

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

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NML CAPITAL, LTD.,	:	
	:	
Plaintiff,	:	08 Civ. 6978 (TPG)
	:	09 Civ. 1707 (TPG)
	:	09 Civ. 1708 (TPG)
v.	:	
	:	
THE REPUBLIC OF ARGENTINA,	:	
	:	
Defendant.	:	
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	:	
AURELIUS CAPITAL MASTER, LTD. and	:	
ACP MASTER, LTD.,	:	09 Civ. 8757 (TPG)
	:	09 Civ. 10620 (TPG)
Plaintiffs,	:	
	:	
v.	:	
	:	
THE REPUBLIC OF ARGENTINA,	:	
	:	
Defendant.	:	
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	:	
AURELIUS OPPORTUNITIES FUND II, LLC	:	
and AURELIUS CAPITAL MASTER, LTD.,	:	10 Civ. 1602 (TPG)
	:	10 Civ. 3507 (TPG)
Plaintiffs,	:	
	:	
v.	:	
	:	
THE REPUBLIC OF ARGENTINA,	:	
	:	
Defendant.	:	
	:	
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(captions continued on next page)

**DECLARATION OF MARC G. FARRIS IN SUPPORT OF PLAINTIFFS’
MOTION TO COMPEL DEUTSCHE BANK, JP MORGAN AND BBVA
TO PRODUCE DOCUMENTS CONCERNING THE BONAR 2024 BONDS**

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AURELIUS CAPITAL MASTER, LTD. and :
AURELIUS OPPORTUNITIES FUND II, LLC, : 10 Civ. 3970 (TPG)
: 10 Civ. 8339 (TPG)
Plaintiffs, :
v. :
THE REPUBLIC OF ARGENTINA, :
Defendant. :

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BLUE ANGEL CAPITAL I LLC, :
Plaintiff, : 10 Civ. 4101 (TPG)
: 10 Civ. 4782 (TPG)
v. :
THE REPUBLIC OF ARGENTINA, :
Defendant. :

----- X
OLIFANT FUND, LTD., :
Plaintiff, : 10 Civ. 9587 (TPG)
v. :
THE REPUBLIC OF ARGENTINA, :
Defendant. :

----- X
PABLO ALBERTO VARELA, et al., :
Plaintiff, : 10 Civ. 5338 (TPG)
v. :
THE REPUBLIC OF ARGENTINA, :
Defendant. :
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I, Marc G. Farris, declare as follows:

1. I am an associate at the law firm of Friedman Kaplan Seiler & Adelman LLP, counsel to Plaintiffs Aurelius Capital Master, Ltd., ACP Master, Ltd., Aurelius Opportunities Fund II LLC, and Blue Angel Capital I LLC (along with NML Capital, Ltd., Olifant Fund, Ltd., and Pablo Alberto Varela, et al. , “Plaintiffs”) in the above-captioned actions.

2. I respectfully submit this Declaration to put before this Court certain facts and documents related to Plaintiffs’ motion to compel production of documents responsive to subpoenas served on non-parties Deutsche Bank AG, Deutsche Bank Americas Holding Corp., Deutsche Bank Securities, Inc., Deutsche Bank Trust Company Americas, and Taunus Corporation (collectively “Deutsche Bank”); JPMorgan Chase & Co., JPMorgan Chase Bank, N.A., and J.P. Morgan Securities, LLC (collectively “JPMorgan”); and Banco Bilbao Vizcaya Argentaria, S.A., BBVA Compass Bancshares, Inc., and BBVA Securities, Inc. (collectively “BBVA”). I make this declaration on my own knowledge, and would testify to the matters stated herein under oath if called upon to do so. The attached documents were assembled either by me or by other persons working at my firm.

3. In an attempt to resolve the issues presented by this motion, counsel for Plaintiffs met and conferred and corresponded with Philippe Zimmerman, counsel for Deutsche Bank in these actions. Plaintiffs’ counsel and Zimmerman had telephonic communications on June 5, 2015, June 19, 2015, July 24, 2015, July 29, 2015, August 3, 2015, and September 10, 2015. A true and correct copy of their written correspondence is attached hereto as Exhibit 36.

4. In an attempt to resolve the issues presented by this motion, counsel for Plaintiffs met and conferred and correspondence with Andrea Likwornik Weiss, counsel for JPMorgan in these actions. Plaintiffs’ counsel and Weiss had telephonic communications on

May 18, 2015, May 26, 2015, and June 9, 2015. A true and correct copy of their written correspondence is attached hereto as Exhibit 37.

5. In an attempt to resolve the issues presented by this motion, counsel for Plaintiffs met and conferred and corresponded with Ken Caruso and Paul Carberry, counsel for BBVA in these actions. Plaintiffs' counsel had telephone communications with Caruso and Carberry on May 14, 2015, May 22, 2015, July 21, 2015, and September 15, 2015. A true and correct copy of their written correspondence is attached hereto as Exhibit 38.

6. Attached hereto are true and correct copies of the following documents:

- Exhibit 1: The Fiscal Agency Agreement between the Republic of Argentina and Bankers Trust Company, Fiscal Agent, dated as of October 19, 1994.
- Exhibit 2: The Amended February 23, 2012 Order entered by this Court, on November 26, 2012, as Docket No. 312 in Case No. 09 Civ. 8757.
- Exhibit 3: The Subpoena served by Plaintiffs upon Deutsche Bank AG, Deutsche Bank Americas Holding Corp., Deutsche Bank Securities, Inc., Deutsche Bank Trust Company Americas, and Taunus Corporation, dated May 5, 2015.
- Exhibit 4: The Subpoena served by Plaintiffs upon JPMorgan Chase & Co., JPMorgan Chase Bank, N.A., and J.P. Morgan Securities, LLC, dated May 5, 2015.
- Exhibit 5: The Subpoena served by Plaintiffs upon Banco Bilbao Vizcaya Argentaria, S.A., BBVA Compass Bancshares, Inc., and BBVA Securities, Inc., dated May 5, 2015.
- Exhibit 6: An English version of the Agreement for the Amicable Settlement and Compromise of Expropriations, dated February 27, 2014, entered into by the Republic, Repsol S.A., and certain affiliates of Repsol.
- Exhibit 7: An Official Notice issued by Repsol, S.A. dated February 25, 2014.
- Exhibit 8: [REDACTED]

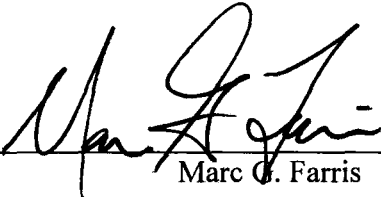
- Exhibit 9: A report published by the Frankfurt Börse titled Open Market, Quotation Board, dated January 22, 2015.
- Exhibit 10: [REDACTED]
- Exhibit 11: [REDACTED]
- Exhibit 12: [REDACTED]
- Exhibit 13: A certified translation of an article by Javier Blanco published by La Nación titled *No Relief in 2015: Debt issue raises less than 10% of what was hoped*, dated December 13, 2014.
- Exhibit 14: [REDACTED]
- Exhibit 15: [REDACTED]
- Exhibit 16: [REDACTED]
- Exhibit 17: [REDACTED]
- Exhibit 18: A certified translation of a Press Release issued by the Argentine Ministry of the Economy titled Invitation to Bid, dated April 21, 2015.
- Exhibit 19: A certified translation of Argentine Joint Resolution No. 31/2015 & 10/2015.
- Exhibit 20: A Bloomberg Message from Deutsche New York Syndicate, dated April 21, 2015.
- Exhibit 21: A certified translation of an article by Paola Quain published by Perfil titled *Pepa and Szpigiel, the operators behind the "financial summer"*, dated May 3, 2015.

- Exhibit 22: [REDACTED]
- Exhibit 23: [REDACTED]
- Exhibit 24: A certified translation of a statement published by Alejandro Vanoli on his official Twitter account on April 23, 2015, at 11:24 AM, available at <https://twitter.com/VanoliAlejandro/status/591306648511246337>.
- Exhibit 25: A certified translation of a statement issued by Prensa Argentina titled *Kicillof: "The bids received for BONAR 24 exceeded expectations,"* dated April 24, 2015.
- Exhibit 26: An article published by the Buenos Aires Herald titled *CFK: 'We'll never honour international usury or scam,'* dated April 28, 2015.
- Exhibit 27: A certified translation of an article published by La Nación titled *Kicillof: "They must be annoyed,"* dated April 23, 2015.
- Exhibit 28: A certified translation of an excerpt of the Regulations of the Argentine Comisión Nacional de Valores, including Article 70.
- Exhibit 29: A certified translation of a Resolution of the Argentine Comisión Nacional de Valores, dated December 10, 2014.
- Exhibit 30: A certified translation of an article by Ignacio Olivero Doll published by *Ámbito Financiero* titled *Bonar: issuance built up steam thanks to the dollars from abroad,* dated April 22, 2015.
- Exhibit 31: A certified translation of a Press Release issued by the Argentine Ministry of the Economy titled *Announcement of Early Pay-off through the Purchase of BODEN 2015,* dated December 4, 2014.
- Exhibit 32: A certified translation of an article published by La Política Online titled *Deutsche Bank and Marathon, Behind Kicillof's Debt Placement,* dated April 22, 2015.
- Exhibit 33: [REDACTED]
- Exhibit 34: [REDACTED]

- [REDACTED]
- Exhibit 35: [REDACTED]
 - Exhibit 36: Correspondence between counsel for Plaintiffs and P. Zimmerman, counsel for Deutsche Bank in these actions.
 - Exhibit 37: Correspondence between counsel for Plaintiffs and A. Weiss, counsel for JPMorgan in these actions.
 - Exhibit 38: Correspondence between counsel for Plaintiffs and K. Caruso and P. Carberry, counsel for BBVA in these actions.
 - Exhibit 39: [REDACTED]
 - Exhibit 40: A transcript of the hearing held February 25, 2015 in *NML Capital, Ltd. v. The Republic of Argentina*, Case No. 08 Civ. 6978 (TPG) (S.D.N.Y.).
 - Exhibit 41: [REDACTED]
 - Exhibit 42: A certified translation of Argentine Law No. 26,984, enacted September 11, 2014.

7. I declare under penalty of perjury that to the best of my knowledge the foregoing is true and correct.

Executed in New York, New York
on this 5th day of October, 2015



Marc G. Farris