

Fact Sheet: FDIC Sale of IndyMac FSB

- The FDIC, as Conservator for IndyMac FSB (“New IndyMac”), entered into a letter of intent to sell New IndyMac to IMB HoldCo LLC, a thrift holding company controlled by IMB Management Holdings LP, a limited partnership, for approximately \$13.9 billion. IMB HoldCo is owned by a consortium of private equity investors led by Steven T. Mnuchin of Dune Capital Management LP.
- Uninsured depositors will not be receiving an additional claims dividend at this time.

Key Terms and Strategic Rationale:

- The transaction is structured as a sale of New IndyMac to IMB HoldCo, controlled by IMB Management Holdings.
- New IndyMac consists of:
 - The retail bank headquartered in Pasadena, CA, with 33 branches located primarily in the Los Angeles MSA with approximately \$6.5 billion in deposits;
 - A loan portfolio of \$16 billion and a securities portfolio of \$6.9 billion;
 - A servicing platform with mortgage servicing rights (“MSRs”) representing an unpaid principal balance of \$157.7 billion; and
 - A reverse mortgage platform, Financial Freedom, with \$1.5 billion of reverse mortgages and MSRs representing an unpaid principal balance of \$20.2 billion.
- The FDIC has agreed to share losses on a portfolio of qualifying loans with New IndyMac assuming the first 20% of losses after which the FDIC will share losses 80/20 for the next 10% of losses and 95/5 thereafter.
- IMB HoldCo will continue the FDIC’s existing loan modification program.
- Under a participation structure on an approximately \$2 billion portfolio of construction and other loans, the FDIC will receive a majority of all cash flows generated.
- The FDIC has agreed to continue to provide secured financing on transferred assets to New IndyMac.
- When the transaction is closed, IMB HoldCo will capitalize New IndyMac with approximately \$1.3 billion in cash.
- The transaction is expected to close in the first quarter of 2009.
- The depositors and employees of New IndyMac will benefit from a renewed and recapitalized savings bank and holding company.

- Barclays Capital and Deutsche Bank Securities served as financial advisors to the FDIC. (The North American investment banking assets of Lehman Brothers, the initial advisor to the FDIC, were acquired by Barclays in September 2008).

Loan Modification Program

- Mortgages Eligible for Modification¹ — 46,500
- Total Modification Offers Mailed to date — 32,274
- Total Completed Modifications (Verified Income) to date — 8,512
- Total Additional Verbal Acceptances of Offers to date — 9,480

Overview of the Consortium:

- *IMB Management Holdings LP* has formed IMB HoldCo LLC, a thrift holding company that will wholly own IndyMac FSB.
 - It is led by Steven Mnuchin who will be Chairman and Chief Executive Officer of IMB HoldCo.
 - Mr. Mnuchin is currently Chairman and Co-CEO of Dune Capital Management LP, which was founded in 2004. Prior to that he spent 17 years at Goldman Sachs Group Inc., where he was a partner and a member of the Management Committee.
 - Terry Laughlin will be the President and CEO of the new thrift acquiring New IndyMac. Most recently, Mr. Laughlin was Chairman and CEO of Merrill Lynch Bank & Trust, Co., F.S.B. Prior to joining Merrill Lynch in 2005, Mr. Laughlin worked at Fleet Bank N.A. for 14 years where he was an Executive Vice President and was a member of the Executive Committee.
- *J.C. Flowers & Co.* is a global investment advisory firm that specializes in the financial services sector. Founded J. Christopher Flowers in 1998, the firm has invested over \$12 billion in the industry.
- *Paulson & Co.* is an investment advisory firm that specializes in merger arbitrage, event-driven and distressed investing. Founded in 1994, the firm has approximately \$36 billion in assets under management.
- *MSD Capital, L.P.*, a private investment firm formed in 1998 to exclusively manage the capital of Michael S. Dell and his family, currently manages more than \$10 billion

¹ Based on first lien mortgages that were 60+ days delinquent at Program initiation after deducting ineligible loans. Ineligible loans include those with imminent foreclosure dates, borrowers in bankruptcy, REO, loans with pending modification offers or recent modifications, legal impediments, and ineligible loan types.

in assets in a broad range of areas including private equity, real estate and the public markets.

- Stone Point Capital, manager of the Trident Funds, is a global private equity firm based in Greenwich, CT, that has raised more than \$10 billion in committed capital to make investments in the global financial services industries.
- SSP Offshore LLC is a private investment fund focused on buyouts, buildups and growth equity investments and is managed by Soros Fund Management which is principal investment advisor to a number of funds which have a multibillion dollar aggregate asset value.
- SILAR MCF-I LLC is an affiliate of Silar Advisors, LP, founded by Robert Leeds in 2006. Silar provides liquidity for consumer, commercial and real estate assets.
- Merrill Lynch was exclusive financial advisor to the consortium.