



March 4, 2019

SENT VIA USPS CERTIFIED MAIL

Dear :

I'm writing this letter to formally inform you of a change in TD Bank's settlement agent process.

With the recent implementation of a new loan origination platform, TD Bank made a business decision to move to a national title vendor. This decision, while difficult to share, is part of the bank's strategy to reduce risk and increase efficiencies throughout TD's footprint. A reduction in the number of independent agents will allow TD the ability to have a singular process specifically customized to our customer needs. By making the transition to a national provider, TD is better aligned to manage the governance of third party performance, remediation tracking and regulatory changes.

As a result of the above change, the Agent Agreement between you and TD Bank is being terminated per the enclosed notice.

On behalf of TD Bank, I would like to express sincere gratitude for the partnership and professional services you have provided throughout the years to both our internal employees and external customers. We value your loyalty and wanted to offer you the opportunity to partner with our national provider, ServiceLink, thereby giving you the choice to continue providing settlement services to our customers.

If you are interested in learning more about the opportunities that exist with ServiceLink and its national title vendor network please send an inquiry to the following Vendor Management Inbox at ServiceLink: CAVM@ServiceLinkFNF.com. ServiceLink is prepared to address your inquiries and provide you with onboarding instructions.

Questions about your relationship account at TD Bank should be directed to your personal Relationship Manager.

All other inquiries should be directed to TD Bank at RCLOProductionControl@td.com.

We wish you all the best and continued success.

Sincerely,

Mike Venable
Head of Commercial Lending Services

Enclosure: Termination Notice (USPS Certified Mail)



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**Termination of Agreement between TD Bank, N.A. ("Client") and
("Attorney Firm")**

TD Bank and _____ entered into a Closing/Settlement Agent Agreement (the "Agreement") for conducting residential mortgage lending business dated _____

This letter serves as a termination notice delivered under Section 12 of the Agreement which provides that TD Bank is entitled to terminate the Agreement at any time with thirty (30) days advance written notice. TD Bank hereby gives notice that the Agreement is terminated effective 4/8/2019.

_____ shall continue to account to TD Bank for all transactions in process in accordance with the provisions of the Agreement, including remitting any monies owed within ten (10) business days of written notice from TD Bank per Section 15 of the Agreement. Additionally, the Attorney Firm shall maintain records and files as required in Section 4 of the Agreement. In addition to the requirements in Section 4, TD Bank requests that any TD Bank records containing non-public customer data be confidentially destroyed immediately following the 7 year retention period referenced in Section 4.

This letter of termination is not a result of poor performance by your firm. TD Bank recently updated its loan origination platform to Encompass. As a result, loans processed on behalf of TD Bank will be processed through a national closing agency and managed by their pool of approved attorneys.

Questions may be sent to TD Bank at RCLOProductionControl@td.com.