

**\$1,454,759,219**  
**Government National Mortgage Association**  
**GINNIE MAE®**  
**Guaranteed REMIC Pass-Through Securities**  
**and MX Securities**  
**Ginnie Mae REMIC Trust 2025-117**

**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.

**The Trust and its Assets**

The Trust will own (1) Ginnie Mae Certificates and (2) certain previously issued certificates.

**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-8 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, 2025.

You should read the Base Offering Circular as well as 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.

Class of REMIC Securities	Original Principal Balance(2)	Interest Rate	Principal Type(3)	Interest Type(3)	CUSIP Number	Final Distribution Date(4)
<b>Security Group 1</b>						
FA .....	\$100,000,000	(5)	PT	FLT	38381NJ25	July 2055
FD .....	50,000,000	(5)	PT	FLT	38381NJ33	July 2055
FE(1) .....	70,000,000	(5)	PT	FLT	38381NJ41	July 2055
FG .....	40,000,000	(5)	PT	FLT	38381NJ58	July 2055
FM .....	83,333,333	(5)	PT	FLT	38381NJ66	July 2055
H(1) .....	494,228,000	5.50%	SEQ	FIX	38381NJ74	December 2049
HY(1) .....	36,885,000	5.50	SEQ	FIX	38381NJ82	October 2050
MY(1) .....	36,480,000	5.50	SEQ	FIX	38381NJ90	March 2052
NY(1) .....	200,000,000	5.50	SEQ	FIX	38381NK23	July 2055
QY(1) .....	32,407,000	5.50	SEQ	FIX	38381NK31	June 2051
SA .....	170,000,000	(5)	NTL(PT)	INV/IO	38381NK49	July 2055
SD .....	50,000,000	(5)	NTL(PT)	INV/IO	38381NK56	July 2055
SG .....	40,000,000	(5)	NTL(PT)	INV/IO	38381NK64	July 2055
SM .....	83,333,333	(5)	NTL(PT)	INV/IO	38381NK72	July 2055
TA .....	250,000	(5)	NTL(PT)	T/IO	38381NK80	July 2055
<b>Security Group 2</b>						
A .....	15,000,000	5.50	SEQ	FIX	38381NK98	January 2053
AY .....	3,415,000	5.50	SEQ	FIX	38381NL22	July 2055
L .....	10,000,000	5.50	SEQ/AD	FIX	38381NL30	April 2055
LZ .....	51,000	5.50	SEQ	FIX/Z	38381NL48	July 2055
<b>Security Group 3</b>						
AG .....	32,238,663	5.25	SC/PT	FIX	38381NL55	January 2050
AI .....	1,239,948	6.50	NTL(SC/PT)	FIX/IO	38381NL63	January 2050
<b>Security Group 4</b>						
MV .....	5,000,000	3.00	SC/SEQ/AD	FIX	38381NL71	November 2036
MZ(1) .....	12,385,379	3.00	SC/SEQ	FIX/Z	38381NL89	May 2054
ZM(1) .....	12,614,092	3.00	SC/PT	FIX/Z	38381NL97	January 2055
<b>Security Group 5</b>						
FB .....	150,000,000	(5)	PT	FLT	38381NM21	February 2054
FN .....	50,000,000	(5)	PT	FLT	38381NM39	February 2054
SB .....	200,000,000	(5)	NTL(PT)	INV/IO	38381NM47	February 2054
TB .....	250,000	(5)	NTL(PT)	T/IO	38381NM54	February 2054
<b>Security Group 6</b>						
BV(1) .....	8,727,789	5.00	SC/SEQ/AD	FIX	38381NM62	July 2036
BZ(1) .....	11,993,963	5.00	SC/SEQ	FIX/Z	38381NM70	April 2055
<b>Residuals</b>						
R .....	0	0.00	NPR	NPR	38381NM88	July 2055
R5 .....	0	0.00	NPR	NPR	38381NM96	February 2054

- (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 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.

**BofA Securities**

**Drexel Hamilton**

**The date of this Offering Circular Supplement is July 24, 2025.**

## 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 and
- in the case of the Group 3, 4 and 6 securities, each disclosure document relating to the Underlying Certificates (the “Underlying Certificate Disclosure Documents”).

The Base Offering Circular and the Underlying Certificate Disclosure Documents 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 Base Offering Circular. In addition, you can obtain copies of any other documents listed above by contacting BNY Mellon at the telephone number listed above.

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

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## 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:** BofA Securities, Inc.

**Co-Sponsor:** Drexel Hamilton, LLC

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

**Tax Administrator:** The Trustee

**Closing Date:** July 30, 2025

**Distribution Date:** The 20th day of each month or, if the 20th day is not a Business Day, the first Business Day thereafter, commencing in August 2025.

### Trust Assets:

<u>Trust Asset Group or Subgroup<sup>(2)</sup></u>	<u>Trust Asset Type</u>	<u>Certificate Rate</u>	<u>Original Term To Maturity (in years)</u>
1A	Ginnie Mae II	6.000%	30
1B	Ginnie Mae II	6.000%	30
2	Ginnie Mae II	5.500%	30
3	Underlying Certificate	(1)	(1)
4A	Underlying Certificates	(1)	(1)
4B	Underlying Certificate	(1)	(1)
5	Ginnie Mae II	7.000%	30
6	Underlying Certificates	(1)	(1)

(1) Certain information regarding the Underlying Certificates is set forth in Exhibit A to this Supplement.

(2) The Group 1 and 4 Trust Assets consist of the enumerated subgroups (each, a “Subgroup”).

**Security Groups:** This series of Securities consists of multiple Security Groups (each, a “Group”), as shown on the front cover of this Supplement and on Schedule I to this Supplement. Payments on each Group will be based solely on payments on the Trust Asset Group with the same numerical designation.

### Assumed Characteristics of the Mortgage Loans Underlying the Group 1 and 2 Trust Assets<sup>(1)</sup>:

<u>Principal Balance</u>	<u>Weighted Average Remaining Term to Maturity (in months)</u>	<u>Weighted Average Loan Age (in months)</u>	<u>Weighted Average Mortgage Rate<sup>(2)</sup></u>
<b>Subgroup 1A Trust Assets</b>			
\$1,043,333,333	357	2	6.548%
<b>Subgroup 1B Trust Assets</b>			
\$100,000,000	356	3	6.537%
<b>Group 2 Trust Assets</b>			
\$28,466,000	351	3	6.056%

<sup>(1)</sup> As of July 1, 2025.

<sup>(2)</sup> The Mortgage Loans underlying the Group 1 and 2 Trust Assets may bear interest at rates ranging from 0.25% to 1.50% per annum above the related Certificate Rate.

The actual remaining terms to maturity, loan ages and Mortgage Rates of many of the Mortgage Loans underlying the Group 1 and 2 Trust Assets will differ from the weighted averages shown above, perhaps significantly. See *“The Trust Assets — The Mortgage Loans” in this Supplement*.

**Characteristics of the Mortgage Loans Underlying the Group 5 Trust Assets<sup>(1)</sup>:**

<u>Pool Number</u>	<u>Principal Balance</u>	<u>Weighted Average Remaining Term to Maturity (in months)</u>	<u>Weighted Average Loan Age (in months)</u>	<u>Weighted Average Mortgage Rate<sup>(2)</sup></u>
<b>Group 5 Trust Assets</b>				
MA9491 .....	\$200,000,000.32	339	18	7.508%

<sup>(1)</sup> As of July 1, 2025.

<sup>(2)</sup> The Mortgage Loans underlying the Group 5 Trust Assets may bear interest at rates ranging from 0.25% to 1.50% per annum above the related Certificate Rate.

The actual remaining terms to maturity, loan ages and Mortgage Rates of many of the Mortgage Loans underlying the Group 5 Trust Assets will differ from the weighted averages shown above, perhaps significantly. See *“The Trust Assets — The Mortgage Loans” in this Supplement*.

**Characteristics of the Group 3, 4 and 6 Trust Assets:** See Exhibit A to this Supplement for certain information regarding the characteristics of the related Underlying Certificates.

**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, Inverse Floating Rate and Toggle 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 “30-day Average SOFR”) as follows:

Class	Interest Rate Formula(1)	Initial Interest Rate(2)	Minimum Rate	Maximum Rate	Delay (in days)	30-day Average SOFR for Minimum Interest Rate
<b>Security Group 1</b>						
FA . . . . .	30-day Average SOFR + 1.15%	5.45218000%	1.15%	7.00000000%	0	0.00000000%
FC . . . . .	30-day Average SOFR + 1.10%	5.40218000%	1.10%	7.00000000%	0	0.00000000%
FD . . . . .	30-day Average SOFR + 1.32%	5.62218000%	1.32%	6.50000000%	0	0.00000000%
FE . . . . .	30-day Average SOFR + 1.10%	5.40218000%	1.10%	7.00000000%	0	0.00000000%
FG . . . . .	30-day Average SOFR + 0.90%	5.20218000%	0.90%	8.00000000%	0	0.00000000%
FM . . . . .	30-day Average SOFR + 1.00%	5.30218000%	1.00%	7.50000000%	0	0.00000000%
SA . . . . .	5.87058823% – 30-day Average SOFR	1.56840823%	0.00%	5.87058823%	0	5.87058823%
SD . . . . .	5.18% – 30-day Average SOFR	0.87782000%	0.00%	5.18000000%	0	5.18000000%
SG . . . . .	7.10% – 30-day Average SOFR	2.79782000%	0.00%	7.10000000%	0	7.10000000%
SM . . . . .	6.50% – 30-day Average SOFR	2.19782000%	0.00%	6.50000000%	0	6.50000000%
TA . . . . .	If 30-day Average SOFR < 5.87058823%: - 2340% + (30-day Average SOFR x 400) If 30-day Average SOFR ≥ 5.87058823%: 1652% – (30-day Average SOFR x 280)	0.00000000%	0.00%	8.23529412%	0	(3)
<b>Security Group 5</b>						
FB . . . . .	30-day Average SOFR + 1.00%	5.35000000%	1.00%	7.00000000%	0	0.00000000%
FN . . . . .	30-day Average SOFR + 0.90%	5.25000000%	0.90%	7.00000000%	0	0.00000000%
SB . . . . .	6.025% – 30-day Average SOFR	1.67500000%	0.00%	6.02500000%	0	6.02500000%
TB . . . . .	If 30-day Average SOFR < 6.025%: - 3600% + (30-day Average SOFR x 600) If 30-day Average SOFR ≥ 6.025%: 1220% – (30-day Average SOFR x 200)	0.00000000%	0.00%	15.00000000%	0	(4)

- (1) 30-day Average SOFR will be established as described under “Description of the Securities — Interest Distributions — Floating Rate, Inverse Floating Rate and Toggle 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.
- (3) The 30-day Average SOFR values that produce the Minimum Rate are less than or equal to 5.85000% and greater than or equal to 5.90000%.
- (4) The 30-day Average SOFR values that produce the Minimum Rate are less than or equal to 6.00000% and greater than or equal to 6.10000%.

**Allocation of Principal:** On each Distribution Date for a Security Group, the following distributions will be made to the related Securities:

#### **SECURITY GROUP 1**

The Subgroup 1A Principal Distribution Amount and the Subgroup 1B Principal Distribution Amount will be allocated as follows:

- 71.8849840485% of the Subgroup 1A Principal Distribution Amount and 50% of the Subgroup 1B Principal Distribution Amount, sequentially, to H, HY, QY, MY and NY, in that order, until retired
- 28.1150159515% of the Subgroup 1A Principal Distribution Amount, concurrently, to FA, FE, FG and FM, pro rata, until retired
- 50% of the Subgroup 1B Principal Distribution Amount to FD, until retired

#### **SECURITY GROUP 2**

The Group 2 Principal Distribution Amount and the LZ Accrual Amount will be allocated as follows:

- The LZ Accrual Amount, sequentially, to L and LZ, in that order, until retired
- 64.6912105670% of the Group 2 Principal Distribution Amount, sequentially, to A and AY, in that order, until retired
- 35.3087894330% of the Group 2 Principal Distribution Amount, sequentially, to L and LZ, in that order, until retired

#### **SECURITY GROUP 3**

The Group 3 Principal Distribution Amount will be allocated to AG, until retired

#### **SECURITY GROUP 4**

The Subgroup 4A Principal Distribution Amount, the Subgroup 4B Principal Distribution Amount and the MZ Accrual Amount will be allocated as follows:

- The Subgroup 4A Principal Distribution Amount and the MZ Accrual Amount, sequentially, to MV and MZ, in that order, until retired
- The Subgroup 4B Principal Distribution Amount to ZM, until retired

#### **SECURITY GROUP 5**

The Group 5 Principal Distribution Amount will be allocated, concurrently, to FB and FN, pro rata, until retired

#### **SECURITY GROUP 6**

The Group 6 Principal Distribution Amount and the BZ Accrual Amount will be allocated, sequentially, to BV and BZ, in that order, until retired

**Accrual Classes:** Interest will accrue on each Accrual Class identified on the front cover of this Supplement at the per annum rate set forth on that page. However, no interest will be distributed to the Accrual Classes as interest. Interest so accrued on each Accrual Class on each Distribution Date will constitute an Accrual Amount, which will be added to the Class Principal Balance of that Class on each Distribution Date and will be distributable as principal as set forth in this Terms Sheet under “Allocation of Principal.”

Principal will be distributed to Class ZM when received as principal from the Underlying Certificate, as set forth in this Terms Sheet under “Allocation of Principal.” The Underlying Certificate is also an Accrual Class. Interest will accrue on the Underlying Certificate at the rate set forth on the front cover of the Underlying Certificate Disclosure Document. However, no interest will be distributed to the Underlying Certificate as interest, but will constitute an Accrual Amount with respect to the Underlying Trust, which will be added to the Class Principal Balance of the Underlying Certificate on each Distribution Date and will be distributable as principal as set forth in the Terms Sheet of the Underlying Certificate Disclosure Document.

**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 Approximately</u>
<b>Security Group 1</b>		
HI .....	\$ 82,371,333	16.666666667% of H (SEQ Class)
IO .....	133,333,333	16.666666667% of H, HY, MY, NY and QY (in the aggregate) (SEQ Classes)
MI .....	93,920,000	16.666666667% of H, HY and QY (in the aggregate) (SEQ Classes)
NI .....	100,000,000	16.666666667% of H, HY, MY and QY (in the aggregate) (SEQ Classes)
QI .....	88,518,833	16.666666667% of H and HY (in the aggregate) (SEQ Classes)
SA .....	170,000,000	100% of FA and FE (in the aggregate) (PT Classes)
SD .....	50,000,000	100% of FD (PT Class)
SG .....	40,000,000	100% of FG (PT Class)
SM .....	83,333,333	100% of FM (PT Class)
TA .....	250,000	0.1470588235% of FA and FE (in the aggregate) (PT Classes)
<b>Security Group 3</b>		
AI .....	\$ 1,239,948	3.8461538462% of AG (SC/PT Class)
<b>Security Group 5</b>		
SB .....	\$200,000,000	100% of FB and FN (in the aggregate) (PT Classes)
TB .....	250,000	0.125% of FB and FN (in the aggregate) (PT Classes)

**Tax Status:** Single REMIC Series as to each of the following Groups of Trust Assets and related Trust REMIC:

<u>Trust Assets</u>	<u>Trust REMIC</u>
Group 1, 2, 3, 4 and 6 Trust Assets	Group 1, 2, 3, 4 and 6 REMIC
Group 5 Trust Assets	Group 5 REMIC

Separate REMIC elections will be made as to each of the Trust REMICs identified above. *See “Certain United States Federal Income Tax Consequences” in this Supplement and in the Base Offering Circular.*

**Regular and Residual Classes:** Classes R and R5 are Residual Classes and represent the Residual Interest of the related Trust REMIC as described under “Certain United States Federal Income Taxes — Residual Securities” in this Supplement. 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 to vary. Borrowers generally may prepay their mortgage loans at any time without penalty.

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 reduce the value of the remaining security and also 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.

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 homes 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.

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

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



- you bought 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 30-day Average SOFR will affect the yields on the floating rate, inverse floating rate, and under certain circumstances, toggle securities.*** If 30-day Average SOFR performs differently from what you expect, the yield on the floating rate, inverse floating rate, and under certain circumstances, toggle securities may be lower than you expect. Lower levels of such index will generally reduce the yield on floating

rate and, under certain circumstances, toggle securities; higher levels of such index will generally reduce the yield on the inverse floating rate and, under certain circumstances, toggle securities. You should bear in mind that the timing of changes in the level of such indices, as applicable, may affect your yield: generally, the earlier a change, the greater the effect on your yield. It is doubtful that such index will remain constant.

***An investment in the securities is subject to significant reinvestment 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.

***The rate of payments on the underlying certificates will directly affect the rate of payments on the group 3, 4 and 6 securities.*** The underlying certificates will be sensitive in varying degrees to:

- the rate of payments of principal (including prepayments) of the related mortgage loans, and
- the priorities for the distribution of principal among the classes of the related underlying series.

The underlying certificates included in trust asset groups 4A, 4B, and 6 are not entitled to distributions of principal until certain classes of the related underlying series have been retired and, accordingly, distributions of principal of the related mortgage loans for extended periods may be applied to the distribution of principal of such classes of certificates having priority over these underlying certificates. Accordingly, these underlying certificates may receive no principal distributions for extended periods of time.

This supplement contains no information as to whether the underlying certificates have performed as originally anticipated. Additional information as to the underlying certificates may be obtained by performing an analysis of current principal factors of the underlying certificates in light of applicable information contained in the underlying certificate disclosure document.

***Up to 10% of the mortgage loans underlying the trust assets may be higher balance mortgage loans.*** Subject to special pooling parameters set forth in the Ginnie Mae Mortgage-Backed Securities Guide, qualifying federally-insured or guaranteed mortgage loans that exceed certain balance thresholds established by Ginnie Mae (“higher balance mortgage loans”) may be included in Ginnie Mae guaranteed pools. There are no historical performance data regarding the prepayment rates for higher balance mortgage loans. If the higher balance mortgage loans prepay faster or slower than expected, the weighted average lives and yields of the related securities are likely to be affected, perhaps significantly. Furthermore, higher balance mortgage loans tend to be concentrated in certain geographic areas, which may experience relatively higher rates of defaults in the event of adverse economic conditions. No assurances can be given about the prepayment experience or performance of the higher balance mortgage loans.

***An investment in the floating rate, inverse floating rate and toggle 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 published 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 30-day Average 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, Inverse Floating Rate and Toggle Classes” in this supplement, the return on and value of the floating rate, inverse floating rate and toggle securities may fluctuate more than debt securities linked to less volatile indices.

30-day Average SOFR is a relatively new market index, and the floating rate, inverse floating rate and toggle 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. Market terms for securities indexed to 30-day Average SOFR may evolve over time, and trading prices of some securities indexed to 30-day Average SOFR may be lower than those of later-issued securities as a result. Similarly, if 30-day Average SOFR does not prove to be widely used in similar securities, the trading price of related SOFR-Based Classes may be lower than those of securities linked to indices that are more widely used. Investors in SOFR-Based Classes may not be able to sell their securities at all or may not be able to sell their securities at prices that will provide them with a yield comparable to similar investments that have a developed secondary market, and may consequently suffer from increased pricing volatility and market risk.

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

***Interest on the floating rate, inverse floating rate and toggle securities will be determined using a replacement rate if 30-day Average SOFR is no longer available, which could adversely affect the value of your***

***investment in the floating rate, inverse floating rate and toggle securities.*** 30-day Average SOFR is published by the Federal Reserve Bank of New York based on data received from other sources, and neither Ginnie Mae nor the trustee has any control over its determination, calculation or publication. The activities of the Federal Reserve Bank of New York may directly affect prevailing 30-day Average SOFR in unpredictable ways. There can be no guarantee that 30-day Average SOFR will not be discontinued or fundamentally altered in a manner that is materially adverse to the interests of holders of securities indexed to 30-day Average SOFR. If the manner in which 30-day Average SOFR is calculated is changed or if 30-day Average SOFR is discontinued, that change or discontinuance may result in a reduction of the amount of interest payable on applicable SOFR-Based Classes and the trading prices of such Classes.

The Federal Reserve Bank of New York has noted that it may alter the methods of calculation, publication schedule, rate revision practices or availability of 30-day Average SOFR at any time without notice. There can be no assurance that 30-day Average SOFR will not be discontinued or fundamentally altered in a manner that is materially adverse to the interests of investors in the floating rate, inverse floating rate and toggle securities.

If 30-day Average SOFR is no longer published or cannot be used, the amount of interest payable on the floating rate, inverse floating rate and toggle securities will be determined using a replacement rate, as described under “Description of the Securities — Interest Rate Indices — Benchmark Replacement” in the 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 or any other party, as described under “Description of the Securities — Interest Rate Indices — Benchmark Replacement” in the base offering circular. This could reduce the amount of interest payable on the floating rate, inverse floating rate and toggle securities, which could adversely affect the return on, value of, and market for, the floating rate,

inverse floating rate and toggle securities. Furthermore, there can be no assurance that the characteristics of any replacement rate will be similar to 30-day Average SOFR or that any replacement rate will produce the economic equivalent of 30-day Average SOFR.

***The securities may not be a suitable investment for you.*** The securities, especially the group 3, 4 and 6 securities and, in particular, the interest only, accrual and residual classes, are not suitable investments for all investors.

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

which are likely to be different from the actual characteristics. As a result, the yields on your securities could be lower than you expected, even if the mortgage loans prepay at the constant prepayment rates set forth in the applicable table.

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.

## **THE TRUST ASSETS**

### **General**

The Sponsor intends to acquire the Trust Assets 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 Trust Assets. All Trust Assets, regardless of whether the assets consist of Trust MBS or Underlying Certificates, will evidence, directly or indirectly, Ginnie Mae Certificates.

### **The Trust MBS (Groups 1, 2 and 5)**

The Trust MBS are either:

1. Ginnie Mae II MBS Certificates guaranteed by Ginnie Mae, or
2. Ginnie Mae Platinum Certificates backed by Ginnie Mae II MBS Certificates and guaranteed by Ginnie Mae.

Each Mortgage Loan underlying a Ginnie Mae II MBS Certificate issued prior to July 1, 2003 bears interest at a Mortgage Rate 0.50% to 1.50% per annum greater than the related Certificate Rate. Each Mortgage Loan underlying a Ginnie Mae II MBS Certificate issued on or after July 1, 2003 bears interest at a Mortgage Rate 0.25% to 0.75% per annum greater than the related Certificate Rate. Ginnie Mae receives a fee (the “Ginnie Mae Certificate Guaranty Fee”) for its guaranty of each Ginnie Mae II MBS Certificate of 0.06% per annum of the outstanding principal balance of each related Mortgage Loan. The difference between (a) the Mortgage Rate and (b) the sum of the Certificate Rate and the rate of the Ginnie Mae Certificate Guaranty Fee is used to pay the related servicers of the Mortgage Loans a monthly servicing fee.

### **The Underlying Certificates (Groups 3, 4 and 6)**

The Group 3, 4 and 6 Trust Assets are Underlying Certificates that represent beneficial ownership interests in one or more separate trusts, the assets of which evidence direct or indirect beneficial ownership interests in certain Ginnie Mae Certificates. Each Underlying Certificate constitutes all or a portion of a class of a separate Series of certificates described in the related Underlying Certificate Disclosure Document. Each Underlying Certificate Disclosure Document may be obtained from the Information Agent as described under “Available Information” in this Supplement or on [ginniemae.gov](http://ginniemae.gov). Investors are cautioned that material changes in facts and circumstances may have occurred since the date of each Underlying Certificate Disclosure Document, including changes in prepayment rates, prevailing interest rates and other economic factors, which may limit the usefulness of, and be directly contrary to the assumptions used in preparing the information included in, the offering document. See “*Underlying Certificates*” in the Base Offering Circular.

Each Underlying Certificate provides for monthly distributions and is further described in the table contained in Exhibit A to this Supplement.

### **The Mortgage Loans**

The Mortgage Loans underlying the Group 1 and 2 Trust Assets are expected to have, on a weighted average basis, the characteristics set forth in the Terms Sheet under “Assumed Characteristics of the Mortgage Loans Underlying the Group 1 and 2 Trust Assets” and the general characteristics described in the Base Offering Circular. The Mortgage Loans underlying the Group 5 Trust Assets are expected to have, on a weighted average basis, the characteristics set forth in the Terms Sheet under “Characteristics of the Mortgage Loans Underlying the Group 5 Trust Assets” and the general characteristics described in the Base Offering Circular. The Mortgage Loans will consist of first lien, single-family, fixed rate, residential mortgage loans that are insured or guaranteed by the Federal Housing Administration, the United States Department of Veterans Affairs, Rural Development (formerly the Rural Housing Service) or the United States Department of Housing and Urban Development (“HUD”). See *“The Ginnie Mae Certificates — General” in the Base Offering Circular*.

Specific information regarding the characteristics of the Mortgage Loans underlying the Trust MBS is not available. For purposes of this Supplement, certain assumptions have been made regarding the remaining terms to maturity, loan ages and Mortgage Rates of the Mortgage Loans underlying the Trust MBS. However, the actual remaining terms to maturity, loan ages and Mortgage Rates of many of the Mortgage Loans will differ from the characteristics assumed, perhaps significantly. This will be the case even if the weighted average characteristics of the Mortgage Loans are the same as the assumed characteristics. Small differences in the characteristics of the Mortgage Loans can have a significant effect on the Weighted Average Lives and yields of the Securities. See *“Risk Factors” and “Yield, Maturity and Prepayment Considerations” in this Supplement*.

### **The Trustee Fee**

The Sponsor will contribute certain Ginnie Mae Certificates in respect of the Trustee Fee. On each Distribution Date, the Trustee will retain all principal and interest distributions received on such Ginnie Mae Certificates 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 Base Offering Circular*.

## **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 Base Offering Circular*.



## **Form of Securities**

Each Class of Securities other than the Residual Securities initially will be issued and maintained, 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. *See “Description of the Securities — Forms of Securities; Book-Entry Procedures” in the Base Offering Circular.*

Each Regular and MX 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 Base Offering Circular, by wire transfer. *See “Description of the Securities — Distributions” and “— Method of Distributions” in the 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 (or accrued in the case of an Accrual Class) 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 (or accrued in the case of an Accrual Class) 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 of this Supplement and on Schedule I to 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 Base Offering Circular.

### *Accrual Periods*

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

<u>Class</u>	<u>Accrual Period</u>
Fixed Rate Classes	The calendar month preceding the related Distribution Date
Floating Rate, Inverse Floating Rate and Toggle Classes	From the 20th day of the month preceding the month of the related Distribution Date through the 19th day of the month of that Distribution Date

### *Fixed Rate Classes*

Each Fixed Rate Class will bear interest at the per annum Interest Rate shown on the front cover of this Supplement or on Schedule I to this Supplement.

### *Floating Rate, Inverse Floating Rate and Toggle Classes*

The Floating Rate, Inverse Floating Rate and Toggle Classes will bear interest as shown under “Terms Sheet — Interest Rates” in this Supplement. The Interest Rates for the Floating Rate, Inverse Floating Rate and Toggle Classes will be based on 30-day Average SOFR as described below.

The Interest Rate for the Floating Rate, Inverse Floating Rate and Toggle Classes will be based on 30-day Average SOFR. The Trustee or its agent will determine 30-day Average SOFR as described under “Description of the Securities — Interest Rate Indices — Determination of 30-day Average SOFR” in the Base Offering Circular.

If 30-day Average 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 — Benchmark Replacement” in the Base Offering Circular.

The Trustee’s determination of 30-day Average SOFR and its calculation of the Interest Rates will be final except in the case of clear error. Investors can obtain 30-day Average 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.

### *Accrual Classes*

Each of Classes BZ, LZ, MZ and ZM is an Accrual Class. Interest will accrue on the Accrual Classes and be distributed as described under “Terms Sheet — Accrual Classes” in this Supplement.

## **Principal Distributions**

The Principal Distribution Amount for each Group or Subgroup, as applicable, and each Accrual Amount will be distributed to the Holders entitled thereto as described under “Terms Sheet — Allocation of Principal” in this Supplement. With respect to Subgroup 4B, the Principal Distribution Amount shall include any Accrual Amount distributed as principal on the related Underlying Certificates as described in the related Underlying Certificate Disclosure Document. 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 of this Supplement and on Schedule I to 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 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 and on Schedule I to Supplement. The Class Notional Balances will be reduced as shown under “Terms Sheet — Notional Classes” in this Supplement.

### **Residual Securities**

The Residual Securities will represent the beneficial ownership of the Residual Interest in the related Trust REMIC, as described in “Certain United States Federal Income Tax Consequences” in this Supplement and the Base Offering Circular. The Residual Securities have no Class Principal Balance and do not accrue interest. The Residual Securities will be entitled to receive the proceeds of the disposition of any assets remaining in the related Trust REMIC after the Class Principal Balance or Class Notional Balance of each Class of Regular Securities in the related Security Group or Groups 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 (and any addition to the Class Principal Balance of an Accrual Class) 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 (or addition to principal) 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 (other than an Accrual Class) can calculate the amount of principal and interest to be distributed to that Class and investors in an Accrual Class can calculate the total amount of principal to be distributed to (or interest to be added to the Class Principal Balance of) 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 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. The exercise of this option may be influenced by a number of factors, including but not limited to, the value of the Trust Assets then remaining in the Trust and general market conditions. The Trustee will be entitled to retain all proceeds and any other amounts in excess of the termination price payable to the Securities under the Trust Agreement.

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 such Trust REMIC and retire the related Securities. For these purposes, the Trust REMICs and the Securities with corresponding numerical designations are related as follows:

<u>Trust REMICs</u>	<u>Related Securities</u>
Group 1, 2, 3, 4 and 6 REMIC	Group 1, 2, 3, 4 and 6 Securities
Group 5 REMIC	Group 5 Securities

Upon any termination of the Trust (or one or more related Trust REMICs), the Holder of any related 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 related 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 related Trust REMIC after payment in full of the amounts described in the foregoing sentence. However, any remaining assets are not likely to be significant.

With respect to Security Group 5, a Holder of all of the outstanding Regular Securities such Security Group and the related Class of Residual Securities will have the right to purchase the related Trust Assets upon three Business Days' notice (the "Notice Period"). The purchase will be for cash in an amount equal to (A)(i) the aggregate remaining principal balance of the assets of such Security Group, but in no event less than the aggregate outstanding principal amount of the Securities of such Security Group, plus (ii) accrued interest on the Securities of such Security Group, less (B) amounts on deposit in the related Trust REMIC for distribution on the Securities of such Security Group, plus (C) a \$5,000 termination fee payable to the Trustee in connection with each Security Group to be terminated. After the Notice Period, and upon such purchase, the Trustee will terminate the related Trust REMIC. Upon such termination, the Trustee will distribute the cash proceeds of the sale of the related Trust Assets to the Holder of the related Securities (which distribution may be offset against amounts due on the sale of such assets), will cancel the Securities of the related Security Group and cause the removal from the Book-Entry Depository Account of all Classes of the related Security Group, will cancel the related Class of Residual Securities, and will credit the remaining Trust Assets in the related Security Group to the account of the surrendering Holder. Notwithstanding anything to the contrary contained herein, no such termination will be allowed unless the Trustee and Ginnie Mae are provided, at no cost to either the Trustee or Ginnie Mae, an Opinion of Counsel, acceptable to the Trustee and Ginnie Mae, to the effect that such termination constitutes a "qualified liquidation" under the REMIC Provisions, including Section 860F(a)(4) of the Code, and such termination will not result in a disqualification of any Trust REMIC that is not terminated at such time or the imposition of any "prohibited transactions" or "contributions" tax under the REMIC Provisions on any Trust REMIC that is not terminated at such time.

### **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 or Classes shown on Schedule I to this Supplement.

Similarly, all or a portion of the related MX Class or Classes may be exchanged for proportionate interests in the related Class or Classes of REMIC Securities and, in the case of Combinations 1, 2, 3, 4, 5, 7, 8, 9 and 10, other related MX Classes. This process may occur repeatedly.

In the case of Combinations 1, 2, 3, 4 and 5, the related REMIC Securities may be exchanged for proportionate interests in various subcombinations of MX Classes. Similarly, all or a portion of these MX Classes may be exchanged for proportionate interests in the related REMIC Securities or in other subcombinations of the related MX Classes. Each subcombination 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. See the example under *“Description of the Securities — Modification and Exchange”* in the Base Offering Circular.

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 and/or notional balances 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 USBGNMA@usbank.com or in writing at its Corporate Trust Office at U.S. Bank National Association, One Federal Street, 3rd Floor, Boston, Massachusetts, 02110, Attention: Ginnie Mae REMIC Trust 2025-117. The Trustee may be contacted by telephone at (617) 603-6451.

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 (or notional 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 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 related Securities.

- The Mortgage Loans do not contain “due-on-sale” provisions, and any Mortgage Loan may be prepaid in full or in part at any time without penalty.
- The rate of payments (including prepayments and payments in respect of liquidations) on the Mortgage Loans is dependent on a variety of economic, geographic, social and other factors, including prevailing market interest rates and general economic factors.

The rate of prepayments with respect to single-family mortgage loans has fluctuated significantly in recent years. Although there is no assurance that prepayment patterns for the Mortgage Loans will conform to patterns for more traditional types of conventional fixed rate mortgage loans, generally:

- if mortgage interest rates fall materially below the Mortgage Rates on any of the Mortgage Loans (giving consideration to the cost of refinancing), the rate of prepayment of those Mortgage Loans would be expected to increase; and
- if mortgage interest rates rise materially above the Mortgage Rates on any of the Mortgage Loans, the rate of prepayment of those Mortgage Loans would be expected to decrease.

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 Certificates. As a result, defaults experienced on the Mortgage Loans will accelerate the distribution of principal of the Securities.

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.

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*.

Investors in the Group 3, 4 and 6 Securities are urged to review the discussion under "Risk Factors — The rate of payments on the underlying certificates will directly affect the rate of payments on the group 3, 4 and 6 securities" in this Supplement.

### **Accretion Directed Classes**

Classes BV, L and MV are Accretion Directed Classes. The related Accrual Amount will be applied to making principal distributions on those Classes as described in this Supplement.

Each of the Accretion Directed Classes has the AD designation in the suffix position, rather than the prefix position, in its class principal type because it does not have principal payment stability through the applicable pricing prepayment assumption. Classes BV and MV will have principal payment stability only through the prepayment rate shown in the table below. Class L is not listed in the table below because, although it is entitled to receive payments from the related Accrual Amount, it does not have principal payment stability through any constant prepayment rate significantly higher than 0% PSA.

The Accretion Directed Classes are entitled to principal payments in an amount equal to interest accrued on the related Accrual Class. With respect to the Classes listed in the table below, the Weighted Average Life of each such Class cannot exceed their Weighted Average Life as shown in the following table under any constant prepayment scenario, even a scenario where there are no prepayments.

- Moreover, based on the Modeling Assumptions, if the related Mortgage Loans prepay at any constant rate at or below the rate for an Accretion Directed Class shown in the table below, the Class Principal Balance of such Class would be reduced to zero on, but not before, its Final Distribution Date, and the Weighted Average Life of such Class would equal its maximum Weighted Average Life shown in the table below.

- However, the Weighted Average Lives of Classes BV and MV will be reduced at prepayment speeds higher than the constant rates shown in the table below. See “Yield, Maturity and Prepayment Considerations — Decrement Tables” in this Supplement.

#### Accretion Directed Classes

Security Group	Class	Maximum Weighted Average Life (in years) <sup>(1)</sup>	Final Distribution Date	Prepayment Rate at or below
4 .....	MV	6.0	November 2036	83% PSA
6 .....	BV	6.0	July 2036	186% PSA

- <sup>(1)</sup> The maximum Weighted Average Life for each Class shown in this table is based on the Modeling Assumptions and the assumption that the related Mortgage Loans prepay at any constant rate at or below the rate shown in the table for such Class.

The Mortgage Loans will have characteristics that differ from those of the Modeling Assumptions. Therefore, even if the related Mortgage Loans prepay at a rate at or somewhat below the “at or below” rate shown for Class BV and MV, the Class Principal Balance of such Class could be reduced to zero before its Final Distribution Date, and its Weighted Average Life could be shortened.

#### 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 Government Loans” in the 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 characteristics of the Underlying Certificates, the priorities of distributions on the Underlying Certificates and the following assumptions (the “Modeling Assumptions”), among others:

1. The Mortgage Loans underlying the Group 1 and 2 Trust Assets have the assumed characteristics shown under “Assumed Characteristics of the Mortgage Loans Underlying the Group 1 and 2 Trust Assets” in the Terms Sheet and the Mortgage Loans underlying the Group 5 Trust Assets have the characteristics shown under the “Characteristics of the Mortgage Loans Underlying the Group 5 Trust Assets” in the Terms Sheet, except in the case of information set forth under the 0% PSA Prepayment Assumption Rate for which each Mortgage Loan underlying a Group 1 and 2 Trust Asset is assumed to have an original and a remaining term to maturity of 360 months and each Mortgage Loan Underlying a Group 1 and 2 Trust Asset is assumed to have a Mortgage Rate of 1.50% per annum higher than the related Certificate Rate.

2. The Mortgage Loans prepay at the constant percentages of PSA (described below) shown in the related table.

3. Distributions on the Securities are always received on the 20th day of the month, whether or not a Business Day, commencing in August 2025.

4. A termination of the Trust, any Trust REMIC or any Underlying Trusts does not occur.

5. The Closing Date for the Securities is July 30, 2025.

6. No expenses or fees are paid by the Trust other than the Trustee Fee, which is paid as described under “The Trust Assets — The Trustee Fee” in this Supplement.

7. Distributions on the Underlying Certificates are made as described in the related Underlying Certificate Disclosure Documents.

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

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, most of the Mortgage Loans will not have the characteristics assumed, many Distribution Dates will occur on a Business Day after the 20th day of the month, 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 and Calculated Certificate Factors, as applicable, which may not reflect actual receipts on the Trust Assets.

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

## Decrement Tables

Prepayments of mortgage loans are commonly measured by a prepayment standard or model. The model used in this Supplement, Prepayment Speed Assumption (“PSA”), is the standard prepayment assumption model of The Securities Industry and Financial Markets Association. PSA represents an assumed rate of 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 — Standard Prepayment Assumption Models” in the Base Offering Circular.

The decrement tables set forth below are based on the assumption that the Mortgage Loans prepay at the indicated percentages of PSA (the “PSA Prepayment Assumption Rates”). As used in the tables, each of the PSA Prepayment Assumption Rates reflects a percentage of the 100% PSA assumed prepayment rate. **The Mortgage Loans will not prepay at any of the PSA Prepayment Assumption Rates, and the timing of changes in the rate of prepayments actually experienced on the Mortgage Loans will not follow the pattern described for the PSA assumption.**

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 related Mortgage Loans prepay at the PSA Prepayment Assumption Rates. 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 PSA Prepayment Assumption Rate. The Weighted Average Life of each Class is calculated by:

- (a) 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,
- (b) summing the results, and
- (c) 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 information shown for each Notional Class is for illustrative purposes only, as a Notional Class is not entitled to distributions of principal and has 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.

**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 characteristics of the Mortgage Loans underlying the related Trust Assets and the Modeling Assumptions.**



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

Security Group 1 PSA Prepayment Assumption Rates																				
Distribution Date	Classes AT, BT, CT, DT, ET and IO					Classes FA, FC, FE, FG, FM, SA, SG, SM and TA					Classes FD and SD					Classes H, HA, HB, HC, HD, HE, HG and HI				
	0%	100%	315%	500%	700%	0%	100%	315%	500%	700%	0%	100%	315%	500%	700%	0%	100%	315%	500%	700%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
July 2026	99	97	94	90	87	99	97	94	90	87	99	97	93	89	86	99	95	89	84	79
July 2027	98	92	80	71	61	98	92	80	71	61	98	92	79	69	59	97	87	68	53	37
July 2028	97	85	65	49	35	97	85	65	49	35	97	85	64	48	34	95	76	43	18	0
July 2029	96	79	52	34	20	96	79	52	34	20	96	79	51	33	19	93	66	22	0	0
July 2030	95	73	41	23	12	95	73	41	23	12	95	73	41	23	11	91	57	5	0	0
July 2031	93	68	33	16	7	93	68	33	16	7	93	67	32	16	6	89	48	0	0	0
July 2032	92	63	26	11	4	92	63	26	11	4	92	62	26	11	4	87	39	0	0	0
July 2033	90	58	21	8	2	90	58	21	8	2	90	57	20	7	2	84	31	0	0	0
July 2034	89	53	17	5	1	89	53	17	5	1	89	53	16	5	1	82	24	0	0	0
July 2035	87	49	13	4	1	87	49	13	4	1	87	48	13	3	1	79	17	0	0	0
July 2036	85	45	10	2	0	85	45	10	2	0	85	44	10	2	0	75	10	0	0	0
July 2037	83	41	8	2	0	83	41	8	2	0	83	40	8	2	0	72	4	0	0	0
July 2038	80	37	6	1	0	80	37	6	1	0	80	37	6	1	0	68	0	0	0	0
July 2039	78	34	5	1	0	78	34	5	1	0	78	33	5	1	0	64	0	0	0	0
July 2040	75	30	4	1	0	75	30	4	1	0	75	30	4	0	0	60	0	0	0	0
July 2041	73	27	3	0	0	73	27	3	0	0	73	27	3	0	0	56	0	0	0	0
July 2042	70	25	2	0	0	70	25	2	0	0	70	24	2	0	0	51	0	0	0	0
July 2043	66	22	2	0	0	66	22	2	0	0	66	22	2	0	0	45	0	0	0	0
July 2044	63	19	1	0	0	63	19	1	0	0	63	19	1	0	0	40	0	0	0	0
July 2045	59	17	1	0	0	59	17	1	0	0	59	17	1	0	0	33	0	0	0	0
July 2046	55	15	1	0	0	55	15	1	0	0	55	15	1	0	0	27	0	0	0	0
July 2047	50	13	1	0	0	50	13	1	0	0	50	13	1	0	0	20	0	0	0	0
July 2048	46	11	0	0	0	46	11	0	0	0	46	11	0	0	0	12	0	0	0	0
July 2049	40	9	0	0	0	40	9	0	0	0	40	9	0	0	0	4	0	0	0	0
July 2050	35	7	0	0	0	35	7	0	0	0	35	7	0	0	0	0	0	0	0	0
July 2051	29	5	0	0	0	29	5	0	0	0	29	5	0	0	0	0	0	0	0	0
July 2052	22	4	0	0	0	22	4	0	0	0	22	4	0	0	0	0	0	0	0	0
July 2053	16	2	0	0	0	16	2	0	0	0	16	2	0	0	0	0	0	0	0	0
July 2054	8	1	0	0	0	8	1	0	0	0	8	1	0	0	0	0	0	0	0	0
July 2055	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)	20.2	11.3	5.4	3.7	2.8	20.2	11.3	5.4	3.7	2.8	20.2	11.2	5.3	3.6	2.7	15.7	6.1	2.8	2.1	1.7

PSA Prepayment Assumption Rates																				
Distribution Date	Class HY					Classes MA, MB, MC, MD, ME, MG and MI					Class MY					Classes NA, NB, NC, ND, NE, NG and NI				
	0%	100%	315%	500%	700%	0%	100%	315%	500%	700%	0%	100%	315%	500%	700%	0%	100%	315%	500%	700%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
July 2026	100	100	100	100	100	99	96	91	86	81	100	100	100	100	100	99	96	91	87	83
July 2027	100	100	100	100	100	97	89	72	59	45	100	100	100	100	100	97	89	74	61	48
July 2028	100	100	100	100	37	96	79	50	28	8	100	100	100	100	100	96	81	53	32	14
July 2029	100	100	100	8	0	94	70	31	6	0	100	100	100	100	0	94	72	35	12	0
July 2030	100	100	100	0	0	92	62	17	0	0	100	100	100	0	0	93	64	22	0	0
July 2031	100	100	0	0	0	90	54	5	0	0	100	100	100	0	0	91	57	10	0	0
July 2032	100	100	0	0	0	88	47	0	0	0	100	100	26	0	0	89	50	2	0	0
July 2033	100	100	0	0	0	86	40	0	0	0	100	100	0	0	0	87	43	0	0	0
July 2034	100	100	0	0	0	84	33	0	0	0	100	100	0	0	0	85	37	0	0	0
July 2035	100	100	0	0	0	81	27	0	0	0	100	100	0	0	0	82	32	0	0	0
July 2036	100	100	0	0	0	78	21	0	0	0	100	100	0	0	0	80	26	0	0	0
July 2037	100	100	0	0	0	76	16	0	0	0	100	100	0	0	0	77	21	0	0	0
July 2038	100	75	0	0	0	72	11	0	0	0	100	100	0	0	0	74	16	0	0	0
July 2039	100	1	0	0	0	69	6	0	0	0	100	100	0	0	0	71	12	0	0	0
July 2040	100	0	0	0	0	65	1	0	0	0	100	100	0	0	0	67	7	0	0	0
July 2041	100	0	0	0	0	61	0	0	0	0	100	53	0	0	0	63	3	0	0	0
July 2042	100	0	0	0	0	57	0	0	0	0	100	0	0	0	0	59	0	0	0	0
July 2043	100	0	0	0	0	52	0	0	0	0	100	0	0	0	0	55	0	0	0	0
July 2044	100	0	0	0	0	47	0	0	0	0	100	0	0	0	0	50	0	0	0	0
July 2045	100	0	0	0	0	42	0	0	0	0	100	0	0	0	0	45	0	0	0	0
July 2046	100	0	0	0	0	36	0	0	0	0	100	0	0	0	0	40	0	0	0	0
July 2047	100	0	0	0	0	30	0	0	0	0	100	0	0	0	0	34	0	0	0	0
July 2048	100	0	0	0	0	23	0	0	0	0	100	0	0	0	0	27	0	0	0	0
July 2049	100	0	0	0	0	15	0	0	0	0	100	0	0	0	0	21	0	0	0	0
July 2050	28	0	0	0	0	8	0	0	0	0	100	0	0	0	0	13	0	0	0	0
July 2051	0	0	0	0	0	0	0	0	0	0	86	0	0	0	0	5	0	0	0	0
July 2052	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
July 2053	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
July 2054	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
July 2055	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)	24.8	13.4	5.6	3.9	3.0	16.9	7.0	3.2	2.3	1.8	26.3	16.1	6.8	4.6	3.5	17.5	7.6	3.4	2.4	1.9

Security Group 1 PSA Prepayment Assumption Rates															
Distribution Date	Class NY					Classes QA, QB, QC, QD, QE, QG and QI					Class QY				
	0%	100%	315%	500%	700%	0%	100%	315%	500%	700%	0%	100%	315%	500%	700%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
July 2026	100	100	100	100	100	99	96	90	85	80	100	100	100	100	100
July 2027	100	100	100	100	100	97	88	70	56	41	100	100	100	100	100
July 2028	100	100	100	100	100	96	78	47	24	3	100	100	100	100	100
July 2029	100	100	100	100	81	94	69	27	1	0	100	100	100	100	0
July 2030	100	100	100	94	46	92	60	11	0	0	100	100	100	0	0
July 2031	100	100	100	64	26	90	51	0	0	0	100	100	82	0	0
July 2032	100	100	100	44	15	88	44	0	0	0	100	100	0	0	0
July 2033	100	100	83	30	9	85	36	0	0	0	100	100	0	0	0
July 2034	100	100	66	21	5	83	29	0	0	0	100	100	0	0	0
July 2035	100	100	52	14	3	80	23	0	0	0	100	100	0	0	0
July 2036	100	100	41	10	2	77	16	0	0	0	100	100	0	0	0
July 2037	100	100	33	7	1	74	11	0	0	0	100	100	0	0	0
July 2038	100	100	26	4	0	71	5	0	0	0	100	100	0	0	0
July 2039	100	100	20	3	0	67	0	0	0	0	100	100	0	0	0
July 2040	100	100	16	2	0	63	0	0	0	0	100	22	0	0	0
July 2041	100	100	12	1	0	59	0	0	0	0	100	0	0	0	0
July 2042	100	98	9	1	0	54	0	0	0	0	100	0	0	0	0
July 2043	100	88	7	1	0	49	0	0	0	0	100	0	0	0	0
July 2044	100	78	6	0	0	44	0	0	0	0	100	0	0	0	0
July 2045	100	68	4	0	0	38	0	0	0	0	100	0	0	0	0
July 2046	100	59	3	0	0	32	0	0	0	0	100	0	0	0	0
July 2047	100	51	2	0	0	25	0	0	0	0	100	0	0	0	0
July 2048	100	43	2	0	0	18	0	0	0	0	100	0	0	0	0
July 2049	100	35	1	0	0	10	0	0	0	0	100	0	0	0	0
July 2050	100	28	1	0	0	2	0	0	0	0	100	0	0	0	0
July 2051	100	22	1	0	0	0	0	0	0	0	0	0	0	0	0
July 2052	90	15	0	0	0	0	0	0	0	0	0	0	0	0	0
July 2053	62	9	0	0	0	0	0	0	0	0	0	0	0	0	0
July 2054	32	4	0	0	0	0	0	0	0	0	0	0	0	0	0
July 2055	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)	28.4	22.5	11.4	7.5	5.4	16.4	6.6	3.0	2.2	1.8	25.6	14.7	6.2	4.2	3.2

Security Group 2 PSA Prepayment Assumption Rates																				
Distribution Date	Class A					Class AY					Class L					Class LZ				
	0%	100%	245%	350%	500%	0%	100%	245%	350%	500%	0%	100%	245%	350%	500%	0%	100%	245%	350%	500%
Initial Percent	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
July 2026	99	96	93	90	87	100	100	100	100	100	99	97	94	92	89	106	106	106	106	106
July 2027	97	89	79	72	62	100	100	100	100	100	98	91	83	77	69	112	112	112	112	112
July 2028	96	81	63	51	36	100	100	100	100	100	97	85	70	60	47	118	118	118	118	118
July 2029	94	73	49	35	18	100	100	100	100	100	95	78	58	46	32	125	125	125	125	125
July 2030	93	66	38	22	5	100	100	100	100	100	94	72	49	36	22	132	132	132	132	132
July 2031	91	59	28	12	0	100	100	100	100	84	92	66	41	28	15	139	139	139	139	139
July 2032	89	53	19	4	0	100	100	100	100	58	91	61	34	21	10	147	147	147	147	147
July 2033	87	47	12	0	0	100	100	100	91	39	89	56	28	16	7	155	155	155	155	155
July 2034	85	41	7	0	0	100	100	100	70	27	87	51	23	12	4	164	164	164	164	164
July 2035	83	36	2	0	0	100	100	100	54	18	85	47	19	9	3	173	173	173	173	173
July 2036	80	30	0	0	0	100	100	89	41	12	83	43	16	7	1	183	183	183	183	183
July 2037	77	26	0	0	0	100	100	73	32	8	81	39	13	5	1	193	193	193	193	193
July 2038	75	21	0	0	0	100	100	60	24	6	79	35	10	3	0	204	204	204	204	204
July 2039	71	17	0	0	0	100	100	50	18	4	76	32	8	2	0	216	216	216	216	141
July 2040	68	13	0	0	0	100	100	41	14	3	73	28	6	1	0	228	228	228	228	95
July 2041	65	9	0	0	0	100	100	33	10	2	70	25	5	1	0	241	241	241	241	63
July 2042	61	6	0	0	0	100	100	27	8	1	67	22	4	0	0	254	254	254	254	42
July 2043	57	3	0	0	0	100	100	22	6	1	64	19	3	0	0	269	269	269	214	28
July 2044	52	0	0	0	0	100	98	17	4	0	60	17	2	0	0	284	284	284	158	18
July 2045	48	0	0	0	0	100	86	14	3	0	56	14	1	0	0	300	300	300	116	12
July 2046	43	0	0	0	0	100	74	11	2	0	52	12	0	0	0	317	317	317	84	8
July 2047	37	0	0	0	0	100	63	8	2	0	47	10	0	0	0	334	334	299	60	5
July 2048	31	0	0	0	0	100	52	6	1	0	43	8	0	0	0	353	353	226	42	3
July 2049	25	0	0	0	0	100	43	5	1	0	37	6	0	0	0	373	373	167	29	2
July 2050	18	0	0	0	0	100	33	3	1	0	32	4	0	0	0	394	394	119	19	1
July 2051	11	0	0	0	0	100	25	2	0	0	26	2	0	0	0	417	417	80	12	1
July 2052	4	0	0	0	0	100	17	1	0	0	19	1	0	0	0	440	440	48	7	0
July 2053	0	0	0	0	0	80	9	1	0	0	13	0	0	0	0	465	325	24	3	0
July 2054	0	0	0	0	0	41	2	0	0	0	5	0	0	0	0	491	63	4	0	0
July 2055	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years)	17.9	8.2	4.4	3.4	2.6	28.8	23.5	15.1	11.4	8.2	19.6	10.7	6.2	4.7	3.5	29.8	28.4	24.5	20.4	15.5

Security Group 3 PSA Prepayment Assumption Rates						
Distribution Date	Classes AG and AI					
	0%	100%	300%	450%	700%	900%
Initial Percent . . .	100	100	100	100	100	100
July 2026 . . . . .	97	87	65	49	22	0
July 2027 . . . . .	94	71	28	0	0	0
July 2028 . . . . .	91	56	0	0	0	0
July 2029 . . . . .	88	42	0	0	0	0
July 2030 . . . . .	84	29	0	0	0	0
July 2031 . . . . .	81	17	0	0	0	0
July 2032 . . . . .	76	6	0	0	0	0
July 2033 . . . . .	72	0	0	0	0	0
July 2034 . . . . .	67	0	0	0	0	0
July 2035 . . . . .	62	0	0	0	0	0
July 2036 . . . . .	57	0	0	0	0	0
July 2037 . . . . .	51	0	0	0	0	0
July 2038 . . . . .	45	0	0	0	0	0
July 2039 . . . . .	38	0	0	0	0	0
July 2040 . . . . .	31	0	0	0	0	0
July 2041 . . . . .	23	0	0	0	0	0
July 2042 . . . . .	15	0	0	0	0	0
July 2043 . . . . .	6	0	0	0	0	0
July 2044 . . . . .	0	0	0	0	0	0
July 2045 . . . . .	0	0	0	0	0	0
July 2046 . . . . .	0	0	0	0	0	0
July 2047 . . . . .	0	0	0	0	0	0
July 2048 . . . . .	0	0	0	0	0	0
July 2049 . . . . .	0	0	0	0	0	0
July 2050 . . . . .	0	0	0	0	0	0
Weighted Average Life (years) . . . .	11.3	3.6	1.4	1.0	0.7	0.5

Security Group 4 PSA Prepayment Assumption Rates																				
Distribution Date	Class MV					Class MZ					Class Z					Class ZM				
	0%	100%	115%	250%	400%	0%	100%	115%	250%	400%	0%	100%	115%	250%	400%	0%	100%	115%	250%	400%
Initial Percent . . . . .	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
July 2026 . . . . .	92	92	92	92	92	103	103	103	103	103	103	103	103	103	103	103	103	103	103	103
July 2027 . . . . .	85	85	85	85	85	106	106	106	106	106	106	106	106	106	106	106	106	106	106	106
July 2028 . . . . .	77	77	77	77	77	109	109	109	109	109	109	109	109	109	109	109	109	109	109	109
July 2029 . . . . .	68	68	68	68	18	113	113	113	113	113	113	113	113	113	108	113	113	113	113	104
July 2030 . . . . .	60	60	60	60	0	116	116	116	116	98	116	116	116	116	87	116	116	116	116	76
July 2031 . . . . .	51	51	51	12	0	120	120	120	120	73	120	120	120	115	65	120	120	120	110	56
July 2032 . . . . .	42	42	42	0	0	123	123	123	110	54	123	123	123	100	48	123	123	123	90	41
July 2033 . . . . .	33	33	33	0	0	127	127	127	95	41	127	127	127	84	35	127	127	127	74	30
July 2034 . . . . .	23	23	23	0	0	131	131	131	78	31	131	131	131	69	26	131	131	131	60	22
July 2035 . . . . .	13	13	0	0	0	135	135	133	64	23	135	134	127	56	20	135	133	121	49	16
July 2036 . . . . .	3	0	0	0	0	139	132	124	53	18	139	126	115	46	15	139	119	107	39	12
July 2037 . . . . .	0	0	0	0	0	140	123	114	43	14	142	115	105	37	11	143	106	95	32	8
July 2038 . . . . .	0	0	0	0	0	140	114	106	35	11	144	104	95	30	8	148	94	83	26	6
July 2039 . . . . .	0	0	0	0	0	140	106	94	29	8	146	95	83	25	6	152	83	73	20	4
July 2040 . . . . .	0	0	0	0	0	140	95	82	23	6	149	84	73	20	5	157	73	63	16	3
July 2041 . . . . .	0	0	0	0	0	140	83	71	19	4	151	73	63	16	3	162	63	54	13	2
July 2042 . . . . .	0	0	0	0	0	140	72	61	16	3	148	63	54	13	2	156	54	46	10	1
July 2043 . . . . .	0	0	0	0	0	140	62	52	13	2	141	54	46	10	2	141	46	39	8	1
July 2044 . . . . .	0	0	0	0	0	140	52	44	11	2	133	45	38	8	1	126	39	32	6	1
July 2045 . . . . .	0	0	0	0	0	128	44	36	8	1	119	38	31	6	1	110	32	26	4	0
July 2046 . . . . .	0	0	0	0	0	117	36	30	6	1	105	30	25	4	0	93	25	21	3	0
July 2047 . . . . .	0	0	0	0	0	100	28	23	4	0	88	24	20	3	0	76	20	16	2	0
July 2048 . . . . .	0	0	0	0	0	78	21	18	3	0	69	18	15	2	0	59	14	11	1	0
July 2049 . . . . .	0	0	0	0	0	56	14	11	1	0	48	12	9	1	0	41	9	7	1	0
July 2050 . . . . .	0	0	0	0	0	29	6	5	1	0	25	5	4	0	0	22	5	4	0	0
July 2051 . . . . .	0	0	0	0	0	9	2	1	0	0	6	1	1	0	0	3	1	1	0	0
July 2052 . . . . .	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
July 2053 . . . . .	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
July 2054 . . . . .	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
July 2055 . . . . .	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years) . . . . .	6.0	5.9	5.8	4.4	3.2	23.2	17.7	17.0	11.6	8.0	22.3	17.1	16.4	11.0	7.5	21.6	16.3	15.6	10.3	7.0

**Security Group 5  
PSA Prepayment Assumption Rates**

Distribution Date	Classes FB, FN, SB and TB					
	0%	100%	300%	460%	750%	1,000%
Initial Percent . . .	100	100	100	100	100	100
July 2026 . . . . .	99	94	84	77	62	50
July 2027 . . . . .	98	87	68	55	34	20
July 2028 . . . . .	97	81	55	39	18	8
July 2029 . . . . .	95	75	45	28	10	3
July 2030 . . . . .	94	70	36	20	5	1
July 2031 . . . . .	92	64	29	14	3	0
July 2032 . . . . .	91	59	23	10	2	0
July 2033 . . . . .	89	55	19	7	1	0
July 2034 . . . . .	87	50	15	5	0	0
July 2035 . . . . .	85	46	12	4	0	0
July 2036 . . . . .	82	42	10	3	0	0
July 2037 . . . . .	80	39	8	2	0	0
July 2038 . . . . .	77	35	6	1	0	0
July 2039 . . . . .	75	32	5	1	0	0
July 2040 . . . . .	72	29	4	1	0	0
July 2041 . . . . .	68	26	3	0	0	0
July 2042 . . . . .	65	23	2	0	0	0
July 2043 . . . . .	61	20	2	0	0	0
July 2044 . . . . .	57	18	1	0	0	0
July 2045 . . . . .	52	15	1	0	0	0
July 2046 . . . . .	48	13	1	0	0	0
July 2047 . . . . .	42	11	1	0	0	0
July 2048 . . . . .	37	9	0	0	0	0
July 2049 . . . . .	31	7	0	0	0	0
July 2050 . . . . .	25	5	0	0	0	0
July 2051 . . . . .	18	4	0	0	0	0
July 2052 . . . . .	10	2	0	0	0	0
July 2053 . . . . .	2	0	0	0	0	0
July 2054 . . . . .	0	0	0	0	0	0
Weighted Average Life (years) . . . .	18.8	10.6	4.8	3.2	1.9	1.3

**Security Group 6  
PSA Prepayment Assumption Rates**

Distribution Date	Class BV					Class BY					Class BZ				
	0%	100%	315%	500%	700%	0%	100%	315%	500%	700%	0%	100%	315%	500%	700%
Initial Percent . . . . .	100	100	100	100	100	100	100	100	100	100	100	100	100	100	100
July 2026 . . . . .	93	93	93	93	93	100	100	100	100	100	105	105	105	105	105
July 2027 . . . . .	86	86	86	86	86	100	100	100	100	100	110	110	110	110	110
July 2028 . . . . .	78	78	78	78	78	100	100	100	100	100	116	116	116	116	116
July 2029 . . . . .	70	70	70	70	33	100	100	100	100	84	122	122	122	122	122
July 2030 . . . . .	61	61	61	48	0	100	100	100	95	49	128	128	128	128	85
July 2031 . . . . .	52	52	52	0	0	100	100	100	72	28	135	135	135	124	49
July 2032 . . . . .	43	43	43	0	0	100	100	100	49	16	142	142	142	85	28
July 2033 . . . . .	33	33	7	0	0	100	100	89	34	9	149	149	149	59	16
July 2034 . . . . .	22	22	0	0	0	100	100	76	23	5	157	157	131	40	9
July 2035 . . . . .	11	11	0	0	0	100	100	60	16	3	165	165	104	27	5
July 2036 . . . . .	0	0	0	0	0	100	100	47	11	2	173	173	82	19	3
July 2037 . . . . .	0	0	0	0	0	100	100	37	7	1	173	173	64	13	2
July 2038 . . . . .	0	0	0	0	0	100	100	29	5	1	173	173	51	9	1
July 2039 . . . . .	0	0	0	0	0	100	100	23	3	0	173	173	40	6	1
July 2040 . . . . .	0	0	0	0	0	100	100	18	2	0	173	173	31	4	0
July 2041 . . . . .	0	0	0	0	0	100	100	14	2	0	173	173	24	3	0
July 2042 . . . . .	0	0	0	0	0	100	99	11	1	0	173	170	19	2	0
July 2043 . . . . .	0	0	0	0	0	100	93	8	1	0	173	161	14	1	0
July 2044 . . . . .	0	0	0	0	0	100	86	6	0	0	173	149	11	1	0
July 2045 . . . . .	0	0	0	0	0	100	79	5	0	0	173	137	8	0	0
July 2046 . . . . .	0	0	0	0	0	100	69	4	0	0	173	119	6	0	0
July 2047 . . . . .	0	0	0	0	0	100	59	3	0	0	173	101	4	0	0
July 2048 . . . . .	0	0	0	0	0	100	49	2	0	0	173	85	3	0	0
July 2049 . . . . .	0	0	0	0	0	100	40	1	0	0	173	70	2	0	0
July 2050 . . . . .	0	0	0	0	0	100	32	1	0	0	173	55	2	0	0
July 2051 . . . . .	0	0	0	0	0	98	24	1	0	0	169	41	1	0	0
July 2052 . . . . .	0	0	0	0	0	83	17	0	0	0	143	29	1	0	0
July 2053 . . . . .	0	0	0	0	0	51	10	0	0	0	88	16	0	0	0
July 2054 . . . . .	0	0	0	0	0	17	3	0	0	0	30	5	0	0	0
July 2055 . . . . .	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
Weighted Average Life (years) . . . . .	6.0	6.0	5.4	4.3	3.4	28.0	23.1	11.9	7.7	5.5	28.0	23.1	12.5	8.5	6.1

## Yield Considerations

An investor seeking to maximize yield should make a decision whether to invest in any Regular or MX 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,

- in the case of the Group 3, 4 and 6 Securities, the investor's own projection of payment rates on the Underlying Certificates under a variety of scenarios and
- in the case of a Floating Rate, an Inverse Floating Rate or a Toggle Class, the investor's own projection of levels of 30-day Average SOFR under a variety of scenarios.

**No representation is made regarding Mortgage Loan prepayment rates, Underlying Certificate payment rates, 30-day Average 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 related Mortgage Loans.

- In the case of Regular Securities 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 Securities 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.*

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 underlying any Trust Asset Group 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.

*30-day Average SOFR: Effect on Yields of the Floating Rate, Inverse Floating Rate, and Toggle Classes*

Low levels of 30-day Average SOFR can reduce the yield of the Floating Rate and, under certain circumstances, Toggle Classes. High levels of 30-day Average SOFR can significantly reduce the yield of the Inverse Floating Rate and, under certain circumstances, Toggle Classes. In addition, the Floating Rate Classes will not

necessarily benefit from a higher yield at high levels of 30-day Average SOFR, and under certain circumstances, Toggle Classes may not benefit from particularly low levels of 30-day Average SOFR because the rate on such Classes is capped at a maximum rate described under “Terms Sheet — Interest Rates.”

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

The effective yield on any Fixed Rate Class will be less than the yield otherwise produced by its Interest Rate and purchase price because, on each Distribution Date, 30 days’ interest will be payable on (or added to the principal amount of) that Class even though interest began to accrue approximately 50 days earlier.

## **Yield Tables**

The following tables show the pre-tax yields to maturity on a corporate bond equivalent basis of specified Classes at various constant percentages of PSA and, in the case of the Inverse Floating Rate and Toggle Classes, at various constant levels of 30-day Average SOFR.

The Mortgage Loans will not prepay at any constant rate until maturity, and it is unlikely that 30-day Average 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 for that Class even if the Class is purchased at the assumed price shown.** Furthermore, (i) with respect to Class TA, its resulting yield calculation is highly sensitive to changes in a constant value of 30-day Average SOFR between 5.8500% and 5.9000%, and (ii) with respect to Class TB, its resulting yield calculation is highly sensitive to changes in a constant value of 30-day Average SOFR between 6.0000% and 6.1000%. Therefore, the resulting yield calculations for Classes TA and TB may result in values that exceed, and at times greatly exceed, those values shown in the table below.

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 each Inverse Floating Rate and Toggle Class for each Accrual Period following the first Accrual Period will be based on the indicated level of 30-day Average SOFR and (2) the purchase price of each Class (expressed as a percentage of Original Class Principal Balance or 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.**

# SECURITY GROUP 1

## Sensitivity of Class HI to Prepayments Assumed Price 11.75%\*

PSA Prepayment Assumption Rates				
<u>100%</u>	<u>315%</u>	<u>500%</u>	<u>515%</u>	<u>700%</u>
43.8%	20.9%	1.6%	0.1%	(16.7)%

## Sensitivity of Class IO to Prepayments Assumed Price 19.5%\*

PSA Prepayment Assumption Rates				
<u>100%</u>	<u>315%</u>	<u>500%</u>	<u>574%</u>	<u>700%</u>
25.5%	14.2%	4.1%	0.0%	(7.1)%

## Sensitivity of Class MI to Prepayments Assumed Price 13.5%\*

PSA Prepayment Assumption Rates				
<u>100%</u>	<u>315%</u>	<u>497%</u>	<u>500%</u>	<u>700%</u>
37.6%	17.6%	0.0%	(0.2)%	(17.7)%

## Sensitivity of Class NI to Prepayments Assumed Price 14.5%\*

PSA Prepayment Assumption Rates				
<u>100%</u>	<u>315%</u>	<u>489%</u>	<u>500%</u>	<u>700%</u>
34.7%	16.1%	0.1%	(0.9)%	(17.9)%

## Sensitivity of Class QI to Prepayments Assumed Price 12.5%\*

PSA Prepayment Assumption Rates				
<u>100%</u>	<u>315%</u>	<u>500%</u>	<u>514%</u>	<u>700%</u>
41.1%	19.9%	1.4%	0.1%	(16.4)%

## Sensitivity of Class SA to Prepayments Assumed Price 6.0%\*

<u>30-day Average SOFR</u>	PSA Prepayment Assumption Rates			
	<u>100%</u>	<u>315%</u>	<u>500%</u>	<u>700%</u>
3.30218000% . . . . .	39.9%	29.2%	19.8%	9.3%
4.30218000% . . . . .	20.7%	9.2%	(1.1)%	(12.6)%
5.08638412% . . . . .	5.5%	(6.7)%	(17.8)%	(30.4)%
5.87058823% and above . . . . .	**	**	**	**

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

\*\* Indicates that investors will suffer a loss of virtually all of their investment.



**Sensitivity of Class SD to Prepayments**  
**Assumed Price 4.0%\***

<u>30-day Average SOFR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>100%</u>	<u>315%</u>	<u>500%</u>	<u>700%</u>
3.30218% .....	44.5%	33.6%	23.9%	13.1%
4.30218% .....	15.7%	3.8%	(7.0)%	(19.2)%
4.74109% .....	2.8%	(9.6)%	(21.0)%	(34.1)%
5.18000% and above .....	**	**	**	**

**Sensitivity of Class SG to Prepayments**  
**Assumed Price 10.25%\***

<u>30-day Average SOFR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>100%</u>	<u>315%</u>	<u>500%</u>	<u>700%</u>
3.30218% .....	33.2%	22.3%	12.6%	1.8%
4.30218% .....	22.0%	10.6%	0.4%	(11.1)%
5.70109% .....	6.2%	(5.9)%	(17.0)%	(29.6)%
7.10000% and above .....	**	**	**	**

**Sensitivity of Class SM to Prepayments**  
**Assumed Price 8.25%\***

<u>30-day Average SOFR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>100%</u>	<u>315%</u>	<u>500%</u>	<u>700%</u>
3.30218% .....	35.2%	24.3%	14.7%	4.0%
4.30218% .....	21.2%	9.8%	(0.5)%	(12.0)%
5.40109% .....	5.8%	(6.4)%	(17.4)%	(30.1)%
6.50000% and above .....	**	**	**	**

**Sensitivity of Class TA to Prepayments**  
**Assumed Price 0.25%\***

<u>30-day Average SOFR</u>	<u>PSA Prepayment Assumption Rates</u>			
	<u>100%</u>	<u>315%</u>	<u>500%</u>	<u>700%</u>
5.85000000% and below .....	**	**	**	**
5.86029412% .....	9,022.7%	8,959.7%	8,904.9%	8,844.9%
5.87058823% .....	***	***	***	***
5.88529412% .....	9,022.7%	8,959.7%	8,904.9%	8,844.9%
5.90000000% and above .....	**	**	**	**

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

\*\* Indicates that investors will suffer a loss of virtually all of their investment.

\*\*\* More than 10,000%.

### SECURITY GROUP 3

#### Sensitivity of Class AI to Prepayments Assumed Price 4.0%\*

PSA Prepayment Assumption Rates					
100%	300%	450%	699%	700%	900%
177.0%	122.3%	75.2%	0.1%	(0.2)%	(52.3)%

### SECURITY GROUP 5

#### Sensitivity of Class SB to Prepayments Assumed Price 4.25%\*

30-day Average SOFR	PSA Prepayment Assumption Rates				
	100%	300%	460%	750%	1,000%
3.3500% .....	62.0%	47.0%	34.2%	8.9%	(15.9)%
4.3500% .....	34.5%	20.4%	8.4%	(15.4)%	(38.9)%
5.1875% .....	12.4%	(0.9)%	(12.2)%	(34.8)%	(57.3)%
6.0250% and above ..	**	**	**	**	**

#### Sensitivity of Class TB to Prepayments Assumed Price 0.25%

30-day Average SOFR	PSA Prepayment Assumption Rates				
	100%	300%	460%	750%	1,000%
6.0000% and below ....	**	**	**	**	**
6.0050% .....	4,556.7%	4,393.7%	4,256.4%	3,989.6%	3,736.3%
6.0250% .....	***	***	***	***	***
6.0850% .....	4,556.7%	4,393.7%	4,256.4%	3,989.6%	3,736.3%
6.1000% and above ....	**	**	**	**	**

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

\*\* Indicates that investors will suffer a loss of virtually all of their investment.

\*\*\* More than 10,000%.

### 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 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 Orrick, Herrington & Sutcliffe LLP, the Trust will constitute a Single REMIC Series as to the Group 1, 2, 3, 4 and 6 Trust Assets and a Single REMIC Series as to the Group 5 Trust Assets, each for United States federal income tax purposes. Separate REMIC elections will be made for the Group 1, 2, 3, 4 and 6 REMIC and the Group 5 REMIC.

## Regular Securities

The Regular Securities will be treated as debt instruments issued by the Group 1, 2, 3, 4 and 6 REMIC or Group 5 REMIC, as applicable, for United States federal income tax purposes. Income on the Regular Securities must be reported under an accrual method of accounting.

The Notional and Accrual 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 Base Offering Circular.

The prepayment assumption that should be used in determining the rates of accrual of OID, if any, on the Regular Securities (as described in “*Yield, Maturity and Prepayment Considerations*” in this Supplement) is as follows:

<u>Group(s)</u>	<u>PSA</u>
1 and 6	315%
2	245%
3	450%
4	115%
5	460%

In the case of the Floating Rate, Inverse Floating Rate and Toggle Classes, the interest rate values to be used for these determinations are the initial Interest Rates 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 any Group of Trust Assets actually will occur or the level of 30-day Average SOFR at any time after the date of this Supplement. See “*Certain United States Federal Income Tax Consequences*” in the 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 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 Base Offering Circular.

## Residual Securities

Each Class of Residual Securities will represent the beneficial ownership of the Residual Interest in the related Trust REMIC, as shown below:

<u>Residual Securities</u>	<u>Trust REMIC</u>
Class R Securities	Group 1, 2, 3, 4 and 6 REMIC
Class R5 Securities	Group 5 REMIC

The Residual 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 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 related

Trust REMIC and these requirements will continue until there are no outstanding regular interests in the respective Trust REMIC. 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 related Trust REMIC 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.

OID accruals on the Underlying Certificates will be computed using the same prepayment assumption as set forth under “Certain United States Federal Income Tax Consequences—Regular Securities” in this Supplement.

### **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 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. 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 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 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, if any, from (1) July 1, 2025 on the Fixed Rate Classes and (2) July 20, 2025 on the Floating Rate, Inverse Floating Rate and Toggle 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 commissions 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 receiving principal distributions or interest distributions based upon a notional balance from the same Trust Asset Group 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, for the Trust by Orrick, Herrington & Sutcliffe LLP and Marcell Solomon & Associates, P.C., and for the Trustee by Faegre Drinker Biddle & Reath LLP.

## Schedule I

Available Combinations(1)								
REMIC Securities			MX Securities					
Class	Original Class Principal Balance	Related MX Class	Maximum Original Class Principal Balance or Class Notional Balance(2)	Principal Type(3)	Interest Rate	Interest Type(3)	CUSIP Number	Final Distribution Date(4)
Security Group 1								
Combination 1(6)								
H	\$494,228,000	HA	\$494,228,000	SEQ	5.50%	FIX	38381NN20	December 2049
		HB	494,228,000	SEQ	5.25	FIX	38381NN38	December 2049
		HC	494,228,000	SEQ	5.00	FIX	38381NN46	December 2049
		HD	494,228,000	SEQ	4.75	FIX	38381NN53	December 2049
		HE	494,228,000	SEQ	4.50	FIX	38381NN61	December 2049
		HI	82,371,333	NTL(SEQ)	6.00	FIX/IO	38381NN79	December 2049
Combination 2(6)								
H	\$494,228,000	QA	\$531,113,000	SEQ	5.50%	FIX	38381NN87	October 2050
HY	36,885,000	QB	531,113,000	SEQ	5.25	FIX	38381NN95	October 2050
		QC	531,113,000	SEQ	5.00	FIX	38381NP28	October 2050
		QD	531,113,000	SEQ	4.75	FIX	38381NP36	October 2050
		QE	531,113,000	SEQ	4.50	FIX	38381NP44	October 2050
		QI	88,518,833	NTL(SEQ)	6.00	FIX/IO	38381NP51	October 2050
Combination 3(6)								
H	\$494,228,000	MA	\$563,520,000	SEQ	5.50%	FIX	38381NP69	June 2051
HY	36,885,000	MB	563,520,000	SEQ	5.25	FIX	38381NP77	June 2051
QY	32,407,000	MC	563,520,000	SEQ	5.00	FIX	38381NP85	June 2051
		MD	563,520,000	SEQ	4.75	FIX	38381NP93	June 2051
		ME	563,520,000	SEQ	4.50	FIX	38381NQ27	June 2051
		MI	93,920,000	NTL(SEQ)	6.00	FIX/IO	38381NQ35	June 2051
Combination 4(6)								
H	\$494,228,000	NA	\$600,000,000	SEQ	5.50%	FIX	38381NQ43	March 2052
HY	36,885,000	NB	600,000,000	SEQ	5.25	FIX	38381NQ50	March 2052
MY	36,480,000	NC	600,000,000	SEQ	5.00	FIX	38381NQ68	March 2052
QY	32,407,000	ND	600,000,000	SEQ	4.75	FIX	38381NQ76	March 2052
		NE	600,000,000	SEQ	4.50	FIX	38381NQ84	March 2052
		NI	100,000,000	NTL(SEQ)	6.00	FIX/IO	38381NQ92	March 2052

REMIC Securities			MX Securities					
Class	Original Class Principal Balance	Related MX Class	Maximum Original Class Principal Balance or Class Notional Balance(2)	Principal Type(3)	Interest Rate	Interest Type(3)	CUSIP Number	Final Distribution Date(4)
Combination 5(6)								
H	\$494,228,000	AT	\$800,000,000	PT	5.50%	FIX	38381NR26	July 2055
HY	36,885,000	BT	800,000,000	PT	5.25	FIX	38381NR34	July 2055
MY	36,480,000	CT	800,000,000	PT	5.00	FIX	38381NR42	July 2055
NY	200,000,000	DT	800,000,000	PT	4.75	FIX	38381NR59	July 2055
QY	32,407,000	ET	800,000,000	PT	4.50	FIX	38381NR67	July 2055
		IO	133,333,333	NTL(PT)	6.00	FIX/IO	38381NR75	July 2055
Combination 6								
FE	\$ 50,000,000	FC	\$ 50,000,000	PT	(5)	FLT	38381NR83	July 2055
Combination 7								
NC(7)	\$600,000,000	NG	\$600,000,000	SEQ	5.00%	FIX	38381NR91	March 2052
Combination 8								
QC(7)	\$531,113,000	QG	\$531,113,000	SEQ	5.00%	FIX	38381NS25	October 2050
Combination 9								
HC(7)	\$494,228,000	HG	\$494,228,000	SEQ	5.00%	FIX	38381NS33	December 2049
Combination 10								
MC(7)	\$563,520,000	MG	\$563,520,000	SEQ	5.00%	FIX	38381NS41	June 2051
Security Group 4								
Combination 11								
MZ	\$ 12,385,379	Z	\$ 24,999,471	SC/SEQ/PT	3.00%	FIX/Z	38381NS58	January 2055
ZM	12,614,092							
Security Group 6								
Combination 12								
BV	\$ 8,727,789	BY	\$ 20,721,752	SC/PT	5.00%	FIX	38381NS66	April 2055
BZ	11,993,963							

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

(2) The amount shown for each MX Class represents the maximum Original Class Principal Balance (or original Class Notional 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 Base Offering Circular.

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



- (5) The Interest Rate will be calculated as described under “Terms Sheet — Interest Rates” in this Supplement.
- (6) In the case of Combinations 1, 2, 3, 4 and 5, various subcombinations are permitted. See *“Description of the Securities — Modification and Exchange” in the Base Offering Circular for a discussion of subcombinations.*
- (7) MX Class.

Underlying Certificates

Trust Asset Group or Subgroup	Issuer	Series	Class	Issue Date	CUSIP Number	Interest Rate	Interest Type(I)	Final Distribution Date	Principal Type(I)	Original Principal Balance of Class	Underlying Certificate Factor(2)	Principal Balance in Trust	Percentage of Class in Trust	Ginnie Mae I or II
3	Ginnie Mae	2024-083	AE(3)	May 30, 2024	38384NNK7	5.50%	FTX	January 2050	SEQ	\$104,415,000	0.36735031	\$32,238,663.21	84.0492266437%	II
4A	Ginnie Mae	2023-196	EL	December 29, 2023	38384GUV0	3.00	FTX	December 2053	SEQ	11,776,305	1.00000000	11,776,305.00	100.0000000000	II
4A	Ginnie Mae	2024-089	EY	May 30, 2024	38384N3K9	3.00	FTX	May 2054	SEQ	19,795,238	1.00000000	5,195,238.00	26.244877856	II
4A	Ginnie Mae	2024-129	B	August 30, 2024	38384U2N8	3.00	FTX	July 2050	SEQ	50,045	1.00000000	50,045.00	100.0000000000	II
4A	Ginnie Mae	2025-023	K	February 28, 2025	38385DYK6	3.00	FTX	April 2051	SEQ	363,791	1.00000000	363,791.00	100.0000000000	II
4B	Ginnie Mae	2025-009	MZ	January 30, 2025	38385BZ52	3.00	FTX/Z	January 2055	SEQ	12,426,526	1.01509406	12,614,092.73	100.0000000000	II
6	Ginnie Mae	2025-050	BY(3)	March 28, 2025	38385DP83	5.00	FTX	March 2055	SEQ	18,455,000	1.00000000	8,159,431.00	44.2125765375	II
6	Ginnie Mae	2025-050	EY	March 28, 2025	38385DJ31	5.00	FTX	March 2055	SEQ	12,354,000	1.00000000	6,891,979.00	55.7874291727	II
6	Ginnie Mae	2025-066	BY	April 30, 2025	38385EU36	5.00	FTX	April 2055	SEQ	5,670,342	1.00000000	5,670,342.00	100.0000000000	II

- (1) As defined under “Class Types” in Appendix I to the Base Offering Circular.
- (2) Underlying Certificate Factors are as of July 2025.
- (3) MX Class.



**\$1,454,759,219**

**Government National  
Mortgage Association**

**GINNIE MAE<sup>®</sup>**

**Guaranteed REMIC  
Pass-Through Securities  
and MX Securities  
Ginnie Mae REMIC Trust 2025-117**

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***OFFERING CIRCULAR SUPPLEMENT***  
**July 24, 2025**

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**BofA Securities  
Drexel Hamilton**