

# Fannie Mae GeMS<sup>TM</sup> Guaranteed REMIC

# FANNIE MAE MULTIFAMILY REMIC TRUST 2019-M25

Structural and Collateral Term Sheet

**\$[1,190,075,623]**(Approximate Offered Certificates)

Fannie Mae Pass-Through Certificates Series 2019-M25, Class AV1, AV2, A1, A2 and A3 Certificates

As of [November 12, 2019]

# Citigroup

Lead Manager & Sole Bookrunner

**Mizuho Securities** 

Co-Manager

**Morgan Stanley** 

Co-Manager

Mischler Financial Group
Co-Manager

Fannie Mae GeMS<sup>TM</sup>

#### STATEMENT REGARDING ASSUMPTIONS AS TO SECURITIES, PRICING ESTIMATES AND OTHER INFORMATION

THE SECURITIES TO WHICH THIS STRUCTURAL AND COLLATERAL TERM SHEET (THIS "TERM SHEET") RELATES WILL BE DESCRIBED IN GREATER DETAIL IN A CORRESPONDING PROSPECTUS SUPPLEMENT (THE "PROSPECTUS SUPPLEMENT"). THE PROSPECTUS SUPPLEMENT WILL CONTAIN MATERIAL INFORMATION THAT IS NOT CONTAINED IN THIS TERM SHEET (INCLUDING WITHOUT LIMITATION A DETAILED DISCUSSION OF RISKS ASSOCIATED WITH AN INVESTMENT IN THE SECURITIES, UNDER "RISK FACTORS" IN THE PROSPECTUS SUPPLEMENT). THE PROSPECTUS SUPPLEMENT WILL BE AVAILABLE UPON REQUEST FROM CITIGROUP GLOBAL MARKETS INC. SHORTLY BEFORE THE SECURITIES ARE ISSUED. CAPITALIZED TERMS USED BUT NOT OTHERWISE DEFINED IN THIS TERM SHEET HAVE THE RESPECTIVE MEANINGS ASSIGNED TO THOSE TERMS IN THE PROSPECTUS SUPPLEMENT. THIS TERM SHEET IS SUBJECT TO CHANGE. THE SECURITIES TO WHICH THIS INFORMATION RELATES WILL NOT BE REGISTERED PURSUANT TO THE U.S. SECURITIES ACT OF 1933 AS AMENDED (THE "SECURITIES ACT").

Nothing in this document constitutes an offer of securities for sale in the United States or any other jurisdiction. Neither this document nor anything contained herein shall form the basis for any contract or commitment whatsoever. These materials have been provided to you for informational purposes only and may not be relied upon by you in evaluating the merits of investing in the securities described herein. If at any time there should commence an offering of securities, any decision to invest in any such offer and to subscribe for or acquire such securities must be based wholly on the information contained in a final offering document issued or to be issued in connection with any such offer and not on the contents hereof. The information contained herein is preliminary as of the date hereof, supersedes any such information previously delivered to you and will be superseded by any such information subsequently delivered and ultimately by the final Prospectus Supplement relating to the securities. These materials are subject to change, completion, supplement or amendment from time to time.

The information contained in the attached materials (the "Information") has been provided to Citi, by the Federal National Mortgage Association ("Fannie Mae") and is preliminary and subject to change. The Information does not include all of the information required to be included in the Prospectus Supplement relating to the securities. As such, the Information may not reflect the impact of all structural characteristics of the securities. The assumptions underlying the Information, including structure and collateral, may be modified from time to time to reflect changed circumstances. Prospective purchasers are recommended to review the final Prospectus Supplement and the related base prospectus relating to the securities ("Offering Documents") discussed in this communication. Offering Documents contain data that is current as of their publication dates and after publication may no longer be complete or current. Final Offering Documents may be obtained from Fannie Mae by calling toll free 1-800-232-6643 or Citi by calling toll-free 1-800-831-9146.

The attached information contains certain tables and other statistical analyses (the "Computational Materials") which have been prepared in reliance upon information furnished by the underlying pool sellers. Numerous assumptions were used in preparing the Computational Matérials, which may or may not be reflected herein. As such, no assurance can be given as to the accuracy, appropriateness or completeness of the Computational Materials in any particular context; or as to whether the Computational Materials and/or the assumptions upon which they are based reflect present market conditions or future market performance. The Computational Materials should not be construed as either projections or predictions or as legal, tax, financial or accounting advice. You should consult your own counsel, accountant and other advisors as to the legal, tax, business, financial and related aspects of a purchase of these securities. Any weighted average lives, yields and principal payment periods shown in the Computational Materials are based on prepayment and/or loss assumptions, and changes in such prepayment and/or loss assumptions may dramatically affect such weighted average lives, yields and principal payment periods. In addition, it is possible that prepayments on the underlying assets will occur at rates higher or lower than the rates shown in the attached Computational Materials. The specific characteristics of the securities may differ from those shown in the Computational Materials due to differences between the final underlying assets and the preliminary underlying assets used in preparing the Computational Materials. The principal amount and designation of any security described in the Computational Materials are subject to change prior to issuance. None of Fannie Mae, the Underwriters, or any of their respective affiliates make any representation or warranty as to the actual rate or timing of payments or losses on any of the underlying assets or the payments or yield on the securities. The information in this presentation is based upon management forecasts and reflects prevailing conditions and management's views as of this date, all of which are subject to change. In preparing this presentation, we have relied upon and assumed, without independent verification, the accuracy and completeness of all information available from public sources or which was provided to us by or on behalf of the underlying pool sellers or which was otherwise reviewed by us.

This document contains forward-looking statements. Those statements are subject to certain risks and uncertainties that could cause the success of collections and the actual cash flow generated to differ materially from the information set forth herein. While such information reflects projections prepared in good faith based upon methods and data that are believed to be reasonable and accurate as of the dates thereof, the issuer undertakes no obligation to revise these forward-looking statements to reflect subsequent events or circumstances. Individuals should not place undue reliance on forward-looking statements and are advised to make their own independent analysis and determination with respect to the forecasted periods, which reflect the issuer's view only as of the date hereof.

#### IMPORTANT NOTICE REGARDING THE CERTIFICATES

THE CERTIFICATES REFERRED TO IN THESE MATERIALS ARE SUBJECT TO MODIFICATION OR REVISION (INCLUDING THE POSSIBILITY THAT ONE OR MORE CLASSES OF CERTIFICATES MAY BE SPLIT, COMBINED OR ELIMINATED AT ANY TIME PRIOR TO ISSUANCE OR AVAILABILITY OF A FINAL PROSPECTUS SUPPLEMENT) AND ARE OFFERED ON A "WHEN, AS AND IF ISSUED" BASIS. PROSPECTIVE INVESTORS SHOULD UNDERSTAND THAT, WHEN CONSIDERING THE PURCHASE OF THESE SECURITIES, A CONTRACT OF SALE WILL COME INTO BEING NO SOONER THAN THE DATE ON WHICH THE RELEVANT CLASS OF CERTIFICATES HAS BEEN PRICED AND THE UNDERWRITERS HAVE CONFIRMED THE ALLOCATION OF CERTIFICATES TO BE MADE TO INVESTORS; ANY "INDICATIONS OF INTEREST" EXPRESSED BY ANY PROSPECTIVE INVESTOR, AND ANY "SOFT CIRCLES" GENERATED BY THE UNDERWRITERS, WILL NOT CREATE BINDING CONTRACTUAL OBLIGATIONS FOR SUCH PROSPECTIVE INVESTORS, ON THE ONE HAND, OR THE UNDERWRITERS, FANNIE MAE OR ANY OF THEIR RESPECTIVE AGENTS OR AFFILIATES, ON THE OTHER HAND.

AS A RESULT OF THE FOREGOING, A PROSPECTIVE INVESTOR MAY COMMIT TO PURCHASE CERTIFICATES THAT HAVE CHARACTERISTICS THAT MAY CHANGE, AND EACH PROSPECTIVE INVESTOR IS ADVISED THAT ALL OR A PORTION OF THE CERTIFICATES REFERRED TO IN THESE MATERIALS MAY BE ISSUED WITHOUT ALL OR CERTAIN OF THE CHARACTERISTICS DESCRIBED IN THESE MATERIALS. THE UNDERWRITERS' OBLIGATION TO SELL CERTIFICATES TO ANY PROSPECTIVE INVESTOR IS CONDITIONED ON THE CERTIFICATES AND THE TRANSACTION HAVING THE CHARACTERISTICS DESCRIBED IN THESE MATERIALS. IF THE UNDERWRITERS DETERMINE THAT A CONDITION IS NOT SATISFIED IN ANY MATERIAL RESPECT, SUCH PROSPECTIVE INVESTOR WILL BE NOTIFIED, AND NEITHER THE SPONSOR NOR THE UNDERWRITERS WILL HAVE ANY OBLIGATION TO SUCH PROSPECTIVE INVESTOR TO DELIVER ANY PORTION OF THE CERTIFICATES WHICH SUCH PROSPECTIVE INVESTOR HAS COMMITTED TO PURCHASE, AND THERE WILL BE NO LIABILITY BETWEEN THE UNDERWRITERS, FANNIE MAE OR ANY OF THEIR RESPECTIVE AGENTS OR AFFILIATES, ON THE ONE HAND, AND SUCH PROSPECTIVE INVESTOR, ON THE OTHER HAND, AS A CONSEQUENCE OF THE NON-DELIVERY.

EACH PROSPECTIVE INVESTOR HAS REQUESTED THAT THE UNDERWRITERS PROVIDE TO SUCH PROSPECTIVE INVESTOR INFORMATION IN CONNECTION WITH SUCH PROSPECTIVE INVESTOR'S CONSIDERATION OF THE PURCHASE OF THE CERTIFICATES DESCRIBED IN THESE MATERIALS. THESE MATERIALS ARE BEING PROVIDED TO EACH PROSPECTIVE INVESTOR FOR INFORMATIONAL PURPOSES ONLY IN RESPONSE TO SUCH PROSPECTIVE INVESTOR'S SPECIFIC REQUEST. THE UNDERWRITERS DESCRIBED IN THESE MATERIALS MAY FROM TIME TO TIME PERFORM INVESTMENT BANKING SERVICES FOR, OR SOLICIT INVESTMENT BANKING BUSINESS FROM, ANY COMPANY NAMED IN THESE MATERIALS. THE UNDERWRITERS AND/OR THEIR AFFILIATES OR RESPECTIVE EMPLOYEES MAY FROM TIME TO TIME HAVE A LONG OR SHORT POSITION IN ANY SECURITY OR CONTRACT DISCUSSED IN THESE MATERIALS.

THE INFORMATION CONTAINED HEREIN SUPERSEDES ANY PREVIOUS SUCH INFORMATION DELIVERED TO ANY PROSPECTIVE INVESTOR AND WILL BE SUPERSEDED BY INFORMATION DELIVERED TO SUCH PROSPECTIVE INVESTOR PRIOR TO THE TIME OF SALE.

IMPORTANT NOTICE RELATING TO AUTOMATICALLY GENERATED EMAIL DISCLAIMERS

Any legends, disclaimers or other notices that may appear at the bottom of this e-mail or at the bottom of the e-mail communication to which this material may have been attached are not applicable to these materials and should be disregarded. Such legends, disclaimers or other notices have been automatically generated as a result of these materials having been sent via Bloomberg or another email system.

THE INFORMATION IN THIS STRUCTURAL AND COLLATERAL TERM SHEET IS NOT COMPLETE AND MAY BE AMENDED PRIOR TO THE TIME OF SALE. THIS TERM SHEET IS NOT AN OFFER TO SELL THESE SECURITIES AND IT IS NOT A SOLICITATION OF AN OFFER TO BUY THESE SECURITIES IN ANY JURISDICTION WHERE THE OFFER OR SALE IS NOT PERMITTED.

# **Table of Contents**

Transaction Contact Information	4
Certificate Structure	5
Issue Characteristics - Group 1	6
Issue Characteristics - Group 2	7
Structural Overview – Group 1	
Structural Overview – Group 2	9
Collateral Overview	
Collateral Stratification	11
Collateral Statistics - Group 1	12
Collateral Statistics – Group 2	
·	

# I. <u>Transaction Contact Information</u>

Questions regarding this Structural and Collateral Term Sheet may be directed to any of the following individuals:

#### <u>Citigroup</u>

Raul Orozco	Tel. (212) 723-1295	raul.d.orozco@citi.com
Matt Perry	Tel. (212) 723-1295	mattison.perry@citi.com
Sean Carnes	Tel. (212) 723-1295	sean.carnes@citi.com

#### **CMBS Trading**

Jesse Eisen	Tel. (212) 723-6217	jesse.eisen@citi.com
Kyle Finnerty	Tel. (212) 723-6217	kvle.finnertv@citi.com

#### **CMBS Capital Markets**

Michael Steele	Tel. (646) 661-5852	michael.steele@citi.com
Sana Petersen	Tel. (212) 816-3852	sana.petersen@citi.com
Will Stiles	Tel. (212) 816-8915	william.stiles@citi.com

#### **Morgan Stanley**

#### **CMBS Trading**

John McGrath	Tel. (2	12) 761-9680 i	iohn.mc	arath1@	a more	ganstanley	.com

#### **CMBS Syndicate / Structuring**

Nishant Kapur	Tel. (212) 761-1483	nishant.kapur@morganstanley.com
Tony Giacin	Tel. (212) 761-2912	tony.giacin@morganstanley.com
Newland Baldwin	Tel. (212) 761-7265	newland.baldwin@morganstanley.com
Brandon Atkins	Tel. (212) 761-4846	brandon.atkins@morganstanley.com

# **Mischler Financial Group**

# Syndicate / Banking

Robert Karr	Tel. (203) 276-6646	rkarr@mischlerfinancial.com
Dean Chamberlain	Tel. (203) 276-6646	dchamberlain@mischlerfinancial.com
Jonathan Herrick	Tel. (203) 276-6646	jherrick@mischlerfinancial.com

# **Mizuho Securities USA LLC**

#### Syndicate / Banking

Thomas Harmon	Tel. (212) 205-7588	thomas.harmon@mizuhogroup.com
---------------	---------------------	-------------------------------

#### **CMBS Trading**

Paul Tietz	Tel. (646) 949-9820	paul.tietz@mizuhogroup.com
Wayne Ip	Tel. (646) 949-9820	wayne.ip@mizuhogroup.com

# II. Certificate Structure

Group	Class	Approximate Initial Certificate Balance or Notional Amount <sup>(1)</sup>	% of Group Initial Certificate Balance <sup>(2)</sup>	Expected Weighted Average Life (Years) <sup>(3)</sup>	Expected Principal Window (Months)	Coupon Type	Pricing Speed
1	AV1	\$ 26,465,000	5.80%	3.48	1 - 71	FIXED	0% CPY
1	AV2	\$ 430,143,568	94.20%	6.27	71 – 85	FIXED	0% CPY
1	X1 <sup>(5)(6)</sup>	\$ 456,608,568	n/a	n/a	n/a	WAC / IO <sup>(9)</sup>	100% CPY
2	A1	\$65,000,000	8.86%	6.35	1 - 118	FIXED / AFC	0% CPY
2	A2	\$ 448,467,055	61.14%	9.85	118-119	FIXED / AFC	0% CPY
2	А3	\$ 220,000,000	29.99%	9.93	119-120	FIXED	0% CPY
2	X <sup>(5)(7)</sup>	\$ 513,467,055	n/a	n/a	n/a	WAC / IO <sup>(10)</sup>	100% CPY
2	X3 <sup>(5)(8)</sup>	\$ 220,000,000	n/a	n/a	n/a	WAC / IO <sup>(11)</sup>	100% CPY

#### Notes:

- (1) The initial certificate balances and notional amounts are approximate and on the settlement date may vary by up to 5%. Underlying loans may be removed from or added to the mortgage pool prior to the settlement date within the same maximum permitted variance. Any reduction or increase in the aggregate principal balance of underlying loans within these parameters will result in changes to the initial certificate balance or notional amount of each class of certificates and to the other statistical data.
- (2) Approximate as of the settlement date.
- (3) Calculated at 0% CPY.
- (4) The expected principal window is expressed in months following the settlement date and reflects the period during which distributions of principal would be received under the pricing speed assumptions.
- (5) Classes X1, X and X3 are not being offered.
- 6) The Class X1 notional amount is equal to the aggregate principal certificate balance of Classes AV1 and AV2.
- (7) The Class X notional amount is equal to the aggregate principal certificate balance of Classes A1 and A2.
- (8) The Class X3 notional amount is equal to the principal certificate balance of Class A3.
- (9) The Class X1 coupon is equal to the positive difference between the weighted average MBS Pass-Thru rate of the Group 1 Collateral Pool for such distribution date less the weighted average of the Class AV1 coupon and Class AV2 coupon for such distribution date.
- (10) The Class X coupon is equal to the positive difference between the weighted average MBS Pass-Thru rate of the Group 2 Collateral Pool for such distribution date less the weighted average of the Class A1 coupon and Class A2 coupon for such distribution date.
- (11) The Class X3 coupon is equal to the positive difference between the weighted average MBS Pass-Thru rate of the Group 2 Collateral Pool for such distribution date less the Class A3 coupon for such distribution date.

#### III. <u>Issue Characteristics</u>

<u>Issue Characteristics - Group 1</u>

**Securities:** \$456,608,568 (approximate) monthly pay, fixed and variable-rate, multi-class, commercial

mortgage REMIC Pass-Through Certificates (Classes AV1, AV2 and X1).

**Lead Manager & Sole Bookrunner:** Citigroup Global Markets, Inc.

**Co-Managers:** Mizuho Securities, Morgan Stanley and Mischler Financial Group

**Issuer:** Federal National Mortgage Association ("Fannie Mae")

**Issuing Entity:** Fannie Mae Multifamily REMIC Trust 2019-M25, a trust to be formed by Fannie Mae

**Trustee:** Fannie Mae

**Cut-off Date:** On or about November 1, 2019

Settlement Date: November 27, 2019

**Distribution Date:** The monthly distribution date for the certificates will be the 25th day of each calendar

month, or on the next business day if the 25th day is not a business day, commencing

December 2019.

**Accrual:** Each class will accrue interest on a 30/360 basis during the preceding calendar month.

**ERISA:** It is expected that all offered certificates will be ERISA eligible.

Tax Status: Double REMIC Series

**Form of Offering:** The certificates are exempt from registration under the Securities Act of 1933 and are

"exempted securities" under the Securities Exchange Act of 1934.

Offered Certificates: The Class AV1 and Class AV2 Certificates

Optional Termination: None

Minimum Denominations: \$100,000 for Class X1 and \$1,000 for Classes AV1 and AV2, \$1 in excess thereof.

**Settlement Terms:** Book-Entry except for Classes R and RL

**Analytics:** Cash flows are expected to be available through Bloomberg, L.P., Intex Solutions, Inc,

Trepp LLC and The Yield Book, Inc.

**Bloomberg Ticker:** FNA 2019-M25 <MTGE><GO>

Risk Factors: THE CERTIFICATES INVOLVE CERTAIN RISKS AND MAY NOT BE SUITABLE FOR ALL

INVESTORS. SEE THE "RISK FACTORS" SECTION OF FANNIE MAE'S MULTIFAMILY REMIC

PROSPECTUS.

### **Issue Characteristics - Group 2**

**Securities:** \$733,467,055 (approximate) monthly pay, fixed and variable-rate, multi-class, commercial

mortgage REMIC Pass-Through Certificates (Classes A1, A2, A3, X and X3).

Lead Manager & Sole Bookrunner: Citigroup Global Markets, Inc.

**Co-Managers:** Mizuho Securities, Morgan Stanley and Mischler Financial Group

**Issuer:** Federal National Mortgage Association ("Fannie Mae")

**Issuing Entity:** Fannie Mae Multifamily REMIC Trust 2019-M25, a trust to be formed by Fannie Mae

**Trustee:** Fannie Mae

**Cut-off Date:** On or about November 1, 2019

Settlement Date: November 27, 2019

**Distribution Date:** The monthly distribution date for the certificates will be the 25th day of each calendar

month, or on the next business day if the 25th day is not a business day, commencing

December 2019.

**Accrual:** Each class will accrue interest on a 30/360 basis during the preceding calendar month.

**ERISA:** It is expected that all offered certificates will be ERISA eligible.

Tax Status: Double REMIC Series

**Form of Offering:** The certificates are exempt from registration under the Securities Act of 1933 and are

"exempted securities" under the Securities Exchange Act of 1934.

Offered Certificates: The Class A1, Class A2 and Class A3 Certificates

Optional Termination: None

Minimum Denominations: \$100,000 for Class X and Class X3 and \$1,000 for Classes A1, A2 and A3, \$1 in excess

thereof.

Settlement Terms: Book-Entry except for Classes R and RL

**Analytics:** Cash flows are expected to be available through Bloomberg, L.P., Intex Solutions, Inc,

Trepp LLC and The Yield Book, Inc.

**Bloomberg Ticker:** FNA 2019-M25 <MTGE><GO>

Risk Factors: THE CERTIFICATES INVOLVE CERTAIN RISKS AND MAY NOT BE SUITABLE FOR ALL

INVESTORS. SEE THE "RISK FACTORS" SECTION OF FANNIE MAE'S MULTIFAMILY REMIC

PROSPECTUS.

#### IV. Structural Overview

#### **Structural Overview - Group 1**

**Amount of Distributions:** 

On each Distribution Date, certificateholders will be entitled to receive interest and any principal required to be paid on their certificates on such Distribution Date, distributed from funds available for distribution from the Group 1 MBS pool.

**Priority of Cashflows:** 

The Group 1 Principal Distribution Amount for any Distribution Date will be allocated as follows: scheduled and unscheduled principal payments included in the principal distribution for each Group 1 MBS, on an aggregate basis, sequentially to the AV1 and AV2 Classes, in that order, until retired.

Prepayment Premiums Distribution:

On each Distribution Date, any prepayment premiums that are included in the related Group 1 MBS distributions on that date will be allocated as follows:

- To the AV1 Class, an amount equal to 30% of prepayment premiums for that Distribution Date multiplied by the percentage equivalent of a fraction, the numerator of which is the principal payable to the AV1 Class on that date and the denominator of which is the aggregate principal payable to the AV1 and AV2 Classes for that Distribution Date.
- 2. To the AV2 Class, an amount equal to 30% of the prepayment premiums for that Distribution Date multiplied by the percentage equivalent of a fraction, the numerator of which is the principal payable to the AV2 Class on that date and the denominator of which is the aggregate principal payable to the AV1 and AV2 Classes for that Distribution Date.
- 3. To the X1 Class, an amount equal to 70% of the prepayment premiums for that Distribution Date.

**Call Protection:** 

55 underlying securities (representing 100% of Group 1) provide for a remaining yield maintenance term. The Group 1 Collateral Pool has a weighted average remaining yield maintenance term of 69 months.

**Guarantee:** 

All underlying pools will be guaranteed by Fannie Mae with respect to the full and timely payment of interest and principal. Fannie Mae's guarantee does not cover any prepayment premium payments due on the underlying pools.

#### Structural Overview - Group 2

**Amount of Distributions:** 

On each Distribution Date, certificateholders will be entitled to receive interest and any principal required to be paid on their certificates on such Distribution Date, distributed from funds available for distribution from the Group 2 MBS pool.

**Priority of Cashflows:** 

The Group 2 Principal Distribution Amount for any Distribution Date will be allocated as follows: scheduled and unscheduled principal payments included in the principal distribution for each Group 2 MBS, on an aggregate basis, sequentially to the A1, A2 and A3 Classes, in that order, until retired.

Prepayment Premiums Distribution:

On each Distribution Date, any prepayment premiums that are included in the related Group 2 MBS distributions on that date will be allocated as follows:

- To the A1 Class, an amount equal to 30% of the prepayment premiums for that Distribution Date multiplied by the percentage equivalent of a fraction, the numerator of which is the principal payable to the A1 Class on that date and the denominator of which is the aggregate principal payable to the A1, A2 and A3 Classes for that Distribution Date.
- 2. To the A2 Class, an amount equal to 30% of the prepayment premiums for that Distribution Date multiplied by the percentage equivalent of a fraction, the numerator of which is the principal payable to the A2 Class on that date and the denominator of which is the aggregate principal payable to the A1, A2 and A3 Classes for that Distribution Date.
- 3. To the X Class, an amount equal to 70% of the prepayment premiums for that Distribution Date multiplied by the percentage equivalent of a fraction, the numerator of which is the aggregate principal payable to the A1 and A2 Classes on that date and the denominator of which is the aggregate principal payable to the A1, A2 and A3 Classes for that Distribution Date.
- 4. To the A3 Class, an amount equal to 30% of the prepayment premiums for the Distribution Date multiplied by the percentage equivalent of a fraction, the numerator of which is the principal payable to the A3 Class on that date and the denominator of which is the aggregate principal payable to the A1, A2 and A3 Classes for that Distribution Date.
- 5. To the X3 Class, an amount equal to 70% of the prepayment premiums for that Distribution Date multiplied by the percentage equivalent of a fraction, the numerator of which is the principal payable to the A3 Class on that date and the denominator of which is the aggregate principal payable to the A1, A2 and A3 Classes for that Distribution Date.

**Call Protection:** 

88 underlying securities (representing 100% of Group 2) provide for a remaining yield maintenance term. The Group 2 Collateral Pool has a weighted average remaining call protection of 113 months.

**Guarantee:** 

All underlying pools will be guaranteed by Fannie Mae with respect to the full and timely payment of interest and principal. Fannie Mae's guarantee does not cover any prepayment premium payments due on the underlying pools.

#### V. Collateral Overview

#### Collateral Overview - Group 1

#### Group 1(1)(2)

oloup =	
Aggregate Cut-off Date Balance	\$456,608,569
Number of Underlying Securities	55
Average Cut-off Date Balance per Mortgage Loan	\$8,301,974
Number of Mortgaged Properties	55
Weighted Average Mortgage Rate	4.379%
% of Group 1 Secured by 5 Largest Mortgage Loans	62.0%
% of Group 1 Secured by 10 Largest Mortgage Loans	71.9%
Weighted Average Original Term to Maturity (months)	88
Weighted Average Remaining Term to Maturity (months)	75
Weighted Average Seasoning (months)	12

#### **Group 1 Amortization**

Weighted Average Original Amortization Term (months) <sup>(3)</sup>	351
Weighted Average Remaining Amortization Term (months) <sup>(3)</sup>	344
% of Group 1 Fully Amortizing	2.5%
% of Group 1 Amortizing Balloon	13.81%
% of Group 1 Interest Only followed by Amortizing Balloon	36.45%
% of Group 1 Interest Only	47.24%

<sup>(1)</sup> Unless otherwise indicated, all references to "% of Group 1" in this Term Sheet reflect a percentage of the Group 1 aggregate principal balance as of the Cut-off Date, after application of all payments of principal due during or prior to November 2019.

#### Collateral Overview - Group 2

#### Group $2^{(1)(2)}$

Gloup 2	
Aggregate Cut-off Date Balance	\$733,467,055
Number of Underlying Securities	88
Average Cut-off Date Balance per Mortgage Loan	\$8,334,853
Number of Mortgaged Properties	88
Weighted Average Mortgage Rate	3.668%
% of Group 2 Secured by 5 Largest Mortgage Loans	29.5%
% of Group 2 Secured by 10 Largest Mortgage Loans	46.8%
Weighted Average Original Term to Maturity (months)	120
Weighted Average Remaining Term to Maturity (months)	119
Weighted Average Seasoning (months)	2

# **Group 2 Amortization**

Weighted Average Original Amortization Term (months) <sup>(3)</sup>	360
Weighted Average Remaining Amortization Term (months) <sup>(3)</sup>	360
% of Group 2 Amortizing Balloon	8.17%
% of Group 2 Interest Only followed by Amortizing Balloon	55.88%
% of Group 2 Interest Only	35.95%

<sup>(1)</sup> Unless otherwise indicated, all references to "% of Group 2" in this Term Sheet reflect a percentage of the Group 2 aggregate principal balance as of the Cut-off Date, after application of all payments of principal due during or prior to November 2019.

#### More information regarding the DUS MBS program can be found on Fannie Mae's website at:

http://www.fanniemae.com/resources/file/mbs/pdf/mbsenger 25yrs.pdf

THE INFORMATION IN THIS STRUCTURAL AND COLLATERAL TERM SHEET IS NOT COMPLETE AND MAY BE AMENDED PRIOR TO THE TIME OF SALE. THIS TERM SHEET IS NOT AN OFFER TO SELL THESE SECURITIES AND IT IS NOT A SOLICITATION OF AN OFFER TO BUY THESE SECURITIES IN ANY JURISDICTION WHERE THE OFFER OR SALE IS NOT PERMITTED.

<sup>(2)</sup> The Group 1 Collateral consists of 55 Fannie Mae multifamily MBS pools containing 57 loans. All loans underlying the pools are monthly-pay, fixed-rate multifamily mortgages.

<sup>(3)</sup> Excludes loans that are interest only for the entire term.

<sup>(2)</sup> The Group 2 Collateral consists of 88 Fannie Mae multifamily MBS pools containing 88 loans. All loans underlying the pools are monthly-pay, fixed-rate multifamily mortgages.

<sup>(3)</sup> Excludes loans that are interest only for the entire term.

#### VI. Collateral Stratification

Top 10 Mortgage Pools - Group 1

Loan No.	Pool Number	Property Name	City	State	Property Type	Cut-off Date Balance (\$)	% of Group 1	DSCR <sub>(1)</sub>	LTV <sup>(2)</sup>
1	BL0505	Agora	WASHINGTON	DC	Multifamily	111,372,000	24.4%	1.25	62.9%
2	BL0571	Greenfield Village	San Diego	CA	Multifamily	109,648,000	24.0%	1.78	56.7%
3	BL1107	Fifth Street Place	Charolttesville	VA	Multifamily	28,600,000	6.3%	1.87	65.0%
4	BL2031	Villas of Josey Ranch	Carrollton	TX	Multifamily	17,810,000	3.9%	1.94	64.1%
5	BL1674	Campus Way	Provo	UT	Dedicated Student	15,600,000	3.4%	1.38	65.0%
6	AN1991	Ridgewood Apartments	Grand Rapids	MI	Multifamily	11,748,743	2.6%	2.5	66.7%
7	BL3566	City Plaza Apartments	ESCONDIDO	CA	Multifamily	10,215,000	2.2%	1.88	54.6%
8	BL2365	Villagio Apartment Homes	Tempe	AZ	Multifamily	8,000,000	1.8%	1.4	65.0%
9	BL2228	Mark Twain Apartments	Tacoma	WA	Multifamily	7,776,772	1.7%	1.3	72.7%
10	BL1056	ID Flagler Village	Fort Lauderdale	FL	Multifamily	7,582,649	1.7%	1.25	63.5%
Total	/ Weighte	ed Average				328,353,165	72.0%	1.59	61.4%

<sup>(1)</sup> DSCR calculations are based on the most recent annual amortizing data for the related mortgage loan, except for full term interest only loans which were based on interest-only payments.

**Top 10 Mortgage Pools – Group 2** 

Loan No.	Pool Number	Property Name	City	State	Property Type	Cut-off Date Balance (\$)	% of Group 2	DSCR	LTV <sup>(2)</sup>
1	BL3211	Carlton Arms of North Lakeland	Lakeland	FL	Multifamily	54,983,000	7.5%	2.6	48.2%
2	BL4657	Fairmont Gardens	Annandale	VA	Multifamily	49,725,000	6.8%	2.54	64.0%
3	BL3285	Harmony at Harbour View	Suffolk	VA	Seniors	39,220,000	5.3%	1.44	72.0%
4	BL4569	Jefferson at Perimeter Apartments	Atlanta	GA	Multifamily	36,900,000	5.0%	1.27	70.0%
5	BL4047	Astro Vista, Linda Vista and Park View	San Diego	CA	Multifamily	35,270,000	4.8%	2.43	52.0%
6	BL3673	Sapphire Bay (FKA Boterra Bay)	Baytown	TX	Multifamily	32,450,000	4.4%	1.59	55.0%
7	BL3121	Park Hill Lane	Menands	NY	Multifamily	32,000,000	4.4%	3.13	54.9%
8	BL3811	ZAG Apartments	Omaha	NE	Multifamily	23,052,000	3.1%	1.25	71.1%
9	BL4050	The Patton	Asheville	NC	Multifamily	21,000,000	2.9%	1.34	69.4%
10	BL4136	Maple Ridge Estates at Bedford	Bedford	NH	Multifamily	18,730,000	2.6%	1.3	72.0%
Total /	Weighted A	Average	•			343,330,000	46.8%	2.01	61.3%

<sup>(1)</sup> DSCR calculations are based on the most recent annual amortizing data for the related mortgage loan, except for full term interest only loans which were based on interest-only payments.

<sup>(2)</sup> LTV values are as of the loan origination data of the related mortgage loan.

<sup>(2)</sup> LTV values are as of the loan origination data of the related mortgage loan.

Cut-off Date Balance (\$)

	No. of Underlying Securities	Aggregate Cut-off Date Balance(\$)	% of Group 1
125,020 - 5,000,000	39	90,239,141	19.8
5,000,001 - 10,000,000	9	61,375,685	13.4
10,000,001 - 15,000,000	2	21,963,743	4.8
15,000,001 - 20,000,000	2	33,410,000	7.3
20,000,001 - 50,000,000	1	28,600,000	6.3
50,000,001 - 111,372,000	2	221,020,000	48.4
Total:	55	456,608,569	100.0
Min: \$125,020 Max: \$111,	372,000 Ave	rage: \$8,301,97	4

Pass-Through Rate (%)

	, ,	No. of Underlying Securities	Aggregate Cut-off Date Balance(\$)	% of Group 1
2.330 - 3.000		19	93,454,062	20.5
3.001 - 3.500		20	195,891,777	42.9
3.501 - 4.000		13	163,443,416	35.8
4.001 - 4.500		2	2,458,728	0.5
4.501 - 4.790		1	1,360,586	0.3
Total:		55	456,608,569	100.0
Min: 2.330%	Max: 4.790%	Wtd Avg: 3.3	04%	

Prefix Type (1)

Тепх турс	No. of	Aggregate	
	Underlying Securities	Cut-off Date Balance(\$)	% of Group 1
HX	32	385,785,058	84.5
H2	11	45,429,458	9.9
HY	3	13,966,826	3.1
HI	9	11,427,226	2.5
Total:	55	456,608,569	100.0

Day Count

buy odam	, ,	Aggregate Cut-off Date Balance(\$)	% of Group 1
Actual/360	55	456,608,569	100.0
Total:	55	456,608,569	100.0

Original Term to Maturity (mos)

		No. ( Underly Securi	ying	Aggregate Cut-off Date Balance(\$)	% of Group 1
80 - 84			37	412,513,820	90.3
85 - 120			9	32,667,523	7.2
121 - 180	)		9	11,427,226	2.5
Total:			55	456,608,569	100.0
Min: 80	Max: 180	Wtd Avg: 88		<u> </u>	

Remaining Term to Maturity (mos)

		No. Under Secui	lying	Aggregate Cut-off Date Balance(\$)	% of Group 1
72 - 75			12	285,832,070	62.6
76 - 80			22	91,242,495	20.0
81 - 85			21	79,534,004	17.4
Total:			55	456,608,569	100.0
Min: 72	Max: 85	Wtd Avg: 75		•	

Mortgage Rate (%)

		No. of Inderlying Securities	Aggregate Cut-off Date Balance(\$)	% of Group 1
3.310 - 4.000		10	37,101,148	8.1
4.001 - 4.500		17	336,196,319	73.6
4.501 - 5.000		13	50,802,558	11.1
5.001 - 5.500		9	22,292,907	4.9
5.501 - 6.000		3	8,046,766	1.8
6.001 - 6.210		3	2,168,871	0.5
Total:	•	55	456,608,569	100.0
Min: 3.310%	Max: 6.210%	Wtd Avg: 4	.379%	

Remaining Prepayment Premium Term (mos)

		No. Under Secui	lying	Aggregate Cut-off Date Balance(\$)	% of Group 1
66 - 70			17	296,196,921	64.9
71 - 75			26	124,172,872	27.2
76 - 79			12	36,238,776	7.9
Total:			55	456,608,569	100.0
Min: 66	Max: 79	Wtd Avg: 69			

(1)Prefix definitions can be found by visiting Fannie Mae's website at: http://www.fanniemae.com/resources/file/mbs/pdf/pool-prefix-glossary.pdf

Property Type

	No. of Underlying Securities	Aggregate Cut-off Date Balance(\$)	% of Group 1
Multifamily	50	437,283,144	95.8
Dedicated Student	1	15,600,000	3.4
Cooperative	3	2,479,562	0.5
Manufactured Housing	1	1,245,863	0.3
Total:	55	456,608,569	100.0

# Origination Date LTV Ratio (%)(2)

	No. of Underlying Securities	Aggregate Cut-off Date Balance(\$)	% of Group 1
4.0 - 59.9	21	158,459,045	34.7
60.0 - 64.9	9	159,101,322	34.8
65.0 - 69.9	15	100,912,492	22.1
70.0 - 74.9	8	31,155,475	6.8
75.0 - 80.0	2	6,980,234	1.5
Total:	55	456,608,569	100.0
Min: 4.0 Max: 80.0	Wtd Avg: 61.1		

#### State

No	o. of	Aggregate	
Unde	erlying	Cut-off Date	% of
Sec	urities	Balance(\$)	Group 1
CA	9	136,054,044	29.8
DC	1	111,372,000	24.4
VA	2	32,600,000	7.1
IL	6	30,637,500	6.7
FL	8	24,341,495	5.3
TX	3	23,347,665	5.1
AZ	4	22,260,458	4.9
UT	1	15,600,000	3.4
MI	1	11,748,743	2.6
со	4	8,396,984	1.8
WA	2	8,283,942	1.8
МО	2	8,172,536	1.8
AL	1	4,983,542	1.1
AR	1	3,530,617	0.8
MA	1	3,449,616	0.8
NY	4	2,884,562	0.6
MN	1	2,310,000	0.5
NC	1	2,289,000	0.5
OR	1	1,600,000	0.4
sc	1	1,500,000	0.3
IA	1	1,245,863	0.3
Total:	55	456,608,569	100.0

# Most Recent DSCR(1)

	No. of	Aggregate	
	Underlying Securities	Cut-off Date Balance(\$)	% of Group 1
	Securities	DalailCE(φ)	<del>Group 1</del>
1.25 - 1.39	19	192,966,255	42.3
1.40 - 1.59	6	19,919,665	4.4
1.60 - 1.79	3	112,715,083	24.7
1.80 - 1.99	6	64,092,863	14.0
2.00 - 2.19	4	7,092,469	1.6
2.20 - 2.39	5	23,902,500	5.2
2.40 - 2.59	4	22,063,743	4.8
2.60 - 21.10	8	13,855,990	3.0
Total:	55	456,608,569	100.0
Min: 1.25 Max: 21.10	Wtd Avg: 1.72	•	

Original Amortization Term (mos)

		No. of Underlying Securities	Aggregate Cut-off Date Balance(\$)	% of Group 1
0		17	215,704,500	47.2
180		9	11,427,226	2.5
360		29	229,476,843	50.3
Total:		55	456,608,569	100.0
Min: 0	Max: 360	Non-Zero Wtd Avg: 351		

Remaining Amortization Term (mos)

	No. of	Aggregate	
	Underlying	Cut-off Date	% of
	Securities	Balance(\$)	Group 1
Interest Only	17	215,704,500	47.2
73 - 84	6	6,530,242	1.4
85 - 119	3	4,896,984	1.1
325 - 360	29	229,476,843	50.3
Total:	55	456,608,569	100.0
Min: 73 Max: 360	Non-Zero Wtd Avg: 34	4	

# Loan Age (mos)

		No. Under Secur	lying	Aggregate Cut-off Date Balance(\$)	% of Group 1
1 - 12			43	431,214,516	94.4
35 - 46			3	13,966,826	3.1
95 - 107			9	11,427,226	2.5
Total:			55	456,608,569	100.0
Min: 1	Max: 107	Wtd Avg: 12			

- (1) DSCR calculations are based on the most recent annual amortizing data for the related mortgage loan, except for full term interest only loans which were based on interest-only payments.
- (2) LTV values are as of the loan origination data of the related mortgage loan.

THE INFORMATION IN THIS STRUCTURAL AND COLLATERAL TERM SHEET IS NOT COMPLETE AND MAY BE AMENDED PRIOR TO THE TIME OF SALE. THIS TERM SHEET IS NOT AN OFFER TO SELL THESE SECURITIES AND IT IS NOT A SOLICITATION OF AN OFFER TO BUY THESE SECURITIES IN ANY JURISDICTION WHERE THE OFFER OR SALE IS NOT PERMITTED.

Cut-off Date Balance (\$)

	No. of Underlying Securities	Aggregate Cut-off Date Balance(\$)	% of Group 2
386,607 - 5,000,000	48	115,614,352	15.8
5,000,001 - 10,000,000	19	123,065,703	16.8
10,000,001 - 15,000,000	8	102,000,000	13.9
15,000,001 - 20,000,000	4	68,187,000	9.3
20,000,001 - 50,000,000	8	269,617,000	36.8
50,000,001 - 54,983,000	1	54,983,000	7.5
Total:	88	733,467,055	100.0
Min: \$386,608 Max: \$54,98	33,000 Aver	age: \$8,334,853	

Pass-Through Rate (%)

	, ,		Aggregate Cut-off Date Balance(\$)	% of Group 2
2.210 - 2.250		7	129,855,789	17.7
2.251 - 2.500		40	331,363,742	45.2
2.501 - 2.750		29	229,319,654	31.3
2.751 - 3.680		12	42,927,870	5.9
Total:		88	733,467,055	100.0
Min: 2.210%	Max: 3.680%	Wtd Avg: 2.4	55%	

Prefix Type (1)

THE TYPE	No. of Underlying Securities	Aggregate Cut-off Date Balance(\$)	% of Group 2
HY	83	724,383,248	98.8
H2	5	9,083,807	1.2
Total:	88	733,467,055	100.0

Day Count

		Aggregate Cut-off Date Balance(\$)	% of Group 2
Actual/360	88	733,467,055	100.0
Total:	88	733,467,055	100.0

Original Term to Maturity (mos)

		No. of Underlying Securities	Aggregate Cut-off Date Balance(\$)	% of Group 2
118 - 120		83	719,640,844	98.1
121 - 126		5	13,826,211	1.9
Total:		88	733,467,055	100.0
Min: 118	Max: 126	Wtd Avg: 120		

Remaining Term to Maturity (mos)

		No. of Underlying Securities	Aggregate Cut-off Date Balance(\$)	% of Group 2
117		1	386,608	0.1
118		40	379,418,138	51.7
119		39	308,934,110	42.1
120		8	44,728,199	6.1
Total:		88	733,467,055	100.0
Min: 117	Max: 120	Wtd Avg: 119	•	

Mortgage Rate (%)

		No. of Inderlying Securities	Aggregate Cut-off Date Balance(\$)	% of Group 2
2.980 - 4.000		62	659,664,535	89.9
4.001 - 4.500		17	46,589,320	6.4
4.501 - 5.000		5	20,186,592	2.8
5.001 - 5.500		2	3,986,608	0.5
5.501 - 5.730		2	3,040,000	0.4
Total:		88	733,467,055	100.0
Min: 2.980%	Max: 5.730%	Wtd Avg: 3	.668%	

Remaining Prepayment Premium Term (mos)

		No. of Underlying Securities	Aggregate Cut-off Date Balance(\$)	% of Group 2
111		1	386,608	0.1
112		40	379,418,138	51.7
113		39	308,934,110	42.1
114		8	44,728,199	6.1
Total:		88	733,467,055	100.0
Min: 111	Max: 114	Wtd Avg: 113		

(1)Prefix definitions can be found by visiting Fannie Mae's website at: http://www.fanniemae.com/resources/file/mbs/pdf/pool-prefix-glossary.pdf

#### Property Type

	No. of Underlying Securities	Aggregate Cut-off Date Balance(\$)	% of Group 2
Multifamily	68	575,822,428	78.5
Manufactured Housing	12	72,327,935	9.9
Seniors	3	56,207,000	7.7
Cooperative	1	18,000,000	2.5
Dedicated Student	4	11,109,693	1.5
Total:	88	733,467,055	100.0

# Origination Date LTV Ratio (%)(2)

		No. of	Aggregate	
		Underlying	Cut-off Date	% of
		Securities	Balance(\$)	Group 2
30.0 - 59.9		31	303,673,669	41.4
60.0 - 64.9		13	125,434,596	17.1
65.0 - 69.9		13	55,407,587	7.6
70.0 - 74.9		17	162,726,222	22.2
75.0 - 80.0		14	86,224,981	11.8
Total:		88	733,467,055	100.0
Min: 30.0	Max: 80.0	Wtd Avg: 62.0		

#### State

	No. of	Aggregate	
	Underlying	Cut-off Date	% of
	Securities	Balance(\$)	Group 2
CA	14	137,771,397	18.8
VA	4	97,747,000	13.3
FL	7	79,734,000	10.9
NY	7	76,262,808	10.4
TX	10	71,440,684	9.7
GA	5	54,551,585	7.4
ОН	6	24,710,896	3.4
NE	1	23,052,000	3.1
NC	1	21,000,000	2.9
NH	1	18,730,000	2.6
PA	6	18,138,261	2.5
NJ	1	18,000,000	2.5
WA	5	12,376,199	1.7
со	3	11,675,956	1.6
MN	1	10,749,000	1.5
MA	3	9,386,000	1.3
МО	1	9,000,000	1.2
IL	4	8,486,473	1.2
TN	1	6,320,000	0.9
UT	1	5,552,000	0.8
ND	1	5,129,012	0.7
MS	1	4,222,000	0.6
KS	1	3,500,000	0.5
MD	1	2,358,676	0.3
ID	1	1,925,000	0.3
IN	1	1,648,107	0.2
Total:	88	733,467,055	100.0

#### Most Recent DSCR(1)

	No. of Underlying	Aggregate Cut-off Date	% of
	Securities	Balance(\$)	Group 2
1.25 - 1.39	42	299,997,691	40.9
1.40 - 1.59	19	144,686,243	19.7
1.60 - 1.79	4	9,836,784	1.3
1.80 - 1.99	4	13,253,083	1.8
2.00 - 2.19	3	9,088,000	1.2
2.20 - 2.39	2	10,997,254	1.5
2.40 - 2.59	6	108,485,000	14.8
2.60 - 4.54	8	137,123,000	18.7
Total:	88	733,467,055	100.0
Min: 1.25 Max: 4.54	Wtd Avg: 1.89		

#### Original Amortization Term (mos)

		No. of Underlying Securities	Aggregate Cut-off Date Balance(\$)	% of Group 2
Interest O	nly	18	263,696,000	36.0
360		70	469,771,055	64.0
Total:		88	733,467,055	100.0
Min: 360	Max: 360	Non-Zero Wtd Avg	: 360	

#### Remaining Amortization Term (mos)

	No. of Underlying Securities	Aggregate Cut-off Date Balance(\$)	% of Group 2
Interest Only	18	263,696,000	36.0
355	1	5,129,012	0.7
358	7	17,005,325	2.3
359	12	30,363,718	4.1
360	50	417,273,000	56.9
Total:	88	733,467,055	100.0
Min: 355 Max: 360	Non-Zero Wtd Avg:	360	

#### Loan Age (mos)

Underlying Securities	Cut-off Date Balance(\$)	% of Group 2
84	721,137,043	98.3
2	9,290,012	1.3
2	3,040,000	0.4
88	733,467,055	100.0
Wtd Avg: 2		
	2 88	2 3,040,000 88 733,467,055

THE INFORMATION IN THIS STRUCTURAL AND COLLATERAL TERM SHEET IS NOT COMPLETE AND MAY BE AMENDED PRIOR TO THE TIME OF SALE. THIS TERM SHEET IS NOT AN OFFER TO SELL THESE SECURITIES AND IT IS NOT A SOLICITATION OF AN OFFER TO BUY THESE SECURITIES IN ANY JURISDICTION WHERE THE OFFER OR SALE IS NOT PERMITTED.

<sup>(1)</sup> DSCR calculations are based on the most recent annual amortizing data for the related mortgage loan, except for full term interest only loans which were based on interest-only payments.

<sup>(2)</sup> LTV values are as of the loan origination data of the related mortgage loan.