

CREDIT OPINION

30 October 2023

Update



RATINGS

Lloyds Bank plc

Domicile	London, United Kingdom
Long Term CRR	Aa3
Туре	LT Counterparty Risk Rating - Fgn Curr
Outlook	Not Assigned
Long Term Debt	A1
Туре	Senior Unsecured - Fgn Curr
Outlook	Stable
Long Term Deposit	A1
Туре	LT Bank Deposits - Fgn Curr
Outlook	Stable

Please see the <u>ratings section</u> at the end of this report for more information. The ratings and outlook shown reflect information as of the publication date.

Contacts

Alessandro Roccati +44.20.7772.1603
Senior Vice President
alessandro.roccati@moodys.com

Laurie Mayers +44.20.7772.5582

Associate Managing Director
laurie.mayers@moodys.com

Christopher Tucker +44.20.7772.1357
Sr Ratings Associate
christopher.tucker@moodys.com

Lloyds Bank plc

Update following rating action

Summary

We assign a rating of A1 to the long-term deposit and senior unsecured debt of <u>Lloyds Bank</u> <u>plc</u> (LB), the ring-fenced bank of the <u>Lloyds Banking Group plc</u> (LBG, A3 stable, a3)¹.

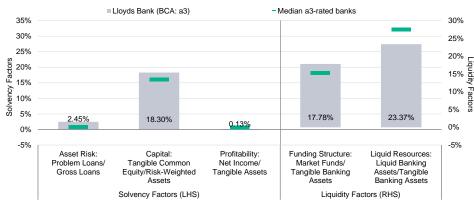
On 24 October, we affirmed the A1 long-term senior unsecured debt ratings of LB and changed the outlook on these ratings to stable from negative.

LB's A1 long-term deposit and senior unsecured ratings reflects (1) the bank's standalone creditworthiness, expressed in an a3 Baseline Credit Assessment (BCA); (2) very low and low loss-given-failure, which provides two notches and one notch, respectively, of uplift under our Advanced Loss Given Failure (LGF) analysis; and (3) our assessment of a moderate probability of support from the <u>Government of the United Kingdom</u> (Aa3 stable), which provides one notch of uplift for the senior unsecured debt rating and zero notches for the deposit rating.

LB's a BCA reflects its strong capital, good asset quality, stable retail funding and ample liquidity, and its solid profitability as rates rises support net interest income growth and credit costs remain moderate.

We align the ratings of <u>HBOS plc</u> and <u>Bank of Scotland plc</u> subsidiaries to those of LB, to reflect their high integration with LB.

Exhibit 1
Rating Scorecard - Key financial ratios



Source: Moody's Investors Service

Credit strengths

- » Strong capital
- » Low asset risk
- » Stable retail funding and ample liquidity
- » Solid profitability reflecting higher net interest income and moderate cost of risk

Credit challenges

- » Deteriorating macroeconomic environment likely to weaken credit demand, particularly affecting SMEs
- » Inflationary pressures and high interest rates to negatively affect households' discretionary income and debt servicing capacity

Outlook

The outlook on LB's senior unsecured ratings is stable, reflecting the stable outlook on the UK sovereign debt rating and the proximity of its senior unsecured rating to the UK sovereign debt ratings.

The outlook on LB's long-term deposit rating is stable reflecting our view that the combined solvency and liquidity metrics will, on a forward-looking basis, remain in line with our current assessment of moderate asset risk, solid profitability, high capitalisation, and ample liquidity, which moderates wholesale funding exposures.

Factors that could lead to an upgrade of the ratings

LB's long-term deposits could be upgraded if the BCA is upgraded or there is a significant increase in the stock of more junior bail-in-able liabilities. LB's long-term senior unsecured debt ratings could be upgraded if the BCA is upgraded together with a significant increase in the stock of more junior bail-in-able liabilities; this is because an additional BCA's or Advance LGF's notch would be neutralized by a decrease of the government support to zero notches from the current one notch. The BCA could be upgraded if the bank's profitability, capital or asset quality improve.

Factors that could lead to a downgrade of the ratings

LB's long-term senior unsecured ratings could be downgraded if the BCA is downgraded, if there is a significant decline in the stock of bail-in-able liabilities, or if the UK sovereign debt rating is downgraded. The BCA could be downgraded following a marked deterioration in asset risk and profitability, or a material decline in capital metrics.

This publication does not announce a credit rating action. For any credit ratings referenced in this publication, please see the issuer/deal page on https://ratings.moodys.com for the most updated credit rating action information and rating history.

Key indicators

Exhibit 2 Lloyds Bank plc (Consolidated Financials) [1]

·	06-23 ²	12-22 ²	12-21 ²	12-20 ²	12-19 ²	CAGR/Avg.3
Total Assets (GBP Billion)	614.3	616.9	602.8	590.5	567.8	2.34
Total Assets (USD Billion)	781.0	742.1	813.6	807.2	752.2	1.14
Tangible Common Equity (GBP Billion)	32.7	32.5	31.7	29.6	33.5	(0.7)4
Tangible Common Equity (USD Billion)	41.5	39.1	42.8	40.4	44.4	(1.9)4
Problem Loans / Gross Loans (%)	2.4	2.4	2.0	2.1	2.0	2.25
Tangible Common Equity / Risk Weighted Assets (%)	18.3	18.6	19.6	17.3	19.5	18.7 ⁶
Problem Loans / (Tangible Common Equity + Loan Loss Reserve) (%)	28.6	29.0	24.4	25.6	22.9	26.1 ⁵
Net Interest Margin (%)	2.3	2.2	1.8	1.8	2.2	2.0 ⁵
PPI / Average RWA (%)	4.6	4.4	3.2	3.2	4.4	4.0 ⁶
Net Income / Tangible Assets (%)	0.8	-1.9	0.7	1.0	0.9	0.35
Cost / Income Ratio (%)	54.7	54.8	63.0	62.3	53.5	57.7 ⁵
Market Funds / Tangible Banking Assets (%)	17.8	17.8	14.6	16.2	17.2	16.7 ⁵
Liquid Banking Assets / Tangible Banking Assets (%)	22.6	23.4	22.8	23.5	21.4	22.7 ⁵
Gross Loans / Due to Customers (%)	98.4	98.3	96.7	100.6	106.0	100.0 ⁵

^[-] Further to the publication of our revised methodology in July 2021, only ratios from annual 2020 onwards included in this report reflect the change in analytical treatment of the "high-trigger" Additional Tier 1 instruments. [1] All figures and ratios are adjusted using Moody's standard adjustments. [2] Basel III - fully loaded or transitional phase-in; IFRS. [3] May include rounding differences because of the scale of reported amounts. [4] Compound annual growth rate (%) based on the periods for the latest accounting regime. [5] Simple average of periods for the latest accounting regime. [6] Simple average of Basel III periods.

Sources: Moody's Investors Service and company filings

Profile

LB is the ring-fenced bank of Lloyds Banking Group plc (LBG), a leading UK-based financial services group providing a wide range of banking and financial services, focused on retail and commercial customers. LB operates also through other brands, mainly Halifax and Bank of Scotland. The bank retains most of the group's banking businesses, including more than 95% of loans and most of the retail, small and medium-sized enterprise, and corporate deposits.

As part of its strategy, LB aims to drive revenue growth and diversification both in its Consumer and Commercial businesses: in the Consumer business, it targets to deepen and innovate in consumer banking and create a new mass affluent offering; in the Commercial business, it targets to digitise and diversify its SME business and to strengthen its Corporate & Institutional offering. These initiatives should help the firm to grow revenue, with an expected overall impact expected to benefit profits from 2024 as revenue benefits outweigh net costs.

Besides LB, LBG's other main subsidiaries are the insurer <u>Scottish Widows Limited</u> (Scottish Widows, IFRS A2 stable), and the non-ring-fenced bank <u>Lloyds Bank Corporate Markets plc</u> (LBCM, A1 stable/A1 stable, baa3²), holding capital markets activities, business outside of the European Economic Area and lending to financial institutions.

Detailed credit considerations

The financial data in the following sections are sourced from LB's consolidated financial statements, unless otherwise stated.

Low asset risk

We assign an a3 Asset Risk score, one notch below the Macro-Adjusted score, reflecting our expectation that Stage 3 loans will moderately increase and then stabilize at just above 2% of loans during the next 12-18 moths. Stage 3 loans were 1.8% of gross loans at end-June 2023 (end-2022: 1.7%) and Stage 2 loans were 14.1% (end-2022: 13.7%).

LB's lending book includes high exposure to lower-risk retail mortgages (71%), followed by unsecured and auto lending (10%), and commercial lending (17%) at end-June 2023. LB classifies 3% of its loan book as "Other".

Underwriting standards in the mortgage book are higher than the market's average. The bank remains focused on the prime UK residential mortgage business, a segment with low risks. Riskier mortgages with high loan-to-values of above 90% accounted for 1.7%

³of gross lending at end-June 2023, lower than the 4.4% market average. Within UK residential mortgages, 16% are buy-to-let loans, which represents a higher proportion than for some of its peers.

Strong capital

We assign an aa3 Capital score, reflecting our expectation of a moderate decrease in capital levels in coming quarters.

LB reported a high Common Equity Tier 1 (CET1) capital ratio of 14.8% at end-June 2023 (14.8% at end-2022), with a significant headroom over c.11% regulatory requirement. The UK leverage ratio was 5.7% at end-June 2023 from 5.4% at end-2022. Our tangible common equity (TCE) ratio was 18.3% at end-June 2023.

High profitability benefiting from high net interest income growth and moderate cost of risk

We assign a baa2 Profitability score, reflecting our expectation that LB's net income will stabilize around £4.5 billion in 2023 and 2024, due to improved revenue supported by a high net interest margin, and a moderate increase in the cost of risk from a low base. However, persisting inflationary pressures will likely constrain household incomes and debt servicing capacity and impact business and consumer confidence, weakening credit demand.

At end-June 2023, LB reported profit after tax of £2.6 billion (up from £2.4 billion in the prior period). Revenue increased 12% reflecting higher net interest income (15% increase yoy). Operating costs increased by 10% yoy as a result of higher planned strategic investment, new business costs and inflationary effects. Impairment charges increased to £681 million (£364 million in H1 2022), most of which related to revisions around the economic outlook, including additional risks from a higher inflation and interest rate environment, and a modest increase in new to arrears mortgage rates.

Stable retail funding and ample liquidity

We assign an a 3 Combined Liquidity score, reflecting an a 3 Funding Structure score and a baa 1 Liquid Resources score. LB's Combined Liquidity score is one notch above LBG's, reflecting lower market funding.

LB benefits from its stable and granular retail deposit base: its market share in the UK for personal current accounts was 23% at end-2022, the highest in the country. LB's reliance on wholesale funding is moderate, representing 17.8% of tangible banking assets at end-June 2023.

LBG's total outstanding drawings from the Term Funding Scheme with additional incentives for SMEs (TFSME) was stable at £30.0 billion at end-June 2023 (end-2022: £30.0 billion), with maturities in 2025 and 2027.

ESG considerations

Lloyds Bank plc's ESG Credit Impact Score is Neutral-to-Low CIS-2

Exhibit 3

ESG Credit Impact Score

Neutral-to-Low

Negative : Positive IMPACT : Positive IMPACT : IMP

Source: Moody's Investors Service

Lloyds Bank's **CIS-2** indicates limited credit impact from ESG factors on the rating to date; in particular, governance risks are low, and take into consideration the stable and credible management along with sound capital, liquidity and risk management.

Exhibit 4
ESG Issuer Profile Scores



Source: Moody's Investors Service

Environmental

Lloyds Bank faces moderate environmental risks mainly because of its portfolio exposure to carbon transition risk as a diversified, universal banking group. In line with peers, the bank is facing mounting business risks and stakeholder pressure to meet broader carbon transition goals. In response, Lloyds is actively engaging in optimizing its loan portfolio longer-term toward less carbon intensive assets.

Social

Lloyds Bank faces high social risks from customer relations because of considerable focus on consumer protection in the UK, exposing banks to potential fines from regulators and litigation from customers, as well as cyber risk and the financial and reputational implications of data breaches. The bank's developed policies and procedures help manage associated credit risks. The bank also faces moderate social risks related to potential competition from technology firms and other disruptors.

Governance

Lloyds Bank's governance risk is low. The bank has sound board structure, risk management, and capital and liquidity management. Management has a strong track record of simplification and efficiency. Because Lloyds Bank is fully controlled by Lloyds Banking Group, we have aligned the subsidiary's board structure, policies and procedures score with that of its parent, given the bank's strategic importance and public affiliation with the group (Lloyds Bank contains the ring-fenced business of the group and represents more than 90% of group assets and revenue), the parent's oversight of its subsidiary board and the regulated nature of both entities.

ESG Issuer Profile Scores and Credit Impact Scores for the rated entity/transaction are available on Moodys.com. In order to view the latest scores, please click here to go to the landing page for the entity/transaction on MDC and view the ESG Scores section.

Support and structural considerations

Affiliate support

We expect a very high probability of support from LBG, based on the size and importance of LB within the group. Our assumptions do not lead to any uplift, because LBG and LB have the same BCA.

Loss Given Failure analysis

We apply our advanced LGF analysis to LB because the bank is incorporated in the UK, which we consider to be an operational resolution regime.

Following the implementation of ring-fencing in the UK, we believe that LB would be resolved separately from its non ring-fenced sister bank, LBCM. As such, our LGF analysis for LB reflects the entity's own liability structure.

Our LGF analysis assumes residual TCE of 3%, post-failure losses of 8% of tangible banking assets, a 25% runoff in junior wholesale deposits and a 5% runoff in preferred deposits, and it assigns a 25% probability to deposits being preferred to senior unsecured debt. These assumptions are in line with our standard assumptions. We also assume that the junior proportion of LB's deposits is 26%. These are in line with our standard assumptions.

Our LGF analysis indicates that LB's deposits and senior unsecured debt are likely to face a very low and low loss-given-failure respectively because of the loss absorption provided by subordinated debt (including the debt down-streamed from LBG), and the volume of deposits and senior debt themselves. This results in a two-notch uplift for the long-term deposit and a one-notch uplift to the senior unsecured debt ratings from the BCA.

Government support considerations

Given LB's systemic importance to the UK economy, reflecting its large national market share of residential mortgages and deposits, we incorporate a moderate probability of government support for deposits and senior unsecured debt, which leads to no uplift for the long-term deposit and a one-notch uplift for the senior unsecured debt ratings.

We believe that potential government support is low for LB's subordinated liabilities, which does not result in any uplift.

Counterparty Risk (CR) Assessments and Counterparty Risk Ratings (CRRs)

LB's CR Assessments are Aa3(cr)/Prime-1(cr). The long-term CR Assessments, before government support, are three notches above the bank's standalone BCAs of a3. The uplift results from the buffer against default provided to the operating obligations by substantial bail-in-able debt and deposits. A moderate probability of government support results in no additional notch of uplift.

LB's CRRs are Aa3/Prime-1. The long-term CRRs, before government support, are three notches above the bank's BCAs of a3. The uplift derives from the buffer against default provided to the operating obligations by substantial bail-in-able debt and deposits. A moderate probability of government support results in no additional notch of uplift.

About Moody's Bank scorecard

Our scorecard is designed to capture, express and explain in summary form our Rating Committee's judgement. When read in conjunction with our research, a fulsome presentation of our judgement is expressed. As a result, the output of our scorecard may materially differ from that suggested by raw data alone (though it has been calibrated to avoid the frequent need for strong divergence). The scorecard output and the individual scores are discussed in rating committees and may be adjusted up or down to reflect conditions specific to each rated entity.

Rating methodology and scorecard factors

Exhibit 5

Lloyds Bank plc

Macro Factors						
Weighted Macro Profile Strong	+ 100%					
Factor	Historic Ratio	Initial Score	Expected Trend	Assigned Score	Key driver #1	Key driver #2
Solvency						
Asset Risk						
Problem Loans / Gross Loans	2.4%	a2	\leftrightarrow	a3	Sector concentration	
Capital						
Tangible Common Equity / Risk Weighted Assets (Basel III - fully loaded)	18.3%	aa2	$\downarrow\downarrow$	aa3	Expected trend	
Profitability						
Net Income / Tangible Assets	0.1%	b1	$\uparrow \uparrow$	baa2	Expected trend	
Combined Solvency Score		a3		a2		
Liquidity						
Funding Structure						
Market Funds / Tangible Banking Assets	17.8%	a3	\leftrightarrow	a3		
Liquid Resources						
Liquid Banking Assets / Tangible Banking Assets	23.4%	baa1	\leftrightarrow	baa1		
Combined Liquidity Score		a3		a3		
Financial Profile				a2		
Qualitative Adjustments				Adjustment		
Business Diversification				0		
Opacity and Complexity				0		
Corporate Behavior				0		
Total Qualitative Adjustments				0		
Sovereign or Affiliate constraint				Aa3		
BCA Scorecard-indicated Outcome - Range				a1 - a3		
Assigned BCA				a3		
Affiliate Support notching				0		
Adjusted BCA				a3		

Balance Sheet	in-scope	% in-scope	at-failure	% at-failure	
	(GBP Million)		(GBP Million)		
Other liabilities	111,894	18.3%	157,567	25.8%	
Deposits	447,779	73.2%	402,106	65.7%	
Preferred deposits	331,356	54.2%	314,789	51.5%	
Junior deposits	116,423	19.0%	87,317	14.3%	
Senior unsecured bank debt	3,729	0.6%	3,729	0.6%	
Junior senior unsecured bank debt	17,420	2.8%	17,420	2.8%	
Dated subordinated bank debt	8,051	1.3%	8,051	1.3%	
Junior subordinated bank debt	201	0.0%	201	0.0%	
Preference shares (bank)	4,376	0.7%	4,376	0.7%	
Equity	18,354	3.0%	18,354	3.0%	
Total Tangible Banking Assets	611,804	100.0%	611,804	100.0%	

FINANCIAL INSTITUTIONS MOODY'S INVESTORS SERVICE

Debt Class De Jure waterfa		vaterfal	De Facto waterfall		Notching		LGF	Assigned	Additional Preliminary	
	Instrument volume + o subordinatio	ordinati	Instrument on volume + o subordinatio	ordination	De Jure	De Facto	Notching Guidance vs. Adjusted BCA	LGF notching	Notching	Rating Assessment
Counterparty Risk Rating	22.8%	22.8%	22.8%	22.8%	3	3	3	3	0	aa3
Counterparty Risk Assessment	22.8%	22.8%	22.8%	22.8%	3	3	3	3	0	aa3 (cr)
Deposits	22.8%	7.9%	22.8%	8.5%	2	3	2	2	0	a1
Senior unsecured bank debt	22.8%	7.9%	8.5%	7.9%	2	0	1	1	0	a2
Dated subordinated bank debt	5.1%	3.7%	5.1%	3.7%	-1	-1	-1	-1	0	baa1

Instrument Class	Loss Given Failure notching	Additional notching	Preliminary Rating Assessment	Government Support notching	Local Currency Rating	Foreign Currency Rating
Counterparty Risk Rating	3	0	aa3	0	Aa3	Aa3
Counterparty Risk Assessment	3	0	aa3 (cr)	0	Aa3(cr)	
Deposits	2	0	a1	0	A1	A1
Senior unsecured bank debt	1	0	a2	1	A1	A1
Dated subordinated bank debt	-1	0	baa1	0	Baa1	(P)Baa1

^[1] Where dashes are shown for a particular factor (or sub-factor), the score is based on non-public information. Source: Moody's Investors Service

Ratings

Exhibit 6

Category	Moody's Rating
LLOYDS BANK PLC	
Outlook	Stable
Counterparty Risk Rating	Aa3/P-1
Bank Deposits	A1/P-1
Baseline Credit Assessment	a3
Adjusted Baseline Credit Assessment	a3
Counterparty Risk Assessment	Aa3(cr)/P-1(cr)
Senior Unsecured	A1
Subordinate -Dom Curr	Baa1
Commercial Paper	P-1
Other Short Term -Dom Curr	(P)P-1
PARENT: LLOYDS BANKING GROUP PLC	
Outlook	Stable
Baseline Credit Assessment	a3
Adjusted Baseline Credit Assessment	a3
Senior Unsecured	A3
Subordinate	Baa1
Bkd Jr Subordinate -Dom Curr	Baa2 (hyb)
Pref. Stock Non-cumulative	Baa3 (hyb)
Pref. Shelf Non-cumulative	(P)Baa3
Other Short Term -Dom Curr	(P)P-2
BANK OF SCOTLAND PLC	
Outlook	Stable
Counterparty Risk Rating	Aa3/P-1
Bank Deposits	A1/P-1
Baseline Credit Assessment	a3
Adjusted Baseline Credit Assessment	a3
Counterparty Risk Assessment	Aa3(cr)/P-1(cr)
Issuer Rating	A1
Bkd Senior Unsecured	A1
Pref. Stock Non-cumulative -Dom Curr	Baa3 (hyb)
HBOS PLC	
Outlook	Stable
Counterparty Risk Rating	Aa3/P-1
Counterparty Risk Assessment	Aa3(cr)/P-1(cr)
Issuer Rating	A1
Subordinate	Baa1
Jr Subordinate -Dom Curr	Baa2 (hyb)
ST Issuer Rating	P-1
Source: Moody's Investors Service	

Endnotes

- **1** Senior unsecured rating and BCA
- 2 Deposit rating, senior unsecured/issuer rating, BCA
- 3 Data sourced from LBG's 2023 half-year results
- 4 Where certain other reserve accounts have not been disclosed in the H1 2023 results, the year-end 2022 value has been used as a proxy.

© 2023 Moody's Corporation, Moody's Investors Service, Inc., Moody's Analytics, Inc. and/or their licensors and affiliates (collectively, "MOODY'S"). All rights reserved. CREDIT RATINGS ISSUED BY MOODY'S CREDIT RATINGS AFFILIATES ARE THEIR CURRENT OPINIONS OF THE RELATIVE FUTURE CREDIT RISK OF ENTITIES, CREDIT COMMITMENTS, OR DEBT OR DEBT-LIKE SECURITIES, AND MATERIALS, PRODUCTS, SERVICES AND INFORMATION PUBLISHED BY MOODY'S (COLLECTIVELY, "PUBLICATIONS") MAY INCLUDE SUCH CURRENT OPINIONS. MOODY'S DEFINES CREDIT RISK AS THE RISK THAT AN ENTITY MAY NOT MEET ITS CONTRACTUAL FINANCIAL OBLIGATIONS AS THEY COME DUE AND ANY ESTIMATED FINANCIAL LOSS IN THE EVENT OF DEFAULT OR IMPAIRMENT. SEE APPLICABLE MOODY'S RATING SYMBOLS AND DEFINITIONS PUBLICATION FOR INFORMATION ON THE TYPES OF CONTRACTUAL FINANCIAL OBLIGATIONS ADDRESSED BY MOODY'S CREDIT RATINGS. CREDIT RATINGS DO NOT ADDRESS ANY OTHER RISK, INCLUDING BUT NOT LIMITED TO: LIQUIDITY RISK, MARKET VALUE RISK, OR PRICE VOLATILITY. CREDIT RATINGS, NON-CREDIT ASSESSMENTS ("ASSESSMENTS"), AND OTHER OPINIONS INCLUDED IN MOODY'S PUBLICATIONS ARE NOT STATEMENTS OF CURRENT OR HISTORICAL FACT. MOODY'S PUBLICATIONS MAY ALSO INCLUDE QUANTITATIVE MODEL-BASED ESTIMATES OF CREDIT RISK AND RELATED OPINIONS OR COMMENTARY PUBLISHED BY MOODY'S ANALYTICS, INC. AND/OR ITS AFFILIATES, MOODY'S CREDIT RATINGS, ASSESSMENTS, OTHER OPINIONS AND PUBLICATIONS DO NOT CONSTITUTE OR PROVIDE INVESTMENT OR FINANCIAL ADVICE, AND MOODY'S CREDIT RATINGS, ASSESSMENTS, OTHER OPINIONS AND PUBLICATIONS ARE NOT AND DO NOT PROVIDE RECOMMENDATIONS TO PURCHASE, SELL, OR HOLD PARTICULAR SECURITIES. MOODY'S CREDIT RATINGS, ASSESSMENTS, OTHER OPINIONS AND PUBLICATIONS DO NOT COMMENT ON THE SUITABILITY OF AN INVESTMENT FOR ANY PARTICULAR INVESTOR. MOODY'S ISSUES ITS CREDIT RATINGS, ASSESSMENTS AND OTHER OPINIONS AND PUBLISHES ITS PUBLICATIONS WITH THE EXPECTATION AND UNDERSTANDING THAT EACH INVESTOR WILL. WITH DUE CARE. MAKE ITS OWN STUDY AND EVALUATION OF EACH SECURITY THAT IS UNDER CONSIDERATION FOR PURCHASE. HOLDING, OR SALE,

MOODY'S CREDIT RATINGS, ASSESSMENTS, OTHER OPINIONS, AND PUBLICATIONS ARE NOT INTENDED FOR USE BY RETAIL INVESTORS AND IT WOULD BE RECKLESS AND INAPPROPRIATE FOR RETAIL INVESTORS TO USE MOODY'S CREDIT RATINGS, ASSESSMENTS, OTHER OPINIONS OR PUBLICATIONS WHEN MAKING AN INVESTMENT DECISION. IF IN DOUBT YOU SHOULD CONTACT YOUR FINANCIAL OR OTHER PROFESSIONAL ADVISER.

ALL INFORMATION CONTAINED HEREIN IS PROTECTED BY LAW, INCLUDING BUT NOT LIMITED TO, COPYRIGHT LAW, AND NONE OF SUCH INFORMATION MAY BE COPIED OR OTHERWISE REPRODUCED, REPACKAGED, FURTHER TRANSMITTED, TRANSFERRED, DISSEMINATED, REDISTRIBUTED OR RESOLD, OR STORED FOR SUBSEQUENT USE FOR ANY SUCH PURPOSE, IN WHOLE OR IN PART, IN ANY FORM OR MANNER OR BY ANY MEANS WHATSOEVER, BY ANY PERSON WITHOUT MOODY'S PRIOR WRITTEN CONSENT.

MOODY'S CREDIT RATINGS, ASSESSMENTS, OTHER OPINIONS AND PUBLICATIONS ARE NOT INTENDED FOR USE BY ANY PERSON AS A BENCHMARK AS THAT TERM IS DEFINED FOR REGULATORY PURPOSES AND MUST NOT BE USED IN ANY WAY THAT COULD RESULT IN THEM BEING CONSIDERED A BENCHMARK.

All information contained herein is obtained by MOODY'S from sources believed by it to be accurate and reliable. Because of the possibility of human or mechanical error as well as other factors, however, all information contained herein is provided "AS IS" without warranty of any kind. MOODY'S adopts all necessary measures so that the information it uses in assigning a credit rating is of sufficient quality and from sources MOODY'S considers to be reliable including, when appropriate, independent third-party sources. However, MOODY'S is not an auditor and cannot in every instance independently verify or validate information received in the credit rating process or in preparing its Publications.

To the extent permitted by law, MOODY'S and its directors, officers, employees, agents, representatives, licensors and suppliers disclaim liability to any person or entity for any such information, even if MOODY'S or any of its directors, officers, employees, agents, representatives, licensors or suppliers is advised in advance of the possibility of such losses or damages, including but not limited to: (a) any loss of present or prospective profits or (b) any loss or damage arising where the relevant financial instrument is not the subject of a particular credit rating assigned by MOODY'S.

To the extent permitted by law, MOODY'S and its directors, officers, employees, agents, representatives, licensors and suppliers disclaim liability for any direct or compensatory losses or damages caused to any person or entity, including but not limited to by any negligence (but excluding fraud, willful misconduct or any other type of liability that, for the avoidance of doubt, by law cannot be excluded) on the part of, or any contingency within or beyond the control of, MOODY'S or any of its directors, officers, employees, agents, representatives, licensors or suppliers, arising from or in connection with the information contained herein or the use of or inability to use any such information.

NO WARRANTY, EXPRESS OR IMPLIED, AS TO THE ACCURACY, TIMELINESS, COMPLETENESS, MERCHANTABILITY OR FITNESS FOR ANY PARTICULAR PURPOSE OF ANY CREDIT

RATING, ASSESSMENT, OTHER OPINION OR INFORMATION IS GIVEN OR MADE BY MOODY'S IN ANY FORM OR MANNER WHATSOEVER.

Moody's Investors Service, Inc., a wholly-owned credit rating agency subsidiary of Moody's Corporation ("MCO"), hereby discloses that most issuers of debt securities (including corporate and municipal bonds, debentures, notes and commercial paper) and preferred stock rated by Moody's Investors Service, Inc. have, prior to assignment of any credit rating, agreed to pay to Moody's Investors Service, Inc. for credit ratings opinions and services rendered by it fees ranging from \$1,000 to approximately \$5,000,000. MCO and Moody's

agreed to pay to Moody's Investors Service, Inc. for credit ratings opinions and services rendered by it rees ranging from \$1,000 to approximately \$5,000,000. MCO and Moody's Investors Service also maintain policies and procedures to address the independence of Moody's Investors Service credit ratings and credit rating processes. Information regarding certain affiliations that may exist between directors of MCO and rated entities, and between entities who hold credit ratings from Moody's Investors Service, Inc. and have also publicly reported to the SEC an ownership interest in MCO of more than 5%, is posted annually at www.moodys.com under the heading "Investor Relations — Corporate Governance — Charter Documents - Director and Shareholder Affiliation Policy."

Additional terms for Australia only: Any publication into Australia of this document is pursuant to the Australian Financial Services License of MOODY'S affiliate, Moody's Investors Service Pty Limited ABN 61 003 399 657AFSL 336969 and/or Moody's Analytics Australia Pty Ltd ABN 94 105 136 972 AFSL 383569 (as applicable). This document is intended to be provided only to "wholesale clients" within the meaning of section 761G of the Corporations Act 2001. By continuing to access this document from within Australia, you represent to MOODY'S that you are, or are accessing the document as a representative of, a "wholesale client" and that neither you nor the entity you represent will directly or indirectly disseminate this document or its contents to "retail clients" within the meaning of section 761G of the Corporations Act 2001. MOODY'S credit rating is an opinion as to the creditworthiness of a debt obligation of the issuer, not on the equity securities of the issuer or any form of security that is available to retail investors.

Additional terms for Japan only: Moody's Japan K.K. ("MJKK") is a wholly-owned credit rating agency subsidiary of Moody's Group Japan G.K., which is wholly-owned by Moody's Overseas Holdings Inc., a wholly-owned subsidiary of MCO. Moody's SF Japan K.K. ("MSFJ") is a wholly-owned credit rating agency subsidiary of MJKK. MSFJ is not a Nationally Recognized Statistical Rating Organization ("NRSRO"). Therefore, credit ratings assigned by MSFJ are Non-NRSRO Credit Ratings. Non-NRSRO Credit Ratings are assigned by an entity that is not a NRSRO and, consequently, the rated obligation will not qualify for certain types of treatment under U.S. laws. MJKK and MSFJ are credit rating agencies registered with the Japan Financial Services Agency and their registration numbers are FSA Commissioner (Ratings) No. 2 and 3 respectively.

MJKK or MSFJ (as applicable) hereby disclose that most issuers of debt securities (including corporate and municipal bonds, debentures, notes and commercial paper) and preferred stock rated by MJKK or MSFJ (as applicable) have, prior to assignment of any credit rating, agreed to pay to MJKK or MSFJ (as applicable) for credit ratings opinions and services rendered by it fees ranging from JPY100,000 to approximately JPY550,000,000.

MJKK and MSFJ also maintain policies and procedures to address Japanese regulatory requirements.

REPORT NUMBER

1381623

CLIENT SERVICES

 Americas
 1-212-553-1653

 Asia Pacific
 852-3551-3077

 Japan
 81-3-5408-4100

 EMEA
 44-20-7772-5454



11