whether annually or monthly, that the interest rate of each adjustable rate HECM resets under the interest rate formula and HECM loan documents applicable to each adjustable rate HECM. 4
- example, an entry of "1" signifies that the Approximate Weighted Average Next Rate Reset Month for the adjustable rate HECM's rate is The Approximate Weighted Average Next Rate Reset Month is the weighted average number of months until the interest rate of each adjustable rate HECM resets under the interest rate formula and HECM loan documents applicable to each adjustable rate HECM. For the first day of January 2017. (y
  - The Approximate Weighted Average Gross Interest Rate is the weighted average of the gross interest rates of the HECMs related to the Participations underlying the related HECM MBS for such payment plan as of December 1, 2016. 9
- The Approximate Weighted Average Gross Margin is the weighted average of the gross margins of the adjustable rate HECMs related to the Participations underlying the related HECM MBS for such payment plan as of December 1, 2016. 0
- The Approximate Weighted Average Gross Lifetime Interest Rate Floor is the weighted average of the lowest interest rates possible based on the interest rate formula and HECM loan documents applicable to the adjustable rate HECMs related to the Participations underlying the related HECM MBS for such payment plan as of December 1, 2016. 8
- The Approximate Weighted Average Gross Lifetime Interest Rate Cap is the weighted average of the maximum interest rates possible based on the interest rate formula and HECM loan documents applicable to the adjustable rate HECMs related to the Participations underlying the related HECM MBS for such payment plan as of December 1, 2016. 6
- lying the related HECM MBS for such payment plan as of December 1, 2016. The MIP Fee is charged for FHA mortgage insurance. The The Approximate Weighted Average MIP Fee is the weighted average of the MIP Fees of the HECMs related to the Participations under-MIP Fee is the monthly mortgage insurance premium ("MIP") that accrues on each HECM. (10)
- (together with the Monthly Servicing Fee, if any) the amount of the servicing compensation payable to the Issuer to cover the Issuer's (11) The Approximate Weighted Average Servicing Fee Margin is the weighted average of the Servicing Fee Margins of the HECMs related to the Participations underlying the related HECM MBS for such payment plan as of December 1, 2016. The Servicing Fee Margin represents

- servicing costs. The Servicing Fee Margin includes the Guaranty Fee charged by Ginnie Mae for the HECM MBS guaranty at the annual rate of 0.06% and a participation agent fee, if any. The Approximate Weighted Average Servicing Fee Margin is included in the rates shown in the columns for Approximate Weighted Average Gross Interest Rate, Approximate Weighted Average Gross Margin, Approximate Weighted Average Gross Lifetime Interest Rate Floor and Approximate Weighted Average Gross Lifetime Interest Rate Cap.
- (12) The Monthly Servicing Fee is the aggregate monthly servicing fee payable to the Issuer if the full amount of the servicing cost is not included in the HECM interest rate and is in addition to the Servicing Fee Margin.
- (13) The Initial Monthly Scheduled Draw is the aggregate monthly amount that is payable to borrowers in a given month under certain types of payment plans during the first twelve month disbursement period.
- (14) The Subsequent Monthly Scheduled Draw is the aggregate monthly amount that is payable to borrowers in a given month under certain types of payment plans after the first twelve month disbursement period.
- number of months over which a borrower with a term or modified term payment plan will receive Monthly Scheduled Draws as of (15) The Approximate Weighted Average Remaining Draw Term (in months) is the weighted average of the remaining draw terms of the HECMs related to the Participations underlying the related HECM MBS for such payment plan. The remaining draw term represents the December 1, 2016.
- (16) The Initial Available Line of Credit is the aggregate of the lines of credit available to borrowers under the Modified Term, Modified Tenure and Line of Credit payment plans during the first twelve month disbursement period. The Initial Available Line of Credit does not include set asides for the Monthly Servicing Fee, if any, property charges (such as taxes, hazard insurance, ground rents or assessments) or repairs, if any.
- (17) The Available Line of Credit is the aggregate of the lines of credit available to borrowers under the Modified Term, Modified Tenure and Line of Credit payment plans during the lives of their related HECMs. The Available Line of Credit does not include set asides for the Monthly Servicing Fee, if any, property charges (such as taxes, hazard insurance, ground rents or assessments) or repairs, if any.
  - (18) The sum of the applicable Maximum Claim Amounts with respect to each HECM.
- (19) These HECMs do not have draw terms or monthly scheduled draws.
- (20) Borrowers who select tenure or modified tenure payment plans have a right to receive monthly draws for their tenure in the property.
  - (21) These HECMs do not have a flat Monthly Servicing Fee in addition to the Servicing Fee Margin.
- (22) These HECMs are not subject to restrictions on the amount of the Available Line of Credit available to borrowers during the first twelve month disbursement period.

Servicing Fee Margins and remaining draw terms of many of the HECMs related to the Participations underlying the Trust Assets will differ The actual HECM ages, gross interest rates, gross margins, gross lifetime interest rate floors, gross lifetime interest rate caps, MIP Fees, from the approximate weighted averages shown above, perhaps significantly. See "The Trust Assets — The Participations" in this Supplement.

## Exhibit B

## **CPR Percentage in Effect by HECM Age**

HECM Age (in months)	CPR (%)	HECM Age (in months)	CPR (%)	HECM Age (in months)	CPR (%)
1	0.00000	57	14.60156	113	21.45573
2	0.54545	58	14.72396	114	21.57813
3	1.09091	59	14.84635	115	21.70052
4	1.63636	60	14.96875	116	21.82292
5	2.18182	61	15.09115	117	21.94531
6	2.72727	62	15.21354	118	22.06771
7	3.27273	63	15.33594	119	22.19010
8	3.81818	64	15.45833	120	22.31250
9	4.36364	65	15.58073	121	22.43490
10	4.90909	66	15.70313	122	22.55729
11	5.45455	67	15.82552	123	22.67969
12	6.00000	68	15.94792	124	22.80208
13	6.29167	69	16.07031	125	22.92448
14	6.58333	70	16.19271	126	23.04688
15	6.87500	71	16.31510	127	23.16927
16	7.16667	72	16.43750	128	23.29167
17	7.45833	73	16.55990	129	23.41406
18	7.75000	74	16.68229	130	23.53646
19	8.04167	75	16.80469	131	23.65885
20	8.33333	76	16.92708	132	23.78125
21	8.62500	77	17.04948	133	23.90365
22	8.91667	78	17.17188	134	24.02604
23	9.20833	79	17.29427	135	24.14844
24	9.50000	80	17.41667	136	24.27083
25	9.66667	81	17.53906	137	24.39323
26	9.83333 10.00000	82	17.66146 17.78385	138	24.51563
27	10.00000		17.76565		24.63802 24.76042
29	10.10007	84	18.02865	140	24.70042
30	10.50000	86	18.15104	142	25.00521
31	10.66667	87	18.27344	143	25.12760
32	10.83333	88	18.39583	144	25.25000
33	11.00000	89	18.51823	145	25.37240
34	11.16667	90	18.64063	146	25.49479
35	11.33333	91	18.76302	147	25.61719
36	11.50000	92	18.88542	148	25.73958
37	11.66667	93	19.00781	149	25.86198
38	11.83333	94	19.13021	150	25.98438
39	12.00000	95	19.25260	151	26.10677
40	12.16667	96	19.37500	152	26.22917
41	12.33333	97	19.49740	153	26.35156
42	12.50000	98	19.61979	154	26.47396
43	12.66667	99	19.74219	155	26.59635
44	12.83333	100	19.86458	156	26.71875
45	13.00000	101	19.98698	157	26.84115
46	13.16667	102	20.10938	158	26.96354
47	13.33333	103	20.23177	159	27.08594
48	13.50000	104	20.35417	160	27.20833
49	13.62240	105	20.47656	161	27.33073
50	13.74479	106	20.59896	162	27.45313
51	13.86719	107	20.72135	163	27.57552
52	13.98958 14.11198	108	20.84375 20.96615	165	27.69792 27.82031
54	14.11198	110	21.08854	166	27.82031
55	14.25456	111	21.21094	167	28.06510
56	14.47917	112	21.33333	168	28.18750
2	/-/-/				

HECM Age (in months)	CPR (%)	HECM Age (in months)	CPR (%)	HECM Age (in months)	CPR (%)
169	28.30990	230	35.77604	291	39.55000
170	28.43229	231	35.89844	292	39.60000
171	28.55469	232	36.02083	293	39.65000
172	28.67708	233	36.14323	294	39.70000
173	28.79948	234	36.26563	295	39.75000
174	28.92188	235	36.38802	296	39.80000
175	29.04427	236	36.51042	297	39.85000
176	29.16667	237	36.63281	298	39.90000
177	29.28906	238	36.75521	299	39.95000
178	29.41146	239	36.87760	300	40.00000
179	29.53385	240	37.00000	301	40.05000
180	29.65625	241	37.05000	302	40.10000
181	29.77865	242	37.10000	303	40.15000
182	29.90104	243	37.15000	304	40.20000
183	30.02344	244	37.20000	305	40.25000
184	30.14583	245	37.25000	306	40.30000
185	30.26823	246	37.30000	307	40.35000
186	30.39063	247	37.35000	308	40.40000
187	30.51302	248	37.40000	309	40.45000
188	30.63542	249	37.45000	310	40.50000
189	30.75781	250	37.50000	311	40.55000
190	30.88021	251	37.55000	312	40.60000
191	31.00260	252	37.60000	313	40.65000
192	31.12500 31.24740	254	37.65000 37.70000	314	40.70000 40.75000
194	31.36979	255	37.75000	316	40.75000
195	31.49219	256	37.79000	317	40.85000
196	31.61458	257	37.85000	318	40.90000
197	31.73698	258	37.90000	319	40.95000
198	31.85938	259	37.95000	320	41.00000
199	31.98177	260	38.00000	321	41.05000
200	32.10417	261	38.05000	322	41.10000
201	32.22656	262	38.10000	323	41.15000
202	32.34896	263	38.15000	324	41.20000
203	32.47135	264	38.20000	325	41.25000
204	32.59375	265	38.25000	326	41.30000
205	32.71615	266	38.30000	327	41.35000
206	32.83854	267	38.35000	328	41.40000
207	32.96094	268	38.40000	329	41.45000
208	33.08333	269	38.45000	330	41.50000
209	33.20573	270	38.50000	331	41.55000
210	33.32813	271	38.55000	332	41.60000
211	33.45052	272	38.60000	333	41.65000
212	33.57292	273	38.65000	334	41.70000
213	33.69531	274	38.70000	335	41.75000
214	33.81771	275	38.75000	336	41.80000
215	33.94010	276	38.80000	337	41.85000
216	34.06250	277	38.85000	338	41.90000
217	34.18490 34.30729	279	38.90000 38.95000	339	41.95000 42.00000
219	34.42969	280	39.00000	341	42.05000
220	34.55208	281	39.05000	342	42.10000
221	34.67448	282	39.10000	343	42.15000
222	34.79688	283	39.15000	344	42.20000
223	34.91927	284	39.20000	345	42.25000
224	35.04167	285	39.25000	346	42.30000
225	35.16406	286	39.30000	347	42.35000
226	35.28646	287	39.35000	348	42.40000
227	35.40885	288	39.40000	349	42.45000
228	35.53125	289	39.45000	350	42.50000
229	35.65365	290	39.50000	351	42.55000

HECM Age (in months)	<b>CPR</b> (%)
352	42.60000
353	42.65000
354	42.70000
355	42.75000
356	42.80000
357	42.85000
358	42.90000
359	42.95000
360 and thereafter	43.00000

## Exhibit C

## Draw Curve in Effect by HECM Age

HECM Age (in months)	Annualized Draw Rate (%)
1	14.00000
2	9.00000
3	8.00000
4	7.33333
5	6.66667
6	6.00000
7	5.83333
8	5.66667
9	5.50000
10	5.33333
11	5.16667
12	5.00000
13	4.83333
14	4.66667
15	4.50000
16	4.33333
17	4.16667
18	4.00000
19	3.86111
20	3.72222
21	3.58333
22	3.44444
23	3.30556
24	3.16667
25	3.02778
26	2.88889
27	2.75000
28	2.61111
29	2.47222
30	2.33333
31	2.19444
32	2.05556
33	1.91667
	1.77778
34	1.63889
36	1.50000
37	
•	1.43750
38	1.37500
39	1.31250
40	1.25000
41	1.18750
42	1.12500
43	1.06250
44	1.00000

HECM Age (in months)	Annualized Draw Rate (%)
45	0.93750
46	0.87500
47	0.81250
48	0.75000
49	0.68750
50	0.62500
51	0.56250
52	0.50000
53	0.43750
54	0.37500
55	0.31250
56	0.25000
57	0.18750
58	0.12500
59	0.06250
60 and thereafter	0.00000



\$201,341,055

**Government National Mortgage Association** 

# **GINNIE MAE®**

Guaranteed HECM MBS REMIC Pass-Through Securities Ginnie Mae REMIC Trust 2016-H27

OFFERING CIRCULAR SUPPLEMENT
December 22, 2016

Citigroup Tribal Capital Markets