UNITED STATES DISTRICT COURT SOUTHERN DISTRICT OF NEW YORK

FEDERAL HOUSING FINANCE AGENCY, AS CONSERVATOR FOR THE FEDERAL NATIONAL MORTGAGE ASSOCIATION AND THE FEDERAL HOME LOAN MORTGAGE CORPORATION,

Plaintiff,

11 Civ. 6196 (DLC)

-against-

CITIGROUP INC., et al.,

Defendants.

STIPULATION AND [PROPOSED] ORDER OF VOLUNTARY DISMISSAL WITH PREJUDICE

WHEREAS Plaintiff, Federal Housing Finance Agency, and Defendants Citigroup Inc., Citigroup Mortgage Loan Trust Inc., Citigroup Global Markets Inc., Citigroup Global Markets Realty Corp., Susan Mills, Randall Costa, Scott Freidenrich, Richard A. Isenberg, Mark I.

Tsesarsky, Peter Patricola, Jeffrey Perlowitz, and Evelyn Echevarria have reached a settlement disposing of all claims asserted in the above-captioned action (the "Action");

NOW, THEREFORE, IT IS HEREBY STIPULATED AND AGREED, by and between the parties, through their undersigned counsel, that, pursuant to Fed. R. Civ. P. 41(a)(1)(ii), this Action shall be, and hereby is, dismissed with prejudice, each party to bear its own costs.

Dated: May 28, 2013

New York, New York

Attorneys for Plaintiff
Federal Housing Finance Agency

Attorneys for Defendants Citigroup Inc., Citigroup Mortgage Loan Trust Inc., Citigroup Global Markets Inc., Citigroup Global Markets Realty Corp., Susan Mills, Randall Costa, Scott Freidenrich, Richard A. Isenberg, Mark I. Tsesarsky, Peter Patricola, Jeffrey Perlowitz, and Evelyn Echevarria

SO ORDERED:
Hon. Denise L. Cote
United States District Judge