

**\$275,413,119**  
**Government National Mortgage Association**  
**GINNIE MAE®**  
**Guaranteed Multifamily REMIC Pass-Through Securities**  
**and MX Securities**  
**Ginnie Mae REMIC Trust 2021-123**

### The Securities

The Trust will issue the Classes of Securities listed on the front cover of this offering circular supplement.

### The Ginnie Mae Guaranty

Ginnie Mae will guarantee the timely payment of principal and interest on the securities. The Ginnie Mae Guaranty is backed by the full faith and credit of the United States of America. Ginnie Mae does not guarantee the payment of any Prepayment Penalties.

Class of REMIC Securities	Original Principal Balance(2)	Interest Rate	Principal Type(3)	Interest Type(3)	CUSIP Number	Final Distribution Date(4)
A	\$ 50,000,000	1.75%	SEQ	FIX	38381DSD3	July 2052
AD	55,500,000	1.75	SEQ	FIX	38381DSE1	April 2059
AE(1)	26,492,741	1.75	PT	FIX	38381DSF8	June 2061
BC(1)	9,900,000	1.75	SEQ	FIX	38381DSG6	June 2061
BD(1)	700,000	1.75	SEQ	FIX	38381DSH4	June 2061
FA(1)	132,820,378	(5)	PT	FLT	38381DSJ0	June 2061
SA(1)	132,820,378	(5)	NTL(PT)	INV/IO	38381DSK7	June 2061
IA	142,592,741	(5)	NTL(PT)	WAC/IO/DLY	38381DSL5	June 2061
<b>Residual</b>						
RR	0	0.00	NPR	NPR	38381DSM3	June 2061

- (1) These Securities may be exchanged for MX Securities described in Schedule I to this Supplement.
- (2) Subject to increase as described under “Increase in Size” in this Supplement. The amount shown for each Notional Class (indicated by “NTL” under Principal Type) is its original Class Notional Balance and does not represent principal that will be paid.
- (3) As defined under “Class Types” in Appendix I to the Multifamily Base Offering Circular. The Class Notional Balance of each Notional Class will be reduced as shown under “Terms Sheet — Notional Classes” in this Supplement.
- (4) See “Yield, Maturity and Prepayment Considerations — Final Distribution Date” in this Supplement.
- (5) See “Terms Sheet — Interest Rates” in this Supplement.

### The Trust and its Assets

The Trust will own the Ginnie Mae Multifamily Certificates described on Exhibit A.

**The securities may not be suitable investments for you. You should consider carefully the risks of investing in them.**

**See “Risk Factors” beginning on page S-7 which highlights some of these risks.**

The Sponsor and the Co-Sponsor will offer the securities from time to time in negotiated transactions at varying prices. We expect the closing date to be July 30, 2021.

You should read the Base Offering Circular for Guaranteed Multifamily REMIC Pass-Through Securities, Chapter 31 of the Ginnie Mae Mortgage-Backed Securities Guide 5500.3, as amended, and this Supplement.

The securities are exempt from registration under the Securities Act of 1933 and are “exempted securities” under the Securities Exchange Act of 1934.

**BMO Capital Markets**

**Ramirez and Co., Inc.**

**The date of this Offering Circular Supplement is July 26, 2021**

## AVAILABLE INFORMATION

You should purchase the securities only if you have read and understood the following documents:

- this Offering Circular Supplement (this “Supplement”),
- the Base Offering Circular for Guaranteed Multifamily REMIC Pass-Through Securities dated as of March 1, 2021 (hereinafter referred to as the “Multifamily Base Offering Circular”) and
- Chapter 31 of the Ginnie Mae Mortgage-Backed Securities Guide 5500.3, as amended (the “MBS Guide”).

The Multifamily Base Offering Circular and the MBS Guide are available on Ginnie Mae’s website located at <http://www.ginniemae.gov> (“ginniemae.gov”).

If you do not have access to the internet, call BNY Mellon, which will act as information agent for the Trust, at (800) 234-GNMA, to order copies of the Multifamily Base Offering Circular and the MBS Guide.

In addition, you can obtain copies of the disclosure documents related to the Ginnie Mae Multifamily Certificates by contacting BNY Mellon at the telephone number listed above.

Please consult the standard abbreviations of Class Types included in the Multifamily Base Offering Circular as Appendix I and the glossary included in the Multifamily Base Offering Circular as Appendix II for definitions of capitalized terms.

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## TABLE OF CONTENTS

	<u>Page</u>		<u>Page</u>
Terms Sheet . . . . .	S-3	ERISA Matters . . . . .	S-31
Risk Factors . . . . .	S-7	Legal Investment Considerations . . . . .	S-31
The Ginnie Mae Multifamily Certificates . .	S-12	Plan of Distribution . . . . .	S-31
Ginnie Mae Guaranty . . . . .	S-15	Increase in Size . . . . .	S-32
Description of the Securities . . . . .	S-15	Legal Matters . . . . .	S-32
Yield, Maturity and Prepayment		Schedule I: Available Combinations . . . . .	S-I-1
Considerations . . . . .	S-20	Exhibit A: Characteristics of the Ginnie	
Certain United States Federal Income Tax		Mae Multifamily Certificates and the	
Consequences . . . . .	S-29	Related Mortgage Loans . . . . .	A-1

## TERMS SHEET

This terms sheet contains selected information for quick reference only. You should read this Supplement, particularly “Risk Factors,” and each of the other documents listed under “Available Information.”

**Sponsor:** BMO Capital Markets Corp.

**Co-Sponsor:** Samuel A. Ramirez & Company, Inc.

**Trustee:** U.S. Bank National Association

**Tax Administrator:** The Trustee

**Closing Date:** July 30, 2021

**Distribution Date:** The 16th day of each month or, if the 16th day is not a Business Day, the first Business Day thereafter, commencing in August 2021.

### Composition of the Trust Assets:

The Ginnie Mae Multifamily Certificates will consist of 99 fixed rate Ginnie Mae Project Loan Certificates, which have an aggregate balance of approximately \$275,466,121 as of the Cut-off Date.

### Certain Characteristics of the Ginnie Mae Multifamily Certificates and the Related Mortgage Loans Underlying the Trust Assets<sup>(1)</sup>:

The Ginnie Mae Multifamily Certificates and the related Mortgage Loans will have the following characteristics, aggregated on the basis of the applicable FHA insurance program or Section 538 Guarantee Program:

FHA Insurance Program/ Section 538 Guarantee Program	Principal Balance	Number of Trust Assets	Percent of Total Balance	Weighted Average Mortgage Interest Rate	Weighted Average Certificate Rate	Weighted Average Original Term to Maturity <sup>(2)</sup> (in months)	Weighted Average Remaining Term to Maturity (in months)	Weighted Average Period from Issuance <sup>(2)</sup> (in months)	Weighted Average Remaining Lockout Period (in months)	Weighted Average Total Remaining Lockout and Prepayment Penalty Period (in months)
207/223(f) .....	\$ 96,208,289	42	34.93%	2.748%	2.488%	393	391	2	1	119
221(d)(4) .....	87,117,333	22	31.63	3.510	3.252	463	461	2	10	118
232/223(f) .....	44,158,295	7	16.03	3.314	3.048	342	341	1	10	119
207/223(f)/223(a)(7) .....	21,975,465	6	7.98	3.217	2.967	431	428	3	7	118
220 .....	9,956,624	1	3.61	3.350	3.100	458	454	4	20	116
220/223(a)(7) .....	5,729,007	1	2.08	2.500	2.250	480	477	3	0	117
232/223(f)/223(a)(7) .....	5,492,353	2	1.99	2.850	2.600	421	419	2	0	119
221(d)(4)/223(a)(7) .....	2,588,547	14	0.94	3.013	2.667	391	388	3	4	117
538 .....	2,191,218	3	0.80	4.250	3.534	330	328	2	10	118
221(d)(3)/223(a)(7) .....	48,990	1	0.02	2.950	2.620	162	158	4	0	116
<b>Total/Weighted Average:</b>	<b>\$275,466,121</b>	<b>99</b>	<b>100.00%</b>	<b>3.150%</b>	<b>2.887%</b>	<b>414</b>	<b>412</b>	<b>2</b>	<b>6</b>	<b>118</b>

(1) As of July 1, 2021 (the “Cut-off Date”); includes Ginnie Mae Multifamily Certificates added to pay the Trustee Fee. Some of the columns may not foot due to rounding.

(2) Based on the issue date of the related Ginnie Mae Multifamily Certificate.

*The information contained in this chart has been collected and summarized by the Sponsor based on publicly available information, including the disclosure documents for the Ginnie Mae Multifamily Certificates. See “The Ginnie Mae Multifamily Certificates — The Mortgage Loans” and Exhibit A to this Supplement.*

**Lockout Periods and Prepayment Penalties:** Certain of the Mortgage Loans prohibit voluntary prepayments during specified lockout periods with remaining terms that range from 0 to 23 months. The Mortgage Loans have a weighted average remaining lockout period of approximately 6 months. Certain of the Mortgage Loans are insured under FHA insurance program Section 223(f), which, with respect to certain mortgage loans insured thereunder, prohibits prepayments for a period of five (5) years from the date of endorsement, regardless of any applicable lockout periods associated with such mortgage loans. The Mortgage Loans provide for payment of Prepayment Penalties during specified periods beginning on the applicable lockout period end date or, if no lockout period applies, the applicable Issue Date. In some circumstances FHA may permit an FHA-insured Mortgage Loan to be refinanced or prepaid without regard to any lockout, statutory prepayment prohibition or Prepayment Penalty provisions. See *“The Ginnie Mae Multifamily Certificates — Certain Additional Characteristics of the Mortgage Loans”* and *“Characteristics of the Ginnie Mae Multifamily Certificates and the Related Mortgage Loans”* in Exhibit A to this Supplement. Prepayment Penalties received by the Trust will be allocated as described in this Supplement.

**Issuance of Securities:** The Securities, other than the Residual Securities, will initially be issued in book-entry form through the book-entry system of the U.S. Federal Reserve Banks (the “Fedwire Book-Entry System”). The Residual Securities will be issued in fully registered, certificated form. See *“Description of the Securities — Form of Securities”* in this Supplement.

**Modification and Exchange:** If you own exchangeable Securities, you will be able, upon notice and payment of an exchange fee, to exchange them for a proportionate interest in the related Securities shown on Schedule I to this Supplement. See *“Description of the Securities — Modification and Exchange”* in this Supplement.

**Increased Minimum Denomination Classes:** Each Class that constitutes an Interest Only Class. See *“Description of the Securities — Form of Securities”* in this Supplement.

**Interest Rates:** The Interest Rates for the Fixed Rate Classes are shown on the front cover of this Supplement or on Schedule I to this Supplement.

The Floating Rate and Inverse Floating Rate Classes will bear interest at per annum rates based on a 30-day compounded average of the Secured Overnight Financing Rate (“SOFR”) (hereinafter referred to as “Compounded SOFR”) as follows:

<u>Class</u>	<u>Interest Rate Formula(1)</u>	<u>Initial Interest Rate(2)</u>	<u>Minimum Rate</u>	<u>Maximum Rate</u>	<u>Delay (in days)</u>	<u>Compounded SOFR for Minimum Interest Rate</u>
FA . . . . .	Compounded SOFR + 0.35%	0.37%	0.35%	4.00%	0	0.00%
SA . . . . .	3.65% – Compounded SOFR	3.63%	0.00%	3.65%	0	3.65%

- (1) Compounded SOFR will be established as described under “Description of the Securities — Interest Distributions — Floating Rate and Inverse Floating Rate Classes” in this Supplement.
- (2) The initial Interest Rate will be in effect during the first Accrual Period; the Interest Rate will adjust monthly thereafter.

The Weighted Average Coupon Class will bear interest during each Accrual Period at a per annum Interest Rate based on the Weighted Average Certificate Rate of the Ginnie Mae Multifamily Certificates (“WACR”) as follows:

Class IA will bear interest during each Accrual Period at a per annum rate equal to the product of (x) WACR less the weighted average of the applicable Interest Rates for Classes A, AD, AE, BC, BD and FA for that Accrual Period, with the interest rate for Class FA assumed to be 4.00%, weighted based on the Class Principal Balance of each such Class for the related Distribution Date (before giving effect to any payments on such Distribution Date) and (y) the quotient of (1) the sum of the Class Principal Balances for Classes A, AD, AE, BC, BD and FA (before giving effect to any payments on such Distribution Date) divided by (2) the sum of the Class Principal Balances for Classes A, AD, AE, BC and BD (before giving effect to any payments on such Distribution Date).

The Weighted Average Coupon Class will bear interest during the initial Accrual Period at the following approximate Interest Rate:

<u>Class</u>	<u>Approximate Initial Interest Rate</u>
IA .....	0.1000000070%

**Allocation of Principal:** On each Distribution Date, a pro rata percentage of the Principal Distribution Amount will be applied to the Trustee Fee, and the remainder of the Principal Distribution Amount (the “Adjusted Principal Distribution Amount”) attributable to each Trust Asset will be allocated to each of the following:

- (i) the “Fixed Rate Principal Distribution Amount,” which is calculated as an amount equal to the product of (a) the portion of the Adjusted Principal Distribution Amount related to such Trust Asset and (b) a fraction, the numerator of which is equal to 4.00% less the Certificate Rate for such Trust Asset and the denominator of which is equal to 2.1499999930%, and
- (ii) the “Floating Rate Principal Distribution Amount,” which is calculated as an amount equal to (a) the portion of the Adjusted Principal Distribution Amount related to such Trust Asset less (b) the portion of the Fixed Rate Principal Distribution Amount attributed to such Trust Asset as calculated in clause (i) above.

The Fixed Rate Principal Distribution Amount for each Trust Asset will be allocated, concurrently, as follows:

- 42.0077484870% sequentially, to A and BC, in that order, until retired.
- 39.4129459928% sequentially, to AD and BD, in that order, until retired.
- 18.5793055202% to AE, until retired.

The Floating Rate Principal Distribution Amount for each Trust Asset will be allocated to Class FA, until retired.

**Allocation of Prepayment Penalties:** On each Distribution Date, the Trustee will pay 100% of any Prepayment Penalties that are collected and passed through to the Trust to Class SA.

**Notional Classes:** The Notional Classes will not receive distributions of principal but have Class Notional Balances for convenience in describing their entitlements to interest. The Class Notional Balance of each Notional Class represents the percentage indicated below of, and reduces to that extent with, the Class Principal Balances indicated:

<u>Class</u>	<u>Original Class Notional Balance</u>	<u>Represents</u>
SA .....	\$132,820,378	100% of FA (PT Class)
IA .....	\$116,100,000	100% of A, AD, BC and BD (in the aggregate) (SEQ Classes)
	<u>26,492,741</u>	100% of AE (PT Class)
	<u>\$142,592,741</u>	

**Tax Status:** Double REMIC Series. See “*Certain United States Federal Income Tax Consequences*” in this Supplement and in the Multifamily Base Offering Circular.

**Regular and Residual Classes:** Class RR is a Residual Class and represents the Residual Interest of the Issuing REMIC and the Pooling REMIC. All other Classes of REMIC Securities are Regular Classes.

## RISK FACTORS

*You should purchase securities only if you understand and are able to bear the associated risks. The risks applicable to your investment depend on the principal and interest type of your securities. This section highlights certain of these risks.*

***The rate of principal payments on the underlying mortgage loans will affect the rate of principal payments on your securities.***

The rate at which you will receive principal payments will depend largely on the rate of principal payments, including prepayments, on the mortgage loans underlying the related trust assets. Any historical data regarding mortgage loan prepayment rates may not be indicative of the rate of future prepayments on the underlying mortgage loans, and no assurances can be given about the rates at which the underlying mortgage loans will prepay. We expect the rate of principal payments on the underlying mortgage loans will vary. Generally, following any applicable lockout period, and upon payment of any applicable prepayment penalty, borrowers may prepay their mortgage loans at any time. However, borrowers cannot prepay certain mortgage loans insured under FHA insurance program Section 223(f) for a period of five (5) years from the date of endorsement, regardless of any applicable lockout periods associated with such mortgage loans. In addition, in the case of FHA-insured mortgage loans, borrowers may prepay their mortgage loans during a lockout period, or during any statutory prepayment prohibition period or without paying any applicable prepayment penalty with the approval of FHA.

Additionally, in the event a borrower makes a voluntary prepayment in respect of a mortgage loan, the related Ginnie Mae issuer does not have consent rights, put rights or termination rights related to such mortgage loan underlying the related trust assets. The decision to make a voluntary prepayment is entirely within the control of the borrower. Any voluntary prepayment and any subsequent reamortization of the remaining principal balance of a mortgage loan required under the terms of the mortgage loan may adversely affect the timing of the receipt of principal to investors and could reduce the yields on your securities.

In addition to voluntary prepayments, mortgage loans can be prepaid as a result of governmental mortgage insurance claim payments, loss mitigation arrangements, repurchases or liquidations of defaulted mortgage loans. Although under certain circumstances Ginnie Mae issuers have the option to repurchase defaulted mortgage loans from the related pool underlying a Ginnie Mae MBS certificate, they are not obligated to do so. Defaulted mortgage loans that remain in pools backing Ginnie Mae MBS certificates may be subject to governmental mortgage insurance claim payments, loss mitigation arrangements or foreclosure, which could have the same effect as voluntary prepayments on the cash flow available to pay the securities.

A catastrophic weather event, pandemic or other natural disaster may affect the rate of principal payments, including prepayments, on the underlying mortgage loans. Any such event may damage the related mortgaged properties that secure the mortgage loans or may lead to a general economic downturn in the affected regions, including job losses and declines in real estate values. A general economic downturn may increase the rate of defaults on the mortgage loans in such areas resulting in prepayments on the related securities due to governmental mortgage insurance claim payments, loss mitigation arrangements, repurchases or liquidations of defaulted mortgage loans. Insurance payments on damaged or destroyed mortgaged properties may also lead to prepayments on the underlying mortgage loans. Further, in connection with presidentially declared major disasters, Ginnie Mae may authorize optional special assistance to issuers, including expanded buyout authority which allows issuers, upon receiving written approval from Ginnie Mae, to repurchase eligible loans from the related pool underlying a Ginnie Mae MBS certificate, even if such loans are not delinquent or do not otherwise meet the standard conditions for removal or repurchase.



No assurances can be given as to the timing or frequency of any governmental mortgage insurance claim payments, issuer repurchases, loss mitigation arrangements or foreclosure proceedings with respect to defaulted mortgage loans and the resulting effect on the timing or rate of principal payments on your securities.

The terms of the mortgage loans may be modified, among other things, to permit a partial release of the mortgaged property securing the related mortgage loan, to permit a pledge of all or part of such mortgaged property to secure additional debt of the related borrower, to provide for a cross default between the mortgage loan and such additional debt or to provide for additional collateral. Partial releases of security may allow the related borrower to sell the released property and generate proceeds that may be used to prepay the related mortgage loan in whole or in part. Such releases also may reduce the value of the remaining property. Modifications in connection with additional debt could adversely affect the security afforded to the existing mortgage loan by the mortgaged property and, even if the additional debt is subordinated to the existing mortgage loan, increase the likelihood of default on such mortgage loan by the related borrower. The amount of additional debt may exceed the amount of the existing debt secured by the related mortgage loan. Additional debt may include, but is not limited to, mortgage loans originated under FHA insurance program Section 241.

***Rates of principal payments can reduce your yield.*** The yield on your securities probably will be lower than you expect if:

- you purchased your securities at a premium (interest only securities, for example) and principal payments are faster than you expected, or
- you purchased your securities at a discount and principal payments are slower than you expected.

In addition, if your securities are interest only securities or securities purchased at a significant premium, you could lose money on your investment if prepayments occur at a rapid rate.

***Under certain circumstances, a Ginnie Mae issuer has the right to repurchase a defaulted mortgage loan from the related pool of mortgage loans underlying a particular Ginnie Mae MBS certificate, the effect of which would be comparable to a prepayment of such mortgage loan.*** At its option and without Ginnie Mae's prior consent, a Ginnie Mae issuer may repurchase any mortgage loan at an amount equal to par less any amounts previously advanced by such issuer in connection with its responsibilities as servicer of such mortgage loan to the extent that (i) in the case of a mortgage loan included in a pool of mortgage loans underlying a Ginnie Mae MBS certificate issued on or before December 1, 2002, such mortgage loan has been delinquent for four consecutive months, and at least one delinquent payment remains uncured or (ii) in the case of a mortgage loan included in a pool of mortgage loans underlying a Ginnie Mae MBS certificate issued on or after January 1, 2003, no payment has been made on such mortgage loan for three consecutive months. Any such repurchase will result in prepayment of the principal balance or reduction in the notional balance of the securities ultimately backed by such mortgage loan. No assurances can be given as to the timing or frequency of any such repurchases.

***The levels of Compounded SOFR will affect the yields on floating rate and inverse floating rate securities.*** If Compounded SOFR performs differently from what you expect, the yield on floating rate and inverse floating rate securities may be lower than you expect. Lower levels of Compounded SOFR will generally reduce the yield on floating rate securities; higher levels of Compounded SOFR will generally reduce the yield on inverse floating rate securities. You should bear in mind that the timing of changes in the level of Compounded SOFR may affect your yield: generally, the earlier a change, the greater the effect on your yield. It is doubtful that Compounded SOFR will remain constant.

***An investment in the securities is subject to significant reinvestment and extension risk.*** The rate of principal payments on your securities is uncertain. You may be unable to reinvest the



payments on your securities at the same returns provided by the securities. Lower prevailing interest rates may result in an unexpected return of principal. In that interest rate climate, higher yielding reinvestment opportunities may be limited. Conversely, higher prevailing interest rates may result in slower returns of principal, and you may not be able to take advantage of higher yielding investment opportunities. The final payment on your security may occur much earlier than the final distribution date.

***Defaults will increase the rate of prepayment.*** Lending on multifamily properties and nursing facilities is generally viewed as exposing the lender to a greater risk of loss than single-family lending. If a mortgagor defaults on a mortgage loan and the loan is subsequently foreclosed upon or assigned to FHA for FHA insurance benefits, or Rural Development for Section 538 guarantee benefits, or otherwise liquidated, the effect would be comparable to a prepayment of the mortgage loan; however, no prepayment penalty would be received. Similarly, mortgage loans as to which there is a material breach of a representation may be purchased out of the trust without the payment of a prepayment penalty.

***Available information about the mortgage loans is limited.*** Generally, neither audited financial statements nor recent appraisals are available with respect to the mortgage loans, the mortgaged properties, or the operating revenues, expenses and values of the mortgaged properties. Certain default, delinquency and other information relevant to the likelihood of prepayment of the multifamily mortgage loans underlying the Ginnie Mae multifamily certificates is made generally available to the public and holders of the securities should consult such information. The scope of such information is limited, however, and accordingly, at a time when you might be buying or selling your securities, you may not be aware of matters that, if known, would affect the value of your securities.

***FHA has authority to override lockouts and prepayment limitations.*** FHA insurance and certain mortgage loan and trust provisions may affect lockouts and the right to receive

prepayment penalties. FHA may override any lockout, statutory prepayment prohibition or prepayment penalty provision with respect to the FHA-insured mortgage loans consistent with FHA policies and procedures.

***With respect to certain mortgage loans insured under Section 223(f) of the Housing Act, under certain circumstances FHA lockout and prepayment limitations may be more stringent than otherwise provided for in the related note or other evidence of indebtedness.*** In addition to FHA's ability to override lockout or prepayment penalty provisions with respect to the FHA-insured mortgage loans as described above, investors should note that with respect to certain mortgage loans insured under Section 223(f) of the Housing Act, Section 223(f) provides, in relevant part, that the related note or other evidence of indebtedness cannot be prepaid for a period of five (5) years from the date of endorsement, unless prior written approval from FHA is obtained. In many instances with respect to such mortgage loans insured under Section 223(f), the related lender may have provided for a lockout period lasting for a term shorter than five (5) years. Therefore, investors should consider that any prepayment provisions following a lockout period that is shorter than five (5) years may not be effective if FHA approval is not obtained.

***Holders entitled to prepayment penalties may not receive them.*** Prepayment penalties received by the trustee will be distributed to Class SA as further described in this Supplement. Ginnie Mae, however, does not guarantee that mortgagors will in fact pay any prepayment penalties or that such prepayment penalties will be received by the trustee. Accordingly, holders of the class entitled to receive prepayment penalties will receive them only to the extent that the trustee receives them. Moreover, even if the trustee distributes prepayment penalties to the holders of that class, the additional amounts may not offset the reduction in yield caused by the corresponding prepayments.

***An investment in the floating rate and inverse floating rate securities entails risks***

***not associated with an investment in conventional fixed rate securities or securities linked to established market indices.*** The Federal Reserve Bank of New York began to publish SOFR in April 2018 and compounded averages of SOFR in March 2020. Although the Federal Reserve Bank of New York has also begun publishing historical indicative SOFR from August 2014 to March 2018, such pre-publication data necessarily involves assumptions, estimates and approximations. You should not rely on any historical changes or trends in SOFR as an indicator of future changes in SOFR. Daily shifts in SOFR have been, and may in the future be, greater than those in comparable market indices. Because the interest rate applicable to any accrual period for securities with an interest rate based on SOFR will be calculated by reference to the daily rates of SOFR during an approximate 30-day period commencing and ending before the related accrual period as described under “Description of the Securities — Interest Distributions — Floating Rate and Inverse Floating Rate Classes” in this supplement, the return on and value of the floating rate and inverse floating rate securities may fluctuate more than debt securities linked to less volatile indices.

SOFR is a relatively new market index, and the floating rate and inverse floating rate securities will likely have no established trading market when issued, and an established trading market may never develop or, if developed, may not be liquid. Investment in the floating rate and inverse floating rate securities carries additional pricing volatility, illiquidity and market risk, as discussed in more detail under “Description of the Securities — Interest Rate Indices — Determination of SOFR — General” in the multifamily base offering circular.

The interest rates of the floating rate and inverse floating rate securities will be based on Compounded SOFR unless and until Ginnie Mae determines, in its sole discretion, that term SOFR has become operationally, administratively and technically feasible. If Ginnie Mae makes that determination, Ginnie Mae will convert the interest rates of the floating rate and inverse

floating rate securities from Compounded SOFR to term SOFR, a prospective term rate based on SOFR under review by the Alternative Reference Rates Committee (“ARRC”). In connection with that conversion, Ginnie Mae may, in its sole discretion and without the consent of any security holders, change the calculation methodology or spread, add or subtract a rate adjustment and make other conforming changes with respect to the floating rate and inverse floating rate securities, as described under “Description of the Securities — Interest Rate Indices — Replacement Rate Conforming Changes” in the multifamily base offering circular. There can be no assurance that the interest rates of the floating rate and inverse floating rate securities will eventually be based on term SOFR or, if based on term SOFR in the future, that the resulting interest rates will yield the same or similar economic results over the lives of the affected securities relative to the results that would have occurred had the interest rates remained based on Compounded SOFR or that the market value will not decrease due to the move from Compounded SOFR to term SOFR.

All aspects of the conversion will be at the sole discretion of Ginnie Mae, which could lead to volatility in the interests rates of or adversely affect the return on the floating rate and inverse floating rate securities, the trading market for such securities and the value of such securities. In addition, the implementation of term SOFR is dependent upon the review and recommendation of the ARRC, which is subject to a number of conditions published by the ARRC and which recommendation may not be given by the ARRC for use in securitizations or at all.

You should consult your own financial and legal advisors about the risks associated with an investment in the floating rate and inverse floating rate securities and the suitability of investing in the floating rate and inverse floating rate securities in light of your particular circumstances.

***Interest on the floating rate and inverse floating rate securities will be determined using a replacement rate if SOFR is no longer available, which could adversely***

***affect the value of your investment in the floating rate and inverse floating rate securities.***

Because SOFR is published by the Federal Reserve Bank of NY based on data received from other sources, neither Ginnie Mae nor the trustee has any control over its determination, calculation or publication. The Federal Reserve Bank of NY has noted that it may alter the methods of calculation, publication schedule, rate revision practices or availability of SOFR at any time without notice. There can be no assurance that SOFR will not be discontinued or fundamentally altered in a manner that is materially adverse to the interests of investors in the floating rate and inverse floating rate securities.

If SOFR is no longer published or cannot be used, the amount of interest payable on the floating rate and inverse floating rate securities will be determined using a replacement rate, as described under “Description of the Securities — Interest Rate Indices — Determination of SOFR” in the multifamily base offering circular. Ginnie Mae will have the sole discretion to make conforming changes in connection with any replacement rate without the consent of security holders, as described under “Description of the Securities — Interest Rate Indices” in the multifamily base offering circular. This could reduce the amount of interest payable on the floating rate and inverse floating rate securities, which could adversely affect the return on, value of, and market for, the floating rate and inverse floating rate securities. Furthermore, there can be no assurance that the characteristics of any replacement rate will be similar to SOFR or that any replacement rate will produce the economic equivalent of SOFR.

***The securities may not be a suitable investment for you.***

The securities, in particular, the interest only and residual classes, are not suitable investments for all investors. Only “accredited investors,” as defined in Rule 501(a) of Regulation D of the Securities Act of 1933, who have substantial experience in mortgage-backed securities and are capable of understanding the risks should invest in the securities.

In addition, although the sponsor intends to make a market for the purchase and sale of the secu-

rities after their initial issuance, it has no obligation to do so. There is no assurance that a secondary market will develop, that any secondary market will continue, or that the price at which you can sell an investment in any class will enable you to realize a desired yield on that investment.

You will bear the market risks of your investment. The market values of the classes are likely to fluctuate. These fluctuations may be significant and could result in significant losses to you.

The secondary markets for mortgage-related securities have experienced periods of illiquidity and can be expected to do so in the future. Illiquidity can have a severely adverse effect on the prices of classes that are especially sensitive to prepayment or interest rate risk or that have been structured to meet the investment requirements of limited categories of investors.

The residual securities may experience significant adverse tax timing consequences. Accordingly, you are urged to consult tax advisors and to consider the after-tax effect of ownership of a residual security and the suitability of the residual securities to your investment objectives. See “*Certain United States Federal Income Tax Consequences*” in this Supplement and in the Multifamily Base Offering Circular.

You are encouraged to consult advisors regarding the financial, legal, tax and other aspects of an investment in the securities. You should not purchase the securities of any class unless you understand and are able to bear the prepayment, yield, liquidity and market risks associated with that class.

***The actual prepayment rates of the underlying mortgage loans will affect the weighted average lives and yields of your securities.***

The yield and decrement tables in this supplement are based on assumed prepayment rates. It is highly unlikely that the underlying mortgage loans will prepay at any of the prepayment rates assumed in this supplement, or at any constant prepayment rate. As a result, the yields on your securities could be lower than you expected.

## **THE GINNIE MAE MULTIFAMILY CERTIFICATES**

### **General**

The Sponsor intends to acquire the Ginnie Mae Multifamily Certificates in privately negotiated transactions prior to the Closing Date and to sell them to the Trust according to the terms of a Trust Agreement between the Sponsor and the Trustee. The Sponsor will make certain representations and warranties with respect to the Ginnie Mae Multifamily Certificates.

### **The Ginnie Mae Multifamily Certificates**

The Ginnie Mae Multifamily Certificates are guaranteed by Ginnie Mae pursuant to its Ginnie Mae I Program. Each Mortgage Loan underlying a Ginnie Mae Multifamily Certificate bears interest at a Mortgage Rate that is greater than the related Certificate Rate.

For each Mortgage Loan underlying a Ginnie Mae Multifamily Certificate, the difference between (a) the Mortgage Rate and (b) the related Certificate Rate is used to pay the servicer of the Mortgage Loan a monthly fee for servicing the Mortgage Loan and to pay Ginnie Mae a fee for its guarantee of the related Ginnie Mae Multifamily Certificate (together, the “Servicing and Guaranty Fee Rate”). The per annum rate used to calculate these fees for the Mortgage Loans in the Trust is shown on Exhibit A to this Supplement.

The Ginnie Mae Multifamily Certificates included in the Trust consist of Ginnie Mae Project Loan Certificates deposited into the Trust on the Closing Date (the “Trust PLCs”).

Each Trust PLC will be based on and backed by one or more multifamily Mortgage Loans with an original term to maturity of generally no more than 40 years.

Each Trust PLC will provide for the payment to the registered holder of that Trust PLC of monthly payments of principal and interest equal to the aggregate amount of the scheduled monthly principal and interest payments on the Mortgage Loans underlying that Trust PLC, less applicable servicing and guaranty fees. In addition, each such payment will include any prepayments and other unscheduled recoveries of principal of, and any Prepayment Penalties on, the underlying Mortgage Loans to the extent received by the Ginnie Mae Issuer during the month preceding the month of the payment.

### **The Mortgage Loans**

Each Ginnie Mae Multifamily Certificate represents a beneficial interest in one or more Mortgage Loans.

Ninety-nine (99) Mortgage Loans will underlie the Ginnie Mae Multifamily Certificates. These Mortgage Loans have an aggregate balance of approximately \$275,466,121 as of the Cut-off Date, after giving effect to all payments of principal due on or before that date.

The Mortgage Loans have, on a weighted average basis, the other characteristics set forth in the Terms Sheet under “Certain Characteristics of the Ginnie Mae Multifamily Certificates and the Related Mortgage Loans Underlying the Trust Assets” and, on an individual basis, the characteristics described in Exhibit A to this Supplement. They also have the general characteristics described below. The Mortgage Loans consist of first lien and second lien, multifamily, fixed rate mortgage loans that are secured by a lien on the borrower’s fee simple estate in a multifamily property consisting of five or more dwelling units or nursing facilities and guaranteed by Section 538 or insured by FHA or coinsured by FHA and the related mortgage lender. See *“The Ginnie Mae Multifamily Certificates — General” in the Multifamily Base Offering Circular*.

## **FHA Insurance Programs and Section 538 Guarantee Program**

FHA multifamily insurance programs generally are designed to assist private and public mortgagors in obtaining financing for the construction, purchase or rehabilitation of multifamily housing pursuant to the National Housing Act of 1934 (the “Housing Act”). Mortgage Loans are provided by FHA-approved institutions, which include mortgage banks, commercial banks, savings and loan associations, trust companies, insurance companies, pension funds, state and local housing finance agencies and certain other approved entities. Mortgage Loans insured under the programs described below will have such maturities and amortization features as FHA may approve, provided that generally the minimum mortgage loan term will be at least ten years and the maximum mortgage loan term will not exceed the lesser of 40 years and 75 percent of the estimated remaining economic life of the improvements on the mortgaged property. Tenant eligibility for FHA-insured projects generally is not restricted by income, except for projects as to which rental subsidies are made available with respect to some or all the units therein or to specified tenants.

For a summary of the various FHA insurance programs and the Section 538 Guarantee Program under which the Mortgage Loans are insured see “THE GINNIE MAE MULTIFAMILY CERTIFICATES — FHA Insurance Programs” and “— Section 538 Guarantee Program” in the Multifamily Base Offering Circular. To the extent a Mortgage Loan is insured under multiple FHA insurance programs, you should read each applicable FHA insurance program description.

### **Certain Additional Characteristics of the Mortgage Loans**

*Mortgage Rates; Calculations of Interest.* The Mortgage Loans bear interest at Mortgage Rates that will remain fixed for their remaining terms. All of the Mortgage Loans accrue interest on the basis of a 360-day year consisting of twelve 30-day months. See “*Characteristics of the Ginnie Mae Multifamily Certificates and the Related Mortgage Loans*” in Exhibit A to this Supplement.

*Due Dates.* Monthly payments on the Mortgage Loans are due on the first day of each month.

*Amortization.* The Mortgage Loans are generally fully-amortizing over their remaining terms to stated maturity. However, certain of the Mortgage Loans amortize based on their contractual payments to stated maturity, at which time the unpaid principal balance plus accrued interest thereon is due.

Certain of the Mortgage Loans may provide that, if the related borrower makes a partial principal prepayment, such borrower will not be in default if it fails to make any subsequent scheduled payment of principal provided that such borrower continues to pay interest in a timely manner and the unpaid principal balance of such Mortgage Loan at the time of such failure is at or below what it would otherwise be in accordance with its amortization schedule if such partial principal prepayment had not been made. Under certain circumstances, the Mortgage Loans also permit the reamortization thereof if prepayments are received as a result of condemnation or insurance payments with respect to the related Mortgaged Property. Certain Mortgage Loans may require reamortization thereof in connection with certain voluntary prepayments.

*Level Payments.* Although the Mortgage Loans (other than the Mortgage Loans designated by Pool Numbers CB3353, CD0863, CD0910 and CD0934) currently have amortization schedules that provide for level monthly payments (or, in the case of Pool Numbers CD0902, CD0903 and CD0904, amortization schedules that provide for level payments until maturity and then a final balloon payment at maturity, as described in Exhibit A to this Supplement), the amortization schedules of substantially all of the FHA-insured Mortgage Loans are subject to change upon the approval of FHA that may result in non-level payments.



In the case of Pool Number CB3353, the principal and interest payment scheduled to be made on the first business day of each month is as follows:

From August 2021 through, and including, April 2050 . . . . .	\$592.69
From May 2050 through, and including, March 2060 . . . . .	\$466.03
In April 2060 . . . . .	The remaining balance of all unpaid principal plus accrued interest thereon.

In the case of Pool Number CD0863, the principal and interest payment scheduled to be made on the first business day of each month is as follows:

From August 2021 through, and including, May 2044 . . . . .	\$213.04
From June 2044 through, and including, April 2054 . . . . .	\$197.15
In May 2054 . . . . .	The remaining balance of all unpaid principal plus accrued interest thereon.

In the case of Pool Number CD0910, the principal and interest payment scheduled to be made on the first business day of each month is as follows:

From August 2021 through, and including, December 2030 . . .	\$12,669.55
From January 2031 through, and including, July 2054 . . . . .	\$10,762.92
In August 2054 . . . . .	The remaining balance of all unpaid principal plus accrued interest thereon.

In the case of Pool Number CD0934, the principal and interest payment scheduled to be made on the first business day of each month is as follows:

From August 2021 through, and including, August 2038 . . . . .	\$49,161.66
From September 2038 through, and including, May 2060 . . . . .	\$47,380.53
In June 2060 . . . . .	The remaining balance of all unpaid principal plus accrued interest thereon.

Furthermore, in the absence of a change in the amortization schedule of the Mortgage Loans, Mortgage Loans that provide for level monthly payments may still receive non-level payments as a result of the fact that, at any time:

- FHA may permit any FHA-insured Mortgage Loan to be refinanced or prepaid, in whole or in part, without regard to any lockout period, statutory prepayment prohibition period or Prepayment Penalty; and
- condemnation of, or occurrence of a casualty loss on, the Mortgaged Property securing any Mortgage Loan or the acceleration of payments due under any Mortgage Loan by reason of a default may result in prepayment.

*“Due-on-Sale” Provisions.* The Mortgage Loans do not contain “due-on-sale” clauses restricting sale or other transfer of the related Mortgaged Property. Any transfer of the Mortgaged Property is subject to HUD review and approval under the terms of HUD’s Regulatory Agreement with the owner, which is incorporated by reference into the mortgage.

*Prepayment Restrictions.* Certain of the Mortgage Loans have lockout provisions that prohibit voluntary prepayments for a number of years following origination. These Mortgage Loans have remaining lockout terms that range from 0 to 23 months. The Mortgage Loans have a weighted average remaining lockout term of approximately 6 months. Certain of the Mortgage Loans are insured under FHA insurance program Section 223(f) which, with respect to certain mortgage loans insured there-

under, prohibits prepayments for a period of five (5) years from the date of endorsement, regardless of any applicable lockout periods associated with such mortgage loans. The enforceability of these lockout provisions under certain state laws is unclear.

The Mortgage Loans have a period (a “Prepayment Penalty Period”) during which voluntary prepayments must be accompanied by a prepayment penalty equal to a specified percentage of the principal amount of the Mortgage Loan being prepaid (each, a “Prepayment Penalty”). Each Prepayment Penalty Period will follow the termination of the applicable lockout period or, if no lockout period applies, the applicable Issue Date. *See “Characteristics of the Ginnie Mae Multifamily Certificates and the Related Mortgage Loans” in Exhibit A to this Supplement.*

Exhibit A to this Supplement sets forth, for each Mortgage Loan, as applicable, a description of the related Prepayment Penalty, the period during which the Prepayment Penalty applies and the first month in which the borrower may prepay the Mortgage Loan.

Notwithstanding the foregoing, FHA guidelines require all of the FHA-insured Mortgage Loans to include a provision that allows FHA to override any lockout and/or Prepayment Penalty provisions in accordance with FHA policies and procedures. Additionally, FHA may permit an FHA-insured Mortgage Loan to be prepaid in whole or in part without regard to any statutory or contractual prepayment prohibition period in accordance with FHA policies and procedures.

*Coinsurance.* Certain of the Mortgage Loans may be federally insured under FHA coinsurance programs that provide for the retention by the mortgage lender of a portion of the mortgage insurance risk that otherwise would be assumed by FHA under the applicable FHA insurance program. As part of such coinsurance programs, FHA delegates to mortgage lenders approved by FHA for participation in such coinsurance programs certain underwriting functions generally performed by FHA. Accordingly, there can be no assurance that such mortgage loans were underwritten in conformity with FHA underwriting guidelines applicable to mortgage loans that were solely federally insured or that the default risk with respect to coinsured mortgage loans is comparable to that of FHA-insured mortgage loans generally. As a result, there can be no assurance that the likelihood of future default or the rate of prepayment on coinsured Mortgage Loans will be comparable to that of FHA-insured mortgage loans generally.

### **The Trustee Fee**

On each Distribution Date, the Trustee will retain a fixed percentage of all principal and interest distributions received on the Trust Assets in payment of the Trustee Fee.

## **GINNIE MAE GUARANTY**

The Government National Mortgage Association (“Ginnie Mae”), a wholly-owned corporate instrumentality of the United States of America within HUD, guarantees the timely payment of principal and interest on the Securities. The General Counsel of HUD has provided an opinion to the effect that Ginnie Mae has the authority to guarantee multiclass securities and that Ginnie Mae guaranties will constitute general obligations of the United States, for which the full faith and credit of the United States is pledged. *See “Ginnie Mae Guaranty” in the Multifamily Base Offering Circular.* Ginnie Mae does not guarantee the payment of any Prepayment Penalties.

## **DESCRIPTION OF THE SECURITIES**

### **General**

The description of the Securities contained in this Supplement is not complete and is subject to, and is qualified in its entirety by reference to, all of the provisions of the Trust Agreement. *See “Description of the Securities” in the Multifamily Base Offering Circular.*



## Form of Securities

Each Class of Securities other than the Residual Securities initially will be issued and maintained in book-entry form and may be transferred only on the Fedwire Book-Entry System. Beneficial Owners of Book-Entry Securities will ordinarily hold these Securities through one or more financial intermediaries, such as banks, brokerage firms and securities clearing organizations that are eligible to maintain book-entry accounts on the Fedwire Book-Entry System. By request accompanied by the payment of a transfer fee of \$25,000 per Certificated Security to be issued, a Beneficial Owner may receive a Regular Security in certificated form.

The Residual Securities will not be issued in book-entry form but will be issued in fully registered, certificated form and may be transferred or exchanged, subject to the transfer restrictions applicable to Residual Securities set forth in the Trust Agreement, at the Corporate Trust Office of the Trustee located at U.S. Bank National Association, One Federal Street, 3rd Floor, Boston, Massachusetts 02110, Attention: Ginnie Mae REMIC Program Agency Group 2021-123. See *“Description of the Securities — Forms of Securities; Book-Entry Procedures” in the Multifamily Base Offering Circular.*

Each Class (other than the Increased Minimum Denomination Classes) will be issued in minimum dollar denominations of initial principal balance of \$1,000 and integral multiples of \$1 in excess of \$1,000. The Increased Minimum Denomination Classes will be issued in minimum denominations that equal \$100,000 in initial notional balance.

## Distributions

Distributions on the Securities will be made on each Distribution Date, as specified under “Terms Sheet — Distribution Date” in this Supplement. On each Distribution Date for a Security, or in the case of the Certificated Securities, on the first Business Day after the related Distribution Date, the Distribution Amount will be distributed to the Holders of record as of the related Record Date. Beneficial Owners of Book-Entry Securities will receive distributions through credits to accounts maintained for their benefit on the books and records of the appropriate financial intermediaries. Holders of Certificated Securities will receive distributions by check or, subject to the restrictions set forth in the Multifamily Base Offering Circular, by wire transfer. See *“Description of the Securities — Distributions” and “— Method of Distributions” in the Multifamily Base Offering Circular.*

## Interest Distributions

The Interest Distribution Amount will be distributed on each Distribution Date to the Holders of all Classes of Securities entitled to distributions of interest.

- Interest will be calculated on the basis of a 360-day year consisting of twelve 30-day months.
- Interest distributable on any Class for any Distribution Date will consist of 30 days’ interest on its Class Principal Balance (or Class Notional Balance) as of the related Record Date.
- Investors can calculate the amount of interest to be distributed on each Class of Securities for any Distribution Date by using the Class Factors published in the preceding month. See *“— Class Factors” below.*

### *Categories of Classes*

For purposes of interest distributions, the Classes will be categorized as shown under “Interest Type” on the front cover and on Schedule I of this Supplement. The abbreviations used in this Supplement to describe the interest entitlements of the Classes are explained under “Class Types” in Appendix I to the Multifamily Base Offering Circular.

### *Accrual Periods*

The Accrual Period for each Regular and MX Class is set forth in the table below:

<b>Class</b>	<b>Accrual Period</b>
Fixed Rate and Delay Classes	The calendar month preceding the related Distribution Date
Floating Rate and Inverse Floating Rate Classes	From the 16th day of the month preceding the related Distribution Date through the 15th day of the month of that Distribution Date

### *Fixed Rate Classes*

The Fixed Rate Classes will bear interest at the per annum Interest Rates shown on the front cover or on Schedule I of this Supplement.

### *Floating Rate and Inverse Floating Rate Classes*

The Floating Rate and Inverse Floating Rate Classes will bear interest as shown under “Terms Sheet — Interest Rates” in this Supplement. The Interest Rates for the Floating Rate and Inverse Floating Rate Classes will be based on Compounded SOFR (as described below).

The Interest Rate for Classes FA and SA will be based initially on Compounded SOFR with a Corresponding Tenor of 30 days. The Trustee or its agent will determine Compounded SOFR as described under “Description of the Securities — Interest Rate Indices — Determination of SOFR” in the Multifamily Base Offering Circular.

If at any time, Ginnie Mae determines, in its sole discretion, that Term SOFR has become operationally, administratively and technically feasible, Ginnie Mae may designate Term SOFR and related positive or negative adjustments, spreads or methodology changes as a Replacement Rate for Classes FA and SA and instruct the Trustee in writing to replace Compounded SOFR with such Replacement Rate for all purposes relating to such Classes in respect of such determination on such date and all determinations on subsequent dates. Ginnie Mae will not do so unless Ginnie Mae and the Trustee receive a Replacement Rate Tax Opinion. In connection with the implementation of Term SOFR as a Replacement Rate for SOFR Classes, Ginnie Mae will have the right to make other Conforming Changes from time to time without the consent of security holders or any other party, as described under “Description of the Securities — Interest Rate Indices” and “ — Interest Rate Indices — Determination of SOFR — Conversion of Simple SOFR and Compounded SOFR Classes to Term SOFR” in the Multifamily Base Offering Circular.

If SOFR ceases to be available or is no longer representative, a replacement rate will be selected, as described under “Description of the Securities — Interest Rate Indices — Determination of SOFR” in the Multifamily Base Offering Circular.

### *Weighted Average Coupon Class*

The Weighted Average Coupon Class will bear interest at a per annum Interest Rate based on WACR as shown under “Terms Sheet — Interest Rates” in this Supplement.

The Trustee’s determination of Compounded SOFR and its calculation of the Interest Rates will be final, except in the case of clear error. Investors can obtain Compounded SOFR levels and Interest Rates for the current and preceding Accrual Periods on [ginniemae.gov](http://ginniemae.gov) or by calling the Information Agent at (800) 234-GNMA.

## **Principal Distributions**

The Adjusted Principal Distribution Amount will be distributed to the Holders entitled thereto as described above under “Terms Sheet — Allocation of Principal” in this Supplement.

Investors can calculate the amount of principal to be distributed with respect to any Distribution Date by using the Class Factors published in the preceding and current months. *See “— Class Factors” below.*

### *Categories of Classes*

For purposes of principal distributions, the Classes will be categorized as shown under “Principal Type” on the front cover and on Schedule I of this Supplement. The abbreviations used in this Supplement to describe the principal entitlements of the Classes are explained under “Class Types” in Appendix I to the Multifamily Base Offering Circular.

### *Notional Classes*

The Notional Classes will not receive principal distributions. For convenience in describing interest distributions, the Notional Classes will have the original Class Notional Balances shown on the front cover of this Supplement. The Class Notional Balances will be reduced as shown under “Terms Sheet — Notional Classes” in this Supplement.

## **Prepayment Penalty Distributions**

The Trustee will distribute any Prepayment Penalties that are received by the Trust during the related interest Accrual Period as described in “Terms Sheet — Allocation of Prepayment Penalties” in this Supplement.

## **Residual Securities**

The Class RR Securities will represent the beneficial ownership of the Residual Interest in the Issuing REMIC and the beneficial ownership of the Residual Interest in the Pooling REMIC, as described in “Certain United States Federal Income Tax Consequences” in the Multifamily Base Offering Circular. The Class RR Securities have no Class Principal Balance and do not accrue interest. The Class RR Securities will be entitled to receive the proceeds of the disposition of any assets remaining in the Trust REMICs after the Class Principal Balance or Class Notional Balance of each Class of Regular Securities has been reduced to zero. However, any remaining proceeds are not likely to be significant. The Residual Securities may not be transferred to a Plan Investor, a Non-U.S. Person or a Disqualified Organization.

## **Class Factors**

The Trustee will calculate and make available for each Class of Securities, no later than the day preceding the Distribution Date, the factor (carried out to eight decimal places) that when multiplied by the Original Class Principal Balance (or original Class Notional Balance) of that Class, determines the Class Principal Balance (or Class Notional Balance) after giving effect to the distribution of principal to be made on the Securities or any reduction of Class Notional Balance on that Distribution Date (each, a “Class Factor”).

- The Class Factor for any Class of Securities for each month following the issuance of the Securities will reflect its remaining Class Principal Balance (or Class Notional Balance) after giving effect to any principal distribution to be made or any reduction of Class Notional Balance on the Distribution Date occurring in that month.

- The Class Factor for each Class for the month of issuance is 1.00000000.
- The Class Factors for the MX Classes and the Classes of REMIC Securities that are exchangeable for the MX Classes will be calculated assuming that the maximum possible amount of each Class is outstanding at all times, regardless of any exchanges that may occur.
- Based on the Class Factors published in the preceding and current months (and Interest Rates), investors in any Class can calculate the amount of principal and interest to be distributed to that Class on the Distribution Date in the current month.
- Investors may obtain current Class Factors on [ginniemae.gov](http://ginniemae.gov).

See “Description of the Securities — Distributions” in the Multifamily Base Offering Circular.

## **Termination**

The Trustee, at its option, may purchase or cause the sale of the Trust Assets and thereby terminate the Trust on any Distribution Date on which the aggregate of the Class Principal Balances of the Securities is less than 1% of the aggregate Original Class Principal Balances of the Securities. On any Distribution Date upon the Trustee’s determination that the REMIC status of any Trust REMIC has been lost or that a substantial risk exists that this status will be lost for the then current taxable year, the Trustee will terminate the Trust and retire the Securities.

Upon any termination of the Trust, the Holder of any outstanding Security (other than a Residual or Notional Class Security) will be entitled to receive that Holder’s allocable share of the Class Principal Balance of that Class plus any accrued and unpaid interest thereon at the applicable Interest Rate, and any Holder of any outstanding Notional Class Security will be entitled to receive that Holder’s allocable share of any accrued and unpaid interest thereon at the applicable Interest Rate. The Residual Holders will be entitled to their pro rata share of any assets remaining in the Trust REMICs after payment in full of the amounts described in the foregoing sentence. However, any remaining assets are not likely to be significant.

## **Modification and Exchange**

All or a portion of the Classes of REMIC Securities specified on the front cover may be exchanged for a proportionate interest in the related MX Class shown on Schedule I to this Supplement. Similarly, all or a portion of the related MX Class may be exchanged for proportionate interests in the related Classes of REMIC Securities. This process may occur repeatedly.

Each exchange may be effected only in proportions that result in the principal and interest entitlements of the Securities received being equal to the entitlements of the Securities surrendered.

A Beneficial Owner proposing to effect an exchange must notify the Trustee through the Beneficial Owner’s Book Entry Depository participant. This notice must be received by the Trustee not later than two Business Days before the proposed exchange date. The exchange date can be any Business Day other than the last Business Day of the month. The notice must contain the outstanding principal or notional balance of the Securities to be included in the exchange and the proposed exchange date. The notice is required to be delivered to the Trustee by email to [USBGNMATEam@USBank.com](mailto:USBGNMATEam@USBank.com) or in writing at its Corporate Trust Office at U.S. Bank National Association, One Federal Street, 3rd Floor, Boston, MA 02110, Attention: Ginnie Mae REMIC Program Agency Group 2021-123. The Trustee may be contacted by telephone at (617) 603-6451 and by fax at (617) 603-6644.

A fee will be payable to the Trustee in connection with each exchange equal to  $\frac{1}{32}$  of 1% of the outstanding principal balance of the Securities surrendered for exchange (but not less than \$2,000 or more than \$25,000). The fee must be paid concurrently with the exchange.

The first distribution on a REMIC Security or an MX Security received in an exchange will be made on the Distribution Date in the month following the month of the exchange. The distribution will be made to the Holder of record as of the Record Date in the month of exchange.

See “Description of the Securities — Modification and Exchange” in the Multifamily Base Offering Circular.

## **YIELD, MATURITY AND PREPAYMENT CONSIDERATIONS**

### **General**

The prepayment experience of the Mortgage Loans will affect the Weighted Average Lives of and the yields realized by investors in the Securities.

- Mortgage Loan principal payments may be in the form of scheduled or unscheduled amortization.
- The terms of each Mortgage Loan provide that, following any applicable lockout period and upon payment of any applicable Prepayment Penalty, the Mortgage Loan may be voluntarily prepaid in whole or in part.
- In addition, in some circumstances FHA may permit an FHA-insured Mortgage Loan to be refinanced or prepaid without regard to any lockout, statutory prepayment prohibition or Prepayment Penalty provisions. See “Characteristics of the Ginnie Mae Multifamily Certificates and the Related Mortgage Loans” in Exhibit A to this Supplement.
- The condemnation of, or occurrence of a casualty loss on, the Mortgaged Property securing any Mortgage Loan or the acceleration of payments due under the Mortgage Loan by reason of default may also result in a prepayment at any time.

Mortgage Loan prepayment rates are likely to fluctuate over time. No representation is made as to the expected Weighted Average Lives of the Securities or the percentage of the original unpaid principal balance of the Mortgage Loans that will be paid to Holders at any particular time. A number of factors may influence the prepayment rate.

- While some prepayments occur randomly, the payment behavior of the Mortgage Loans may be influenced by a variety of economic, tax, geographic, demographic, legal and other factors.
- These factors may include the age, geographic distribution and payment terms of the Mortgage Loans; remaining depreciable lives of the underlying properties; characteristics of the borrowers; amount of the borrowers’ equity; the availability of mortgage financing; in a fluctuating interest rate environment, the difference between the interest rates on the Mortgage Loans and prevailing mortgage interest rates; the extent to which the Mortgage Loans are assumed or refinanced or the underlying properties are sold or conveyed; changes in local industry and population as they affect vacancy rates; population migration; and the attractiveness of other investment alternatives.
- These factors may also include the application of (or override by FHA of) lockout periods, statutory prepayment prohibition periods or the assessment of Prepayment Penalties. For a more detailed description of the lockout and Prepayment Penalty provisions of the Mortgage Loans, see “Characteristics of the Ginnie Mae Multifamily Certificates and the Related Mortgage Loans” in Exhibit A to this Supplement.

No representation is made concerning the particular effect that any of these or other factors may have on the prepayment behavior of the Mortgage Loans. The relative contribution of these or other factors may vary over time.

In addition, following any Mortgage Loan default and the subsequent liquidation of the underlying Mortgaged Property, the principal balance of the Mortgage Loan will be distributed through a combination of liquidation proceeds, advances from the related Ginnie Mae Issuer and, to the extent necessary, proceeds of Ginnie Mae's guaranty of the Ginnie Mae Multifamily Certificates.

- As a result, defaults experienced on the Mortgage Loans will accelerate the distribution of principal of the Securities.
- Under certain circumstances, the Trustee has the option to purchase the Trust Assets, thereby effecting early retirement of the Securities. See *"Description of the Securities — Termination" in this Supplement*.

The terms of the Mortgage Loans may be modified to permit, among other things, a partial release of security, which releases a portion of the mortgaged property from the lien securing the related Mortgage Loan. Partial releases of security may allow the related borrower to sell the released property and generate proceeds that may be used to prepay the related Mortgage Loan in whole or in part.

### **Assumability**

Each Mortgage Loan may be assumed, subject to HUD review and approval, upon the sale of the related Mortgaged Property. See *"Yield, Maturity and Prepayment Considerations — Assumability of Mortgage Loans" in the Multifamily Base Offering Circular*.

### **Final Distribution Date**

The Final Distribution Date for each Class, which is set forth on the front cover of this Supplement or on Schedule I to this Supplement, is the latest date on which the related Class Principal Balance or Class Notional Balance will be reduced to zero.

- The actual retirement of any Class may occur earlier than its Final Distribution Date.
- According to the terms of the Ginnie Mae Guaranty, Ginnie Mae will guarantee payment in full of the Class Principal Balance of each Class of Securities no later than its Final Distribution Date.

### **Modeling Assumptions**

Unless otherwise indicated, the tables that follow have been prepared on the basis of the following assumptions (the "Modeling Assumptions"), among others:

1. The Mortgage Loans underlying the Trust Assets have the characteristics shown under "Characteristics of the Ginnie Mae Multifamily Certificates and the Related Mortgage Loans" in Exhibit A to this Supplement.
2. There are no voluntary prepayments during any lockout period. With respect to Mortgage Loans insured under FHA insurance program Section 223(f), FHA approves prepayments made by borrowers after any applicable lockout period expires to the extent that any statutory prepayment prohibition period applies.
3. The Mortgage Loans prepay at 100% PLD (as defined under "— Prepayment Assumptions" in this Supplement) and, beginning on the applicable Lockout End Date or, to the extent that no lockout period applies or the remaining lockout period is 0, the Closing Date, at the constant percentages of CPR (described below) shown in the related table.



4. The Issue Date, Lockout End Date and Prepayment Penalty End Date of each Ginnie Mae Multifamily Certificate is the first day of the month indicated on Exhibit A.

5. Distributions on the Securities, including all distributions of prepayments on the Mortgage Loans, are always received on the 16th day of the month, whether or not a Business Day, commencing in August 2021.

6. One hundred percent (100%) of the Prepayment Penalties are received by the Trustee and distributed to Class SA.

7. A termination of the Trust does not occur.

8. The Closing Date for the Securities is July 30, 2021.

9. No expenses or fees are paid by the Trust other than the Trustee Fee, which is paid as described under “The Ginnie Mae Multifamily Certificates — The Trustee Fee” in this Supplement.

10. Each Class is held from the Closing Date and is not exchanged in whole or in part.

11. There are no modifications or waivers with respect to any terms including lockout periods and prepayment periods.

When reading the tables and the related text, investors should bear in mind that the Modeling Assumptions, like any other stated assumptions, are unlikely to be entirely consistent with actual experience.

- For example, many Distribution Dates will occur on the first Business Day after the 16th day of the month, prepayments may not occur during the Prepayment Penalty Period, and the Trustee may cause a termination of the Trust as described under “Description of the Securities — Termination” in this Supplement.
- In addition, distributions on the Securities are based on Certificate Factors, Corrected Certificate Factors, and Calculated Certificate Factors, if applicable, which may not reflect actual receipts on the Trust Assets.

*See “Description of the Securities — Distributions” in the Multifamily Base Offering Circular.*

## **Prepayment Assumptions**

Prepayments of mortgage loans are commonly measured by a prepayment standard or model. One of the models used in this Supplement is the constant prepayment rate (“CPR”) model, which represents an assumed constant rate of voluntary prepayment each month relative to the then outstanding principal balance of the Mortgage Loans to which the model is applied. *See “Yield, Maturity and Prepayment Considerations — Prepayment Assumption Models” in the Multifamily Base Offering Circular.*

In addition, this Supplement uses another model to measure involuntary prepayments. This model is the Project Loan Default or PLD model provided by the Sponsor. The PLD model represents an assumed rate of involuntary prepayments each month as specified in the table below (the “PLD Model Rates”), in each case expressed as a per annum percentage of the then-outstanding principal balance of each of the Mortgage Loans in relation to its loan age. For example, 0% PLD represents 0% of such assumed rate of involuntary prepayments; 50% PLD represents 50% of such assumed rate of involuntary prepayments; 100% PLD represents 100% of such assumed rate of involuntary prepayments; and so forth.



The following PLD model table was prepared on the basis of 100% PLD. Ginnie Mae had no part in the development of the PLD model and makes no representation as to the accuracy or reliability of the PLD model.

Project Loan Default	
Mortgage Loan Age (in months)(1)	Involuntary Prepayment Default Rate(2)
1-12	1.30%
13-24	2.47
25-36	2.51
37-48	2.20
49-60	2.13
61-72	1.46
73-84	1.26
85-96	0.80
97-108	0.57
109-168	0.50
169-240	0.25
241-maturity	0.00

- (1) For purposes of the PLD model, Mortgage Loan Age means the number of months elapsed since the Issue Date indicated on Exhibit A.
- (2) Assumes that involuntary prepayments start immediately.

The decrement tables set forth below are based on the assumption that the Mortgage Loans prepay at the indicated percentages of CPR (the “CPR Prepayment Assumption Rates”) and 100% PLD. **It is unlikely that the Mortgage Loans will prepay at any of the CPR Prepayment Assumption Rates or PLD Model Rates, and the timing of changes in the rate of prepayments actually experienced on the Mortgage Loans is unlikely to follow the pattern described for the CPR Prepayment Assumption Rates or PLD Model Rates.**

### Decrement Tables

The decrement tables set forth below illustrate the percentage of the Original Class Principal Balance (or, in the case of a Notional Class, the original Class Notional Balance) that would remain outstanding following the distribution made each specified month for each Regular or MX Class, based on the assumption that the Mortgage Loans prepay at the CPR Prepayment Assumption Rates and 100% PLD. The percentages set forth in the following decrement tables have been rounded to the nearest whole percentage (including rounding down to zero).

The decrement tables also indicate the Weighted Average Life of each Class under each CPR Prepayment Assumption Rate and the PLD percentage rates indicated above for the Mortgage Loans. The Weighted Average Life of each Class is calculated by:

- multiplying the net reduction, if any, of the Class Principal Balance (or the net reduction of the Class Notional Balance, in the case of a Notional Class) from one Distribution Date to the next Distribution Date by the number of years from the date of issuance thereof to the related Distribution Date,
- summing the results, and
- dividing the sum by the aggregate amount of the assumed net reductions in principal balance or notional balance, as applicable, referred to in clause (a).

**The Weighted Average Lives are likely to vary, perhaps significantly, from those set forth in the tables below due to the differences between the actual rate of prepayments on the Mortgage Loans underlying the Ginnie Mae Multifamily Certificates and the Modeling Assumptions.**

The information shown for each Notional Class is for illustrative purposes only, as the Notional Classes are not entitled to distributions of principal and have no Weighted Average Life. The Weighted Average Life shown for each Notional Class has been calculated on the assumption that a reduction in the Class Notional Balance thereof is a distribution of principal.

## Percentages of Original Class Principal (or Class Notional) Balances and Weighted Average Lives

CPR Prepayment Assumption Rates																				
Distribution Date	Class A					Class AD					Classes AE and IA					Class AL				
	0%	5%	15%	25%	40%	0%	5%	15%	25%	40%	0%	5%	15%	25%	40%	0%	5%	15%	25%	40%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
July 2022	96	92	85	77	65	97	93	87	80	70	97	94	87	81	71	98	95	91	86	79
July 2023	91	82	66	51	31	92	85	71	58	42	93	85	71	59	42	95	89	80	71	59
July 2024	86	73	50	31	9	88	77	58	41	23	88	77	58	42	24	92	84	70	59	46
July 2025	82	65	37	17	0	84	70	47	29	13	85	70	47	30	14	89	79	62	50	34
July 2026	77	57	26	6	0	81	64	38	21	7	81	64	38	22	8	87	74	56	44	21
July 2027	74	50	18	0	0	78	58	31	15	3	78	59	31	16	5	84	70	51	39	13
July 2028	70	44	11	0	0	75	53	25	10	1	75	54	26	11	3	82	67	47	28	8
July 2029	67	39	6	0	0	72	49	20	7	0	73	49	21	8	2	81	64	44	21	6
July 2030	65	34	1	0	0	70	45	16	5	0	70	45	17	6	1	79	61	41	16	3
July 2031	62	30	0	0	0	68	41	13	3	0	68	42	14	4	1	77	58	35	12	2
July 2032	59	26	0	0	0	65	37	11	2	0	66	38	12	3	0	75	56	29	9	1
July 2033	56	22	0	0	0	63	34	8	1	0	63	35	10	2	0	74	53	24	7	1
July 2034	53	18	0	0	0	60	31	7	0	0	61	32	8	2	0	72	51	20	6	0
July 2035	50	15	0	0	0	58	28	5	0	0	58	29	6	1	0	70	49	17	5	0
July 2036	47	12	0	0	0	55	25	4	0	0	56	26	5	1	0	68	47	14	3	0
July 2037	44	9	0	0	0	53	23	3	0	0	53	24	4	1	0	67	46	12	2	0
July 2038	41	6	0	0	0	50	21	2	0	0	51	22	3	0	0	65	44	10	2	0
July 2039	38	4	0	0	0	47	18	2	0	0	48	19	3	0	0	63	42	8	1	0
July 2040	35	1	0	0	0	45	16	1	0	0	45	17	2	0	0	61	41	7	1	0
July 2041	31	0	0	0	0	42	15	1	0	0	43	16	2	0	0	59	38	6	1	0
July 2042	28	0	0	0	0	39	13	0	0	0	40	14	1	0	0	57	34	5	0	0
July 2043	25	0	0	0	0	37	11	0	0	0	38	12	1	0	0	55	31	4	0	0
July 2044	22	0	0	0	0	34	10	0	0	0	35	11	1	0	0	54	28	3	0	0
July 2045	19	0	0	0	0	32	9	0	0	0	33	10	1	0	0	52	25	3	0	0
July 2046	16	0	0	0	0	29	7	0	0	0	30	9	1	0	0	50	22	2	0	0
July 2047	13	0	0	0	0	26	6	0	0	0	27	7	0	0	0	48	19	2	0	0
July 2048	10	0	0	0	0	24	5	0	0	0	25	6	0	0	0	46	17	1	0	0
July 2049	6	0	0	0	0	21	4	0	0	0	22	5	0	0	0	44	14	1	0	0
July 2050	3	0	0	0	0	18	3	0	0	0	19	4	0	0	0	42	12	1	0	0
July 2051	0	0	0	0	0	15	2	0	0	0	16	4	0	0	0	40	10	1	0	0
July 2052	0	0	0	0	0	13	2	0	0	0	14	3	0	0	0	34	9	0	0	0
July 2053	0	0	0	0	0	10	1	0	0	0	11	2	0	0	0	28	7	0	0	0
July 2054	0	0	0	0	0	7	0	0	0	0	8	2	0	0	0	22	6	0	0	0
July 2055	0	0	0	0	0	5	0	0	0	0	6	1	0	0	0	16	4	0	0	0
July 2056	0	0	0	0	0	2	0	0	0	0	4	1	0	0	0	11	2	0	0	0
July 2057	0	0	0	0	0	1	0	0	0	0	3	0	0	0	0	8	2	0	0	0
July 2058	0	0	0	0	0	0	0	0	0	0	2	0	0	0	0	6	1	0	0	0
July 2059	0	0	0	0	0	0	0	0	0	0	1	0	0	0	0	3	0	0	0	0
July 2060	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	1	0	0	0	0
July 2061	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)	14.2	7.3	3.5	2.3	1.5	17.1	10.1	5.0	3.2	2.1	17.3	10.4	5.2	3.4	2.2	22.0	15.0	8.0	5.1	3.2

Distribution Date	CPR Prepayment Assumption Rates														
	Classes AT, FA and SA					Class BC					Class BD				
	0%	5%	15%	25%	40%	0%	5%	15%	25%	40%	0%	5%	15%	25%	40%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
July 2022	97	95	91	87	80	100	100	100	100	100	100	100	100	100	100
July 2023	93	87	75	65	50	100	100	100	100	100	100	100	100	100	100
July 2024	89	79	61	46	29	100	100	100	100	100	100	100	100	100	100
July 2025	85	72	50	33	16	100	100	100	100	84	100	100	100	100	100
July 2026	82	66	41	24	9	100	100	100	100	48	100	100	100	100	100
July 2027	79	60	34	17	5	100	100	100	95	28	100	100	100	100	100
July 2028	76	55	28	13	3	100	100	100	69	16	100	100	100	100	100
July 2029	74	51	23	9	2	100	100	100	50	9	100	100	100	100	100
July 2030	72	47	19	7	1	100	100	100	36	5	100	100	100	100	72
July 2031	69	43	15	5	1	100	100	87	26	3	100	100	100	100	42
July 2032	67	40	13	4	0	100	100	71	19	2	100	100	100	100	24
July 2033	65	36	10	3	0	100	100	58	14	1	100	100	100	100	14
July 2034	62	33	9	2	0	100	100	47	10	1	100	100	100	100	8
July 2035	60	30	7	1	0	100	100	39	7	0	100	100	100	94	5
July 2036	58	28	6	1	0	100	100	32	5	0	100	100	100	68	3
July 2037	55	25	5	1	0	100	100	26	4	0	100	100	100	49	2
July 2038	53	23	4	0	0	100	100	21	3	0	100	100	100	35	1
July 2039	50	21	3	0	0	100	100	17	2	0	100	100	100	25	1
July 2040	48	19	2	0	0	100	100	13	1	0	100	100	100	18	0
July 2041	45	17	2	0	0	100	95	11	1	0	100	100	100	12	0
July 2042	43	15	2	0	0	100	85	9	1	0	100	100	100	9	0
July 2043	41	14	1	0	0	100	75	7	0	0	100	100	91	6	0
July 2044	38	12	1	0	0	100	67	5	0	0	100	100	72	4	0
July 2045	35	11	1	0	0	100	59	4	0	0	100	100	57	3	0
July 2046	33	9	1	0	0	100	51	3	0	0	100	100	45	2	0
July 2047	30	8	1	0	0	100	45	3	0	0	100	100	35	1	0
July 2048	27	7	0	0	0	100	38	2	0	0	100	100	27	1	0
July 2049	24	6	0	0	0	100	32	2	0	0	100	100	20	1	0
July 2050	21	5	0	0	0	100	27	1	0	0	100	100	15	0	0
July 2051	19	4	0	0	0	99	22	1	0	0	100	100	11	0	0
July 2052	16	3	0	0	0	83	17	1	0	0	100	100	8	0	0
July 2053	13	3	0	0	0	67	13	0	0	0	100	100	5	0	0
July 2054	11	2	0	0	0	51	10	0	0	0	100	100	3	0	0
July 2055	9	2	0	0	0	37	7	0	0	0	100	88	2	0	0
July 2056	7	1	0	0	0	22	4	0	0	0	100	51	1	0	0
July 2057	5	1	0	0	0	16	3	0	0	0	100	36	1	0	0
July 2058	3	0	0	0	0	10	2	0	0	0	100	21	0	0	0
July 2059	1	0	0	0	0	5	1	0	0	0	66	10	0	0	0
July 2060	0	0	0	0	0	1	0	0	0	0	11	2	0	0	0
July 2061	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)	18.1	10.8	5.5	3.7	2.5	33.4	26.0	14.1	8.9	5.5	38.3	35.6	25.4	16.8	10.2

## Yield Considerations

An investor seeking to maximize yield should make a decision whether to invest in any Class based on:

- the anticipated yield of that Class resulting from its purchase price,
- the investor's own projection of Mortgage Loan prepayment rates under a variety of scenarios, and
- in the case of a Floating Rate or an Inverse Floating Rate Class, the investor's own projection of levels of Compounded SOFR under a variety of scenarios.

**No representation is made regarding Mortgage Loan prepayment rates, Compounded SOFR levels or the yield of any Class.**

### *Prepayments: Effect on Yields*

The yields to investors will be sensitive in varying degrees to the rate of prepayments on the Mortgage Loans.

- In the case of Regular or MX Securities purchased at a premium (especially the Interest Only Classes), faster than anticipated rates of principal payments could result in actual yields to investors that are lower than the anticipated yields.

- Investors in the Interest Only Classes should also consider the risk that rapid rates of principal payments could result in the failure of investors to recover fully their investments.
- In the case of Regular or MX Securities purchased at a discount, slower than anticipated rates of principal payments could result in actual yields to investors that are lower than the anticipated yields.

See “Risk Factors — Rates of principal payments can reduce your yield” in this Supplement.

Certain of the Mortgage Loans prohibit voluntary prepayments during specified lockout periods with remaining terms that range from 0 to 23 months. The Mortgage Loans have a weighted average remaining lockout period of approximately 6 months and a weighted average remaining term to maturity of approximately 412 months.

Certain of the Mortgage Loans are insured under FHA insurance program Section 223(f), which, with respect to certain mortgage loans insured thereunder, prohibits prepayments for a period of five (5) years from the date of endorsement, regardless of any applicable lockout periods associated with such mortgage loans.

The Mortgage Loans also provide for payment of a Prepayment Penalty in connection with prepayments for a period extending beyond the lockout period or, if no lockout period applies, the applicable Issue Date. See “The Ginnie Mae Multifamily Certificates — Certain Additional Characteristics of the Mortgage Loans” and “Characteristics of the Ginnie Mae Multifamily Certificates and the Related Mortgage Loans” in Exhibit A to this Supplement. The required payment of a Prepayment Penalty may not be a sufficient disincentive to prevent a borrower from voluntarily prepaying a Mortgage Loan.

In addition, in some circumstances FHA may permit an FHA-insured Mortgage Loan to be refinanced or prepaid without regard to any lockout, statutory prepayment prohibition or Prepayment Penalty provisions.

Information relating to lockout periods, statutory prepayment prohibition periods and Prepayment Penalties is contained under “Certain Additional Characteristics of the Mortgage Loans” and “Yield, Maturity and Prepayment Considerations” in this Supplement and in Exhibit A to this Supplement.

Rapid rates of prepayments on the Mortgage Loans are likely to coincide with periods of low prevailing interest rates.

- During periods of low prevailing interest rates, the yields at which an investor may be able to reinvest amounts received as principal payments on the investor’s Class of Securities may be lower than the yield on that Class.

Slow rates of prepayments on the Mortgage Loans are likely to coincide with periods of high prevailing interest rates.

- During periods of high prevailing interest rates, the amount of principal payments available to an investor for reinvestment at those high rates may be relatively low.

The Mortgage Loans will not prepay at any constant rate until maturity, nor will all of the Mortgage Loans prepay at the same rate at any one time. The timing of changes in the rate of prepayments may affect the actual yield to an investor, even if the average rate of principal prepayments is consistent with the investor’s expectation. In general, the earlier a prepayment of principal on the Mortgage Loans, the greater the effect on an investor’s yield. As a result, the effect on an investor’s yield of principal

prepayments occurring at a rate higher (or lower) than the rate anticipated by the investor during the period immediately following the Closing Date is not likely to be offset by a later equivalent reduction (or increase) in the rate of principal prepayments.

*Compounded SOFR: Effect on Yields of the Floating Rate and Inverse Floating Rate Classes*

Low levels of Compounded SOFR can reduce the yield of the Floating Rate Class. High levels of Compounded SOFR can reduce the yield of the Inverse Floating Rate Class. In addition, the Floating Rate Class will not benefit from a higher yield at high levels of Compounded SOFR because the rate on such Class is capped at a maximum rate described under “Terms Sheet — Interest Rates.”

*Payment Delay: Effect on Yields of the Fixed Rate and Delay Classes*

The effective yield on any Fixed Rate or Delay Class will be less than the yield otherwise produced by its Interest Rate and purchase price because on any Distribution Date, 30 days’ interest will be payable on that Class even though interest began to accrue approximately 46 days earlier.

## **Yield Tables**

The following tables show the pre-tax yields to maturity on a corporate bond equivalent basis of specified Classes based on the assumption that the Mortgage Loans prepay at the CPR Prepayment Assumption Rates and 100% PLD.

The Mortgage Loans will not prepay at any constant rate until maturity, and it is unlikely that Compounded SOFR will remain constant. Moreover, it is likely that the Mortgage Loans will experience actual prepayment rates that differ from those of the Modeling Assumptions. Therefore, the actual pre-tax yield of any Class may differ from those shown in the applicable table below even if the Class is purchased at the assumed price shown.

The yields were calculated by:

1. determining the monthly discount rates that, when applied to the applicable assumed streams of cash flows to be paid on the applicable Class, would cause the discounted present value of the assumed streams of cash flows to equal the assumed purchase price of that Class plus accrued interest, and
2. converting the monthly rates to corporate bond equivalent rates.

These calculations do not take into account variations that may occur in the interest rates at which investors may be able to reinvest funds received by them as distributions on their Securities and consequently do not purport to reflect the return on any investment in any Class when those reinvestment rates are considered.

The information set forth in the following tables was prepared on the basis of the Modeling Assumptions and the assumptions that (1) the Interest Rate applicable to the Inverse Floating Rate Class for each Accrual Period following the first Accrual Period will be based on the indicated level of Compounded SOFR and (2) the purchase price of each Class (expressed as a percentage of its original Class Notional Balance) plus accrued interest is as indicated in the related table. **The assumed purchase price is not necessarily that at which actual sales will occur.**

**Sensitivity of Class IA to Prepayments**  
**Assumed Price 0.5%\***

CPR Prepayment Assumption Rates			
5%	15%	25%	40%
11.2%	0.8%	(10.3)%	(28.1)%

**Sensitivity of Class SA to Prepayments**  
**Assumed Price 23.0%\***

Compounded SOFR	CPR Prepayment Assumption Rates			
	5%	15%	25%	40%
0.010% .....	10.0%	7.0%	5.4%	4.4%
0.020% .....	10.0%	6.9%	5.4%	4.4%
1.835% .....	0.4%	(3.4)%	(5.0)%	(5.4)%
3.650% and above .....	(34.5)%	(22.9)%	(18.5)%	(15.8)%

\* The price does not include accrued interest. Accrued interest has been added to the price in calculating the yields set forth in the table.

**CERTAIN UNITED STATES FEDERAL INCOME TAX CONSEQUENCES**

The following tax discussion, when read in conjunction with the discussion of “Certain United States Federal Income Tax Consequences” in the Multifamily Base Offering Circular, describes the material United States federal income tax considerations for investors in the Securities. However, these two tax discussions do not purport to deal with all United States federal tax consequences applicable to all categories of investors, some of which may be subject to special rules.

**REMIC Elections**

In the opinion of Cleary Gottlieb Steen & Hamilton LLP, the Trust will constitute a Double REMIC Series for United States federal income tax purposes. Separate REMIC elections will be made for the Pooling REMIC and the Issuing REMIC.

**Regular Securities**

The Regular Securities will be treated as debt instruments issued by the Issuing REMIC for United States federal income tax purposes. Income on the Regular Securities must be reported under an accrual method of accounting.

The Notional Classes of Regular Securities will be issued with original issue discount (“OID”), and certain other Classes of Regular Securities may be issued with OID. See “*Certain United States Federal Income Tax Consequences — Tax Treatment of Regular Securities — Original Issue Discount,*” “*— Variable Rate Securities*” and “*— Interest Weighted Securities and Non-VRDI Securities*” in the *Multifamily Base Offering Circular*.

The prepayment assumption that should be used in determining the rates of accrual of OID, if any, on the Regular Securities is 15% CPR and 100% PLD (as described in “Yield, Maturity and Prepayment Considerations” in this Supplement). In the case of the Floating Rate Class, the interest rate value to be



used for these determinations is the initial Interest Rate as set forth in the Terms Sheet under “Interest Rates.” No representation is made, however, about the rate at which prepayments on the Mortgage Loans underlying the Ginnie Mae Multifamily Certificates actually will occur or the level of Compounded SOFR at any time after the date of this Supplement. See *“Certain United States Federal Income Tax Consequences” in the Multifamily Base Offering Circular.*

The Regular Securities generally will be treated as “regular interests” in a REMIC for domestic building and loan associations and “real estate assets” for real estate investment trusts (“REITs”) as described in “Certain United States Federal Income Tax Consequences” in the Multifamily Base Offering Circular. Similarly, interest on the Regular Securities will be considered “interest on obligations secured by mortgages on real property” for REITs as described in “Certain United States Federal Income Tax Consequences” in the Multifamily Base Offering Circular.

### **Residual Securities**

The Class RR Securities will represent the beneficial ownership of the Residual Interest in the Pooling REMIC and the beneficial ownership of the Residual Interest in the Issuing REMIC. The Residual Securities, i.e., the Class RR Securities, generally will be treated as “residual interests” in a REMIC for domestic building and loan associations and as “real estate assets” for REITs, as described in “Certain United States Federal Income Tax Consequences” in the Multifamily Base Offering Circular, but will not be treated as debt for United States federal income tax purposes. Instead, the Holders of the Residual Securities will be required to report, and will be taxed on, their pro rata shares of the taxable income or loss of the Trust REMICs, and these requirements will continue until there are no outstanding regular interests in the respective Trust REMICs. Thus, Residual Holders will have taxable income attributable to the Residual Securities even though they will not receive principal or interest distributions with respect to the Residual Securities, which could result in a negative after-tax return for the Residual Holders. Even though the Holders of the Residual Securities are not entitled to any stated principal or interest payments on the Residual Securities, the Trust REMICs may have substantial taxable income in certain periods, and offsetting tax losses may not occur until much later periods. Accordingly, the Holders of the Residual Securities may experience substantial adverse tax timing consequences. Prospective investors are urged to consult their own tax advisors and consider the after-tax effect of ownership of the Residual Securities and the suitability of the Residual Securities to their investment objectives.

Prospective Holders of Residual Securities should be aware that, at issuance, based on the expected prices of the Regular and Residual Securities and the prepayment assumption described above, the residual interests represented by the Residual Securities will be treated as “noneconomic residual interests” as that term is defined in Treasury regulations.

### **MX Securities**

For a discussion of certain United States federal income tax consequences applicable to the MX Classes, see *“Certain United States Federal Income Tax Consequences — Tax Treatment of MX Securities,” “Exchanges of MX Classes and Regular Classes” and “Taxation of Foreign Holders of REMIC Securities and MX Securities” in the Multifamily Base Offering Circular.*

**Investors should consult their own tax advisors in determining the United States federal, state, local, foreign and any other tax consequences to them of the purchase, ownership and disposition of the Securities.**

## ERISA MATTERS

Ginnie Mae guarantees distributions of principal and interest with respect to the Securities. The Ginnie Mae Guaranty is supported by the full faith and credit of the United States of America. Ginnie Mae does not guarantee the payment of any Prepayment Penalties. The Regular and MX Securities will qualify as “guaranteed governmental mortgage pool certificates” within the meaning of a Department of Labor regulation, the effect of which is to provide that mortgage loans and participations therein underlying a “guaranteed governmental mortgage pool certificate” will not be considered assets of an employee benefit plan subject to the Employee Retirement Income Security Act of 1974, as amended (“ERISA”), or subject to Section 4975 of the Code (each, a “Plan”), solely by reason of the Plan’s purchase and holding of that certificate.

**Prospective Plan Investors should consult with their advisors to determine whether the purchase, holding or resale of a Security could give rise to a transaction that is prohibited or is not otherwise permissible under either ERISA or the Code.**

Governmental plans and certain church plans, while not subject to the fiduciary responsibility provisions of ERISA or the prohibited transaction provisions of ERISA and the Code, may nevertheless be subject to local, state or other federal laws that are substantially similar to the foregoing provisions of ERISA and the Code (“Similar Law”).

Fiduciaries of any such Plans or governmental or church plans subject to Similar Law should consult with their counsel before purchasing any of the Securities.

*See “ERISA Considerations” in the Multifamily Base Offering Circular.*

The Residual Securities are not offered to, and may not be transferred to, a Plan Investor.

## LEGAL INVESTMENT CONSIDERATIONS

Institutions whose investment activities are subject to legal investment laws and regulations or to review by certain regulatory authorities may be subject to restrictions on investment in the Securities. **No representation is made about the proper characterization of any Class for legal investment or other purposes, or about the permissibility of the purchase by particular investors of any Class under applicable legal investment restrictions.**

**Investors should consult their own legal advisors regarding applicable investment restrictions and the effect of any restrictions on the liquidity of the Securities prior to investing in the Securities.**

*See “Legal Investment Considerations” in the Multifamily Base Offering Circular.*

## PLAN OF DISTRIBUTION

Subject to the terms and conditions of the Sponsor Agreement, the Sponsor has agreed to purchase all of the Securities if any are sold and purchased. The Sponsor proposes to offer the Regular and MX Classes to the public from time to time for sale in negotiated transactions at varying prices to be determined at the time of sale, plus accrued interest from July 1, 2021 on the Fixed Rate and Delay Classes and from July 16, 2021 on the Floating Rate and Inverse Floating Rate Classes. The Sponsor may effect these transactions by sales to or through certain securities dealers. These dealers may receive compensation in the form of discounts, concessions or commissions from the Sponsor and/or commis-

sions from any purchasers for which they act as agents. Some of the Securities may be sold through dealers in relatively small sales. In the usual case, the commission charged on a relatively small sale of securities will be a higher percentage of the sales price than that charged on a large sale of securities.

#### **INCREASE IN SIZE**

Before the Closing Date, Ginnie Mae, the Trustee and the Sponsor may agree to increase the size of this offering. In that event, the Securities will have the same characteristics as described in this Supplement, except that the Original Class Principal Balance (or original Class Notional Balance) of each Class will increase by the same proportion. The Trust Agreement, the Final Data Statement and the Supplemental Statement, if any, will reflect any increase in the size of the transaction.

#### **LEGAL MATTERS**

Certain legal matters will be passed upon for Ginnie Mae by Hunton Andrews Kurth LLP and Harrell & Chambliss LLP, for the Trust by Cleary Gottlieb Steen & Hamilton LLP and Marcell Solomon & Associates, P.C., and for the Trustee by Greenberg Traurig, LLP.

## Available Combinations(1)

REMIC Securities		MX Securities						
Class	Original Class Principal Balance or Class Notional Balance	Related MX Class	Maximum Original Class Principal Balance(2)	Principal Type(3)	Interest Rate	Interest Type(3)	CUSIP Number	Final Distribution Date(4)
Combination 1								
AE	\$ 26,492,741	AL	\$ 37,092,741	SEQ	1.75%	FIX	38381DSN1	June 2061
BC	9,900,000							
BD	700,000							
Combination 2								
FA	\$132,820,378	AT	\$132,820,378	PT	4.00%	FIX	38381DSP6	June 2061
SA	132,820,378							

(1) All exchanges must comply with minimum denomination restrictions.

(2) The amount shown for each MX Class represents the maximum Original Class Principal Balance of that Class, assuming it were to be issued on the Closing Date.

(3) As defined under “Class Types” in Appendix I to the Multifamily Base Offering Circular.

(4) See “Yield, Maturity and Prepayment Considerations — Final Distribution Date” in this Supplement.

Characteristics of the Ginnie Mae Multifamily Certificates and the Related Mortgage Loans(1)

Pool Number	FHA Insurance Program/Section 538 Guarantees Program(2)	City/County	State	Principal Balance as of the Cut-off Date	Mortgage Interest Rate	Certificate Rate	Servicing and Guaranty Fee Rate	Maturity Date	Monthly Principal and Interest(\$)	Original Term to Maturity (mos.)	Remaining Term to Maturity (mos.)	Period from Issuance (mos.)	Issue Date	Lockout End Date(4)(t)	Prepayment Date(5)(t)	Lockout/Prepayment Penalty Cookt(6)	Remaining Lockout Period (mos.)(7)(t)	Total Remaining Lockout and Prepayment Penalty Period (mos.)(8)(t)
CC9202	221(d)(4)	Prince Frederick	MD	\$16,983,055.93	3.510%	3.260%	0.250%	Jul-60	\$66,669.09	469	468	1	Jun-21	N/A	Jul-31	A	N/A	119
CD0945	232/222(f)	Aurora	OH	16,572,357.18	3.380	3.130	0.250	Oct-50	74,399.93	352	351	1	Jun-21	Jul-22	Jul-31	B	11	119
CD0846	207/222(f)	Pasadena	TX	13,979,200.48	2.520	2.270	0.250	Jun-56	50,199.53	421	419	2	May-21	Jul-21	Jul-31	C	0	119
BW5287	221(d)(4)	Denison	TX	12,672,071.34	3.770	3.520	0.250	Jun-60	51,729.14	468	468	1	Jun-21	Jul-22	Jul-31	B	11	119
CD0934	221(d)(4)	Hamilton	OH	11,987,838.60	3.700	3.400	0.300	Jun-60	(9)	468	467	1	Jun-21	Jul-23	Jul-31	D	23	119
CA3459	207/222(f)/223(a)(7)	Newton	MA	11,295,147.20	3.250	3.000	0.250	May-56	45,176.45	421	418	3	Apr-21	Jun-22	Jun-31	B	10	118
CD0959	232/222(f)	Idaho Falls	ID	9,985,448.10	3.400	3.000	0.300	Apr-53	42,885.30	382	381	1	Jun-21	Jun-22	Jul-31	B	11	119
CD4878	207/222(f)	Garner	NC	9,984,632.70	2.350	2.100	0.250	Jun-56	34,950.61	421	419	2	May-21	Jul-21	Jul-31	C	0	119
CD2606	221(d)(4)	Baton Rouge	LA	9,980,381.80	3.600	3.350	0.250	May-60	39,794.62	468	466	2	May-21	Jun-22	Jun-31	B	10	118
CD1257	207/222(f)	Charlotte	NC	9,971,765.10	3.300	3.050	0.250	Mar-54	41,598.13	394	392	2	May-21	N/A	Jun-31	N/A	N/A	116
BZ8171	207/222(f)	Oklahoma City	OK	9,956,623.50	3.350	3.100	0.250	May-59	38,715.50	458	454	4	Mar-21	Apr-23	Apr-31	E	20	116
CD1250	207/222(f)	South Elgin	IL	8,417,895.11	2.690	2.440	0.250	Jun-56	31,002.15	421	419	2	May-21	Jul-21	Jul-31	C	0	119
CD0875	221(d)(4)	Concord	CA	8,255,979.27	3.660	3.410	0.250	Apr-60	33,248.95	467	465	2	May-21	Jun-22	Jun-31	B	10	118
CD4880	207/222(f)	Raleigh	NC	7,627,310.84	2.350	2.100	0.250	Jun-56	26,698.94	421	419	2	May-21	Jul-21	Jul-31	C	0	119
CC3307	221(d)(4)	Rapid City	SD	7,491,956.67	3.330	3.080	0.250	Nov-59	28,855.44	462	460	2	May-21	Jun-22	Jun-31	F	10	118
BZ1879	221(d)(4)	Laurel	MD	7,163,401.60	2.950	2.700	0.250	Aug-58	26,494.72	449	445	4	Mar-21	Apr-22	Apr-31	G	8	116
CD0929	207/222(f)	Detroit	MI	6,929,269.39	3.390	3.140	0.250	Apr-54	29,216.73	394	393	1	Jun-21	Jun-22	Jul-31	B	11	119
CA3493	207/222(f)	Boston	MA	6,909,877.69	2.350	2.250	0.250	Jun-56	23,871.26	421	419	2	May-21	Jul-21	Jul-31	C	0	119
CD4877	207/222(f)	Ridgeland	SC	6,819,504.13	3.400	3.150	0.250	Jun-56	27,507.44	421	419	2	May-21	Jul-21	Jul-31	A	0	119
CA3492	207/222(f)/223(a)(7)	Far Rockaway	NY	6,741,617.58	3.400	2.800	0.300	Jan-43	35,507.18	259	258	1	Jun-21	N/A	Jul-31	N/A	N/A	119
CD0958	207/222(f)	Clifton	TN	6,680,698.82	3.100	2.800	0.250	Jan-60	18,962.25	480	477	2	May-21	Jun-22	Jun-31	C	0	119
CC7509	221(d)(4)	Franklin	DC	5,729,007.10	2.500	2.250	0.250	Apr-61	26,657.00	297	296	1	Jun-21	N/A	May-31	N/A	N/A	117
CC4984	220/223(a)(7)	Washington	FL	5,729,007.10	2.980	2.730	0.250	Jun-56	15,902.53	421	419	2	May-21	Jul-21	Jul-31	A	0	119
CD0949	232/222(f)	Plantation	FL	5,582,828.20	2.980	2.730	0.250	Jun-56	15,902.53	421	419	2	May-21	Jul-21	Jul-31	C	0	119
CD4879	207/222(f)	Beaufort	SC	4,543,007.88	2.350	2.100	0.250	Nov-51	18,731.34	365	364	1	Jun-21	Jun-23	Jun-31	H	22	118
CE2667	207/222(f)	Canton	OH	4,508,025.13	2.940	2.690	0.250	Dec-53	17,421.42	390	389	1	Jun-21	Jul-22	Jul-31	G	11	119
CD6850	232/222(f)	Falmouth	ME	4,049,210.10	3.500	3.250	0.250	Jun-61	12,781.16	481	479	2	Jun-21	N/A	Jul-31	N/A	N/A	119
CD1888	207/222(f)/223(a)(7)	Inman	SC	3,689,207.64	2.790	2.540	0.250	Dec-39	20,489.12	222	221	1	Jun-21	Jul-21	Jul-31	C	0	119
CD0962	232/222(f)	Portland	OR	3,496,212.18	2.930	2.680	0.250	Jun-56	10,430.50	421	419	2	May-21	Jul-21	Jul-31	C	0	119
CC3142	232/222(f)/223(a)(7)	Renton	WA	2,746,215.34	2.900	2.650	0.250	Jun-56	10,278.83	421	419	2	May-21	Jun-22	Jun-31	G	10	118
CD0910	232/222(f)	North St. Paul	MN	2,740,322.17	3.420	3.120	0.300	Aug-54	(9)	399	397	2	Apr-21	May-22	May-31	G	9	117
BZ8343	232/222(f)	New Rochelle	NY	1,731,917.16	3.440	3.140	0.300	Dec-38	11,027.04	212	209	3	Apr-21	May-22	May-31	G	9	117
CD0948	207/222(f)	Chicago	IL	1,254,972.80	2.650	2.400	0.250	Nov-48	5,381.72	329	328	1	Jun-21	N/A	Jul-31	N/A	N/A	119
CC3309	207/222(f)	Pittsburgh	PA	1,136,827.76	3.100	2.850	0.250	Jun-42	6,143.45	253	252	1	Jun-21	N/A	Jul-31	C	N/A	119
BQ9043	207/222(f)	Gretna	LA	997,679.37	3.350	2.975	0.300	Sep-51	4,490.73	364	362	2	May-21	Jun-22	Jun-31	B	10	118
CD0919	221(d)(4)	St. Johns	MI	997,679.37	3.140	2.840	0.300	Jan-58	3,950.18	440	438	2	May-21	Jun-22	Jun-31	G	10	118
CD0908	221(d)(4)	Columbus	OH	997,526.45	3.180	2.930	0.250	Jun-57	3,885.22	433	431	2	May-21	Jun-22	Jun-31	G	10	118
CD0903	221(d)(4)	Akron	OH	997,498.94	3.110	2.860	0.250	Jul-57	3,840.62	434	432	2	May-21	Jun-22	Jun-31	G	10	118
CC4991	538	Castroville	TX	997,005.21	4.250	3.520	0.730	Nov-48	(10)	330	328	2	May-21	May-22	May-31	F	9	117
CD0898	207/222(f)	Jacksonville	FL	996,989.64	3.630	3.380	0.250	Sep-59	4,025.14	461	458	3	Apr-21	May-22	May-31	B	10	118
CC1557	221(d)(4)/223(a)(7)	Tulsa	OK	996,789.00	3.100	2.850	0.250	May-52	4,186.82	372	370	2	Apr-21	Jun-22	Jun-31	G	10	118
CD0906	207/222(f)	Belton	TX	996,736.73	3.150	2.900	0.250	May-60	3,709.91	469	466	3	Apr-21	May-22	May-31	B	10	118
CD0908	207/222(f)	Clearlake	CA	996,369.18	3.360	2.980	0.380	Mar-49	4,613.01	334	332	2	May-21	N/A	Jun-31	N/A	N/A	118
CD0902	207/222(f)	Lakeport	CA	996,138.23	2.970	2.590	0.380	Mar-49	4,613.01	334	332	2	May-21	N/A	Jun-31	N/A	N/A	118
CD0895	538	Bastrop	TX	995,650.08	4.250	3.550	0.700	Dec-48	(10)	331	329	2	May-21	Jun-22	Jun-31	B	10	118
BZ2519	221(d)(4)/223(a)(7)	Mt. Clemens	MI	994,498.42	2.750	2.250	0.500	Jun-43	5,038.87	265	263	2	May-21	N/A	Jun-31	N/A	N/A	118
CD0909	207/222(f)	Lorain	OH	994,316.50	3.000	2.630	0.370	Jun-42	5,338.24	253	251	2	May-21	N/A	Jun-31	N/A	N/A	118
CA6911	207/222(f)	Lucerne	CA	993,678.88	3.360	2.980	0.380	Mar-49	4,600.55	334	332	2	May-21	Jun-22	Jun-31	C	0	120
CD0904	207/222(f)	Charlton	IA	750,000.00	2.920	2.670	0.250	Jul-56	2,853.00	421	420	1	Jun-21	Aug-21	Aug-31	C	0	120
BX1514	207/222(f)	Worcester	MA	731,305.03	3.060	2.680	0.380	May-43	3,830.14	263	262	1	Jun-21	N/A	Jul-31	N/A	N/A	119
CA3501	221(d)(4)	Round Rock	TX	198,562.53	4.250	3.520	0.730	Nov-48	(10)	330	328	2	May-21	Jun-22	Jun-31	B	10	118
CC3433	207/222(f)/223(a)(7)	Lockhart	TX	149,532.98	3.400	3.150	0.250	Feb-60	580.24	466	463	3	Apr-21	May-22	May-31	B	9	117
CB3349	221(d)(4)	Hagerstown	MD	149,491.68	3.300	3.050	0.250	Oct-58	581.48	450	447	3	Apr-21	May-22	May-31	B	9	117
CC4987	207/222(f)	Odessa	TX	149,421.97	3.250	3.000	0.250	Apr-56	598.41	420	417	3	Apr-21	N/A	May-31	N/A	N/A	116
CB3353	221(d)(4)	Chicago	IL	149,401.69	3.510	3.260	0.250	Jan-60	587.67	470	466	4	Mar-21	May-22	May-31	B	8	116
CC4884	207/222(f)	Carson City	NV	149,315.68	3.200	2.950	0.250	Jan-53	627.48	381	378	3	Apr-21	May-22	May-31	F	8	116
CC3434	221(d)(4)/223(a)(7)	Nashville	TN	149,301.34	3.350	3.100	0.250	May-57	(9)	469	465	4	Apr-21	Jun-22	Jun-31	C	0	118
		Phoenix	AZ	49,866.62	2.840	2.590	0.250	May-57	184.94	433	430	3	Apr-21	May-22	May-31	C	0	117
		Atlanta	GA	49,835.68	2.950	2.700	0.250	Apr-61	177.55	480	477	3	Apr-21	May-22	May-31	G	9	117

Pool Number	FHA Insurance Program/Section 538 Guarantee(2)	City/County	State	Principal Balance as of the Cut-off Date	Mortgage Interest Rate	Certificate Rate	Servicing and Guarantee Fee Rate	Maturity Date	Monthly Principal and Interest(3)	Original Term to Maturity (mos.)	Remaining Term to Maturity (mos.)	Period from Issuance (mos.)	Issue Date	Lockout End Date(4)	Prepayment Penalty End Date(5)	Lockout/Prepayment Penalty Code(6)	Remaining Lockout Period (mos.)(7)	Total Remaining Lockout and Prepayment Penalty Period (mos.)(8)(9)
CA3452	221(d)(4)	Lovejoy	GA	\$49,810.01	3.680%	3.430%	0.250%	Jul-60	\$200.62	472	468	4	Mar-21	Apr-23	Apr-31	I	20	116
BW5288	221(d)(4)	Atlanta	GA	49,806.21	3.750	3.500	0.250	Oct-59	204.47	465	459	4	Mar-21	Apr-23	Apr-31	E	20	116
CB3380	221(d)(4)/228(a)(7)	Virginia Beach	VA	49,796.99	3.370	3.120	0.250	Sep-60	190.96	474	470	4	Mar-21	Apr-22	Apr-31	F	8	116
BW2080	221(d)(4)/228(a)(7)	Orlando	FL	49,793.79	3.210	2.960	0.250	May-61	185.10	480	476	4	Mar-21	N/A	Apr-31	A	N/A	116
CD0865	207/223(f)	Greenville	SC	49,785.27	3.400	3.150	0.250	Mar-51	(9)	397	394	3	Apr-21	Nov-21	May-31	J	3	117
CG4974	221(d)(4)/228(a)(7)	Hattiesburg	MS	49,783.12	3.250	3.000	0.250	Nov-59	189.42	464	460	4	Mar-21	N/A	Apr-31	A	N/A	116
CB3578	221(d)(4)/228(a)(7)	Carrollton	VA	49,774.34	2.920	2.670	0.250	Sep-60	177.88	474	470	4	Mar-21	N/A	Apr-31	C	N/A	116
CB3389	207/223(f)	Richmond	VA	49,767.70	3.100	2.850	0.250	Jan-53	206.40	381	378	3	Apr-21	May-22	May-31	F	9	117
CB4482	221(d)(4)/228(a)(7)	Plugerville	TX	49,750.41	3.350	3.100	0.250	Feb-61	189.22	480	475	5	Apr-21	Mar-31	Mar-31	F	7	115
CA3419	221(d)(4)/228(a)(7)	Baltimore	MD	49,745.99	3.520	3.270	0.250	Nov-59	197.17	465	460	5	Feb-21	Mar-22	Mar-31	B	7	115
CB4494	221(d)(4)/228(a)(7)	Billings	MT	49,744.76	3.400	3.150	0.250	May-60	192.43	471	466	5	Feb-21	Mar-22	Mar-31	F	7	115
CC3430	221(d)(4)/228(a)(7)	Laurel	MD	49,743.78	3.400	3.150	0.250	Apr-60	192.62	470	465	5	Feb-21	Mar-22	Mar-31	B	7	115
CC4969	207/223(f)	San Antonio	TX	49,740.16	3.500	3.340	0.250	Aug-54	214.25	401	397	4	Feb-21	Mar-22	Mar-31	B	20	116
CB6026	221(d)(4)/228(a)(7)	Dallas	TX	49,739.76	3.350	3.000	0.250	Mar-60	191.34	469	464	5	Feb-21	Mar-22	Mar-31	G	N/A	115
CB4478	221(d)(4)/228(a)(7)	Denver	CO	49,736.30	3.120	2.870	0.250	Feb-61	182.47	480	475	5	Feb-21	N/A	Mar-31	H	N/A	115
CB5476	207/223(f)/228(a)(7)	Las Vegas	NV	49,734.74	3.100	2.850	0.250	Mar-56	195.23	420	416	4	Mar-21	Mar-22	Mar-31	F	8	115
CA3454	221(d)(4)	West Des Moines	IA	49,731.65	3.300	3.050	0.250	Oct-59	190.88	464	459	5	Mar-21	Mar-22	Mar-31	G	7	115
CC4978	207/223(f)	Providence	RI	49,716.02	3.350	3.100	0.250	Oct-53	210.28	391	387	4	Mar-21	Apr-31	Apr-31	B	8	116
CD0895	207/223(f)	Washington	DC	49,705.70	2.930	2.680	0.250	Sep-54	195.39	402	398	4	Mar-21	N/A	Apr-31	C	N/A	116
BZ1880	207/223(f)	Allegan	MI	49,703.04	3.090	2.710	0.380	Aug-41	277.06	243	241	2	May-21	Apr-31	Jun-31	H	N/A	118
CA3442	207/223(f)	Aberdeen	MD	49,702.19	2.950	2.700	0.250	May-54	197.09	398	394	4	Mar-21	Apr-22	Apr-31	G	8	116
CA3443	207/223(f)	Madera	CA	49,688.91	2.950	2.700	0.250	Jun-53	200.41	387	383	4	Mar-21	Apr-22	Apr-31	G	8	116
CC3411	207/223(f)	Tulare	CA	49,688.90	2.950	2.700	0.250	Jun-53	200.41	387	383	4	Mar-21	Apr-22	Apr-31	G	8	116
CA7983	207/223(f)	Bradenton	FL	49,667.27	3.540	3.290	0.250	Apr-54	213.65	398	393	5	Feb-21	Mar-22	Mar-31	B	7	115
CC8472	221(d)(4)	Baltimore	MD	49,663.84	3.320	3.070	0.250	Sep-58	195.97	452	446	6	Jun-21	Feb-22	Feb-31	B	6	114
BY5349	207/223(f)/228(a)(7)	Suffern	NY	49,635.89	2.540	2.170	0.370	Jan-46	226.95	297	294	3	Apr-21	N/A	Mar-31	C	N/A	117
BZ8705	207/223(f)	Philadelphia	PA	49,635.09	3.300	3.050	0.250	May-53	210.08	387	382	5	Apr-21	N/A	Mar-31	K	N/A	115
CC3410	221(d)(4)	Oklahoma City	OK	49,632.38	3.000	2.750	0.250	Mar-53	185.89	447	441	6	Jun-21	N/A	Feb-31	C	N/A	114
CB4486	207/223(f)	Roanoke	VA	49,626.69	3.200	2.950	0.250	Apr-53	210.69	385	380	5	Feb-21	Mar-22	Mar-31	F	7	115
CA3371	207/223(f)	Evans	CO	49,626.69	3.200	2.950	0.250	Apr-53	210.69	385	380	5	Feb-21	Mar-22	Mar-31	F	7	115
BY5355	207/223(f)	Miami Gardens	FL	49,613.51	3.670	3.420	0.330	May-54	216.84	400	394	6	Jan-21	Feb-22	Feb-31	B	6	114
CA6935	207/223(f)	Baltimore	MD	49,613.37	3.010	2.760	0.250	Apr-53	202.36	386	381	5	Feb-21	Feb-22	Feb-31	C	N/A	115
CB5391	207/223(f)	Alexandria	LA	49,605.34	3.520	3.270	0.250	Jul-54	211.96	402	396	6	Jan-21	Feb-22	Feb-31	F	6	114
CB0705	207/223(f)	Wilson	NC	49,593.80	3.150	2.900	0.250	Nov-42	266.30	259	256	3	Apr-21	N/A	Mar-31	C	N/A	117
BZ0315	207/223(f)	Graham	NC	49,576.35	2.980	2.730	0.250	Jul-51	208.48	365	360	5	Feb-21	N/A	Mar-31	C	N/A	115
BZ0394	207/223(f)	Columbus	GA	49,560.41	3.500	3.250	0.250	Mar-49	233.24	337	332	7	Feb-21	Jun-23	Mar-31	E	19	115
CA1767	207/223(f)	Weymouth	MA	49,522.13	3.380	3.130	0.250	Apr-54	208.53	400	393	7	Dec-20	Jun-23	Jun-31	E	17	113
CA3488	221(d)(3)/228(a)(7)	Lima	OH	49,404.68	2.800	2.550	0.250	Dec-41	261.98	249	245	4	Mar-21	N/A	Apr-31	C	N/A	116
				48,989.79	2.950	2.620	0.330	Sep-54	374.54	162	158	4	Mar-21	N/A	Apr-31	C	N/A	116

- Based on publicly available information, including the disclosure documents for the Ginnie Mae Multifamily Certificates, the information with respect to the Mortgage Loans set forth on this Exhibit A has been collected and summarized by the Sponsor.
- Certain Mortgage Loans insured under FHA insurance program Section 223(f) cannot be prepaid for a period of five (5) years from the date of endorsement, unless prior written approval from FHA is obtained, regardless of any applicable lockout period associated with such mortgage loans.
- The principal and interest amounts shown in this column reflect only those amounts that are due in respect of the portion of each applicable Ginnie Mae Project Loan Certificate that is a Trust PLC.
- The Lockout End Date is the first month when a Mortgage Loan is no longer subject to any lockout for voluntary prepayments of principal. For purposes of determining the Lockout End Date in this Exhibit A, the Lockout End Date is based on the lockout period described in the note or other evidence of indebtedness without regard to any applicable statutory prepayment prohibition period.
- The Prepayment Penalty End Date is the first month when a Mortgage Loan is no longer subject to the payment of any Prepayment Penalties.



- (6) In some circumstances FHA may permit an FHA-insured Mortgage Loan to be refinanced or prepaid without regard to any Lockout or Prepayment Penalty Code.
- (7) The Remaining Lockout Period is the number of months from the Cut-off Date up to but not including the Lockout End Date.
- (8) The Total Remaining Lockout and Prepayment Penalty Period is the number of months from the Cut-off Date up to but not including the later of the Prepayment Penalty End Date or Lockout End Date.
- (9) Pool Numbers CB3353, CD0863, CD0910 and CD0934 will have monthly principal and interest payments as described in this Supplement. See “*Certain Additional Characteristics of the Mortgage Loans — Level Payments*” in this Supplement.
- (10) The following Pool Numbers will have amortization schedules providing for level monthly principal and interest payments in the amounts indicated in the table below for each payment date prior to the related maturity date, with balloon payments equal to the remaining unpaid principal balance of the related Mortgage Loan plus accrued interest thereon to be due as of its maturity date:

<u>Pool Number</u>	<u>Monthly Principal and Interest</u>
CD0902	\$4,428.50
CD0903	4,438.55
CD0904	883.98

† The Lockout End Date, Prepayment Penalty End Date, Remaining Lockout Period and Total Remaining Lockout and Prepayment Penalty Period are based on the Sponsor’s interpretation of provisions in the related notes. Differing interpretations of these provisions can result in dates and periods that may vary by as much as one month.

### Lockout and Prepayment Penalty Codes:

For each Lockout and Prepayment Penalty Code listed in the table below, lockout up to but not including the Lockout End Date to the extent applicable; from and including the Lockout End Date or to the extent that the Lockout End Date is N/A, after the Issue Date, the applicable Initial Prepayment Penalty Percentage indicated below will apply to any prepaid amount made during the applicable Initial Prepayment Penalty Percentage Term indicated below, which is the number of mortgage loan payment dates from and including the Lockout End Date or beyond the Issue Date, as applicable; thereafter, the applicable Subsequent Prepayment Penalty Percentages indicated below will apply to any prepaid amount, where each percentage applies for a period of twelve consecutive mortgage loan payment dates up to but not including the applicable Prepayment Penalty End Date.

Lockout/Prepayment Penalty Code	Initial Prepayment Penalty Percentage	Initial Prepayment Penalty Percentage Term	Subsequent Prepayment Penalty Percentages
A . . . . .	10%	36	7%, 6%, 5%, 4%, 3%, 2%, 1%
B . . . . .	10%	12	9%, 8%, 7%, 6%, 5%, 4%, 3%, 2%
C . . . . .	10%	12	9%, 8%, 7%, 6%, 5%, 4%, 3%, 2%, 1%
D . . . . .	10%	12	9%, 8%, 7%, 6%, 5%, 4%, 3%
E . . . . .	8%	12	7%, 6%, 5%, 4%, 3%, 2%, 1%
F . . . . .	10%	12	8%, 7%, 6%, 5%, 4%, 3%, 2%, 1%
G . . . . .	9%	12	8%, 7%, 6%, 5%, 4%, 3%, 2%, 1%
H . . . . .	10%	24	8%, 7%, 6%, 5%, 4%, 3%, 2%, 1%
I . . . . .	9%	12	8%, 7%, 6%, 5%, 4%, 3%, 2%
J . . . . .	10%	30	7%, 6%, 5%, 4%, 3%, 2%, 1%
K . . . . .	10%	60	5%, 4%, 3%, 2%, 1%



**\$275,413,119**

**Government National  
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***OFFERING CIRCULAR SUPPLEMENT***  
**July 26, 2021**

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**BMO Capital Markets  
Ramirez and Co., Inc.**