

# CECL Webinar Series: Empowering Users, Satisfying Auditors

**Olivier Brucker, Senior Director**  
**Emil Lopez, Director**

October 5, 2017



# Moody's Analytics CECL Webinar Series: The Roadmap to Success

TODAY

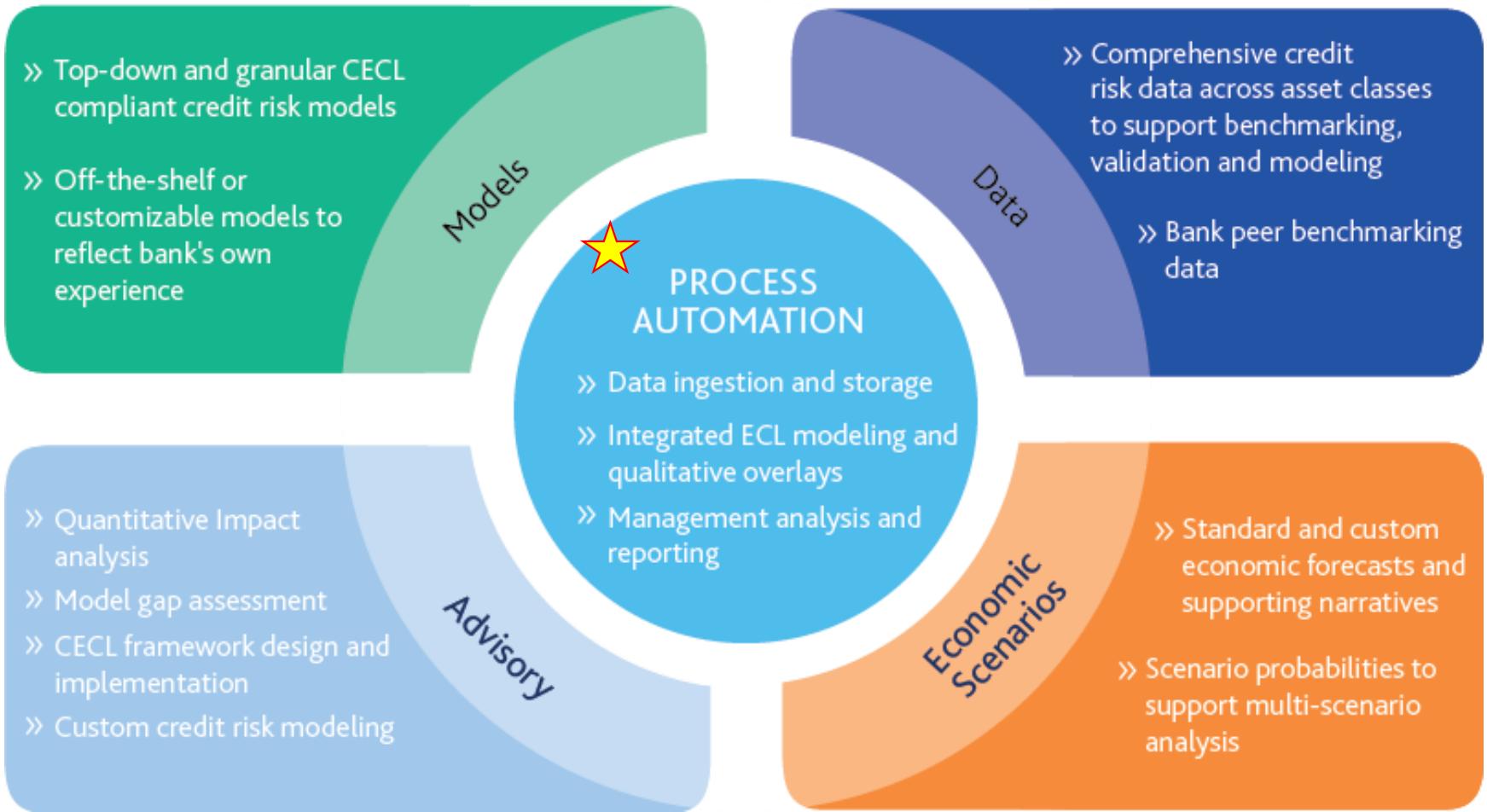
Empowering Users, Satisfying Auditors

ENTIRE SOLUTION WEBINAR SERIES IS AVAILABLE ON DEMAND AT [WWW.MOODYSANALYTICS.COM/CECL](http://WWW.MOODYSANALYTICS.COM/CECL)

- Aug 1 Meeting the Analytic Challenges of CECL
- Aug 24 Leveraging Industry Data for CECL Compliance
- Sep 6 Lifetime Expected Credit Loss Modeling
- Sep 19 Economic Scenarios for CECL: What's Reasonable and Supportable?

# Moody's Analytics CECL Solution Suite

Today's Focus is on Process Automation



# Today's Speakers



## **Olivier Brucker**

Senior Director, Banking RegTech

Olivier Brucker is a Senior Director and Sales Manager at Moody's Analytics working with its suite of Enterprise Risk Management Solutions. In his current role, Olivier consults with clients to maximize their return on investment from Moody's Analytics solutions. His focus is on implementation of regulatory compliance solutions such as ALLL/CECL, CCAR/DFAST as well as Basel capital and liquidity for domestic and international financial institutions.



## **Emil Lopez**

Director, Risk and Finance Analytics

Emil is a Director in the Enterprise Risk Solutions Group, based in New York, focusing on the development of software and analytic solutions for impairment accounting (CECL/IFRS 9). Prior to joining the product strategy group, Mr. Lopez led risk rating and stress testing modeling projects for Basel and DFAST institutions. Mr. Lopez received his MBA from New York University and received his BS in finance and business administration from the University of Vermont.

## **Moderator**



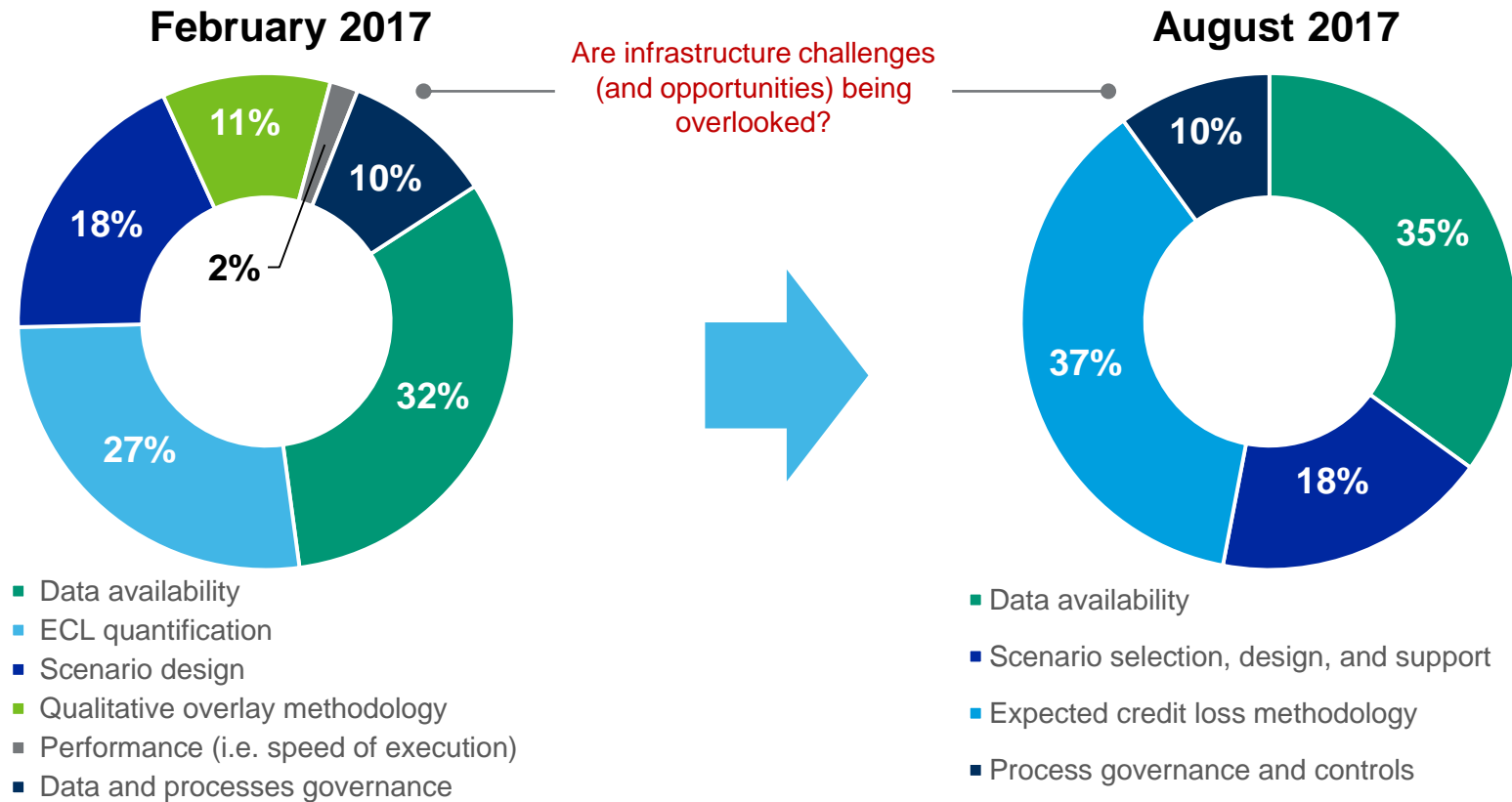
## **Dan Parker**

Managing Director, Head of Enterprise Risk Services Sales, Americas

Dan is a Managing Director who manages the client facing teams in the Americas responsible for software and analytics solutions. The team works largely with banks and insurance companies on regulatory and accounting solutions, as well as products and services for portfolio management, capital management and credit origination.

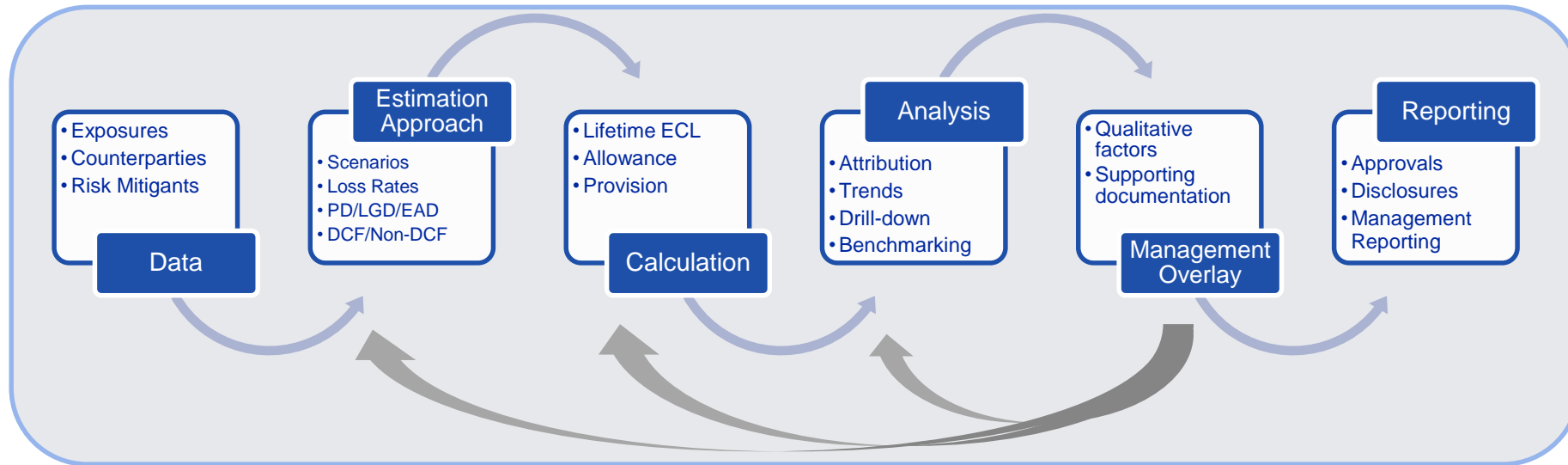
# CECL Implementation Concerns

## What is the most significant challenge you anticipate in CECL implementation?



Source: Moody's Analytics CECL Surveys

# Typical CECL Process and Key Challenges



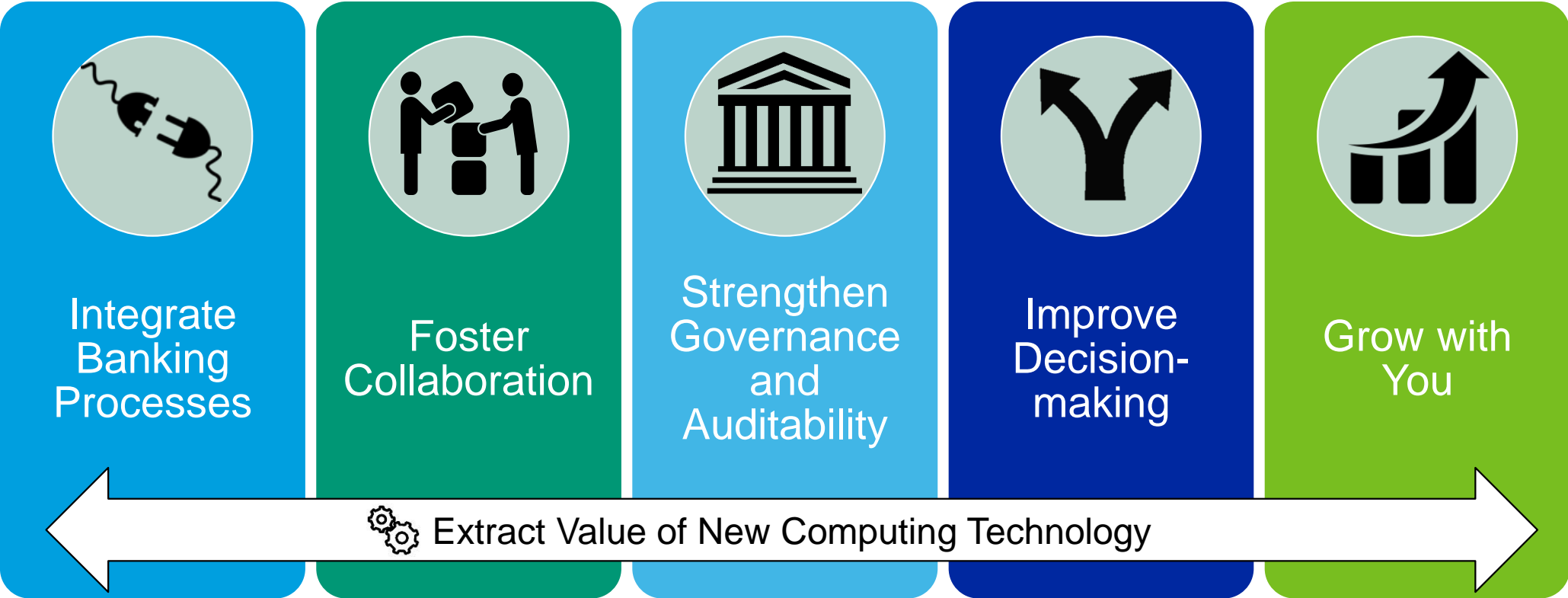
## Quantification

- » Portfolio segmentation
- » Modeling methodology
- » CECL compliant credit risk estimation
- » Economic forecasts
- » Sensitivity analysis
- » Cash flow modeling
- » Qualitative adjustment framework
- » External support data

## Automation & Reporting

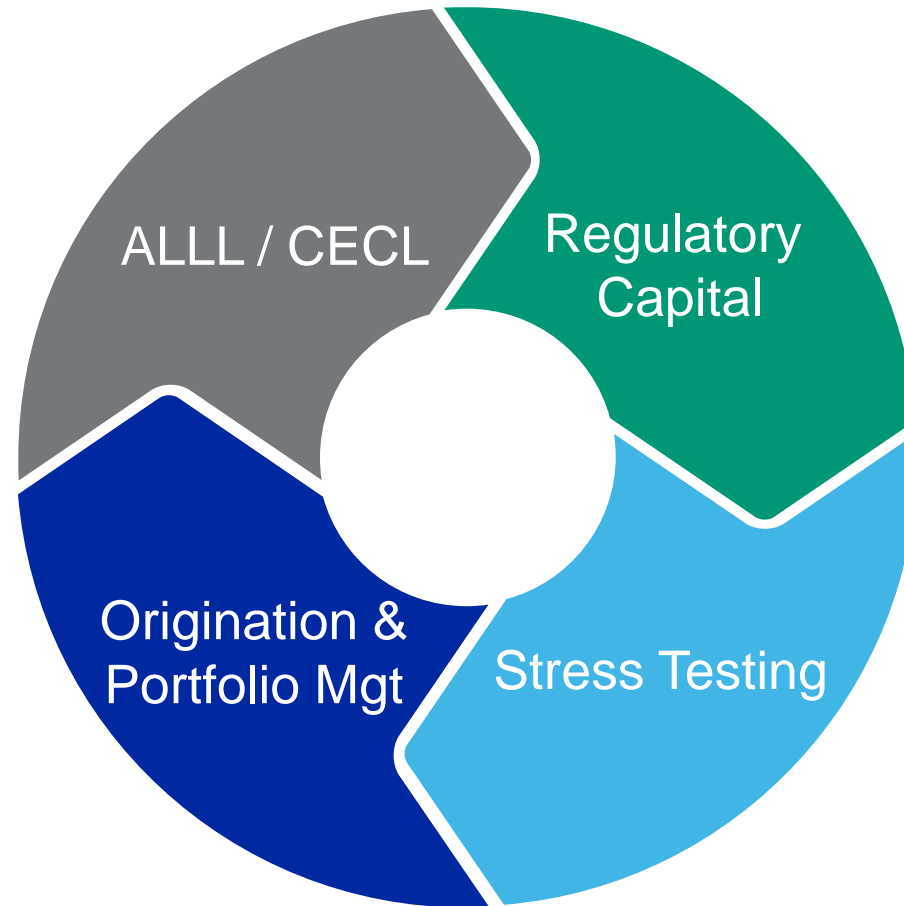
- » Centralized input data
- » Multiple loss estimation approaches
- » Results analysis and drill-down
- » Qualitative and management overlays
- » Governance and controls
- » Comprehensive audit trail
- » Disclosures and management reporting
- » GL posting

# Maximizing Value from your CECL Processes





# Integrate Banking Processes

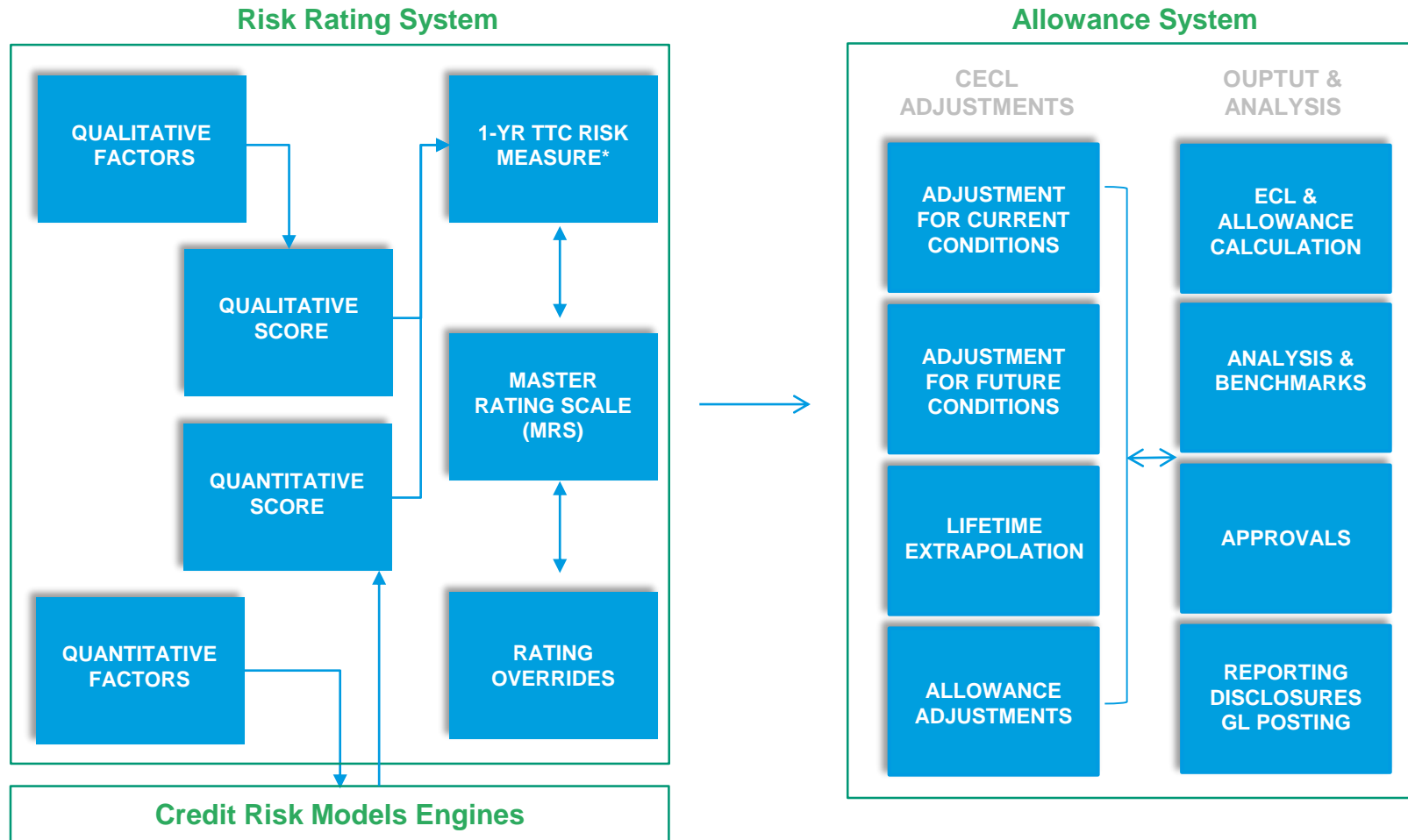






# Integrate Banking Processes

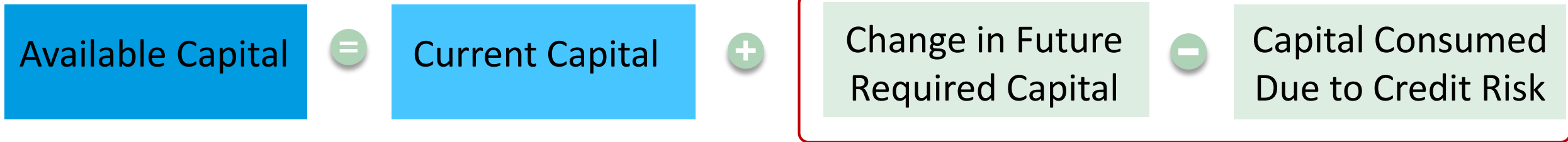
## Risk Rating and CECL





# Integrate Banking Processes

## Regulatory Capital and CECL

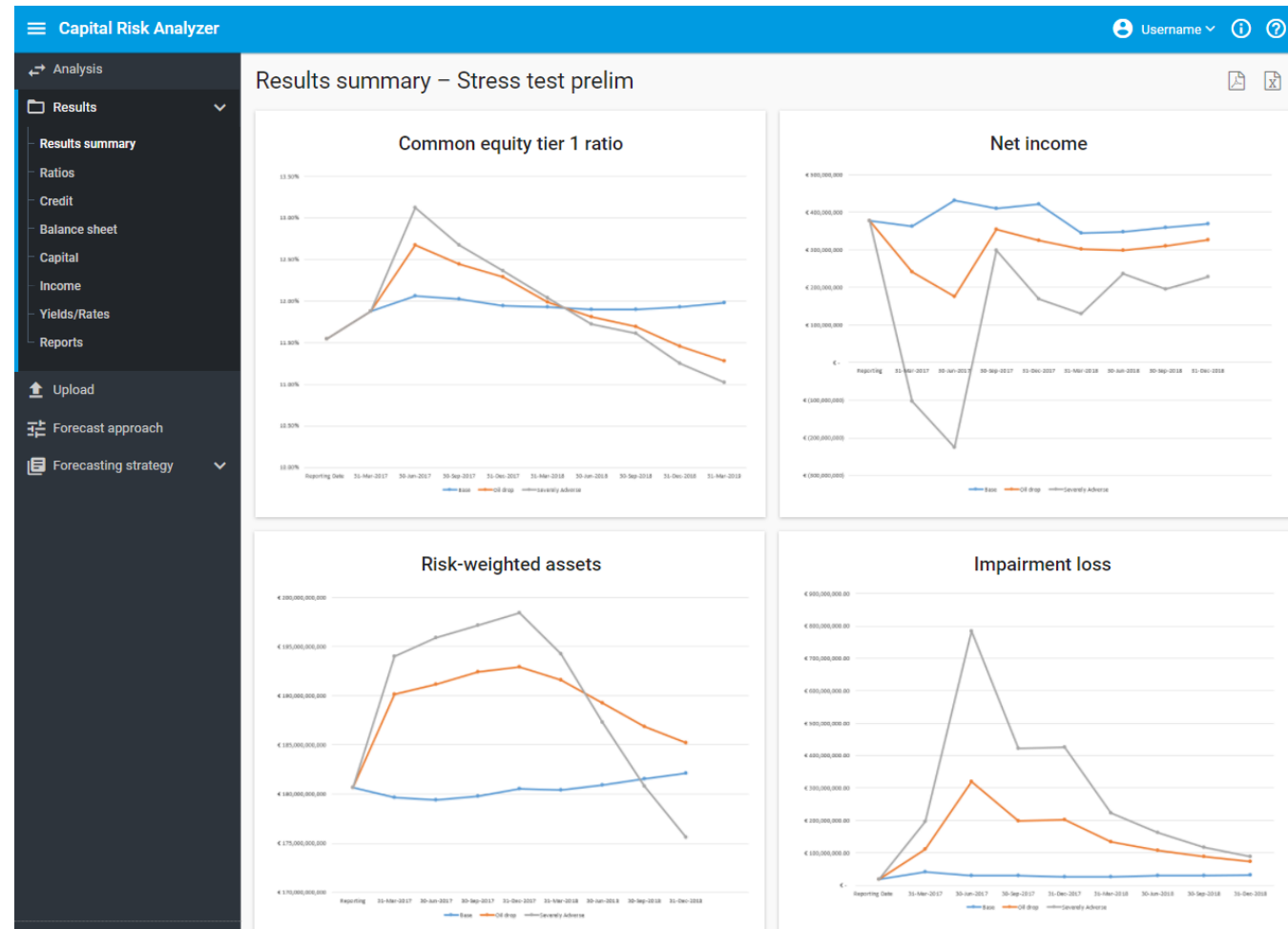


Credit Quality Impacts Both



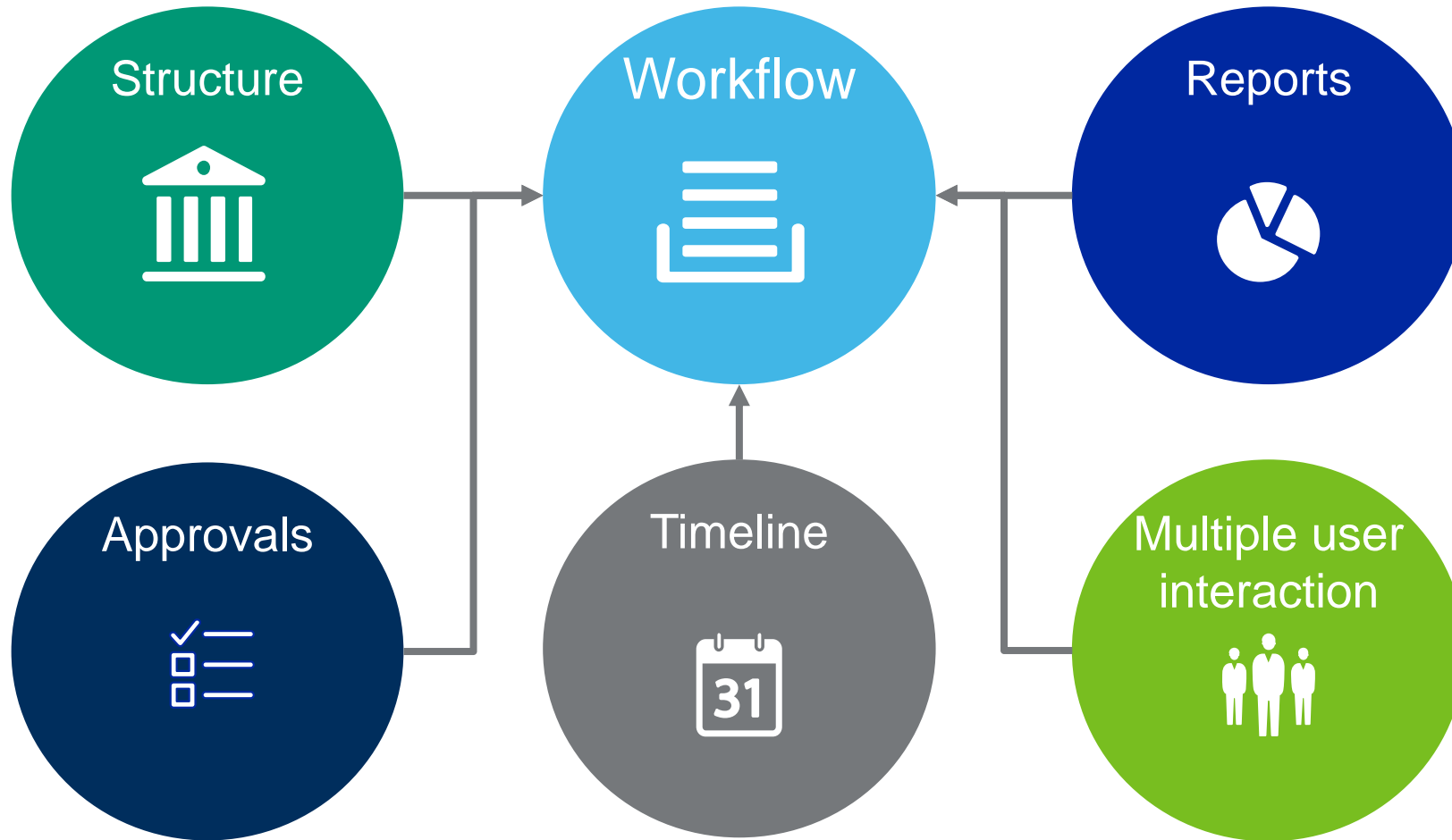
# Integrate Banking Processes

## Stress Testing and CECL





# Foster Collaboration



Analyses

Scenario Library

Model Inventory

Data Center >

# ← Bank A Capital Finance - Dec 31, 2016


Reporting Date: 12/31/2016

- 1 Portfolios
- 2 Parameters
- 3 Results**
- 4 Approvals
- 5 Publication

**APPLY ADJUSTMENTS** **NEXT** 

Results Select view ▼

[ALL CONTRACTS](#) [ALL ADJUSTMENTS](#)

Allowance Results	PD & LGD Results	Disclosure Reports	Parameter Mapping	Adjustment Reports
Portfolio Results	Portfolio PD & LGD Results	Allowance Roll Forward	ECL Method Mapping	Loss Rate Adjustments
<b>CRE Property Type Results</b> 			PD Model Mapping	Allowance Adjustments
C&I Industry Results			LGD Model Mapping	
Retail Branch Results			Loss Model Mapping	

- Analyses
- Scenario Library
- Model Inventory
- Data Center >

## Dec 31, 2018 Allowance Calculation

Reporting date: Dec 31, 2018



NEXT

### Approvals

Coverage - Loans and Leases



COMPARE DATA

ALL APPROVALS

ALL ADJUSTMENTS

CONFIGURE TABLE	Dec 31, 2018			
	Amortized Cost (\$M)	Allowance (\$M)	Unfunded Commitment (\$M)	Reserve for Unfunded (\$M)
^ Total Loans and Leases	20,000	200	2,500	25
<ul style="list-style-type: none"> <li>∨ Commercial and Industrial</li> <li> <ul style="list-style-type: none"> <li>∨ Energy</li> <li>∨ Healthcare</li> <li>∨ Other</li> </ul> </li> <li>∨ Commercial Real Estate</li> <li>∨ Consumer Loans</li> </ul>	12,200	122	500	5
	2,100	21	200	2
	900	9	200	2
	9,200	92	100	1
	5,100	51	500	5
	2,700	27	1,500	15

### Approvals 3 items

APPROVALS    ADJUSTMENTS

Approver	Status / Action
LOB Manager	Approved Sep 2, 2018
Branch Manager	APPROVE    REJECT
CFO	APPROVE    REJECT

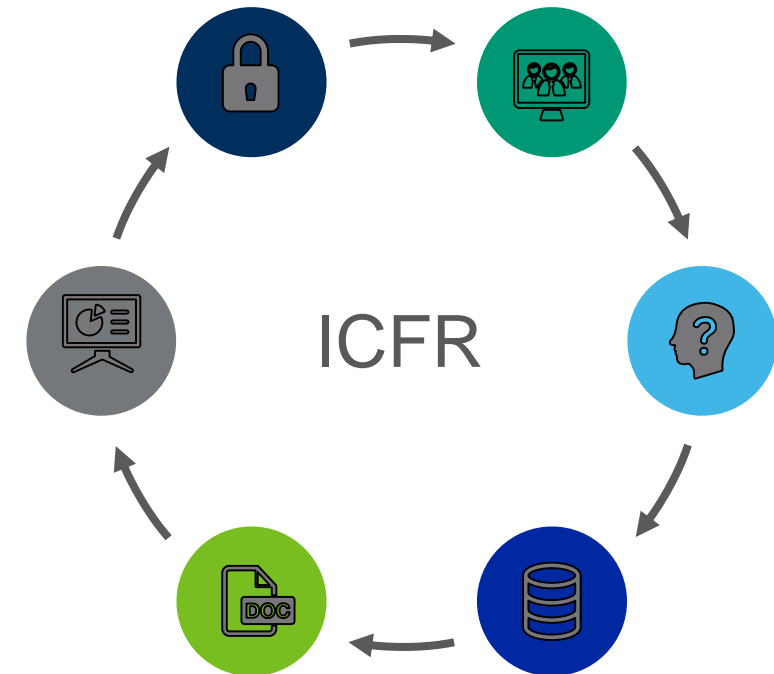




# Strengthen Governance and Auditability

How auditors will audit the CECL estimate:

- » Obtain an understanding of management's process to establish CECL estimate
- » Assess the reasonableness of the estimate by one or more approaches
- » Internal Control over Financial Reporting (ICFR) framework is also tested to ensure that controls are designed and operating effectively





- Analyses
- Scenario Library
- Model Inventory
- Data Center >

← Analyses / Dec 31, 2018 Allowance Calculation

DELETE ANALYSIS

Item 4 of 4



SAVE CANCEL

Name \*  
Dec 31, 2018 Allowance Calculation

Reporting Date \*  
12/31/2018

Created By  
Anna L

Creation Date  
08/22/2017 22:36:42

Last Modified By  
Anna L

Modified Date  
08/22/2017 22:36:42

Step  
1 - Portfolios

Description  
  
0 / 10,000



- Analyses
- Scenario Library
- Model Inventory
- Data Center

## Dec 31, 2018 Allowance Calculation

Portfolio — 2 Parameters — 3 Results — 4 Approvals — 5

Totals (all data)

**14.1M**

Total Records


**\$14.1B**

Total Balance

---

Total Allowance

Allowance (all data)



Allowance this period: not calculated  
 Allowance 7/2020 \$222M  
 Difference: not calculated

Portfolios Portfolio Data

[CONFIGURE VIEW](#)

### Select Portfolios

12 items · 4 selected Search

<input type="checkbox"/>	Portfolio Name	↑ As of Date	Records	Status
<input type="checkbox"/>	ServiceBureau_LargeCnl	03/31/2017	195	Approved
<input type="checkbox"/>	ServiceBureau_CRE	03/31/2017	573	Approved
<input type="checkbox"/>	ServiceBureau_Retail	03/31/2017	138	Approved
<input type="checkbox"/>	ServiceBureau_SME	03/31/2017	92	Approved
<input checked="" type="checkbox"/>	ServiceBureau_SME	06/30/2017	88	Approved
<input checked="" type="checkbox"/>	ServiceBureau_CRE	06/30/2017	542	Approved
<input checked="" type="checkbox"/>	ServiceBureau_LargeCnl	06/30/2017	190	Approved
<input checked="" type="checkbox"/>	ServiceBureau_Retail	06/30/2017	134	Approved
<input type="checkbox"/>	ServiceBureau_CRE	12/31/2016	598	Approved
<input type="checkbox"/>	ServiceBureau_SME	12/31/2016	97	Approved
<input type="checkbox"/>	ServiceBureau_LargeCnl	12/31/2016	199	Approved
<input type="checkbox"/>	ServiceBureau_Retail	12/31/2016	154	Approved

CANCEL
OK

- Analyses
- Scenario Library
- Model Inventory
- Data Center >

SCENARIO DATA SCENARIOS

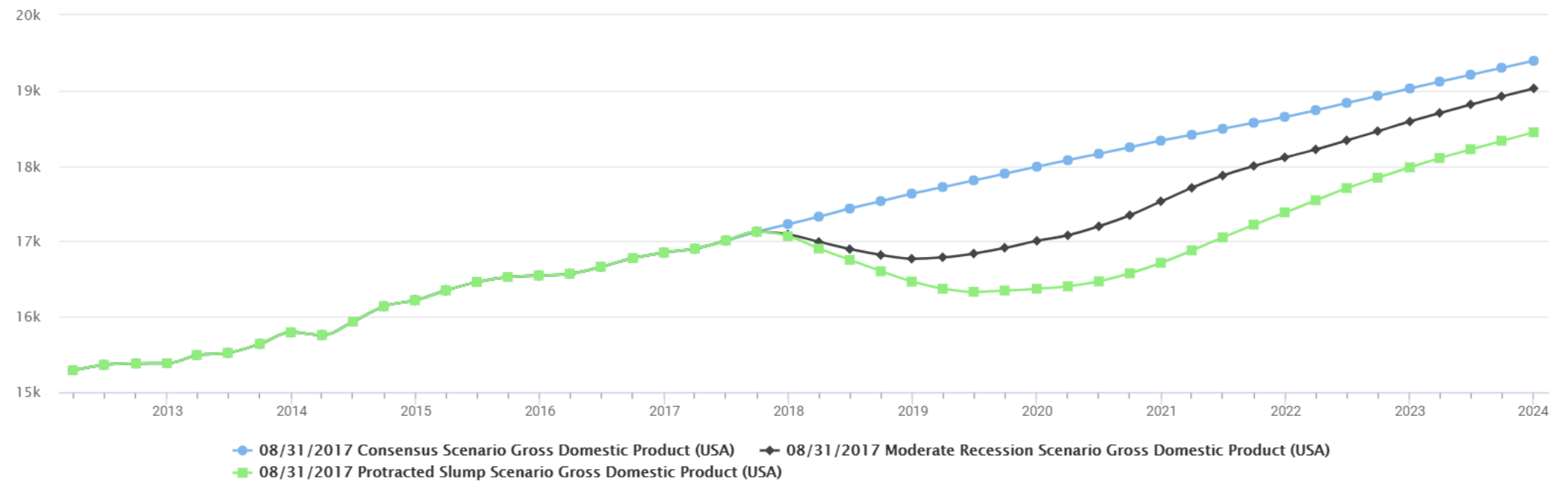
**Filters** To view data, select at least one value from each filter. Up to twelve filter combinations can be displayed.

As of Date: 08/31/2017 Scenario: 3 items Macroeconomic Variables: Gross Domestic Product (USA) UPDATE

View   CHART OPTIONS

Economic Data and Forecast

Click and drag to zoom.



- Analyses
- Scenario Library
- Model Inventory**
- Data Center >

# Model Inventory

Models

9 items Search

<input type="checkbox"/>	Source	Name	Output	Validation Status	Type	Owner			
<input type="checkbox"/>	MA	GCorr 2016	PD	Validated	Imported	Anna D.			
<input type="checkbox"/>	MA	RiskCalc U.S. Corporate v4.0	PD	Validated	Imported	Mike S.			
<input type="checkbox"/>	MA	CMM 3.0	PD	In progress	Imported	John S.			
<input type="checkbox"/>	MA	Mortgage Portfolio Analyzer	LGD	In progress	Imported	Sarah T.			
<input type="checkbox"/>	MA	Auto Portfolio Analyzer	PD	Validated	Imported	Mark K.			
<input type="checkbox"/>	MA	CreditEdge	PD	Validated	Imported	Mike S.			
<input type="checkbox"/>	MA	CreditCycle PD	PD	Pending	Imported	Anna D.			
<input type="checkbox"/>	MA	CreditCycle LGD	LGD	Validated	Imported	Kevin D.			
<input type="checkbox"/>	Internal	Expected Consumer Credit Losses	Loss Rate	Validated	Imported	John S.			

- Analyses
- Scenario Library
- Model Inventory
- Data Center >

# Dec 31, 2018 Allowance Calculation

1 Portfolio — 2 Parameters — 3 Results — 4 Approvals — 5 Publication

**APPLY ADJUSTMENTS** **NEXT** [Icon]

Totals (all data)

**14.1M** Total Records

**\$14.1B** Total Balance

**\$129M** Total Allowance

Allowance (all data)

Allowance this period: not calculated  
 Allowance 7/2020 \$222M  
 Difference: not calculated

Distribution of Records (Loans and Leases)

Maximum: \$305M  
 Most records in group: \$1-2M

## Results CRE Property Type Results

[ALL CONTRACTS](#) [ALL ADJUSTMENTS](#)

Portfolio Identifier  Reporting Date  Adjustment Identifier

		2017-06-30		
		Unpaid Principal	Loss Allowance	Loss Rate
▼	USA Chicago, IL	294,273,000.00	7,804,726.99	0.03
	Office	48,612,000.00	1,892,551.09	0.04
	Multifamily	55,450,000.00	1,523,920.84	0.03
	Retail	87,885,000.00	1,875,397.77	0.02
	Industrial	50,492,000.00	1,030,548.20	0.02
	Hotel	51,834,000.00	1,482,309.09	0.03
▼	USA Cincinnati, OH	123,000.00	6,886.78	0.01
	Hotel	123,000.00	6,886.78	0.01
▼	USA Cleveland, OH	26,128,000.00	105,369.10	0.00
	Hotel	945,000.00	11,522.56	0.01

### Adjustments 79 contracts in selection

**+**

portfolioIdentifier = ServiceBureau\_CRE reportingDate = 2017-06-30

metropolitanStatisticalArea = USA Chicago, IL propertyType = Industrial

Original loss allowance: \$1,030,548 Adjusted loss allowance: \$1,491,836

Category	Reason	Loss allowance
Lending Procedures	Underwriting	\$461,287.563



# Improve Decision-making

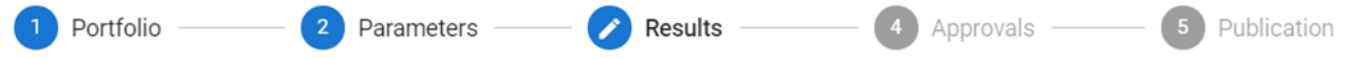
Investment in process infrastructure can improve management decision-making:

- » Diagnose trends and drivers of the allowance
- » Inform portfolio management
- » Enable ad-hoc inquiries



- Analyses
- Scenario Library
- Model Inventory
- Data Center >

## Dec 31, 2018 Allowance Calculation



[APPLY ADJUSTMENTS](#) [NEXT](#)

Totals (all data)

14.1M  
Total Records

\$14.1B  
Total Balance

\$129M  
Total Allowance

Allowance (all data)

Allowance this period: not calculated  
Allowance 7/2020 \$222M  
Difference: not calculated

Distribution of Records (Loans and Leases)

Maximum: \$305M  
Most records in group: \$1-2M

Results Portfolio Results

[ALL CONTRACTS](#) [ALL ADJUSTMENTS](#)

Reporting Date: 2017-06-30 Adjustment Identifier: 6 item(s)

CONFIGURE VIEW	2017-06-30		
	Unpaid Principal	Loss Allowance	Loss Rate
ServiceBureau_CRE	602,024,000.00	21,930,820.41	0.03
ServiceBureau_LargeCnl	169,885,000.00	2,278,897.28	0.01
ServiceBureau_Retail	3,443,684,000.00	28,033,935.07	0.01
ServiceBureau_SME	2,482,000.00	39,931.08	0.01

- Analyses
- Scenario Library
- Model Inventory
- Data Center >

# Dec 31, 2018 Allowance Calculation

1 Portfolio — 2 Parameters — 3 Results — 4 Approvals — 5 Publication

[APPLY ADJUSTMENTS](#) [NEXT](#)

Totals (all data)

14.1M Total Records    \$14.1B Total Balance    \$129M Total Allowance

Allowance (all data)

Allowance this period: not calculated  
 Allowance 7/2020 \$222M  
 Difference: not calculated

Distribution of Records (Loans and Leases)

Maximum: \$305M  
 Most records in group: \$1-2M

## Results CRE Property Type Results

[ALL CONTRACTS](#) [ALL ADJUSTMENTS](#)

Portfolio Identifier ServiceBureau\_CRE Reporting Date 2017-06-30 Adjustment Identifier 1 item(s)

CONFIGURE VIEW		2017-06-30		
		Unpaid Principal	Loss Allowance	Loss Rate
▼	USA Chicago, IL	294,273,000.00	7,804,726.99	0.03
	Office	48,612,000.00	1,892,551.09	0.04
	Multifamily	55,450,000.00	1,523,920.84	0.03
	Retail	87,885,000.00	1,875,397.77	0.02
	Industrial	50,492,000.00	1,030,548.20	0.02
	Hotel	51,834,000.00	1,482,309.09	0.03
▼	USA Cincinnati, OH	123,000.00	6,886.78	0.06
	Hotel	123,000.00	6,886.78	0.06
▼	USA Cleveland, OH	26,128,000.00	105,369.10	0.00
	Hotel	945,000.00	11,522.56	0.01

- Analyses
- Scenario Library
- Model Inventory
- Data Center >

# Dec 31, 2018 Allowance Calculation

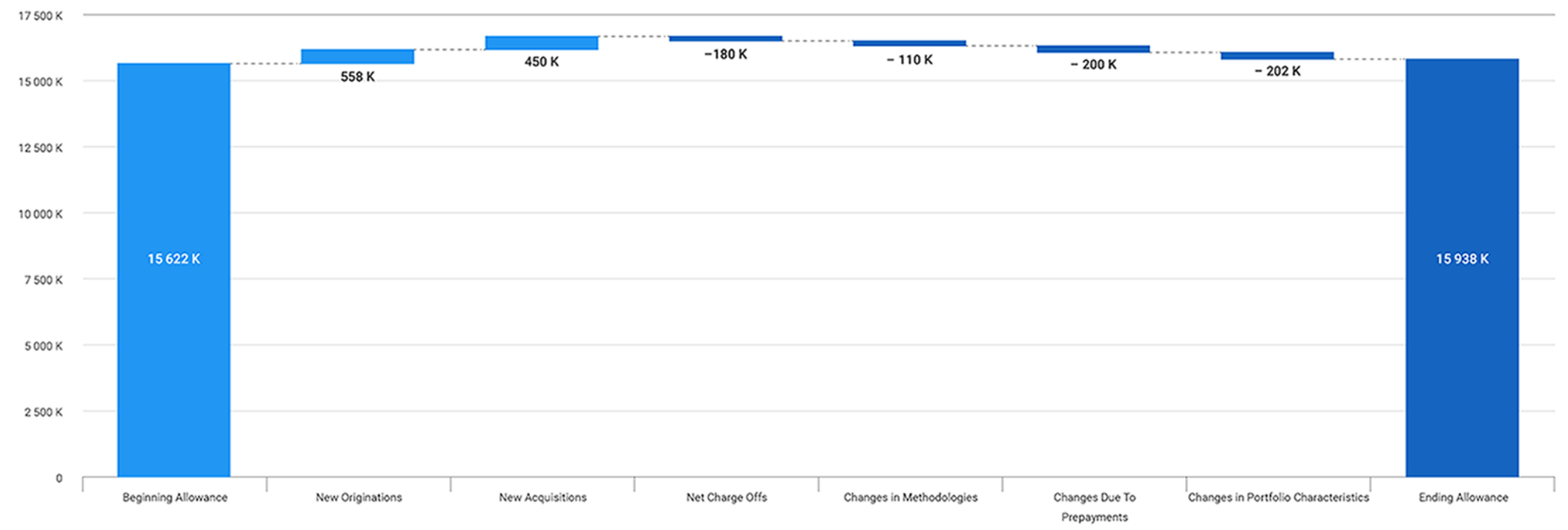
- 1 Portfolio
- 2 Parameters
- 3 Results**
- 4 Approvals
- 5 Publication

APPLY ADJUSTMENTS NEXT

Results Attribution Report

### Attribution Report (Waterfall Analysis)

Click and drag to zoom.





- Analyses
- Scenario Library
- Model Inventory
- Data Center

## Contract Browser ✕

**Filters**

Attribute ▼ Operator ▼ Value ▼ ADD

portfolioIdentifier = ServiceBureau\_CRE ✕
reportingDate = 2017-06-30 ✕
metropolitanStatisticalArea = USA Chicago, IL ✕
propertyType = Industrial ✕

[CREATE ADJUSTMENT](#)

**Contracts** 10 items

<input type="checkbox"/>	As of Date	Instrument Identifier	Portfolio Identifier	Asset Class	Unpaid Principal Balance	Loss Rate Adjusted	Loss Allowance Adjusted	
<input type="checkbox"/>	06/30/2017	CRE_1003	ServiceBureau_CRE	Loan-Commercial real estate	62000	0.048431494	3002.752196	⌵
<input type="checkbox"/>	06/30/2017	CRE_1003	ServiceBureau_CRE	Loan-Commercial real estate	62000	0.048432435	3569.175005467	⌵
<input type="checkbox"/>	06/30/2017	CRE_1006	ServiceBureau_CRE	Loan-Commercial real estate	2458000	0.002860581	29395.647490096	⌵
<input type="checkbox"/>	06/30/2017	CRE_1006	ServiceBureau_CRE	Loan-Commercial real estate	2458000	0.00282328	6939.644851	⌵
<input type="checkbox"/>	06/30/2017	CRE_1008	ServiceBureau_CRE	Loan-Commercial real estate	138000	0.032947085	4546.699031	⌵
<input type="checkbox"/>	06/30/2017	CRE_1008	ServiceBureau_CRE	Loan-Commercial real estate	138000	0.032949179	5807.447104323	⌵

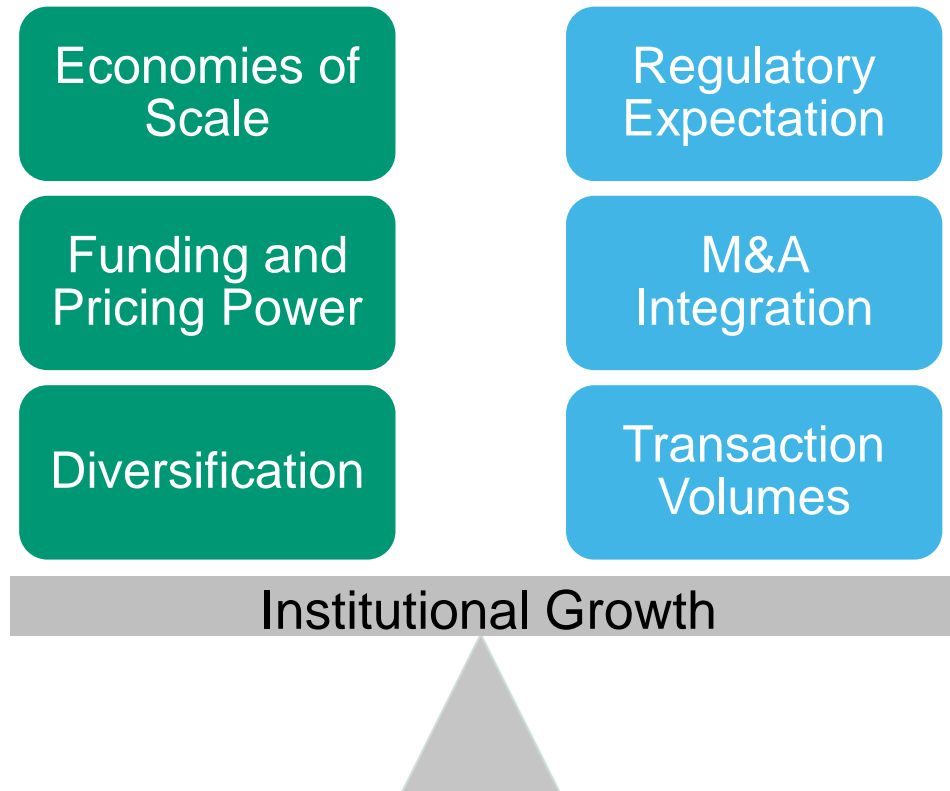
CLOSE

Retail	1,644,000.00	18,864.91	0.0
--------	--------------	-----------	-----



# Grow with You

“With great power comes great responsibility” - Spiderman’s Uncle



As financial institutions grow, so do:

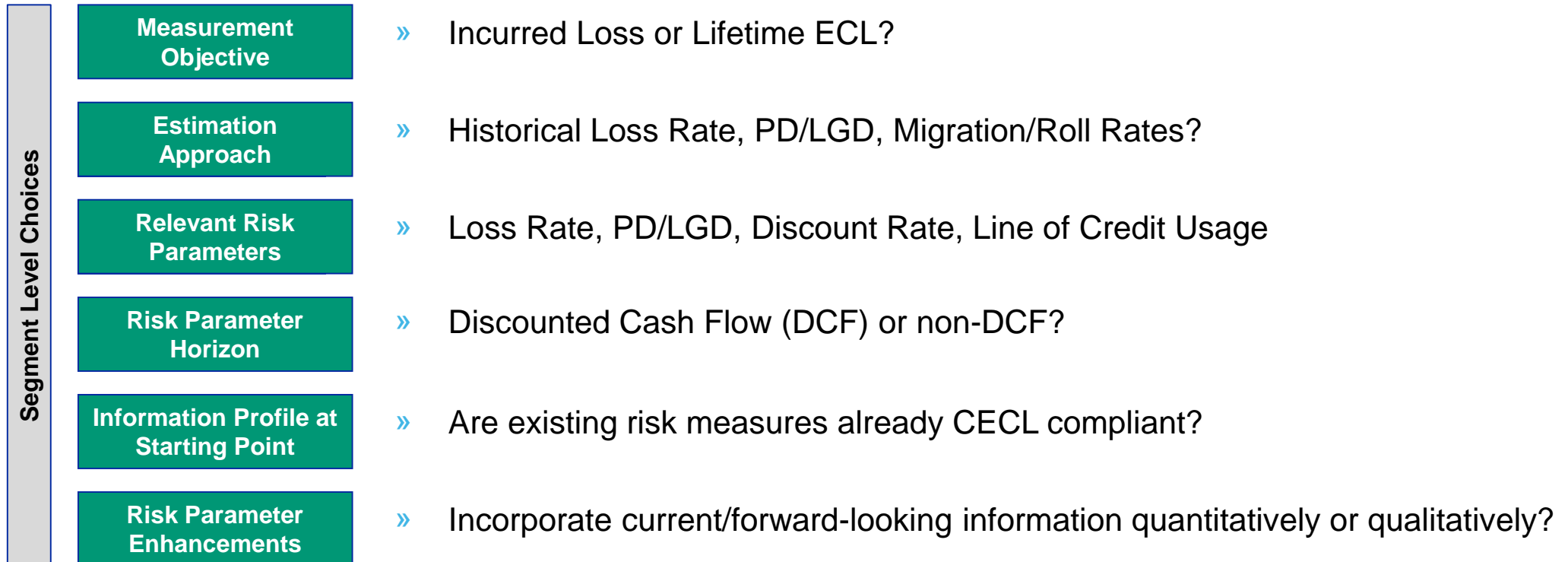
- » Regulatory and auditor expectations
- » M&A integration “pains”
- » Datasets and transaction volumes

*How can CECL software help?*



# Grow with You

## Methodology Decision Paths



- Analyses
- Scenario Library
- Model Inventory
- Data Center >

# Dec 31, 2018 Allowance Calculation

1 Portfolio — Parameters — 3 Results — 4 Approvals — 5 Publication

**GENERATE RESULTS** NEXT

Parameters SCENARIO SETTINGS **MODEL MAPPING & PARAMETERS**

- Expected Credit Loss**
- Probability of Default
- Loss Given Default
- GCORR™
- Loss Rate
- Exposure At Default
- Prepayment

Expected Credit Loss			<b>ADD SEGMENT</b>	
Order	Scope	Method		
1	Asset Class = CRE	Annualized Loss Rate		
2	Asset Class = C&I Country = USA	Lifetime Loss Rate		
3	Asset Class = Retail	DCF: Expected Cash Flow		
4	ALL OTHER DATA	Loss Rate Curve		

- Analyses
- Scenario Library
- Model Inventory
- Data Center >

# Dec 31, 2018 Allowance Calculation







**GENERATE RESULTS** **NEXT** [Menu Icon]

- Parameters
- SCENARIO SETTINGS
- MODEL MAPPING & PARAMETERS**

- Expected Credit Loss
- Probability of Default**
- Loss Given Default
- GCORR™
- Loss Rate
- Exposure At Default
- Prepayment

Probability of Default					<b>ADD SEGMENT</b>	
Order	Scope	Methodology	Model			
1	Asset Class = CRE	PD Model	CMM™ 3.0	[Icon]	[Icon]	
2	Asset Class = C&I Country = USA	PD Model	RiskCalc™ U.S. Corporate v4.0	[Icon]	[Icon]	
3	Asset Class = Retail	PD Model	CreditCycle™	[Icon]	[Icon]	
4	ALL OTHER DATA	Implied PD	Moody's Ratings			



-  Analyses
-  Scenario Library
-  Model Inventory
-  Data Center >

# Dec 31, 2018 Allowance Calculation



[GENERATE RESULTS](#) [NEXT](#) 

Parameters SCENARIO SETTINGS MODEL MAPPING & PARAMETERS

Scenario Settings				<a href="#">SELECT SCENARIOS</a>
Scenario Name	Description	As of Date	Weight	
S7	Consensus Scenario	12/19/2018	75%	
S3	Moderate Recession	12/19/2018	25%	
TOTAL WEIGHT			100%	

- Analyses
- Scenario Library
- Model Inventory
- Data Center >

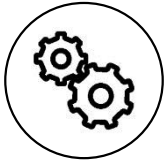
# Analysis

- Projects**
- Bank Holding Company
  - Midwest Bank 1
      - MB1 Branch A
        - Allowance Team
        - Credit Risk Team
      - MB1 Branch B
      - MB1 Branch C
    - Midwest Bank 2
    - Midwest Bank 3

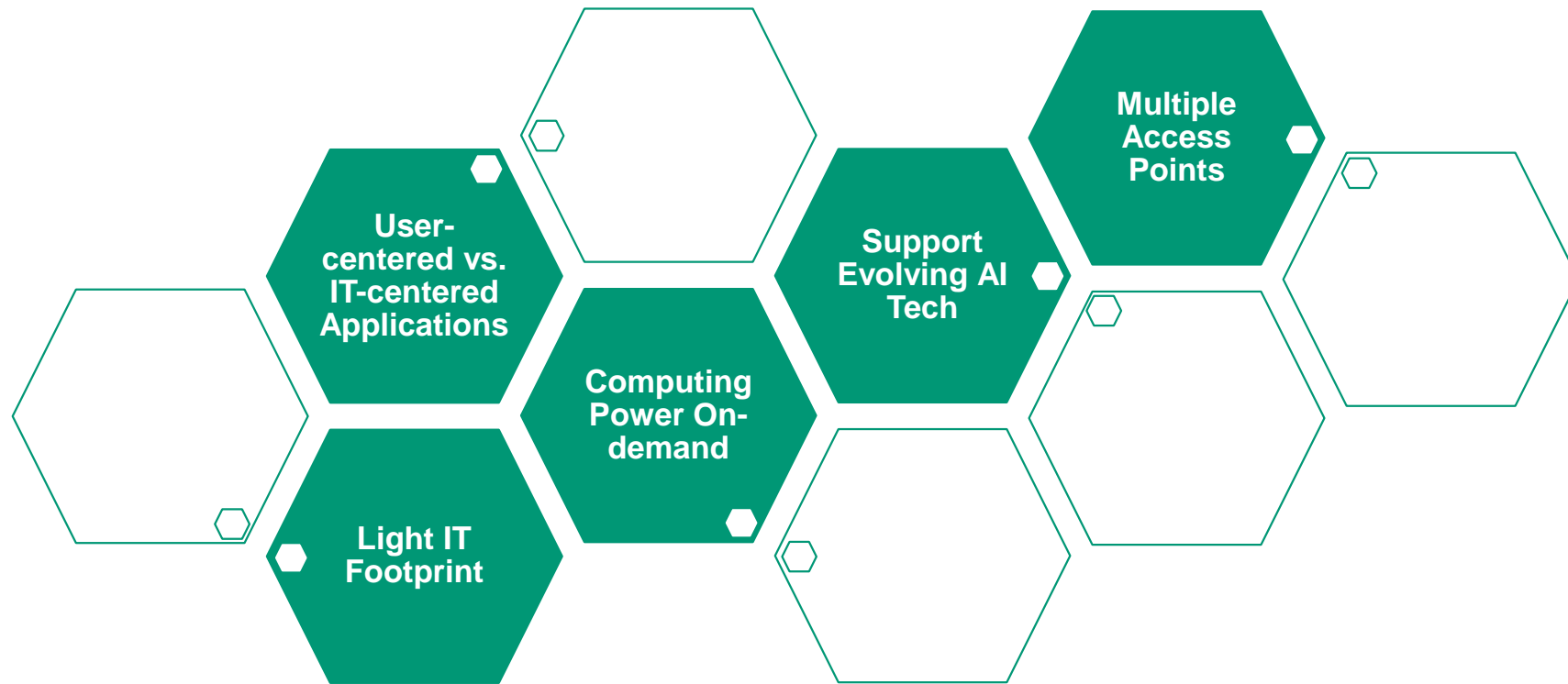
**Analysis** 7 Items Search

Name	Step	Reporting Date	Modified Date	Subproject		
Consensus scenario as of Dec 19	1 - Portfolio - Step 1	12/31/2018	12/20/2018 16:37:15	---		
Consensus scenario as of Dec 17	1 - Portfolio - Step 1	12/31/2018	12/18/2018 16:37:15	Midwest Bank 1		
PD Model calibration	1 - Portfolio - Step 1	12/31/2018	12/16/2018 16:37:15	Midwest Bank 1 / MB Branch A / Allowance Team		
Consensus scenario as of Dec 13	1 - Portfolio - Step 1	12/31/2018	12/14/2018 16:37:15	Midwest Bank 1 / MB Branch A / Allowance Team		
Consensus scenario as of Dec 11	1 - Portfolio - Step 1	12/31/2018	12/11/2018 16:37:15	Midwest Bank 1 / MB Branch A / Credit Risk Team		
MW bank1 test	1 - Portfolio - Step 1	12/31/2018	11/18/2018 16:37:15	Midwest Bank 1 / MB Branch A / Allowance Team		
Allowance Calculation	1 - Portfolio - Step 1	12/31/2018	08/22/2017 18:13:51	Midwest Bank 1 / MB Branch A / Allowance Team		

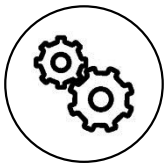
Rows per page: **10** 1 - 7 of 7



# Extract Value from Computing Technology







# Extracting Value from Computing Technology

Total Cost of Ownership: On-Premise vs. Cloud

**9%**

Software Licenses

**68%**

Subscription Fee

Customization & Implementation

Hardware

IT Personnel

Maintenance

Training

## Ongoing Costs

- Applying Upgrades
- Performance Tuning
- Rewriting Customizations & Integrations
- Downtime
- Database
- Hardware
- IT Burden
- Security

On-Premise

Cloud

Implementation, Configuration & Training

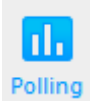
## Ongoing Costs

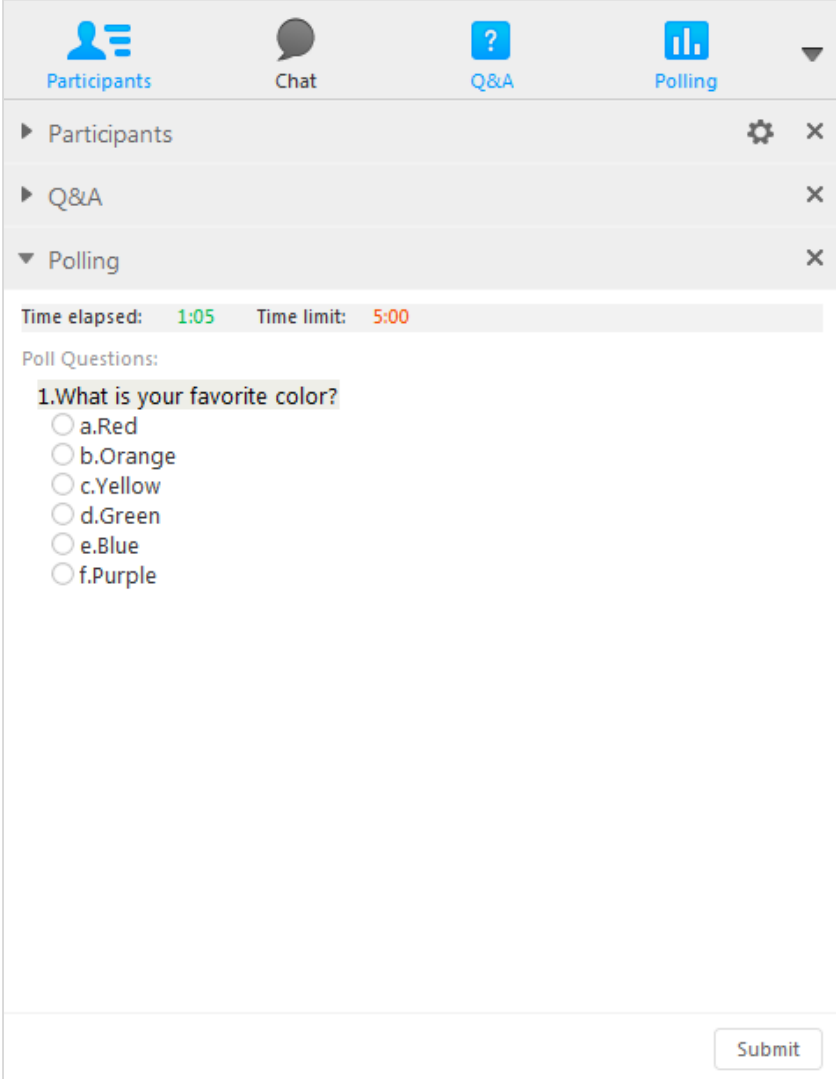
- Subscription Fee
- Training
- New Configurations

# Summary

- » CECL estimates will incorporate more information and judgment subject to examination from regulators, auditors, and other stakeholders
- » Centralizing and streamlining the allowance estimation process is a significant investment, but one with the opportunity to:
  - Improve integration of risk management processes
  - Foster collaboration across functional groups
  - Strengthen process governance
  - Aid in portfolio management and decision making
  - Future-proof a growing organization

# Polling Instructions

1. The  icon will appear in the right hand corner of the WebEx platform when it comes time for polling.
2. Please select it, so that the icon is blue (as shown).
3. Select your answers in the **Polling** section that appears in the right hand panel of the platform.
4. Click “Submit.”
5. Results will display after the poll has ended.



The screenshot displays the WebEx interface with the Polling section active. At the top, there are icons for Participants, Chat, Q&A, and Polling. The Polling icon is highlighted in blue. Below the icons, the Polling section is expanded, showing a timer for 1:05 elapsed and 5:00 remaining. The poll question is "1. What is your favorite color?" with six radio button options: a.Red, b.Orange, c.Yellow, d.Green, e.Blue, and f.Purple. A Submit button is located at the bottom right of the poll section.

# Polling Questions

1. How does your institution plan to manage the allowance estimation process under CECL?
  - a. Excel-based process
  - b. Enhance existing system
  - c. Deploy or build new solution
  
2. When do you plan to start implementing it?
  - a. Already in progress
  - b. Before the end of the year
  - c. First half of 2018
  - d. Second half of 2018
  - e. After 2018
  - f. Yet to be determined
  
3. What is the most important benefit you see in automating your CECL process?
  - a. Improving governance and auditability
  - b. Improving performance and efficiency
  - c. Improving accuracy and decision-making

MOODY'S  
ANALYTICS

RFPC  
17

# Risk & Finance Practitioner Conference 2017

Theme: The Rise of Risktech

OCTOBER 22 – 24 | FAIRMONT SCOTTSDALE PRINCESS | SCOTTSDALE, ARIZONA

[www.moodyanalytics.com/rfpc17](http://www.moodyanalytics.com/rfpc17)

The image features a low-angle, upward-looking perspective of a modern glass skyscraper. The building's facade is composed of a grid of white metal frames and large glass panels, which reflect the sky and other parts of the building. The sky is a clear, light blue. A solid, medium-blue horizontal band runs across the middle of the image, partially overlapping the building's facade. In the top left corner, the text "MOODY'S ANALYTICS" is displayed in a dark blue, serif font. In the bottom right corner, the website address "moodyanalytics.com" is written in a dark grey, sans-serif font.

MOODY'S  
ANALYTICS

[moodyanalytics.com](https://moodyanalytics.com)

© 2017 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 INVESTORS SERVICE, INC. AND ITS RATINGS AFFILIATES ("MIS") ARE MOODY'S CURRENT OPINIONS OF THE RELATIVE FUTURE CREDIT RISK OF ENTITIES, CREDIT COMMITMENTS, OR DEBT OR DEBT-LIKE SECURITIES, AND MOODY'S PUBLICATIONS MAY INCLUDE MOODY'S CURRENT OPINIONS OF THE RELATIVE FUTURE CREDIT RISK OF ENTITIES, CREDIT COMMITMENTS, OR DEBT OR DEBT-LIKE SECURITIES. 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. CREDIT RATINGS DO NOT ADDRESS ANY OTHER RISK, INCLUDING BUT NOT LIMITED TO: LIQUIDITY RISK, MARKET VALUE RISK, OR PRICE VOLATILITY. CREDIT RATINGS AND MOODY'S 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. CREDIT RATINGS AND MOODY'S PUBLICATIONS DO NOT CONSTITUTE OR PROVIDE INVESTMENT OR FINANCIAL ADVICE, AND CREDIT RATINGS AND MOODY'S PUBLICATIONS ARE NOT AND DO NOT PROVIDE RECOMMENDATIONS TO PURCHASE, SELL, OR HOLD PARTICULAR SECURITIES. NEITHER CREDIT RATINGS NOR MOODY'S PUBLICATIONS COMMENT ON THE SUITABILITY OF AN INVESTMENT FOR ANY PARTICULAR INVESTOR. MOODY'S ISSUES ITS CREDIT RATINGS AND PUBLISHES MOODY'S 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 AND MOODY'S 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 OR MOODY'S 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.

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 rating process or in preparing the Moody's 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 indirect, special, consequential, or incidental losses or damages whatsoever arising from or in connection with the information contained herein or the use of or inability to use 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 SUCH RATING OR 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 rating, agreed to pay to Moody's Investors Service, Inc. for appraisal and rating services rendered by it fees ranging from \$1,500 to approximately \$2,500,000. MCO and MIS also maintain policies and procedures to address the independence of MIS's ratings and rating processes. Information regarding certain affiliations that may exist between directors of MCO and rated entities, and between entities who hold ratings from MIS and have also publicly reported to the SEC an ownership interest in MCO of more than 5%, is posted annually at [www.moody's.com](http://www.moody's.com) under the heading "Investor Relations — Corporate Governance — 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. It would be reckless and inappropriate for retail investors to use MOODY'S credit ratings or publications when making an investment decision. If in doubt you should contact your financial or other professional adviser.

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 rating, agreed to pay to MJKK or MSFJ (as applicable) for appraisal and rating services rendered by it fees ranging from JPY200,000 to approximately JPY350,000,000.

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