

CREDIT OPINION

27 July 2023

Update



RATINGS

Walaa Cooperative Insurance Company

Domicile	Saudi Arabia
Long Term Rating	A3
Туре	Insurance Financial Strength - 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

Lev Dorf +971.4.237.9556 AVP-Analyst lev.dorf@moodys.com

Sotirios Mertzios +971.4237.9532

Associate Analyst
sotirios.mertzios@moodys.com

Nondas Nicolaides +357.2569.3006 VP-Sr Credit Officer

nondas.nicolaides@moodys.com

Brandan Holmes +44.20.7772.1605 VP-Sr Credit Officer

brandan.holmes@moodys.com

CLIENT SERVICES

Americas	1-212-553-1653
Asia Pacific	852-3551-3077
Japan	81-3-5408-4100
EMEA	44-20-7772-5454

Walaa Cooperative Insurance Company

Update to credit analysis post rating affirmation

Summary

Walaa Cooperative Insurance Company (Walaa) is rated A3 for insurance financial strength (IFSR). Based in Saudi Arabia, Walaa is a top tier local insurer underwriting property and casualty as well as life insurance with its life portfolio growing post the merger with Metlife AIG ANB Insurance Company (Metlife AIG ANB) and more recently in 2022 post the SABB Takaful Company (SABB Takaful) merger.

Walaa's A3 IFSR reflects its strong market position and brand, as the fifth largest insurer in Saudi Arabia, and good business diversification that limits its exposure to the highly competitive and price-sensitive retail motor and medical lines. Walaa's financial profile is underpinned by strong asset quality, resulting from its conservative investment strategy, good capital and reserve adequacy, along with good financial flexibility given its low leverage and demonstrated access to capital. These strengths are offset by Walaa's lack of geographic diversification outside of Saudi Arabia and assertive growth strategy, that together have contributed to weak underwriting performance and pressure on capitalization over the past two years.

Furthermore, market wide weak underwriting performance in 2021 and 2022, driven by competitive pressures on premium rates and adverse claims developments, had a negative impact on Walaa's profitability, with its combined ratio deteriorating to 111% and 106% for 2021 and 2022, respectively, from 88% in 2020. More positively the recent results of Q1 2023 show that Walaa, alongside the wider market, has improved its underwriting performance with Walaa reporting a net income of SAR24.3 million for Q1 2023 compared to a net loss of SAR19.6 million for the same period last year.

Exhibit 1
Walaa's profitability indicators



All combined ratios based on IFRS 4, on IFRS 17 basis Q1 2023 is 103% and Q1 2022 111% Source: Moody's Investors Service and Company's filings

In 2021 in order to maintain the company's solvency margin as it pursues its growth plan for the next three to five years in the expanding Saudi insurance market, Walaa's board of directors recommended a SAR775 million (\$206 million) rights issue to increase the company's paid capital by 120%. The SABB Takaful merger and the related capital raise of SAR294 million raise was in line with the strategy recommended by the board. Going forward, we expect Walaa's improved underwriting performance and any future capital raise, to support strengthening capital adequacy.

Credit strengths

- » Strong market position and brand in the Saudi Arabian insurance market
- » Strong asset quality, driven by a conservative investment strategy
- » Good capital adequacy level
- » Good reserve adequacy

Credit challenges

- » Competitive Saudi Arabian property and casualty insurance market
- » Balancing business growth whilst maintaining good underwriting profitability

Rating outlook

The stable rating outlook reflects Moody's expectation that Walaa will maintain good levels of profitability, will grow its business with underwriting discipline and adjust its growth plan if necessary to maintain its capital adequacy.

Factors that could lead to an upgrade:

- » Strengthening of its market position, with for example, reaching a top three position in Saudi Arabia in terms of premiums revenues
- » Improved profitability, with return on capital of over 15% and combined ratio under 90%
- » Further business line diversification, with for example a more balanced mix of profit generating revenues between several major lines of business

Factors that could lead to a downgrade:

- » Deterioration in capital adequacy, with for example, GUL exceeding 3.5x or business growth outpacing growth in capital
- » Deterioration in profitability, with return on capital remaining below 4% and combined ratios over 100%
- » Its market position in Saudi Arabia falling out of the top seven in terms of premiums
- » Deterioration in asset quality with high risk assets (HRA) as a percentage of consolidated equity of over 60%, or the loss of A-rated reinsurance support
- » Deterioration in reserve adequacy or increased level of reserve risk

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
Walaa Cooperative Insurance Company [1][2]

Walaa Cooperative Insurance Company [1][2]	2022	2021	2020	2019	2018
As Reported (Saudi Riyal Millions)					
Total Assets	4,882	3,447	2,880	2,033	1,997
Total Shareholders' Equity	1,069	813	925	670	682
Net Income (Loss) Attributable to Common Shareholders	(27)	(122)	59	23	97
Gross Premiums Written	2,642	2,339	1,473	1,215	1,105
Net Premiums Written	1,336	1,156	864	750	746
Moody's Adjusted Ratios					
High Risk Assets % Shareholders' Equity	37.5%	56.7%	31.5%	38.0%	23.9%
Reinsurance Recoverable % Shareholders' Equity	115.2%	145.6%	78.8%	62.4%	53.3%
Goodwill & Intangibles % Shareholders' Equity	15.8%	12.1%	9.1%	2.7%	3.7%
Gross Underwriting Leverage	3.4x	3.9x	2.2x	2.5x	2.3x
Return on Average Capital (ROC)	-3.2%	-13.9%	6.6%	2.8%	13.9%
Sharpe Ratio of ROC (5 yr.)	11.9%	48.3%	135.0%	47.1%	41.8%
Adv. (Fav.) Loss Dev. % Beg. Reserves	26.4%	55.5%	253.4%	-24.4%	-39.5%
Adjusted Financial Leverage	4.2%	4.7%	3.9%	3.6%	5.4%
Total Leverage	4.2%	4.7%	3.9%	3.6%	5.4%
Earnings Coverage	-7.2x	-127.4x	111.3x	NM	107.9x
Cash Flow Coverage	NA	NA	NA	NA	NA
Till a series of the series of					

^[1] Information based on IFRS financial statements as of the fiscal year ended 31/12/2022. [2] Certain items may have been relabeled and/or reclassified for global consistency. Sources: Moody's Investors Service and company filings

Consideration of Accounting Changes: IFRS

The new insurance accounting regime, IFRS 17 and IFRS 9, is effective from 1 January 2023. The application of the new IFRS may significantly affect the overall presentation of financial statements as well as certain reported amounts, including shareholders' equity, insurance liabilities, revenue and net income. Scorecard metrics whose inputs are affected by the application of the new IFRS may result in values and unadjusted scores that are significantly different from what was reported under the company's legacy reporting. However, these will not directly affect Walaa's creditworthiness as the group's underlying economic position and performance remains unchanged.

Profile

Walaa was incorporated in 2008 as a property and casualty insurer in Saudi Arabia. Headquartered in Al Khobar, Walaa has over 70 branches in Saudi Arabia and provides a broad range of general and health insurance lines of products within the country. It also sell life insurance products post the merger with Metlife AIG ANB in 2020.

Detailed credit considerations

Market position and brand: Strong market position in Saudi Arabia

Walaa has a strong market position in Saudi with 5.1% market share and ranks as the 5th largest player in this market in 2022 (from 4th in 2021) by premiums having gross premiums written (GPW) of SAR2.6 billion. The market position has strengthened over the past couple of years, improving from 2019's 6th position with a market share of 3.2% which in itself was a significant improvement over the 11th position it held back in 2014.

The company has a wide branch network with around 70 branches over Saudi Arabia. In addition, the successful merger with Metlife AIG ANB has benefitted the market position of Walaa with the addition of other underwriting lines of health, protection and savings, which are key growth areas in Saudi Arabia. Furthermore, the additional successful merger with SABB Takaful will benefit Walaa with the addition of more protection and savings lines.

However we remain watchful of Walaa's continued growth as the Saudi insurance market is highly competitive, given the dominant position of the top 3 insurers which represented 61% of the market in terms of premiums in 2022 and the resulting weak underwriting performance and pressure on capitalization over the past two years.

Product focus and diversification: Broad product diversification provides some offset to concentrated exposure to Saudi market

Walaa's GPW mix has lower concentration to medical and motor as seen in most GCC insurers with the 2022 mix of gross premiums written fairly diverse including medical (25% of GPW), energy (24%), motor (17%), property & engineering (14%), other P&C lines (12%) and protection & savings (8%).

In terms of product risk, the motor and medical portfolio generally presents low severity but high frequency risk. The company is also exposed to some negligible CAT risk arising from rare flood events, but it is sufficiently covered by A-rated reinsurance excess of loss cover across all LoBs. Additionally in terms of high severity risks (energy, property, casualty and engineering which contributed for 53% of GPW in 2022, Walaa's retention remains conservative.

In terms of geographic diversification, similar to most GCC peers, Walaa is concentrated to a single country. However Saudi Arabia benefits from a much larger population than other GCC countries, thus having more potential and geographic spread. We think Walaa will be able to reap the benefits of operating in a large country due to its extensive branch network.

The successful execution of its mergers with Metlife AIG ANB and SABB Takaful will give rise to benefits in the medium-long term with further diversification of its insurance revenues into protection and savings.

Asset Quality: Equity investments decreased in 2022, and the mix of invested assets is still conservative

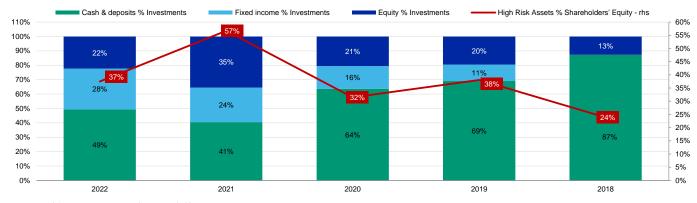
Walaa's strong quality of invested asset is a result of the management's decision to maintain strong regulatory solvency levels. About 50% of the invested assets was in cash and bank deposits as at YE 2022, up from 41% in 2021. Equity investments accounted for 22% of invested assets as at YE 2022, and fixed income investments were 28% of total investments whilst it continues to have no real estate exposure. The conservative investment profile remains a constant feature of the company. However, all investments are within Saudi Arabia and deposits are with local banks which leads to concentration risk albeit similar to Saudi peers.

The HRA % of shareholders' equity was strong at 37.5% at YE 2022 and was lower than the 56.7% reported at YE 2021 due to improvement in shareholder's equity as well as reduction of high-risk assets (Exhibit 3). Reinsurance recoverable % of shareholders' equity decreased to 115.2% in 2022 from 145% in 2021.

Similar to most other Gulf Cooperation Council (GCC) insurers, Walaa has a strong reinsurance coverage from A rated reinsurers. The panel includes Everest Re (A1, STA), Saudi Re (A3, STA) and SCOR (A1, STA).

Goodwill and intangibles previously comprised of deferred acquisition costs however the ratio increased to 15.8% as at YE 2022 from 9.1% at YE 2020, with the increase largely on account of the goodwill recognised post the Metlife merger as well as other intangible assets from the SABB Takaful merger.

Exhibit 3
Investment quality continues to be good, with lower equity exposure and high cash/fixed income



Source: Moody's Investors Service and Company's filings

Capital Adequacy: Good capital driven by capital raise used to offset deterioration from underwriting pressures

As concerns capitalisation, we view Walaa's capital adequacy as good with gorss underwriting leverage (GUL) of 3.4x in 2022. However, capital levels had deteriorated during 2021 and part of 2022 due to high premium growth and weak underwriting performance, against a backdrop of market-wide underwriting and pricing challenges.

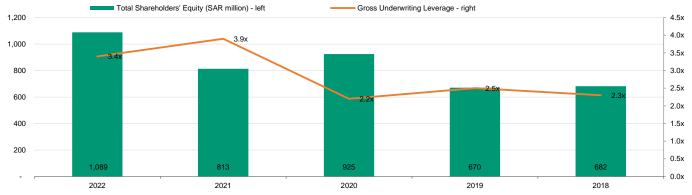
Walaa's growth had been quite significant, with gross premiums increasing to SAR2.6 billion in 2022 from SAR1.5 billion in 2020, which together with weak underwriting performance resulted in capital adequacy initially weakening. As a result GUL deteriorated to 3.9x at YE 2021 from 2.2x at YE 2020 before reverting to an improving trend at the end of 2022 reaching 3.4x, following the merger with SABB Takaful and the related capital raise of SAR294 million.

The SABB Takaful merger and capital raise was in line with the strategy recommended by the board to raise capital by SAR775 million as announced in 2021 to maintain the company's solvency margin as it pursues growth in the expanding Saudi insurance market.

Additionally, unlike most of its P&C peers in the wider GCC region, Walaa's capital adequacy is not pressured by a high risk investment portfolio.

Walaa's risk and capital management is credit positive because it aims to maintain the company's solvency margin as it pursues its growth plan for the next three to five years. Going forward, we expect Walaa's improved underwriting performance and any future capital raise, to support strengthening capital adequacy.

Exhibit 4
Walaa's capitalisation indicators



Source: Moody's Investors Service and Company's filings

The new IFRS 17 accounting regime will have a minimal impact on the Walaa's regulatory capital but will significantly alter it's reported shareholders' equity. In its interim condensed financial statements for the three months period ended March 31, 2023 (Q1 2023), Walaa reported its December 31, 2022 shareholders' equity to have increased by SAR57 million. This is primarily due to the impact of IFRS 9 based revaluation of investments accounting for SAR45.3 million of the increase. The remaining SAR11.7 million increase was from IFRS 17's implementation of premium allocation approach (PAA) for its non-life products and under the Variable Fees Approach (VFA) for its life products impacting measurement of its insurance contract liabilities and reinsurance contract assets.

Profitability: Under pressure in recent years from weak underwriting performance

Market wide weak underwriting performance in 2021 and 2022, driven by competitive pressures on premium rates and adverse claims developments, had a negative impact on Walaa's profitability, with its combined ratio deteriorating to 111% and 106% for 2021 and 2022, respectively, from 88% in 2020. This resulted in return on capital deteriorating to -13.9% and -3.2% in 2021 and 2022 respectively from 6.6% in 2020.

More positively the recent results of Q1 2023 show that Walaa, alongside the wider market, has improved its underwriting performance with Walaa reporting a net income of SAR24.3 million for Q1 2023 compared to a net loss of SAR19.6 million for the same period last year.

Whilst the 5-year average combined ratio remains modest at 98% (2022-2017), we remain watchful given the Saudi marketwide competitive pressures specifically in the non-life sector which Walaa is expected to remain exposed to.

Reserve Adequacy: Actuarial-led reserving and focus on short-tailed lines of insurance moderates reserve risk

The established sophistication from in-house and external actuarial led reserving setting and monitoring has benefitted reserve setting as well as adequacy and recently driven adequate pricing changes at Walaa. Furthermore, given the company's low severity, high frequency book and short-tailed products (especially on a net basis), reserving risk is generally considered low.

Financial flexibility: Listed insurer with no leverage and demonstrated access to capital markets

Walaa is listed in Saudi stock market. The main source of additional capital would be through the existing shareholders as the debt markets in Saudi remain relatively underdeveloped. However the lack of any existings borrowings along with its expanded business profile across non-life and life in a growing Saudi insurance market aids Walaa's funding flexibility and it has a track record of having been able to raise capital through a rights issue.

Operating environment: Operate from Saudi Arabia

Walaa operates exclusively in Saudi Arabia, which is rated A1 with a positive outlook. The credit strengths underpinning Saudi Arabia's A1 rating include 1) Moderate government and broader public sector debt burden; 2) Robust fiscal and foreign-currency reserve buffers and prudent banking regulation; and 3) High per-capita income, large stock of proved oil reserves and low extraction costs.

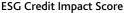
The credit challenges Saudi Arabia faces include 1) High economic and fiscal vulnerability to declines in oil demand and prices; 2) Longer-term risks stemming from global carbon transition; and 3) Political risks stemming from regional geopolitical tensions.

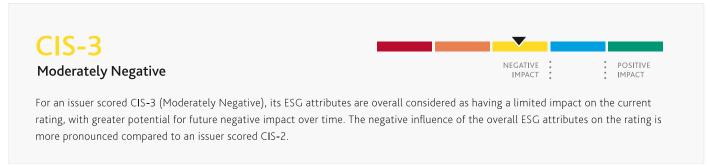
The insurance market is still in a developmental stage, with growth potentially volatile and with some large risk concentrations particularly to compulsory lines such as motor and medical. This along with oversupply of insurance products leads to significant levels of price competition. In addition to the pressures of competition, Saudi insurers are facing macroeconomic and regulatory headwinds which will continue to pressure the sector's profitability, liquidity and capital, making consolidation likely.

ESG considerations

Walaa Cooperative Insurance Company's ESG Credit Impact Score is Moderately Negative CIS-3

Exhibit 5





Source: Moody's Investors Service

Walaa Cooperative Insurance Company (Walaa) has moderate exposure to ESG risks with **CIS-3**, reflecting limited impact of environmental, social risk, as well as moderate governance risks on its ratings to date. The company's enhancing risk management and governance practices mitigate its exposure to environmental and social risks, in particular carbon transition risk which is also mitigated to an extent by the time horizon over which this risk is expected to become more material. At the same time its high growth financial strategy poses challenges to performance.

Exhibit 6
ESG Issuer Profile Scores



Source: Moody's Investors Service

Environmental

Walaa faces moderate exposure to environmental risks, mainly because of carbon transition risk. Although the company has limited direct exposure to carbon-intensive sectors, it is indirectly exposed through its investment portfolio and insurance premiums that are linked to the Saudi Arabian economy which derives a significant portion of its revenues from the hydrocarbon industry. Physical climate risk is moderate in the GCC region with low levels of natural catastrophes historically, albeit that the frequency of severe weather events has been rising.

Social

Walaa has moderate social risk related to customer relations and demographic and societal trends. Customer relations risk arises as a result of its focus on retail insurance lines, handling of sensitive customer data, and increasing regulatory focus on insurers' customer conduct issues. Demographic and societal trends can make the operating environment more challenging, particularly for its life and medical insurance businesses where societal trends and government policy decisions can impact claim trends. The company's diversified product base and conservative reserving practices moderate these social risks to some extent.

Governance

Walaa faces moderate governance risks with enhanced risk management, policies and procedures as its high growth financial strategy poses challenges to performance. Albeit the management has a good track record of meeting its business objectives whilst maintaining

its focus on risk management and an appropriate financial strategy characterized by low leverage and good regulatory capital. The company has a widely diversified investor base and benefits from good board oversight due to its strong board including independent directors.

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.

Rating methodology and scorecard factors

Exhibit 7
Walaa Cooperative Insurance Company

Financial Strength Rating Scorecard [1][2]	Aaa	Aa	A	Baa	Ba	В	Caa	Score Ad	i Score
Business Profile								Α	A
Market Position, Brand and Distribution (25%)								A	Α
-Relative Market Share Ratio			Х						
-Underwriting Expenses % Net Premiums Written	18.7%								
Product Focus and Diversification (10%)								Α	Baa
-Product Risk		Χ							
-P&C Insurance Product Diversification			Х						
-Geographic Diversification									
Financial Profile								Baa	Α
Asset Quality (10%)								Aa	Α
-High Risk Assets % Shareholders' Equity		37.5%							
-Reinsurance Recoverable % Shareholders' Equity				115.2%					
-Goodwill & Intangibles % Shareholders' Equity	15.8%								
Capital Adequacy (15%)								Α	Α
-Gross Underwriting Leverage			3.4x						
Profitability (15%)								Ва	Baa
-Return on Capital (5 yr. avg.)				1.3%					
-Sharpe Ratio of ROC (5 yr.)					11.9%				
Reserve Adequacy (10%)								Caa	Α
-Adv. (Fav.) Loss Dev. % Beg. Reserves (5 yr. wtd. avg.)							68.4%		
Financial Flexibility (15%)								Α	Α
-Adjusted Financial Leverage	4.2%								
-Total Leverage	4.2%								
-Earnings Coverage (5 yr. avg.)	21.1x								
-Cash Flow Coverage (5 yr. avg.)									
Operating Environment								Baa	Baa
Preliminary Standalone Outcome								Baa1	A3
	[-]								

[1] Information based on IFRS financial statements as of fiscal year ended 12/31/2022. [2] The Scorecard rating is an important component of the company's published rating, reflecting the standalone financial strength before other considerations (discussed above) are incorporated into the analysis.

Source: Moody's Investors Service

Ratings

Exhibit 8

Category	Moody's Rating			
WALAA COOPERATIVE INSURANCE COMPANY				
Rating Outlook	STA			
Insurance Financial Strength	A3			
Source: Moody's Investors Service				

© 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 CRED

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 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

1341898

CLIENT SERVICES

 Americas
 1-212-553-1653

 Asia Pacific
 852-3551-3077

 Japan
 81-3-5408-4100

 EMEA
 44-20-7772-5454

