

Rating Action: Moody's affirms the deposit and issuer ratings of CA Auto Bank S.p.A., with negative outlook

14 Jun 2023

Baseline Credit Assessment downgraded to ba2 from ba1

Paris, June 14, 2023 -- Moody's Investors Service ("Moody's") today affirmed the Baa1 long-term issuer rating, the Baa1 long-term deposit ratings, the Baa1 long-term Counterparty Risk Ratings, the Baa2(cr) long-term Counterparty Risk Assessment, the P-2 short-term deposit and Counterparty Risk Ratings, the P-2(cr) short-term Counterparty Risk Assessment, and the baa3 Adjusted Baseline Credit Assessment (BCA) of CAAuto Bank S.p.A. (CAAuto Bank). Moody's also downgraded the bank's standalone BCA to ba2 from ba1. The outlook on CAAuto Bank's long-term deposit and issuer ratings remains negative.

The rating action follows the acquisition in April 2023 by Credit Agricole S.A. (CASA, Aa3 stable, baa2) through its subsidiary Credit Agricole Consumer Finance S.A. of the 50% stake in the bank previously owned by Stellantis N.V. (formerly Fiat Chrysler Automobiles N.V. (FCA)). Following this acquisition, Credit Agricole Consumer Finance S.A. became the 100% shareholder of CAAuto Bank (formerly FCA Bank S.p.A.).

A full list of affected ratings can be found at the end of this press release.

RATINGS RATIONALE

Moody's downgraded CA Auto Bank's BCA to ba2 from ba1 because of the bank's materially lower level of capitalisation following its full acquisition by CASA. Before the acquisition, in December 2022, CA Auto Bank distributed an extraordinary dividend of €1.2 billion, driving the bank's Common Equity Tier 1 (CET1) ratio down to 13.9% at end-2022, from 18.4% one year earlier. Furthermore, Moody's does not expect the bank's capitalization to materially strengthen in the foreseeable future.

The downgrade of the BCA also reflects Moody's expectation that CA Auto Bank will face challenges in redefining its business model. Unlike FCA Bank S.p.A., which was a "captive" of the carmaker as evidence by the sheer size of outstanding loans related to FCA brands (60% of the loan book), CA Auto Bank will aim to grow and expand its existing partnership business across Europe, but its franchise will be restricted to the financing of other auto and moto manufacturers which already rely on the bank for their customers' financing needs. Further CA Auto Bank will strive to develop new partnerships and synergies with its parent. CA Auto Bank's outstanding loans decreased by €5.5 billion to around €24 billion following the sale of rental company Leasys S.p.A. in December 2022, as part of the acquisition agreement. As a result of a narrower business model, at least in the short term, CA Auto Bank's franchise is somehow weaker, with potentially less predictable revenue streams and less seasoned client base, which could result in lower profitability and asset quality.

Moody's affirmed the Adjusted BCA of baa3 despite the one-notch downgrade of the BCA, because of the higher probability of affiliate support from CASA, which now owns 100% of CAAuto Bank through its subsidiary Credit Agricole Consumer Finance S.A. The higher probability of support drives a two-notch uplift from CAAuto Bank's BCA of ba2, from one notch of uplift previously. In Moody's view, CAAuto Bank is a strategic subsidiary for CASA's European consumer finance business, which is signaled as key area for development in the group's 2025 medium-term plan.

OUTLOOK

The outlook on CA Auto Bank's long-term issuer and deposit ratings is negative. This reflects both the negative outlook on the Italian government's Baa3 rating, and the challenges that Moody's expects CA Auto Bank to face in redefining its business model and franchise.

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

An upgrade of CA Auto Bank's ratings is unlikely given the negative outlook. Besides, the deposit and issuer ratings already exceed Italy's sovereign rating by two notches and are constrained at that level under our Banks Methodology

A downgrade of CA Auto Bank's BCA could lead to a downgrade of the bank's issuer rating. Moody's could downgrade the BCA in case of a material deterioration in the bank's asset quality, profitability and capital. Lower parental support from CASA could also trigger a downgrade of the Adjusted BCA and of the ratings. The issuer rating could also be downgraded following a material decrease in the stock of the bank's bail-in able debt relative to its total banking assets.

A downgrade of Italy's sovereign rating would also lead to a downgrade of CAAuto Bank's deposit and issuer ratings.

LIST OF AFFECTED RATINGS

Issuer: CAAuto Bank S.p.A.

..Downgrades:

....Baseline Credit Assessment, Downgraded to ba2 from ba1

- ..Outlook Actions:
-Outlook, Remains Negative

.. Affirmations:

-LT Counterparty Risk Rating (Foreign Currency), Affirmed Baa1
-LT Counterparty Risk Rating (Local Currency), Affirmed Baa1
-ST Counterparty Risk Rating (Foreign Currency), Affirmed P-2
-ST Counterparty Risk Rating (Local Currency), Affirmed P-2
-LT Bank Deposits (Foreign Currency), Affirmed Baa1 NEG
-LT Bank Deposits (Local Currency), Affirmed Baa1 NEG
-ST Bank Deposits (Foreign Currency) , Affirmed P-2
-ST Bank Deposits (Local Currency), Affirmed P-2
-LT Counterparty Risk Assessment , Affirmed Baa2(cr)
-ST Counterparty Risk Assessment , Affirmed P-2(cr)
-LT Issuer Rating (Foreign Currency), Affirmed Baa1 NEG
-Adjusted Baseline Credit Assessment , Affirmed baa3

Issuer: CA Auto Bank S.p.A., Irish Branch

..Outlook Actions:

....Outlook, Remains Negative

..Affirmations:

....LT Counterparty Risk Rating (Foreign Currency), Affirmed Baa1

....LT Counterparty Risk Rating (Local Currency), Affirmed Baa1

....ST Counterparty Risk Rating (Foreign Currency), Affirmed P-2

....ST Counterparty Risk Rating (Local Currency), Affirmed P-2

....LT Counterparty Risk Assessment , Affirmed Baa2(cr)

....ST Counterparty Risk Assessment , Affirmed P-2(cr)

....Senior Unsecured Regular Bond/Debenture (Local Currency), Affirmed Baa1 NEG

....Senior Unsecured Medium-Term Note Program (Local Currency), Affirmed (P)Baa1

....Commercial Paper (Foreign Currency) , Affirmed P-2

....Commercial Paper (Local Currency), Affirmed P-2

Issuer: CAAuto Finance Suisse SA

..Outlook Actions:

....Outlook, Remains Negative

..Affirmations:

....Backed Senior Unsecured Regular Bond/Debenture (Local Currency), Affirmed Baa1 NEG

PRINCIPAL METHODOLOGY

The principal methodology used in these ratings was Banks Methodology published in July 2021 and available at https://ratings.moodys.com/rmc-documents/71997. Alternatively, please see the Rating Methodologies page on https://ratings.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 on https://ratings.moodys.com/rating-definitions.

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 issuer/deal page for the respective issuer on https://ratings.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 https://ratings.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://ratings.moodys.com/documents/PBC_1288235.

The Global Scale Credit Rating on this Credit Rating Announcement was issued by one of Moody's affiliates outside the UK and is endorsed by Moody's Investors Service Limited, One Canada Square, Canary Wharf, London E14 5FA under the law applicable to credit rating agencies in the UK. Further information on the UK endorsement status and on the Moody's office that issued the credit rating is available on https://ratings.moodys.com.

Please see https://ratings.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 issuer/deal page on https://ratings.moodys.com for additional regulatory disclosures for each credit rating.

Fabio Ianno VP - Senior Credit Officer Financial Institutions Group Moody's France SAS 96 Boulevard Haussmann Paris, 75008 France JOURNALISTS: 44 20 7772 5456 Client Service: 44 20 7772 5454

Alain Laurin Associate Managing Director Financial Institutions Group JOURNALISTS: 44 20 7772 5456 Client Service: 44 20 7772 5454

Releasing Office: Moody's France SAS 96 Boulevard Haussmann Paris, 75008 © 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

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

NO WARRANTY, EXPRESS OR IMPLIED, AS TO THE ACCURACY, TIMELINESS, COMPLETENESS, MERCHANTABILITY OR FITNESS FOR ANY PARTICULAR PURPOSE OF ANY CREDIT RATING, ASSESSMENT, OTHER OPINION OR INFORMATION IS GIVEN OR MADE BY MOODY'S IN ANY FORM OR MANNER WHATSOEVER.

Moody's Investors Service, Inc., a wholly-owned credit rating agency subsidiary of Moody's Corporation ("MCO"), hereby discloses that most issuers of debt securities (including corporate and municipal bonds, debentures, notes and commercial paper) and preferred stock rated by Moody's Investors Service, Inc. have, prior to assignment of any credit rating, agreed to pay to Moody's Investors Service, Inc. for credit ratings opinions and services rendered by it fees ranging from \$1,000 to approximately \$5,000,000. MCO and Moody's 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 <u>www.moodys.com</u> 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 JPY100,000 to approximately JPY550,000,000.

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