

EXHIBIT R-8

MAYER • BROWN

Mayer Brown LLP
1675 Broadway
New York, New York 10019-5820

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Matthew D. Ingber
Direct Tel +1 212 506 2373
Direct Fax +1 212 849 5973
mingber@mayerbrown.com

October 16, 2012

VIA ELECTRONIC MAIL

TO: COUNSEL OF RECORD FOR INTERVENOR-
RESPONDENTS AND OBJECTORS

Re: *In re the Application of The Bank of New York
Mellon* (Index No. 6517876-2011)

Dear Counsel:

Pursuant to Paragraph 2(c) of the protective order signed by the parties and so ordered by Justice Kapnick on June 14, 2012 (the "Protective Order"), The Bank of New York Mellon designates the following portions of the deposition of Loretta Lundberg as "Confidential," as defined in the Protective Order:

October 2, 2012 Transcript Page/Line Designation	October 3, 2012 Transcript Page/Line Designation
10:22-14:3	274:11-276:12
18:13-24:7	282:16-316:3
33:3-36:14	321:7-328:22
38:14-46:5	334:4-335:24
48:19-50:15	389:12-411:24
56:20-64:24	441:24-446:12
65:18-78:4	449:6-452:17
96:10-99:21	459:2-476:8
107:13-108:8	486:19-513:11
109:14-110:6	

October 16, 2012

Page 2

October 2, 2012 Transcript Page/Line Designation
120:2-125:5
134:10-135:22
147:21-160:3
195:4-223:4

Please feel free to call or email me if you have any questions.

Very truly yours,

Matthew Ingber (DC)

Matthew D. Ingber

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SUPREME COURT OF THE STATE OF NEW YORK
COUNTY OF NEW YORK

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In the Matter of the Application of
Index No. 651786/
THE BANK OF NEW YORK MELLON
(As trustee under various Pooling Assigned to Kapnick, J.
and Servicing Agreements and
Indenture Trustee under various
Indentures), et al.,
Petitioners,

for an order, pursuant to C.P.L.R.
Rule 7701, seeking judicial instructions
and approval of a proposed settlement.

-----X

* C O N F I D E N T I A L *
VOLUME I
VIDEOTAPED DEPOSITION
OF
LORETTA A. LUNDBERG
New York, New York
Tuesday, October 2, 2012

Reported by:
ANNETTE ARLEQUIN, CCR, RPR, CCR, CLR
JOB NO. 53620

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October 2, 2012
9:08 a.m.

CONFIDENTIAL videotaped deposition of
LORETTA A. LUNDBERG, VOLUME I, held at the
offices of Quinn Emanuel Urquhart &
Sullivan LLP, 51 Madison Avenue, New York,
New York, pursuant to Notice, before
Annette Arlequin, a Certified Court
Reporter, a Registered Professional
Reporter, a Certified Realtime Reporter, a
Certified LiveNote Reporter, and a Notary
Public of the State of New York.

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A P P E A R A N C E S:

DECHERT
Attorneys for Bank of New York Mellon and
the Witness
1095 Avenue of the Americas
New York, New York 10036
BY: HECTOR GONZALEZ, ESQ.

- and -

MAYER BROWN
Attorneys for Bank of New York Mellon and
the Witness
1675 Broadway
New York, New York 10019
BY: MATTHEW INGBER, ESQ.
CHRISTOPHER HOUPPT, ESQ.

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A P P E A R A N C E S (Cont'd.):

REILLY POZNER
Attorneys for The Western and Southern
Life Insurance Company and American
International Group, et al.
1900 Sixteenth Street
Denver, Colorado 80202

BY: DANIEL REILLY, ESQ.
MICHAEL ROLLIN, ESQ.

KELLER ROHRBACK
Attorneys for Federal Home Loan Banks of
Boston, Chicago, and Indianapolis
1201 Third Avenue
Seattle, Washington 98101
BY: DAVID KO, ESQ.

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A P P E A R A N C E S (Cont'd.):

GIBBS & BRUNS
Attorneys for The Institutional Investors
1100 Louisiana
Houston, Texas 77002
BY: ROBERT MADDEN, ESQ.

WACHTELL LIPTON ROSEN & KATZ
Attorneys for Bank of America
51 West 52nd Street
New York, New York 10019
BY: ALBERT MARTINEZ, ESQ.

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A P P E A R A N C E S (Cont'd.)

STATE OF NEW YORK
OFFICE OF THE ATTORNEY GENERAL
Attorneys for State of New York
120 Broadway
New York, New York 10271

BY: NICK HIRST, (Not Yet Admitted)

STATE OF DELAWARE
OFFICE OF THE ATTORNEY GENERAL
Attorneys for Proposed Intervenor the
State of Delaware

820 N. French Street
Wilmington, Delaware 19801

BY: JOSEPH SENSENBRENNER, ESQ.
(Telephonically)

SCOTT + SCOTT
Attorneys for The Public Pension Funds
500 Fifth Avenue
New York, New York 10110

BY: BETH KASWAN, ESQ.

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A P P E A R A N C E S (Cont'd.)

TALCOTT FRANKLIN
Attorneys for Knights of Columbus, American Equity
Investment Life Insurance Company, et al., Blue
Mountain Credit Alternatives Master Fund, LP and Stone
Creek LLC

208 N. Market Street
Dallas, Texas 75202

BY: MARTHA EVANS, ESQ.
(Telephonically)

ROBINS KAPLAN MILLER & CIRESI
Attorneys for Federal Home Loan for
Pittsburgh

800 LaSalle Avenue
2800 LaSalle Plaza
Minneapolis, Minnesota 55402

BY: THOMAS BERNDT, ESQ.
(Telephonically)

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A P P E A R A N C E S (Cont'd.)

ALSO PRESENT:

- JOHN M. MCHUGH, Reilly Pozner LLP
- MARITZA BRASWELL, Reilly Pozner LLP
- NANDINI MANI, BNY Mellon, Managing Counsel
- MANUEL GARCIA, Legal Video Specialist

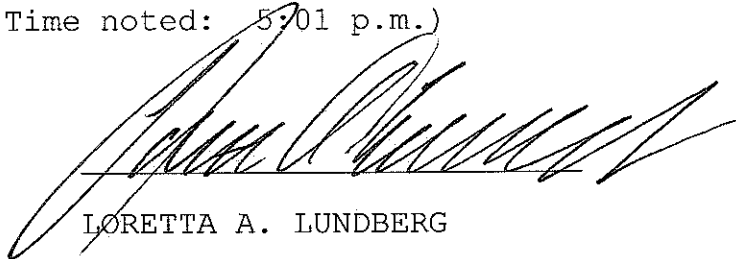
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L. Lundberg - Confidential

THE VIDEOGRAPHER: The time is 5:01.

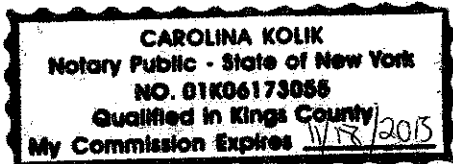
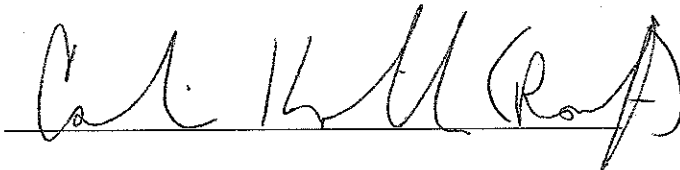
This is the end of the deposition,
October 2nd, 2012.

(Time noted: 5:01 p.m.)



LORETTA A. LUNDBERG

Subscribed and sworn to before me
this 3rd day of December 2012.



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ERRATA SHEET FOR THE TRANSCRIPT OF:

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CASE NAME: IN THE MATTER OF THE APPLICATION OF BNYM

4

DATE: OCTOBER 2, 2012

5

DEPONENT: LORETTA A. LUNDBERG - CONFIDENTIAL

6

Pg.	Ln.	Now Reads	Should Read	Reason	
7	3	5	for Bank	for The Bank	party name
8	3	13	for Bank	for The Bank	party name
9	26	21	Yes.	correct	Clarifying a response.
10	43	18	you had	you read	incorrect transcription
11	60	19	was a link to	was only to	incorrect transcription
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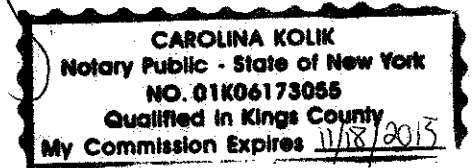
SUBSCRIBED AND SWORN BEFORE ME

THIS 3rd DAY OF December 2012.

[Signature]

(Notary Public)

MY COMMISSION EXPIRES: 11/18/2015



ERRATA SHEET FOR THE TRANSCRIPT OF:

CASE NAME: IN THE MATTER OF THE APPLICATION OF BNYM

DATE: OCTOBER 2, 2012

DEPONENT: LORETTA A. LUNDBERG - CONFIDENTIAL

Pg.	Ln.	Now Reads	Should Read	Reason
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LORETTA A. LUNDBERG

SUBSCRIBED AND SWORN BEFORE ME

THIS ____ DAY OF _____ 2012.

(Notary Public)

MY COMMISSION EXPIRES: _____

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SUPREME COURT OF THE STATE OF NEW YORK
COUNTY OF NEW YORK

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In the Matter of the Application of
Index No. 651786/
THE BANK OF NEW YORK MELLON
(As trustee under various Pooling Assigned to Kapnick, J.
and Servicing Agreements and
Indenture Trustee under various
Indentures), et al.,
Petitioners,

for an order, pursuant to C.P.L.R.
Rule 7701, seeking judicial instructions
and approval of a proposed settlement.

-----X

* C O N F I D E N T I A L *
VOLUME II
VIDEOTAPED DEPOSITION
OF
LORETTA A. LUNDBERG
New York, New York
Wednesday, October 3, 2012

Reported by:
ANNETTE ARLEQUIN, CCR, RPR, CCR, CLR
JOB NO. 53621

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October 3, 2012
9:08 a.m.

CONFIDENTIAL videotaped deposition of
LORETTA A. LUNDBERG, VOLUME I, held at the
offices of Quinn Emanuel Urquhart &
Sullivan LLP, 51 Madison Avenue, New York,
New York, pursuant to Notice, before
Annette Arlequin, a Certified Court
Reporter, a Registered Professional
Reporter, a Certified Realtime Reporter, a
Certified LiveNote Reporter, and a Notary
Public of the State of New York.

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A P P E A R A N C E S:

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the Witness
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New York, New York 10036-6797
BY: HECTOR GONZALEZ, ESQ.
hector.gonzalez@dechert.com

- and -

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CHRISTOPHER J. HOUPPT, ESQ.
choupt@mayerbrown.com

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A P P E A R A N C E S (Cont'd.):

REILLY POZNER
Attorneys for The Western and Southern
Life Insurance Company and American
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A P P E A R A N C E S (Cont'd.):

GIBBS & BRUNS
Attorneys for The Institutional Investors
1100 Louisiana
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ajmartinez@wlrk.com

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A P P E A R A N C E S (Cont'd.)

STATE OF NEW YORK
OFFICE OF THE ATTORNEY GENERAL
Attorneys for State of New York
120 Broadway
New York, New York 10271

BY: NICK HIRST, (Not Yet Admitted)

STATE OF DELAWARE
OFFICE OF THE ATTORNEY GENERAL
Attorneys for Proposed Intervenor the
State of Delaware

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(Telephonically)

SCOTT + SCOTT
Attorneys for The Public Pension Funds
500 Fifth Avenue
New York, New York 10110

BY: BETH KASWAN, ESQ.
bkaswan@scott-scott.com

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A P P E A R A N C E S (Cont'd.)

TALCOTT FRANKLIN
Attorneys for Knights of Columbus, American Equity
Investment Life Insurance Company, et al., Blue
Mountain Credit Alternatives Master Fund, LP and Stone
Creek LLC

208 N. Market Street
Dallas, Texas 75202

BY: MARTHA EVANS, ESQ.
martha@talcottfranklin.com
(Telephonically)

SCHLAM STONE & DOLAN
Attorneys for Liberty View LLC, Sun Life
Assurance Company of Canada (U.S.),
Reliance Standard Life Insurance Company,
First Reliance Standard Life Insurance Company,
Safety National Casualty Corporation,
Platinum Underwriters Reinsurance, Inc.,
Platinum Underwriters Bermuda, Ltd.

26 Broadway
New York, New York 10004

BY: BRADLEY J. NASH, ESQ.
(Telephonically)

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A P P E A R A N C E S (Cont'd.)

ALSO PRESENT:

NANDINI MANI, BNY Mellon, Managing Counsel
MANUEL GARCIA, Legal Video Specialist.

1 L. Lundberg - Confidential
2 really meaning that there wasn't anything done
3 separate from what the experts were doing,
4 correct?

5 MR. INGBER: Objection to the extent
6 it mischaracterizes Ms. Lundberg's
7 testimony and the nature of the
8 interactions or relationship between the
9 trustee and its experts.

10 BY MR. REILLY:

11 Q. Do you understand my question?

12 A. We did not perform at BNY Mellon, any
13 separate calculations. That's not our area of
14 expertise. That's why we relied -- we hire
15 experts.

16 Q. And that's a fair comment.

17 Bank of New York Mellon didn't have
18 anyone in-house with the qualifications to do
19 those calculations or analyses, correct?

20 A. That's correct.

21 Q. Paragraph 66 says, "Taking into
22 account its own calculations of actual and
23 projected losses and applying its own model, the
24 trustee's financial expert calculated..." and
25 then it goes on and I'll cover that in a second,

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C E R T I F I C A T E

STATE OF NEW YORK)
) ss.:
COUNTY OF WESTCHESTER)

I, ANNETTE ARLEQUIN, a Notary Public
within and for the State of New York, do
hereby certify:

That LORETTA A. LUNDBERG, the witness
whose deposition is hereinbefore set forth,
was duly sworn by me and that such
deposition is a true record of the
testimony given by such witness.

I further certify that I am not
related to any of the parties to this
action by blood or marriage; and that I am
in no way interested in the outcome of this
matter.

IN WITNESS WHEREOF, I have hereunto
set my hand this 3rd day of October, 2012.

ANNETTE ARLEQUIN, CSR, RPR, CRR, CLR

1 L. Lundberg - Confidential

2 We're back on the record.

3 MS. BRASWELL: We have no further
4 questions.

5 MR. INGBER: Okay. Thank you.

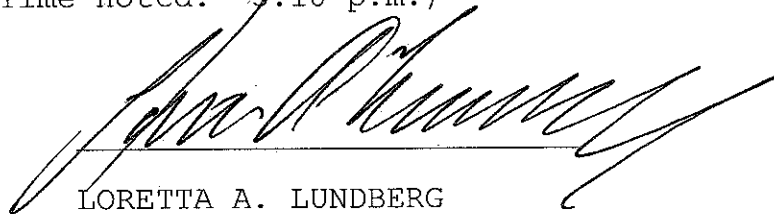
6 THE VIDEOGRAPHER: The time is 5:18.

7 This is the end of the deposition

8 October 3rd, 2012.

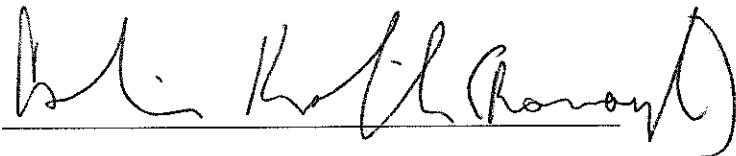
9 (Time noted: 5:18 p.m.)

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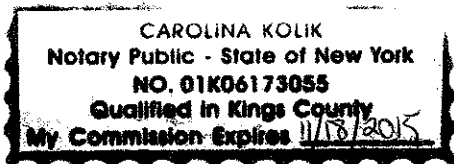

LORETTA A. LUNDBERG

14 Subscribed and sworn to before me
15 this 3rd day of December 2012.

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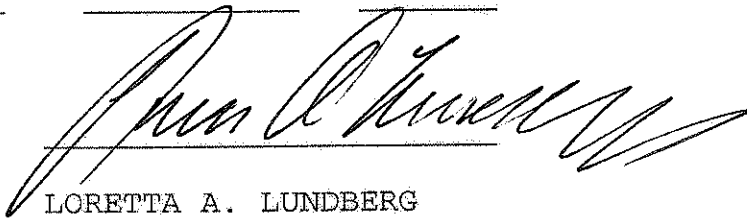
ERRATA SHEET FOR THE TRANSCRIPT OF:

CASE NAME: IN THE MATTER OF THE BNYM

DATE: OCTOBER 3, 2012

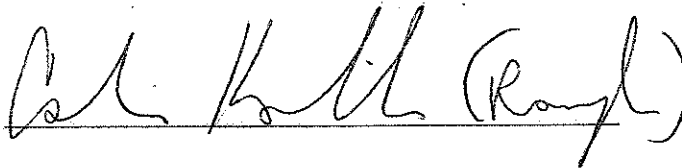
DEPONENT: LORETTA A. LUNDBERG - CONFIDENTIAL

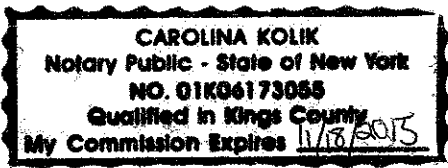
Pg.	Ln.	Now Reads	Should Read	Reason
433	25	Chyrsanthis	Chrysanthis	misspelling
446	12	Deborah	Debra	misspelling
482	12	didn't not	did not	misspoke
484	18	can	can't	incorrect transcription
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 LORETTA A. LUNDBERG

SUBSCRIBED AND SWORN BEFORE ME

THIS 3rd DAY OF December 2012.


 (Notary Public)



MY COMMISSION EXPIRES: 11/18/2015

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ERRATA SHEET FOR THE TRANSCRIPT OF:

3

CASE NAME: IN THE MATTER OF THE BNYM

4

DATE: OCTOBER 3, 2012

5

DEPONENT: LORETTA A. LUNDBERG - CONFIDENTIAL

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Pg.	Ln.	Now Reads	Should Read	Reason	
7	290	13	Deborah	Debra	misspelling
8	338	8	NO	Correct	clarifying a double negative
9	338	10	Emphysis	Emphasys Technologies, Inc.	misspelling
10	343	24	he also	else	incorrect transcription
11	344	5	NO	Correct	clarifying a double negative.
12	382	8	NO	Correct	clarifying a double negative
13	400	18	vis--vis	vis-a-vis	misspelling
14	401	2	vis--vis	vis-a-vis	misspelling
15	406	4	vis--vis	vis-a-vis	misspelling

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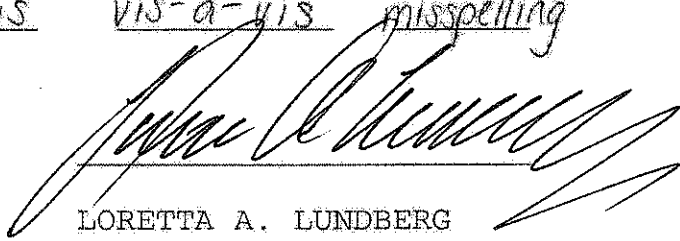
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LORETTA A. LUNDBERG

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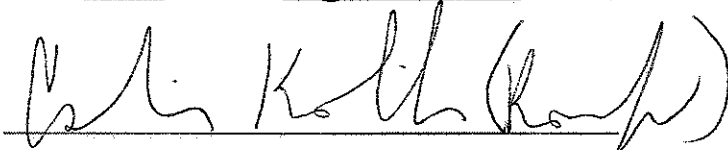
SUBSCRIBED AND SWORN BEFORE ME

21

THIS 3rd DAY OF December 2012.

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(Notary Public)

25

MY COMMISSION EXPIRES: 11/18/2015

