

**Rating Action: Moody's affirms all Barclays PLC's and Barclays Bank PLC's ratings, maintains stable outlooks**

---

19 Nov 2020

London, 19 November 2020 -- Moody's Investors Service ("Moody's") has today affirmed the ratings and rating assessments of Barclays PLC (Barclays) and maintained the stable outlook on the holding company's Baa2 long-term senior unsecured debt ratings.

"The affirmation of Barclays' ratings reflects its strong capitalization and sound liquidity, which mitigate credit risk pressures arising from the coronavirus-led macroeconomic slowdown, its sizeable and confidence sensitive capital markets activities and its weak profitability in 2020, which we anticipate will partially recover from 2021" said Alessandro Roccati, Senior Vice President at Moody's.

At the same time Moody's affirmed the ratings and rating assessments of Barclays Bank PLC (Barclays Bank) including its A1 long-term Counterparty Risk Rating and its A1(cr) long-term Counterparty Risk Assessment and maintained the stable outlook on the bank's A1 long-term deposit and senior unsecured debt ratings.

The ratings of Barclays Bank UK PLC, Barclays' UK ring-fenced entity, were not impacted by the rating action.

For a list of all affected ratings, please refer to the end of this press release.

**RATINGS RATIONALE**

Barclays PLC

**--RATIONALE FOR AFFIRMATION OF THE BCA AND LONG-TERM RATINGS**

The affirmation of Moody's view of Barclays' credit profile, incorporated in a baa2 Baseline Credit Assessment (BCA) reflects its higher-than-peers regulatory capitalization and its sound liquidity and diversified sources of funding. These strengths mitigate pressures on its loan book credit quality, which will likely deteriorate due to the coronavirus-induced economic slowdown; its sizeable capital markets activities, which are confidence sensitive and expose the firm to higher earnings volatility than the more traditional commercial banking activities; and its weak profitability in 2020, due to a sharp increase in credit provisions related to revised macroeconomic scenarios and pressure on domestic retail lending, not fully offset by strong capital markets revenue; Moody's anticipates profitability will partially recover from 2021, provided economies rebound, as the coronavirus pandemic fades.

The affirmation further takes account of Moody's unchanged Loss Given Failure (LGF) analysis in assessing the bank's existing bail-in-able debt cushion and resulting loss severity for its different debt classes. For senior unsecured debt, this continues to lead to no rating uplift from the holding company's baa2 Adjusted BCA.

Moody's also maintained its assumption of a low probability of government support for senior unsecured creditors, in case of need, resulting in no uplift for government support included in these ratings.

**--RATIONALE FOR THE STABLE OUTLOOK**

The stable outlook on Barclays' senior ratings reflects Moody's expectation that its capital, funding and liquidity will only moderately deteriorate, due to coronavirus-led macroeconomic slowdown despite continuing profitability pressures and a deterioration in asset quality, which should crystallize in 2021.

**FACTORS THAT COULD LEAD TO AN UPGRADE OR DOWNGRADE OF THE RATINGS**

Barclays' ratings could be upgraded following a sustained improvement in its asset risk, profitability, and funding profiles translating into an upgrade of its baa2 BCA or an improvement of the standalone credit profile of its main subsidiary, Barclays Bank. Barclays' ratings could also be upgraded if the group were to issue a substantially higher amount of bail-in-able liabilities or maintain excess financial resources at the level of the holding company, affording greater protection to its creditors.

Barclays' ratings could be downgraded following a deterioration of the standalone credit profiles of its two main subsidiaries Barclays Bank and Barclays Bank UK, beyond Moody's current expectations and leading to a downgrade of its baa2 notional BCA. Barclays' ratings could also be downgraded if Moody's were to assess a lower degree of protection from the stock of bail-in-able liabilities, which Moody's assesses through its advanced LGF analysis.

Barclays Bank PLC

#### --RATIONALE FOR AFFIRMATION OF THE BCA AND LONG-TERM RATINGS

The affirmation of Moody's view of Barclays Bank's credit profile and of its baa3 BCA reflects the bank's good regulatory capitalization and high level of liquidity, which protect the bank against unexpected market shocks. These factors mitigate risks arising from its significant exposure to capital markets activities, which are confidence sensitive and expose the firm to higher earnings volatility than the more traditional commercial banking activities. Moody's expects a moderately weaker profitability in 2021, following buoyant capital markets revenue which more than offset higher credit provisions in the first nine months of 2020.

The affirmation further takes account of Moody's unchanged Loss Given Failure (LGF) analysis in assessing the bank's existing bail-in-able debt cushion and resulting loss severity for its different debt classes. For deposits and senior unsecured debt, this continues to lead to three notches of rating uplift from the bank's baa2 Adjusted BCA.

Moody's also maintained its assumption of a moderate probability of government support for junior depositors and senior unsecured creditors, in case of need, resulting in one notch of additional rating uplift for the bank's and its subsidiaries' as well as branches' deposit and senior unsecured debt ratings.

#### -- RATIONALE FOR THE STABLE OUTLOOK

The stable outlook on Barclays Bank's ratings reflects Moody's expectation of a stabilisation of its operating performance, funding, liquidity and capital positions, despite an expected deterioration in asset risk.

#### FACTORS THAT COULD LEAD TO AN UPGRADE OR DOWNGRADE OF THE RATINGS

Upward rating pressure would develop if the bank were to increase profitability to a higher level on a sustainable basis, decreased exposure to capital markets earnings or increase earnings diversification, lower its reliance on confidence-sensitive wholesale funding. However, a one notch upgrade of the BCA would not lead to a ratings upgrade, due to the loss of one notch of affiliate support (unless the BCA of Barclays, the holding company, was also upgraded).

Downward rating pressure would develop in the case of a deterioration in asset risk beyond Moody's current expectations; a material deterioration in the bank's capital and liquidity positions; and an increase in risk appetite or leverage or a material risk management failure. However, a one notch downgrade of the bank's BCA would not result in a ratings downgrade (unless the BCA of Barclays, the holding company, was also downgraded). Barclays Bank's ratings could also be downgraded following a downgrade of the BCA of Barclays, resulting in a reduction of parental support notching to zero. The ratings for Barclays Bank could finally be downgraded in the case of a lower degree of protection for its creditors from the stock of bail-in-able debt, which we assess through its Advanced LGF analysis.

#### LIST OF AFFECTED RATINGS

..Issuer: Barclays PLC

Affirmations:

... Adjusted Baseline Credit Assessment, Affirmed baa2

... Baseline Credit Assessment, Affirmed baa2

... Short-term Issuer Rating (Local Currency), Affirmed P-2

... Long-term Issuer Rating (Local Currency), Affirmed Baa2, Outlook Remains Stable

... Other short-term (Local Currency), Affirmed (P)P-2

... Commercial Paper (Foreign Currency), Affirmed P-2  
... Senior Unsecured MTN program (Local Currency), Affirmed (P)Baa2  
... Subordinate MTN program (Local Currency), Affirmed (P)Baa3  
... Pref. Stock Non-cumulative, Affirmed Ba2 (hyb)  
... Senior Unsecured Regular Bond/Debenture, Affirmed Baa2, Outlook Remains Stable  
... Subordinate, Affirmed Baa3  
... Senior Unsecured Shelf (Foreign Currency), Affirmed (P)Baa2  
... Subordinate Shelf (Foreign Currency), Affirmed (P)Baa3

Outlook Actions:

... Outlook, Remains Stable

.. Issuer: Barclays Bank PLC

Affirmations:

... Adjusted Baseline Credit Assessment, Affirmed baa2  
... Baseline Credit Assessment, Affirmed baa3  
... Long-term Counterparty Risk Assessment, Affirmed A1(cr)  
... Short-term Counterparty Risk Assessment, Affirmed P-1(cr)  
... Long-term Counterparty Risk Rating, Affirmed A1  
... Short-term Counterparty Risk Rating, Affirmed P-1  
... Long-term Issuer Rating, Affirmed A1, Outlook Remains Stable  
... Short-term Bank Deposits, Affirmed P-1  
... Long-term Bank Deposits, Affirmed A1, Outlook Remains Stable  
... Senior Unsecured Regular Bond/Debenture, Affirmed A1, Outlook Remains Stable  
... Senior Unsecured MTN program, Affirmed (P)A1  
... Long-term Deposit Note/CD Program (Foreign Currency), Affirmed (P)A1  
... Backed Commercial Paper (Foreign Currency), Affirmed P-1  
... Commercial Paper (Foreign Currency), Affirmed P-1  
... Other Short-term, Affirmed (P)P-1  
... Other Short-term, Affirmed P-1  
... Subordinate MTN program (Local Currency), Affirmed (P)Baa3  
... Pref. Stock Non-cumulative (Foreign Currency), Affirmed Ba2 (hyb)  
... Pref. Stock, Affirmed Ba1 (hyb)  
... Junior Subordinate, Affirmed Ba1 (hyb)  
... Subordinate, Affirmed Baa3  
... Senior Unsecured Shelf (Foreign Currency), Affirmed (P)A1

Outlook Actions:

....Outlook, Remains Stable

..Issuer: Barclays Bank PLC, Australia Branch

Affirmations:

.... Long-term Counterparty Risk Assessment, Affirmed A1(cr)

.... Short-term Counterparty Risk Assessment, Affirmed P-1(cr)

.... Long-term Counterparty Risk Rating, Affirmed A1

.... Short-term Counterparty Risk Rating, Affirmed P-1

.... Commercial Paper (Foreign Currency), Affirmed P-1

Outlook Actions:

....Outlook, Remains Stable

..Issuer: Barclays Bank PLC, Cayman Branch

Affirmations:

....Commercial Paper (Foreign Currency), Affirmed P-1

No outlook assigned

..Issuer: Barclays Bank PLC, Hong Kong Branch

Affirmations:

.... Long-term Counterparty Risk Assessment, Affirmed A1(cr)

.... Short-term Counterparty Risk Assessment, Affirmed P-1(cr)

.... Long-term Counterparty Risk Rating, Affirmed A1

.... Short-term Counterparty Risk Rating, Affirmed P-1

No outlook assigned

..Issuer: Barclays Bank PLC, New York Branch

Affirmations:

.... Commercial Paper (Local Currency), Affirmed P-1

.... Long-term Counterparty Risk Assessment, Affirmed A1(cr)

.... Short-term Counterparty Risk Assessment, Affirmed P-1(cr)

.... Long-term Counterparty Risk Rating, Affirmed A1

.... Short-term Counterparty Risk Rating, Affirmed P-1

Outlook Actions:

....Outlook, Remains Stable

..Issuer: Barclays Bank PLC, Paris Branch

Affirmations:

... Long-term Counterparty Risk Assessment, Affirmed A1(cr)  
... Short-term Counterparty Risk Assessment, Affirmed P-1(cr)  
... Long-term Counterparty Risk Rating, Affirmed A1  
... Short-term Counterparty Risk Rating, Affirmed P-1  
... Long-term Bank Deposits, Affirmed A1, Outlook Remains Stable  
... Short-term Bank Deposits, Affirmed P-1  
... Senior Unsecured MTN program (Local Currency), Affirmed (P)A1

Outlook Actions:

...Outlook, Remains Stable  
..Issuer: Barclays Bank PLC, Singapore Branch

Affirmations:

... Long-term Counterparty Risk Assessment, Affirmed A1(cr)  
... Short-term Counterparty Risk Assessment, Affirmed P-1(cr)  
... Long-term Counterparty Risk Rating, Affirmed A1  
... Short-term Counterparty Risk Rating, Affirmed P-1

No outlook assigned

..Issuer: Barclays Bank PLC, Tokyo Branch

Affirmations:

... Long-term Counterparty Risk Assessment, Affirmed A1(cr)  
... Short-term Counterparty Risk Assessment, Affirmed P-1(cr)  
... Long-term Counterparty Risk Rating, Affirmed A1  
... Short-term Counterparty Risk Rating, Affirmed P-1

No outlook assigned

..Issuer: Barclays Bank of Canada

Affirmations:

... Backed Commercial Paper, Affirmed P-1  
... Long-term Counterparty Risk Assessment, Affirmed A1(cr)  
... Short-term Counterparty Risk Assessment, Affirmed P-1(cr)

No outlook assigned

..Issuer: Barclays Capital (Cayman) Limited

Affirmations:

... Backed Senior Unsecured MTN program (Foreign Currency), Affirmed (P)A1  
... Backed Other Short-term (Foreign Currency), Affirmed (P)P-1  
... Backed Subordinate MTN program (Foreign Currency), Affirmed (P)Baa3

Outlook Actions:

...Outlook, Remains Stable

..Issuer: Barclays Financial LLC

Affirmations:

... Backed Senior Unsecured MTN program (Foreign Currency), Affirmed (P)A1

... Backed Other Short-term (Foreign Currency), Affirmed (P)P-1

Outlook Actions:

...Outlook, Remains Stable

..Issuer: Barclays Overseas Investment Company B.V.

Affirmations:

... Backed Junior Subordinate (Foreign Currency), Affirmed Ba1(hyb)

Outlook Actions:

...Outlook, Remains Stable

..Issuer: Barclays US CCP Funding LLC

Affirmations:

... Commercial Paper (Local Currency), Affirmed P-1

No outlook assigned

..Issuer: Barclays US Funding LLC

Affirmations:

... Backed Commercial Paper (Local Currency), Affirmed P-1

No outlook assigned

..Issuer: Woolwich plc

Affirmations:

... Backed Junior Subordinate (Local Currency), Affirmed Ba1(hyb)

... Backed Subordinate (Local Currency), Affirmed Baa3

Outlook Actions:

...Outlook, Remains Stable

PRINCIPAL METHODOLOGY

The principal methodology used in these ratings was Banks Methodology published in November 2019 and available at [https://www.moodys.com/researchdocumentcontentpage.aspx?docid=PBC\\_1147865](https://www.moodys.com/researchdocumentcontentpage.aspx?docid=PBC_1147865) . Alternatively, please see the Rating Methodologies page on [www.moodys.com](http://www.moodys.com) for a copy of this methodology.

REGULATORY DISCLOSURES

For further specification of Moody's key rating assumptions and sensitivity analysis, see the sections Methodology Assumptions and Sensitivity to Assumptions in the disclosure form. Moody's Rating Symbols and Definitions can be found at: <https://www.moodys.com/researchdocumentcontentpage.aspx?>

[docid=PBC\\_79004](#).

For ratings issued on a program, series, category/class of debt or security this announcement provides certain regulatory disclosures in relation to each rating of a subsequently issued bond or note of the same series, category/class of debt, security or pursuant to a program for which the ratings are derived exclusively from existing ratings in accordance with Moody's rating practices. For ratings issued on a support provider, this announcement provides certain regulatory disclosures in relation to the credit rating action on the support provider and in relation to each particular credit rating action for securities that derive their credit ratings from the support provider's credit rating. For provisional ratings, this announcement provides certain regulatory disclosures in relation to the provisional rating assigned, and in relation to a definitive rating that may be assigned subsequent to the final issuance of the debt, in each case where the transaction structure and terms have not changed prior to the assignment of the definitive rating in a manner that would have affected the rating. For further information please see the ratings tab on the issuer/entity page for the respective issuer on [www.moodys.com](http://www.moodys.com).

For any affected securities or rated entities receiving direct credit support from the primary entity(ies) of this credit rating action, and whose ratings may change as a result of this credit rating action, the associated regulatory disclosures will be those of the guarantor entity. Exceptions to this approach exist for the following disclosures, if applicable to jurisdiction: Ancillary Services, Disclosure to rated entity, Disclosure from rated entity.

The ratings have been disclosed to the rated entity or its designated agent(s) and issued with no amendment resulting from that disclosure.

These ratings are solicited. Please refer to Moody's Policy for Designating and Assigning Unsolicited Credit Ratings available on its website [www.moodys.com](http://www.moodys.com).

Regulatory disclosures contained in this press release apply to the credit rating and, if applicable, the related rating outlook or rating review.

Moody's general principles for assessing environmental, social and governance (ESG) risks in our credit analysis can be found at [https://www.moodys.com/researchdocumentcontentpage.aspx?docid=PBC\\_1133569](https://www.moodys.com/researchdocumentcontentpage.aspx?docid=PBC_1133569).

Please see [www.moodys.com](http://www.moodys.com) for any updates on changes to the lead rating analyst and to the Moody's legal entity that has issued the rating.

Please see the ratings tab on the issuer/entity page on [www.moodys.com](http://www.moodys.com) for additional regulatory disclosures for each credit rating.

Alessandro Roccati  
Senior Vice President  
Financial Institutions Group  
Moody's Investors Service Ltd.  
One Canada Square  
Canary Wharf  
London E14 5FA  
United Kingdom  
JOURNALISTS: 44 20 7772 5456  
Client Service: 44 20 7772 5454

Ana Arsov  
MD - Financial Institutions  
Financial Institutions Group  
JOURNALISTS: 1 212 553 0376  
Client Service: 1 212 553 1653

Releasing Office:  
Moody's Investors Service Ltd.  
One Canada Square  
Canary Wharf  
London E14 5FA  
United Kingdom  
JOURNALISTS: 44 20 7772 5456



© 2020 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/OR ITS CREDIT RATINGS AFFILIATES ARE MOODY'S 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 INVESTORS SERVICE 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 MOODY'S RATING SYMBOLS AND DEFINITIONS PUBLICATION FOR INFORMATION ON THE TYPES OF CONTRACTUAL FINANCIAL OBLIGATIONS ADDRESSED BY MOODY'S INVESTORS SERVICE 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 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 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 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 \$2,700,000. 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 and have also publicly reported to the SEC an ownership interest in MCO of more than 5%, is posted annually at [www.moodys.com](http://www.moodys.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.

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 JPY125,000 to approximately

JPY250,000,000.

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