



Fact Sheet Regarding GDB Restructuring Support Agreement (“RSA”)

- The RSA provides for the organized and consensual restructuring through a Title VI Modification of a substantial portion of the GDB’s indebtedness, or the following “Participating Bond Claims”: (i) GDB public bonds, (ii) deposit claims by municipalities and certain non-public entities, and (iii) claims under certain letters of credit and guarantees issued by GDB.
 - Holders of the Participating Bond Claims will receive, in exchange for their release of GDB from liability relating to their claims, new bonds (the “New Bonds”) to be issued by a special purpose vehicle (the “Issuer”).
 - GDB will transfer the following assets (the “New Bond Collateral”) to the Issuer, which will secure the New Bonds and collections on which, if any, will service the New Bonds.
 - (i) GDB’s entire municipal loan portfolio,
 - (ii) certain real estate assets available for sale,
 - (iii) proceeds of certain public entity loans and
 - (iv) certain unrestricted excess cash.
 - The New Bonds will consist of three tranches of bonds with varied coupon rates and upfront exchange ratios.
 - Menu approach: Holders of Participating Bond Claims can choose any combination of Tranche A, B, or C.
 - Tranches A and B are secured by a first lien on Issuer’s assets with respect to principal payments and will be entitled to amortizing principal payments from available cash on a pari passu basis; Tranche C is secured by a second lien on Issuer’s assets with respect to principal payments and will not be entitled to any principal payments until the Tranche A and B bonds have been paid in full.
 - Interest paid semi-annually on a pari passu basis on all three Tranches to the extent of available cash from collections on the New Bond Collateral; interest will be paid as Payment in Kind¹ (“PIK”) if cash on the related semi-annual payment date is insufficient

	Tranche A	Tranche B	Tranche C
Amortization + Collateral Priority	First	First	Second
Upfront Exchange Ratio	55%	60%	75%
Coupon (%)	7.50%	5.50%	3.50%
Maturity	1-Jul-40	1-Jul-40	1-Jul-40

- The exchange offer contemplated under the RSA is the subject of the request for certification as a Qualifying Modification.
- The claims of certain Commonwealth-related depositors are excluded from, but their settlement is a condition to the effectiveness of, the Title VI Modification.
- GDB will be wound down in accordance with the certified GDB Fiscal Plan
 - After a transition period, qualified and independent asset manager will service the New Bond Collateral.
 - An independent collateral monitor will monitor the assets.

1. The Payment-in-Kind (“PIK”) mechanism would pay interest on each related payment date not covered by cash with additional bonds for each Tranche’s interest not covered on such payment date.



The foregoing description of the RSA and the transactions described therein does not purport to be complete and is qualified in its entirety by reference to the RSA..