

Research

CNP Assurances

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CNP Assurances

SACP* Assessments				SACP*		Support		Ratings		
Anchor	a-	+	Modifiers	0	=	a-	+	1	=	Financial Strength Rating
Business Risk			ERM and Management	0		Liquidity	0	Group Support	1	A/Stable/--
Strong										
Financial Risk			Holistic Analysis	0		Sovereign Risk	0	Gov't Support	0	
Strong										

*Stand-alone credit profile.
See Ratings Detail for a complete list of rated entities and ratings covered by this report.

Rationale

Business Risk Profile: Strong

- Low insurance industry and country risk assessment, given the predominance of French life insurance sales and reserves in the group's profile.
- Strong competitive position, owing to the group's leading position in the French life market, combined with its product and distribution depth and breadth.
- The loss of the exclusive distribution agreement on new savings products with the Caisses d'Epargne network, from Jan. 1, 2016, weakening our view on CNP Assurances (CNP)'s distribution power. However, the new focus on the less capital intensive and more profitable creditor term life business should offset some of this impact.

Financial Risk Profile: Strong

- Our moderately strong assessment of CNP's capital and earnings. We expect capital adequacy to remain slightly below what we expect for the 'A' rating level.
- CNP's intermediate risk position. The group maintains material holdings in investments that we consider high risk relative to its capital base. However, this is offset in our view by CNP's low guaranteed rates allowing a high flexibility in sharing profits and losses with policyholders.
- Strong financial flexibility, resulting from a proven track record of debt issuance and capital support from key shareholders.

Other Factors

- Our combined views of CNP's strong business and financial risk profiles lead to an anchor of 'a' or 'a-'. We select an 'a-' anchor due to the sensitivity of the group's balance sheet to changes in investment market conditions. Our assessment of total adjusted capital (TAC) is reliant on soft forms of capital and unrealized gains. As such, we believe the group's strong financial risk position is on the boundary of a weaker assessment.
- We consider CNP to have adequate enterprise risk management (ERM). CNP has taken significant steps forward in implementing a risk-adjusted capital framework for managing decision making and we expect this to be further embedded in the group during 2016.
- We assess CNP's management and governance as satisfactory, recognizing the group's demonstrated ability to rebuild capital, derisk its balance sheet, and execute its strategy of shifting its product mix away from traditional savings business toward protection.
- We believe CNP has exceptional liquidity, owing to the strength of its available liquidity resources.
- We consider CNP to be moderately strategic to its majority shareholder Caisse des Dépôts et Consignations (CDC), balancing our views of strong financial support from CDC, with CNP's strategic independence and private company status in a competitive market, against CDC's public mission status. CNP is a major contributor to CDC's earnings, usually representing about 20% of its net income. In turn, CDC has a track record of supporting CNP. CDC has increased its holding in the insurer by over 4% since 2007 and has, along with CNP's other major shareholders, accepted dividends in shares for two successive years, 2011 and 2012, helping the insurer to rebuild capital. However, CNP enjoys management independence to a large extent, and its strategy is set by a shareholder pact that also includes Banque Populaire Caisse d'Epargne (BPCE), the French post office's banking arm La Banque Postale, and the French state. Furthermore, as a private enterprise with operations overseas for instance in Brazil, our view of CNP's role in the French economy is not particularly more pronounced or public-mission driven than other large insurers operating in the market.

Outlook: Stable

Standard & Poor's Ratings Services' stable outlook on France-based life insurer CNP reflects our view that the group will retain its strong competitive position within its core market of France, despite the changes to its distribution agreement with BPCE, and maintain at least moderately strong capital and earnings over the next two years.

Upside scenario

We may raise the ratings if:

- CNP's capital adequacy increases sustainably above our current expectations, combined with an improvement in the quality of its capital, particularly if core shareholders' equity is expected to be consistently more than 50% of TAC; or
- Although we view such scenario as remote, if we view CNP as strategically more important to, and integrated into, CDC's long-term strategy, which may lead us to strengthen our view of the likelihood of group support.

Downside scenario

Although unlikely over the next two years, in our view, we could lower the ratings if CNP's capital adequacy decreases markedly, combined with increased asset risk in the investment portfolio. This scenario would, for example, follow a significant deterioration in the credit quality of the group's bond portfolio.

Base-Case Scenario**Macroeconomic Assumptions**

- The ratings do not take into account further credit deterioration in Europe's peripheral countries, where CNP had gross sovereign exposures of €16.5 billion as of June 30, 2015.
- We estimate that French long-term interest rates will increase slightly in 2016 and 2017, but remain under 2% in 2017.

Company-Specific Assumptions

- La Banque Postale and the Caisses d'Epargne are the bedrock of the group's distribution in France. As of Jan. 1, 2016, the distribution agreement with the Caisses d'Epargne will no longer exist for new savings products, although CNP will increase its penetration of the sale of creditor term life business through BPCE. We expect the distribution agreement with La Banque Postale will remain largely unchanged.
- The change in the distribution agreement will not cause higher-than-average erosion of CNP's BPCE-originated savings mathematical reserves. CNP will remain the legal owner of these reserves and continue to book new premiums on existing policies.
- We anticipate that CNP will continue to move its business mix away from traditional savings products, toward business that is less capital intensive, such as unit-linked and protection business. We believe that the new distribution agreement with BPCE, as well as the acquisition of the insurance arm of Santander Consumer Finance, will help accelerate this.
- We believe that CNP's ratio of new business value to annual premium equivalent to be in the range of 13%-15% over 2015-2017, with group net profits of about €1 billion per year.

Key Metrics

	--Year ending Dec. 31--					
(Mil. €)	2011	2012	2013	2014	2015f	2016f
Gross premium written	30,026	26,439	27,490	30,643	>31,000	>28,000
Net income*	872	951	1,030	1,080	>1,100	>1,000
New business value to APE (%)	12.3	11.6	14.1	11.9	13-15	13-15
Return on embedded value§ (%)	15.10	10.69	8.62	9.59	>8	>8
S&P capital adequacy	N.M.	Upper adequate	Moderately strong	Moderately strong	Moderately strong	Moderately strong
Financial leverage (%)	21.9	19.7	16.3	18.3	<25	<25

*Excluding minority interests. §Based on operating return on EV. N.M.--Not meaningful. f--forecast. APE--Annual premium equivalent.

Capital position

We forecast that capital adequacy will remain below the 'A' level over 2016 and 2017.

We do not expect that the reinsurance and other agreements put in place between CNP and Natixis Assurance, as part of the new distribution agreement with BPCE, will materially weaken CNP's earnings stream or CNP's ability to manage its capital and earnings over the next few years.

Financial flexibility

We expect that CNP's financial leverage will remain below 25% and that fixed charge coverage will be over 8x through 2017.

Company Description: France's Leading Life Insurer

CNP Assurances is France's leading life insurer, with a market share of 17% in 2014. The majority of the group's volumes are derived from its home market (80%). Brazil, where CNP has 5% market share, is a growing component of

the group's international sales at 9% of gross written premium, with the remainder principally composed of Italy (10%) and Spain (1%).

In 2014, the group reported total written premiums of €30.6 billion, achieved a net result of €1.1 billion, and had total assets of €395 billion.

A pact cements CNP's shareholding structure and as of July 31, 2015, includes:

- State-owned CDC, the largest shareholder with 40.8% of CNP's capital;
- Sopassure (36.3%), a 50:50 state-owned joint venture between La Banque Postale and BPCE; and
- The French state, which directly holds 1.1%.

The terms of the shareholder pact prescribe that the French public sector should control at least 61% of CNP. This shareholder pact was instigated in 1998 for an initial period of five years, with tacit renewal every two years. It has recently been renewed until end-2017.

Business Risk Profile: Strong

We consider CNP's business risk profile to be strong. The group possesses a leading market share in the French life market; generating low, but stable, margins. CNP's operations in Brazil provide some uplift to the group's earnings and margins.

We believe that CNP's focus on margins instead of volumes will likely result in lower sales of traditional, euro-denominated savings contracts. Instead, the insurer will continue to distribute an increasing proportion of protection and unit-linked business.

Insurance industry and country risk: Low risk owing to principal market of operation being in France

We assess CNP's insurance industry and country risk as low, reflecting its exposure mostly to France. Although the group is generating increasing volumes from its Latin American and other European operations, we believe that French insurance industry and country risks will continue to drive CNP's industry and country risk assessment. French technical reserves continue to represent over 90% of the group's total technical reserves.

Competitive position: Strong

We assess CNP's competitive position as strong. This assessment is based primarily on the group's leading market position in the French life insurance market. CNP has a very broad product offer, but sells predominantly savings and mass-market driven life products that achieve relatively low, but stable, margins. The group has an increasing presence in Latin America--in particular Brazil--where margins are materially higher.

Competitive position

Table 1

CNP Assurances--Competitive Position				
		IICRA	GWP (mil. €)	(%)
France life	Low		24,291	79.4
Italy life	Moderate		2,923	9.6
Brazil life	Intermediate		2,829	9.2

Table 1

CNP Assurances--Competitive Position (cont.)			
Spain life	Intermediate	265	0.9
Portugal life	Moderate	91	0.3
Ireland life	Intermediate	1	0.0
Other	--	190	0.6
Total	Low	30,589	--

IICRA--Insurance Industry Country Risk Assessment. GWP--Gross written premiums.

France

CNP's two largest distributors, Caisses d'Epargne and La Banque Postale, which together made up 63% or €19.3 billion of 2014 premium income, currently give the group access to vast policyholder bases that generally exhibit below-market-average lapse rates. CNP's distribution capability outside of these two main networks in France is also large, with premium income of €5.2 billion in 2014. These revenues are sourced from a broad base of agreements with companies and local authorities, French financial institutions, mutual insurers, and Amétis--the group's direct distribution network.

From Jan. 1, 2016, CNP will have new distribution agreements with BPCE and La Banque Postale. The new agreement with La Banque Postale should be finalized soon, but our base-case expectation is that it will remain largely unchanged. On the BPCE front, an agreement has been signed for a further seven years, under which CNP will no longer book new sales of traditional savings or unit-linked products through the Caisses d'Epargne from Jan. 1, 2016. However, CNP will continue to manage the existing stock of contracts on its balance sheet as well as new premiums on existing contracts. CNP has introduced a series of reinsurance agreements with Natixis Assurances that help to protect the earnings profile of the existing stock in the event that surrender rates are higher than anticipated.

Overall, we believe that these principles will be neutral to our views on CNP's business profile. Although there will be an immediate and material impact on gross written premiums and therefore on CNP's market share, the new agreement accelerates CNP's strategy of selling more protection-based products. The existing stock of liabilities of over €100 billion will, however, continue to run off slowly over many years. CNP's new business mix will change significantly, but we anticipate that the value of new business generated will remain over €250 million a year.

Over 2006-2014, CNP's surrender rate averaged about 4% on its whole portfolio. The majority of the commission paid to BPCE is a percentage of invested funds, which we anticipate will decrease only slightly in line with reserves. As such, we anticipate a muted impact on CNP's capital and earnings.

Though CNP will lose the ability to sell some individual protection on an exclusive basis through the Caisses d'Epargne, we believe this will be offset by the increased penetration of group creditor term and group protection business with the whole BPCE group. Historically, we believe this has been a very profitable segment.

International

CNP's main overseas operation is a joint venture--Caixa Seguradora --with the state-owned Brazilian bank, Caixa Economica Federal. CNP sells predominantly creditor protection and pension business in this market. Local currency volume growth has been maintained through the economic slowdown as insurance penetration rates continue to

increase. We believe the joint venture is helping to reshape the group's earnings profile. In particular, in 2014, the market consistent new business value achieved in Brazil was €142 million, against €208 million in France.

CNP's other significant international joint venture is with UniCredit in Italy. The size and volatility of this operation means that we believe it provides only limited diversification to CNP's earnings profile. Historically, the Italian joint venture has achieved variable volumes and has been a challenge for the management team, leading to goodwill write-downs of €170 million in 2012 and €75 million in 2011. That said, sales in Italy recovered significantly since 2012, with premium income of €2.5 billion in 2013 and €2.9 billion in 2014.

In July 2014, CNP acquired a controlling stake in Santander Consumer Finance's insurance subsidiaries for €290 million. This will allow CNP to access Santander's customers in 10 different countries on an exclusive basis for 20 years. This acquisition is consistent with CNP's strategy of moving toward protection benefits; however, many of these markets are new for the group. In addition, the transaction further increases the correlation of the group's earnings with European lending markets. While we continue to anticipate weak growth in the eurozone, the weakness of the growth may limit the group's company to achieve sales of protection relating to new lending.

Financial Risk Profile: Strong

We regard CNP's financial risk profile as strong. Our assessment of the group's capital adequacy is enhanced by CNP's financial flexibility and proven track record to rebuild capital. We believe that asset risks and softer forms of capital, for which we give credit in our assessment of TAC, may be a source of volatility to the financial risk profile.

Capital and earnings

We assess CNP's capital and earnings as moderately strong. Over recent years, CNP has used earnings and strategic actions to rebuild capital, such as derisking the asset portfolio, paying dividends in shares, and capturing favorable market movements by increasing policyholder surplus reserves. Our base-case expectation is that capital adequacy will continue to build toward, but remain somewhat below, the 'A' range according to our risk-adjusted capital model.

Our expectations for relative stability in our assessment of capital adequacy take account of the following factors:

- Net earnings after minorities and prior to the payment of a dividend, will be about €1.1 billion per year.
- We believe CNP will continue to pay a full dividend in cash. We do not anticipate significant growth in the absolute amount.
- Broadly speaking, we expect stability in the risk-profile of the investment portfolio. The shortened duration of exposures in the eurozone periphery and their maturity will lead to an easing in capital requirements. However, this may be partly offset by increasing allocation to real estate and equities.
- Our expectation is that the new distribution agreement with BPCE may bring a modest fall in capital requirements in 2016 due to the 10% quota share with Natixis Assurances. However, the impact is not expected to be sufficiently material to change our present view of capital and earnings. The rest of the distribution agreement terms are not expected to lead to material or rapid releases of capital. Our base case expectation is the stock of reserves sold through the Caisses d'Epargne will run-off slowly in line with current group surrender rates of between 4% to 5% a year.

We also anticipate that the growth in capital requirements will be broadly in line with growth in TAC. In particular we

believe:

- Capital requirements will increase by about 4% annually, in line with growth in life insurance reserves.

In terms of quality of capital, we anticipate that our assessment of CNP's TAC will continue to rely heavily on weaker forms of capital, for which we give credit, such as unrealized gains on property and equity (June 30, 2015: 21%) the present value of future profits (June 30, 2015: 5%), hybrid equity (June 30, 2015: 16%), and policyholder capital (June 30, 2015: 18%).

Table 2

CNP Assurances--Capital					
(Mil. €)	--Year ended Dec. 31--				
	2010	2011	2012	2013	2014
Total shareholder's equity	11,036	11,076	13,072	13,852	15,664
Change in shareholder's equity (%)	7.33	0.35	18.03	5.96	13.08
Market consistent embedded value	12,082	11,859	13,855	15,975	17,530
Policyholder surplus reserves (% of technical reserves excluding unit-linked portfolios)*	1.38	1.34	1.55	1.92	2.42

*As reported by company.

Table 3

CNP Assurances--Earnings					
(Mil. €)	--Year ended Dec. 31--				
	2010	2011	2012	2013	2014
Net income	1,050	872	951	1,030	1,080
Return on shareholder's equity (%)	12.1	10.3	10.4	9.8	9.5
Life new business margin (%)	1.38	1.42	1.30	1.60	1.30
Value of new business	393	362	297	376	357
Return on operating embedded value (%)	14.5	15.1	10.7	8.6	9.6

Risk position

We regard CNP's risk position as intermediate. We therefore consider the company's capital adequacy as having average volatility risk.

CNP has little in the way of defined-benefit obligations and limits its exchange rate risk in the investment portfolio. Offsetting these strengths is the group's high proportion of risky assets relative to TAC. In particular, on June 30, 2015, the group maintained exposures of €36 billion in equities and €11 billion in real estate. This risk exposure in the investment portfolio is only partly mitigated, in our view, by the group's ability to share investment losses with policyholders due to the low guaranteed rates in its back book and the profit-sharing characteristics of products sold in France, as well as a limited while increasing equity hedging program. CNP also continues to face the potential risk of an increased credit risk capital requirement, in our view, given its significant exposures to lower-rated eurozone sovereigns. In particular, CNP maintains an exposure to Italy of almost €11 billion.

Table 4

CNP Assurances--Risk Position					
	--Year ended Dec. 31--				
(%)	2010	2011	2012	2013	2014
Net investment yield	3.5	3.8	3.3	3.0	2.9
Net investment yield including unrealized and realized gains and losses	5.1	4.0	1.6	4.5	4.1
Net investment income (mil. €)	9,816	10,415	9,351	9,137	9,262
Investment portfolio composition (excluding unit-linked portfolios)					
Bonds and other fixed income	82.4	83.9	88.4	86.2	84.9
Equities and other variable income	11.7	9.3	6.6	8.8	9.5
Property and property funds	2.8	3.5	3.3	3.5	3.6
Derivative instruments	0.2	0.2	(0.1)	(0.1)	1.6
Loans and other receivables	1.5	1.7	1.7	1.6	0.5
Other	1.4	1.5	0.0	0.0	0.0

Financial flexibility

We believe that CNP's financial flexibility is strong. The group has a track record of accessing multiple sources of capital when needed.

CNP has demonstrated the strength of its financial flexibility in recent years through a number of means. CNP has used its financial flexibility to lower crediting rates, passing to policyholders losses on its Greek bond holdings and reduced investment returns. The group has also continued to demonstrate access to the international debt markets, issuing hybrid debt when required. We believe that CNP will maintain leverage ratios below 25% and fixed charge coverage ratios of above 8x through 2017. Fixed charge coverage ratios are currently at lower levels than CNP has historically maintained.

The company has received direct capital support from its main shareholders in the form of scrip dividends. We consider that CNP's major shareholders--and in particular, La Poste and La CDC--remain long-term and supportive investors.

Table 5

CNP Assurances--Financial Flexibility					
	--Year ended Dec. 31--				
	2010	2011	2012	2013	2014
Financial leverage (%)	20.6	21.9	19.7	16.3	18.3
EBIT (mil. €)*	1,911	2,243	2,278	2,354	2,442
Fixed charge coverage (%)	10.2	9.2	9.2	9.0	8.9

*Reported by the company.

Other Assessments

Enterprise risk management

We consider CNP's ERM practices to be adequate. We view risk-management practices in most risk areas as neutral, with positive assessments for asset-liability management (ALM) and underwriting risk controls. We believe that CNP is beginning to make greater use of strategic risk management as it further develops its risk appetite framework. We view the importance of ERM as high, reflecting the complexity associated with CNP's large scale.

We assess CNP's risk management culture as neutral. CNP has in place an independent ERM function that acts as a second line of defense, and has established various group risk committees for underwriting, financial risks, and ALM to address most of its major risks. CNP has clearly defined an overarching group risk appetite as part of its recently implemented "Own Risk And Solvency Assessment" approach and has developed multiple stress scenarios to test its risk profile. We see upside to our assessment of CNP's ERM practices as it aligns its risk appetite with its new business unit's structure, further embeds capital budgeting, and continues to improve its risk reporting.

We view strategic risk management as neutral because CNP is making further progress in formalizing and embedding a common risk capital metric for product profitability assessment, asset allocations, and strategic decisions group wide.

Management and governance

CNP's management and governance is satisfactory, in our opinion. In recent years, the group has executed a consistent strategy of preserving capital, while maintaining leading positions in the French market and continuing to expand in Latin America. More recently, CNP appears to have improved the performance of its Italian joint venture, where it has historically encountered hurdles to performance.

We believe that the outcome of the renegotiated distribution agreement with BPCE is in line with CNP's strategy of increasing its sales of protection products. A key test for the management team over the coming two years will be the implementation of the renegotiated distribution contracts, and in particular the transition with BPCE to managing the stock of reserves on the savings portfolio.

Liquidity

CNP's liquidity is exceptional, in our view, owing to the strength of its available liquidity sources and the historically low levels of experienced lapse rates. CNP has a track record of pre-financing calls on its hybrids with step-ups, reducing its exposure to confidence-sensitive liabilities. In our opinion, the group's liquidity is not exposed to collateral posting risk or confidence-sensitive liabilities.

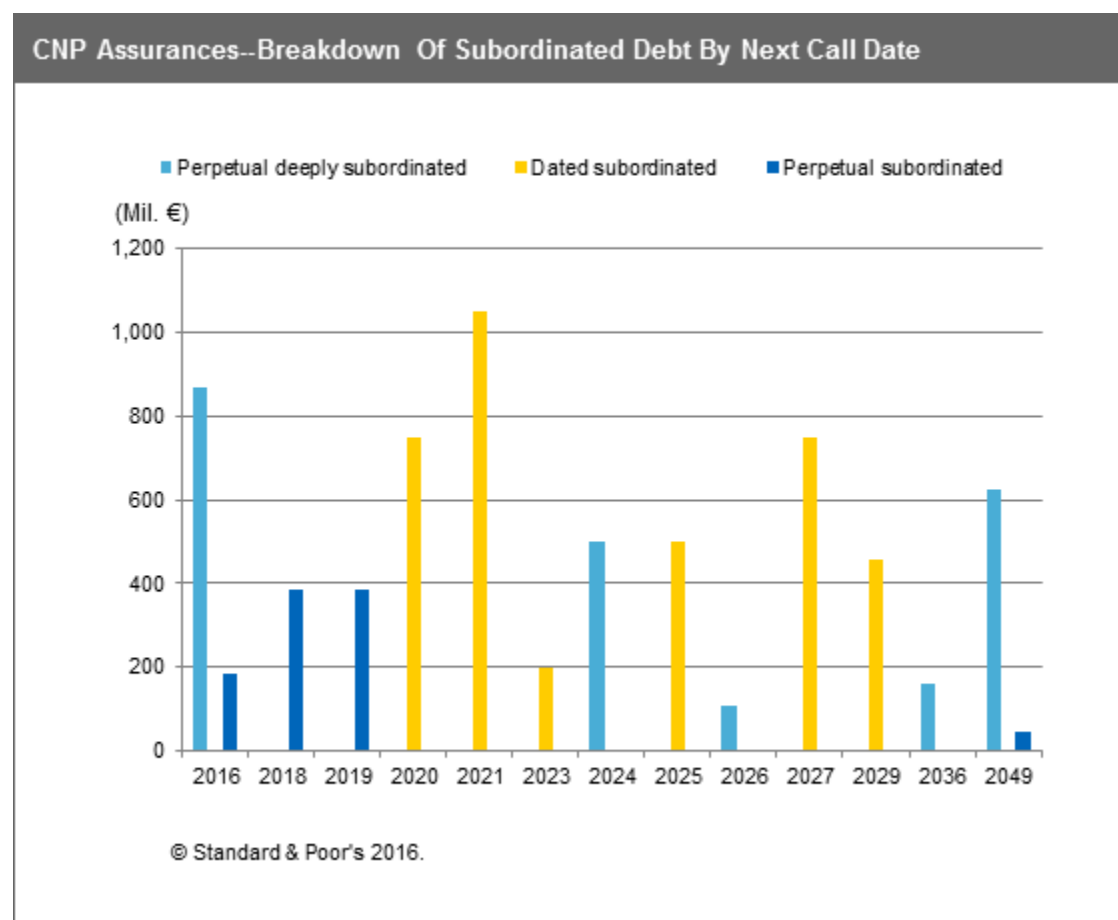
CNP Caution

We now view CNP Caution as core to the parent group. CNP Caution is 100%-owned by CNP Assurances and the business it underwrites is integral to the group's strategy in creditor insurance. The company is fully integrated in terms of distribution and support functions with the group. CNP Caution also benefits from a letter of comfort from its parent, CNP Assurances, which indicates commitment of support from the parent.

Accounting Considerations

CNP prepares its consolidated financial statements under International Financial Reporting Standards. CNP provides supplementary disclosures under market consistent embedded value principles, which we have used to analyze the group's operating performance and capital adequacy.

Chart 1



Related Criteria And Research

Related Criteria

- Group Rating Methodology, Nov. 19, 2013
- Insurers: Rating Methodology, May 7, 2013
- Enterprise Risk Management, May 7, 2013
- Management And Governance Credit Factors For Corporate Entities And Insurers, Nov. 13, 2012
- Refined Methodology And Assumptions For Analyzing Insurer Capital Adequacy Using The Risk-Based Insurance Capital Model, June 7, 2010
- Hybrid Capital Handbook: September 2008 Edition, Sept. 15, 2008
- Use Of CreditWatch And Outlooks, Sept. 14, 2009

Related Research

- La Banque Postale, Dec. 18, 2015
- Caisse des Depots et Consignations, Oct. 15, 2015
- BPCE, July 31, 2015

Ratings Detail (As Of January 29, 2016)

CNP Assurances

Financial Strength Rating

Local Currency

A/Stable/--

Counterparty Credit Rating

Local Currency

A/Stable/--

Junior Subordinated

BBB+

Related Entities

Caisse des Depots et Consignations

Issuer Credit Rating

AA/Negative/A-1+

Certificate Of Deposit

Local Currency

A-1+

Commercial Paper

Local Currency

A-1+

Senior Unsecured

AA

Short-Term Debt

A-1+

CNP Caution

Financial Strength Rating

Local Currency

A/Stable/--

Issuer Credit Rating

A/Stable/--

Holding Company

Caisse des Depots et Consignations

Domicile

France

*Unless otherwise noted, all ratings in this report are global scale ratings. Standard & Poor's credit ratings on the global scale are comparable across countries. Standard & Poor's credit ratings on a national scale are relative to obligors or obligations within that specific country. Issue and debt ratings could include debt guaranteed by another entity, and rated debt that an entity guarantees.

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