

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

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NML CAPITAL, LTD.,	:	08-cv-6978 (TPG)
	:	09-cv-1707 (TPG)
Plaintiff,	:	09-cv-1708 (TPG)
	:	
-against-	:	
	:	
THE REPUBLIC OF ARGENTINA,	:	
	:	
Defendant.	:	

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	:	
AURELIUS CAPITAL MASTER, LTD. and	:	09-cv-8757 (TPG)
ACP MASTER, LTD.,	:	09-cv-10620 (TPG)
	:	
Plaintiffs,	:	
	:	
-against-	:	
	:	
THE REPUBLIC OF ARGENTINA,	:	
	:	
Defendant.	:	

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DECLARATION OF EVAN K. FARBER IN SUPPORT OF THE MOTION OF NON-PARTY BANK OF NEW YORK MELLON, AS INDENTURE TRUSTEE, FOR CLARIFICATION OF AMENDED FEBRUARY 23, 2012 ORDERS

AURELIUS OPPORTUNITIES FUND II, : 10-cv-1602 (TPG)
LLC and AURELIUS CAPITAL MASTER, : 10-cv-3507 (TPG)
LTD., :

Plaintiffs, :

-against- :

THE REPUBLIC OF ARGENTINA, :

Defendant. :

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AURELIUS CAPITAL MASTER, LTD. and : 10-cv-3970 (TPG)
AURELIUS OPPORTUNITIES FUND II, : 10-cv-8339 (TPG)
LLC, :

Plaintiffs, :

-against- :

THE REPUBLIC OF ARGENTINA, :

Defendant. :

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BLUE ANGEL CAPITAL I LLC, : 10-cv-4101 (TPG)
 : 10-cv-4782 (TPG)

Plaintiff, :

-against- :

THE REPUBLIC OF ARGENTINA, :

Defendant. :

----- X (captions continue on following page)

PABLO ALBERTO VARELA, et al.,	:	10-cv-5338 (TPG)
	:	
Plaintiffs,	:	
	:	
-against-	:	
	:	
THE REPUBLIC OF ARGENTINA,	:	
	:	
Defendant.	:	

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OLIFANT FUND, LTD.,	:	10-cv-9587 (TPG)
	:	
Plaintiff,	:	
	:	
-against-	:	
	:	
THE REPUBLIC OF ARGENTINA,	:	
	:	
Defendant.	:	

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I, Evan K. Farber, pursuant to 28 U.S.C. § 1746, declare under penalty of perjury as follows:

1. I am employed by the firm of Reed Smith LLP, counsel for The Bank of New York Mellon, as Indenture Trustee (the “Trustee”), a non-party in the above-captioned actions. I have personal knowledge of the matters attested to in this Declaration. I am a member in good standing of the Bars of the State of New York and the United States District Court for the Southern District of New York. I make this Declaration in support of the Trustee’s Motion for Clarification of the Amended February 23, 2012 Orders (the “Motion”).

2. On July 1, 2014, plaintiffs in the above-captioned actions filed a letter with the Court and an attached proposed order, which were subsequently docketed (*see* 10 Civ. 1602,

Dkt. #278). That same day, the Trustee filed a responsive letter, which was subsequently docketed (*see* 08 Civ. 6978, Dkt. #552), requesting an opportunity to file the Motion. The next day, July 2, 2014, plaintiffs filed a reply letter (*see* 10 Civ. 1602, Dkt. #279). By email that same day, the Court granted the Trustee's request to file this Motion by today's date.

3. Attached as Exhibit A is a true and correct copy of (a) a Trust Indenture between the Republic of Argentina, as Issuer (the "Republic"), and the Trustee, dated as of June 2, 2005; and (b) a First Supplemental Indenture between the Republic and the Trustee, dated as of April 30, 2010.

4. Attached as Exhibit B is a true and correct copy of the November 16, 2012 Declaration of Kevin F. Binnie of the Bank of New York Mellon Regarding the Payment Processes for Global Bonds Issued Pursuant to That Certain Trust Indenture Dated As Of June 2, 2005, and the First Supplemental Indenture Dated As Of April 30, 2010, which was previously filed in this Court (*see* 08 Civ. 6978, Dkt. #397).

5. Attached as Exhibit C is a true and correct copy of the June 17, 2014 Declaration of Kevin F. Binnie of the Bank of New York Mellon, which was previously filed in a related litigation brought in the Commercial Court of Brussels, Belgium.

6. Attached as Exhibit D is a true and correct copy of a letter dated June 23, 2014 from Eric A. Schaffer, Esq., to Carmine D. Boccuzzi, Esq.

7. Attached as Exhibit E is a true and correct copy of the transcript of the proceedings that occurred in this Court on June 27, 2014 in the above-captioned actions.

8. Attached as Exhibit F are true and correct copies of (a) an order, dated as of June 28, 2013, of the Commercial Court of Brussels, Belgium in matters C/13/00076 and C/13/00079, together with what I am informed, and believe, to be an accurate English translation thereof;

(b) a Writ of Summons dated June 21, 2013 for a litigation in the Commercial Court of Brussels, Belgium in matter A/13/05650, together with what I am informed, and believe, to be an accurate English translation thereof; and (c) a scheduling order dated September 26, 2013 issued by the Commercial Court of Brussels, Belgium in matter A/13/05650 together with what I am informed, and believe, to be an accurate English translation thereof.

9. Attached as Exhibit G are true and correct copies of (a) a letter dated June 27, 2014 from Perry Capital LLC to The Bank of New York (Luxembourg) S.A.; (b) a letter dated June 27, 2014 from Knighthood Capital Management LLC to The Bank of New York (Luxembourg) S.A.; (c) a letter dated June 27, 2014 from Redwood Capital Management LLC to The Bank of New York (Luxembourg) S.A.; and (d) a letter dated July 1, 2014 from Fintech Advisory to the Trustee.

10. Attached as Exhibit H is a true and correct copy of a letter dated July 1, 2014 from RPC to The Bank of New York (Luxembourg) S.A.

11. Attached as Exhibit I is a true and correct copy of a printout from the website of the Argentine Embassy in the United States, which contains an English-language version of a press release dated July 1, 2014 from the Argentine Ministry of Economy and Public Finance.

12. Attached as Exhibit J are true and correct copies of the Spanish and English versions of a letter dated July 3, 2014, from Pablo Julio Lopez, Argentine Secretary of Finance, to Gerald Hassell, Chairman, CEO and President of The Bank of New York Mellon.

13. Attached as Exhibit K are true and correct copies of (a) a letter dated January 4, 2012 from Kevin S. Reed, Esq., to Jane Sherburne, Esq.; (b) a letter dated July 20, 2012 from Kevin S. Reed, Esq., to the Trustee; and (c) a letter dated June 16, 2014 from Edward A. Friedman, Esq., to J. Kevin McCarthy, Esq., Eric A. Schaffer, Esq., and Evan K. Farber, Esq.

14. Attached as Exhibit L is a true and correct copy of a letter dated June 20, 2014 from Guillermo A. Gleizer, Esq., to Thomas C. Baxter, Jr., Esq., and Jane Sherburne, Esq.

15. Attached as Exhibit M is a true and correct copy of a proposed order submitted in connection with the Trustee's Motion.

16. Attached as Exhibit N is a true and correct copy of an alternative proposed order submitted in connection with the Trustee's Motion.

17. No prior request for the relief sought by this Motion has been made before this Court.

I declare under penalty of perjury that the foregoing is true and correct.

Dated: New York, New York
July 10, 2014



Evan K. Farber