MOODY'S | Better decisions

Investor Update

March 11, 2020

Disclaimer

Moody's outlook for 2020 and other statements contained in this release are forward-looking statements and are based on future expectations, plans and prospects for the Company's business and operations that involve a number of risks and uncertainties. Such statements may include, among other words, "believe", "expect", "anticipate", "intend", "plan", "will", "predict", "potential", "continue", "strategy", "aspire", "target", "forecast", "project", "estimate", "should", "could", "may" and similar expressions or words and variations thereof that convey the prospective nature of events or outcomes generally indicative of forward-looking statements. The forward-looking statements and other information in this release are made as of the date hereof and the Company undertakes no obligation (nor does it intend) to publicly supplement, update or revise such statements on a going-forward basis, whether as a result of subsequent developments, changed expectations or otherwise, except as required by applicable law or regulation. In connection with the "safe harbor" provisions of the Private Securities Litigation Reform Act of 1995, the Company is identifying examples of factors, risks and uncertainties that could cause actual results to differ, perhaps materially, from those indicated by these forward-looking statements. Those factors, risks and uncertainties include, but are not limited to, the impact of the coronavirus on volatility in the U.S. and world financial markets, on general economic conditions and GDP growth in the U.S. and worldwide, and on the company's own operations and personnel. Many other factors could cause actual results to differ from Moody's outlook, including credit market disruptions or economic slowdowns, which could affect the volume of debt and other securities issued in domestic and/or global capital markets; other matters that could affect the volume of debt and other securities issued in domestic and/or global capital markets, including regulation, credit quality concerns, changes in interest rates and other volatility in the financial markets such as that due to uncertainty as companies transition away from LIBOR and Brexit; the level of merger and acquisition activity in the U.S. and abroad; the uncertain effectiveness and possible collateral consequences of U.S. and foreign government actions affecting credit markets, international trade and economic policy, including those related to tariffs and trade barriers; concerns in the marketplace affecting our credibility or otherwise affecting market perceptions of the integrity or utility of independent credit agency ratings; the introduction of competing products or technologies by other companies; pricing pressure from competitors and/or customers; the level of success of new product development and global expansion; the impact of regulation as an NRSRO, the potential for new U.S., state and local legislation and regulations, including provisions in the Dodd-Frank Wall Street Reform and Consumer Protection Act ("Dodd-Frank") and regulations resulting from Dodd-Frank; the potential for increased competition and regulation in the EU and other foreign jurisdictions; exposure to litigation related to our rating opinions, as well as any other litigation, government and regulatory proceedings, investigations and inquiries to which the Company may be subject from time to time; provisions in the Dodd-Frank legislation modifying the pleading standards, and EU regulations modifying the liability standards, applicable to credit rating agencies in a manner adverse to credit rating agencies; provisions of EU regulations imposing additional procedural and substantive requirements on the pricing of services and the expansion of supervisory remit to include non-EU ratings used for regulatory purposes; the possible loss of key employees; failures or malfunctions of our operations and infrastructure; any vulnerabilities to cyber threats or other cybersecurity concerns; the outcome of any review by controlling tax authorities of the Company's global tax planning initiatives; exposure to potential criminal sanctions or civil remedies if the Company fails to comply with foreign and U.S. laws and regulations that are applicable in the jurisdictions in which the Company operates, including data protection and privacy laws, sanctions laws, anti-corruption laws, and local laws prohibiting corrupt payments to government officials; the impact of mergers, acquisitions or other business combinations and the ability of the Company to successfully integrate such acquired businesses; currency and foreign exchange volatility; the level of future cash flows; the levels of capital investments; and a decline in the demand for credit risk management tools by financial institutions. These factors, risks and uncertainties as well as other risks and uncertainties that could cause Moody's actual results to differ materially from those contemplated, expressed, projected, anticipated or implied in the forward-looking statements are described in greater detail under "Risk Factors" in Part I, Item 1A of the Company's annual report on Form 10-K for the year ended December 31, 2019, and in other filings made by the Company from time to time with the SEC or in materials incorporated herein or therein. Stockholders and investors are cautioned that the occurrence of any of these factors, risks and uncertainties may cause the Company's actual results to differ materially from those contemplated, expressed, projected, anticipated or implied in the forward-looking statements, which could have a material and adverse effect on the Company's business, results of operations and financial condition. New factors may emerge from time to time, and it is not possible for the Company to predict new factors, nor can the Company assess the potential effect of any new factors on it.

Fireside Chat Participants



Ray McDaniel
President and CEO



Rob Fauber
Chief Operating Officer



Mark Kaye
Chief Financial Officer



Shivani Kak
Head of Investor Relations



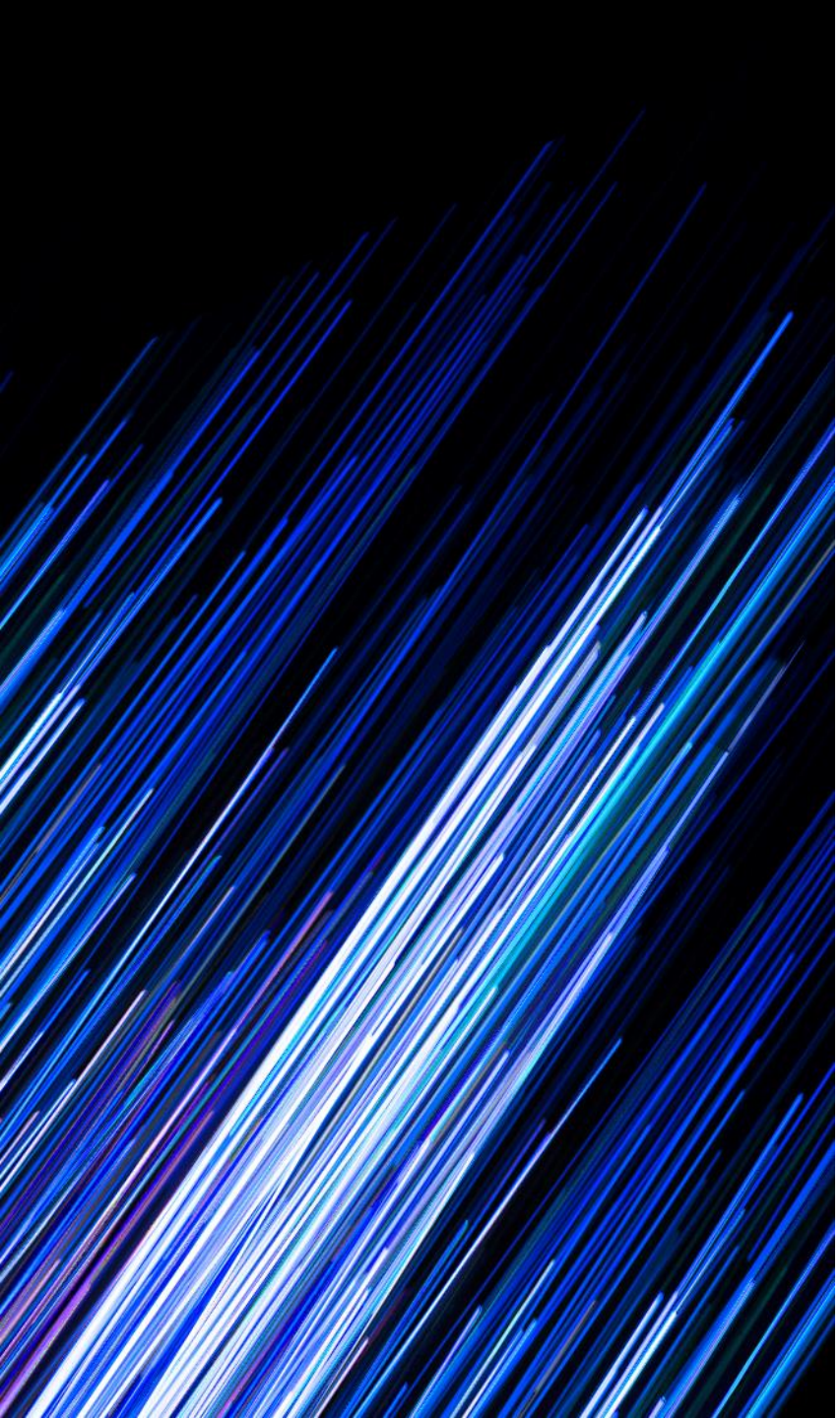
Stephen Tulenko
President
Moody's Analytics



Michael West
President
Moody's Investors Service



Anne Van Praagh
MD - Global Credit Strategy & Research
Moody's Investors Service



QUESTION 1

Ray and Rob

What is the impact of coronavirus on Moody’s business?

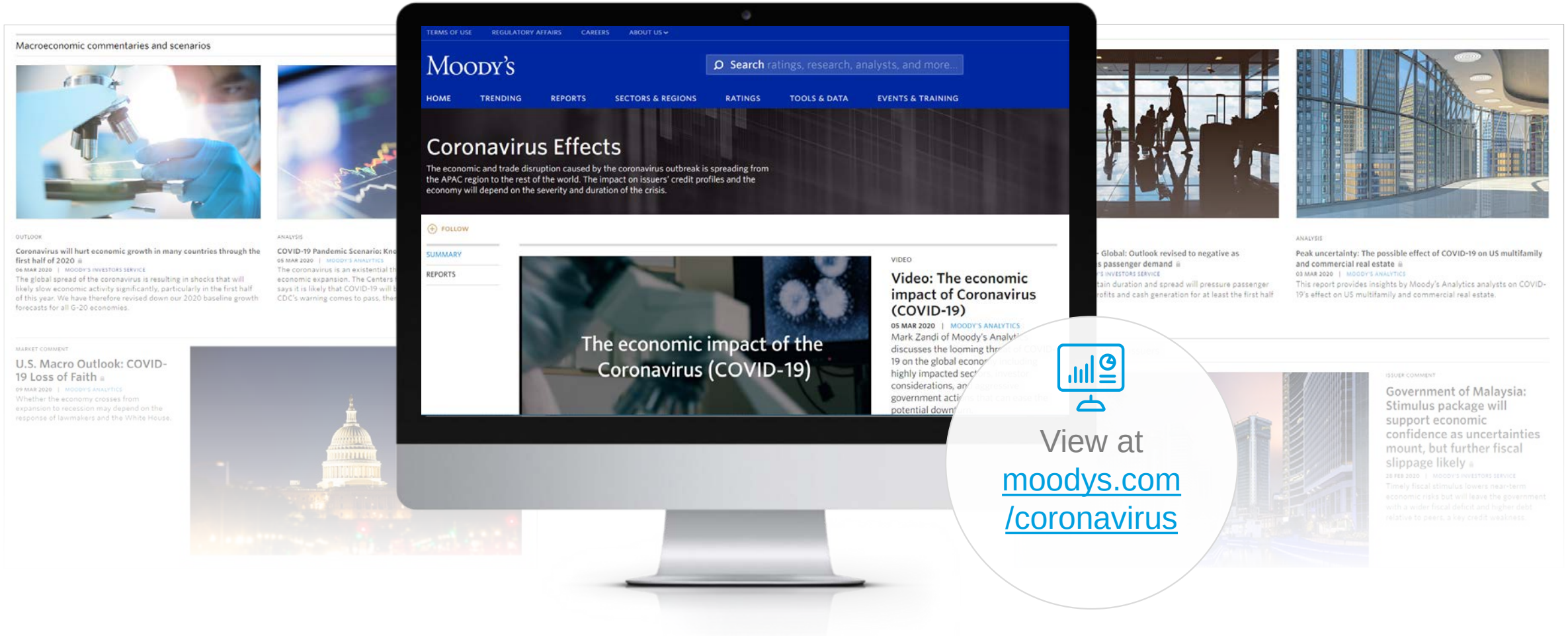
Coronavirus preparedness and impact

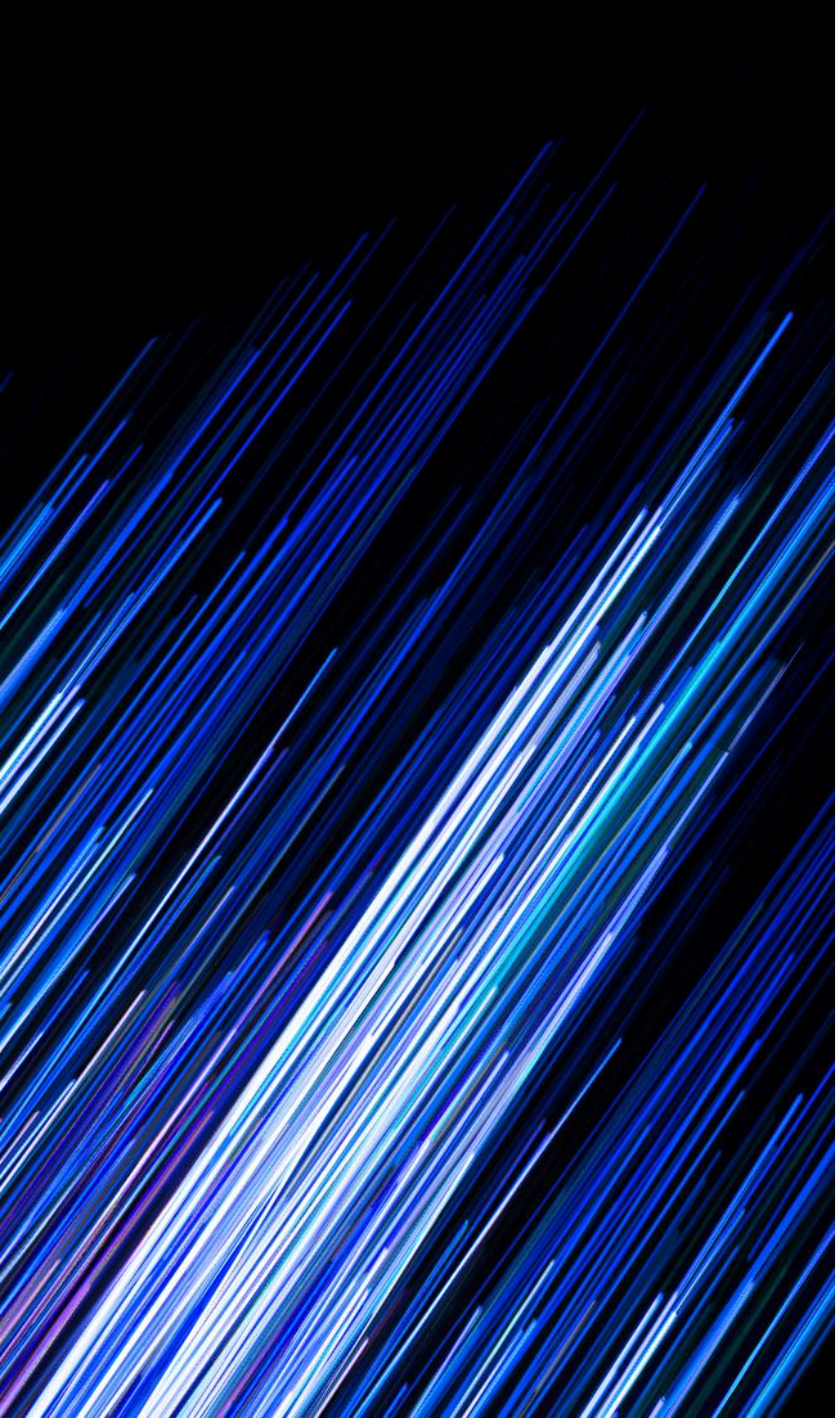
- Primary focus: health and safety of our employees, investors, customers and the overall community
- Economic impacts from coronavirus include:
  - GDP decline
  - Short-term disruption to issuance
  - Transitory productivity declines
- Execution of contingency plans to mitigate impact

- Reaffirming FY 2020[1] guidance, including adjusted diluted EPS[2], with the exception of MIS revenue
  - Year-over-year adjusted diluted EPS growth to $9.10 - $9.30[1,2]
  - Adjusted operating margin expansion to 48% - 49%[1]

1. Refer to Table 1 – "2020 Outlook" in the press release dated March 11, 2020 for a complete list of guidance and a reconciliation between adjusted measures to GAAP.
2. Current guidance is now expected to be toward the lower end of the range.

Moody's provides valuable market insights in uncertain times





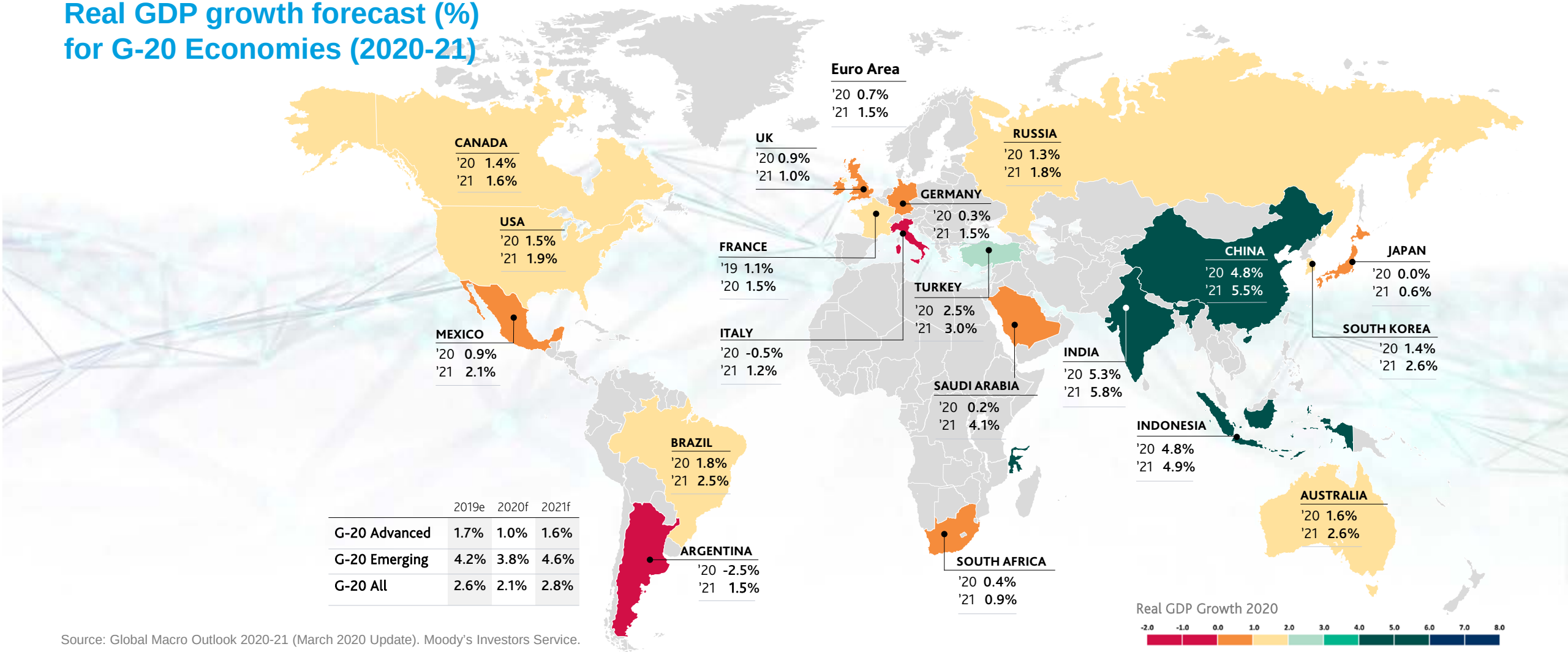
QUESTION 2

Anne, Mike and Steve

Can you provide more detail on Moody’s expectations for the impact of coronavirus?

Coronavirus adversely impacts economic growth

Real GDP growth forecast (%) for G-20 Economies (2020-21)



	2019e	2020f	2021f
G-20 Advanced	1.7%	1.0%	1.6%
G-20 Emerging	4.2%	3.8%	4.6%
G-20 All	2.6%	2.1%	2.8%

Source: Global Macro Outlook 2020-21 (March 2020 Update). Moody's Investors Service.

Channels of coronavirus economic impact

Impact on global economy from the coronavirus

Economic effects

DEMAND SHOCK
Falling consumer demand from spread of the coronavirus

SUPPLY SHOCK
Production disruption from restricted movement

FINANCIAL MARKET SHOCK
Volatility in financial markets

Channel of impact

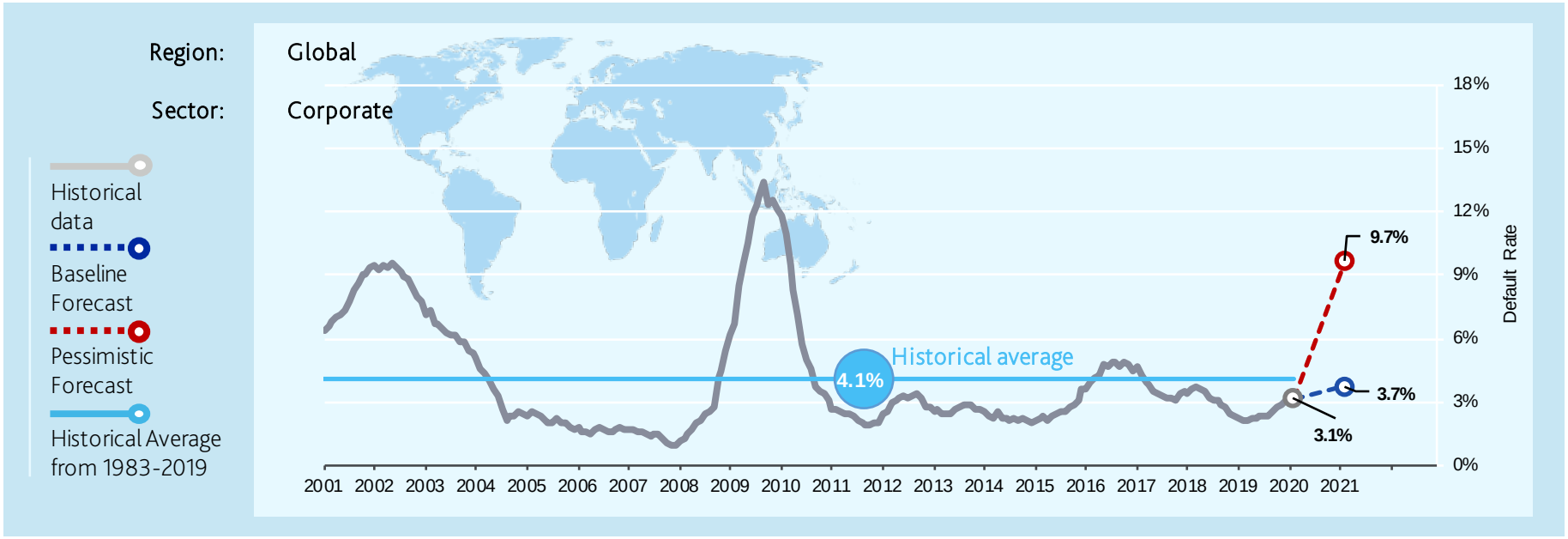
Travel/ tourism slowdown	Consumption slowdown	Supply chain disruptions	Stress on healthcare systems	Fall in oil/ commodity prices	Financial market volatility
Flight and cruise restrictions to affected areas, cancellation of business and vacation travel, cancellation of large events	Quarantine restrictions, school/factory/business closures, fear and aversion to public gatherings	Factory closures in affected regions lead to delays and shortages down supply chains globally; uncertainty and low sentiment affect investment	Higher demand for healthcare services and products	Lower demand keeps commodity prices low and volatile	Declines in equity prices, a rise in risk aversion and spreads, a rise in delinquencies, lower interest rates

Sectors affected

	Travel/ tourism slowdown	Consumption slowdown	Supply chain disruptions	Stress on healthcare systems	Fall in oil/ commodity prices	Financial market volatility
Negative	Airlines, cruise lines, hotels, travel/leisure	Local services, wholesale /retail trade, transportation, education	Technology, autos, telecom, shipping, pharma	Healthcare system	Commodity exporters	Financial institutions
Positive	Remote communications	Online media, online retail	Sectors that benefit from supply chain relocation	Vaccine developers	Households	Consumer finance, housing, reserve-currency countries

Source: Global Macro Outlook 2020-21 (March 2020 Update). Moody's Investors Service.

Global speculative-grade default rate expected to rise

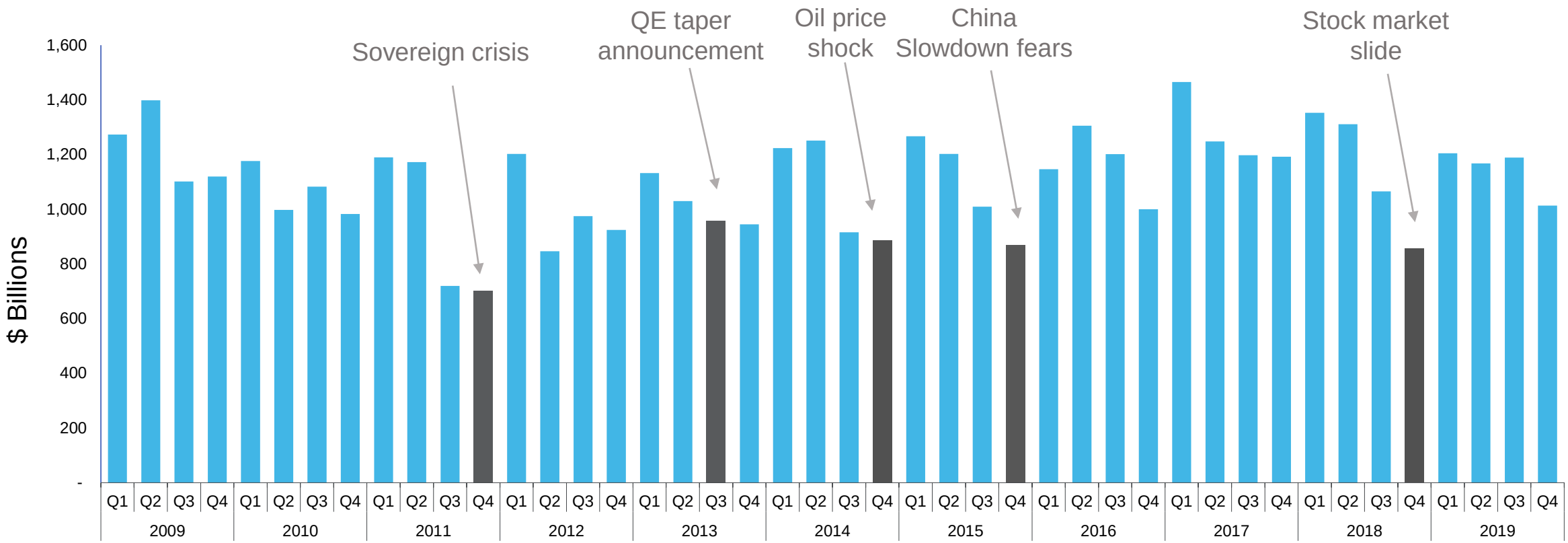


Macroeconomic Assumption	Baseline Scenario				Pessimistic Scenario			
3-month period ending in:	May 2020	Aug 2020	Nov 2020	Feb 2021	May 2020	Aug 2020	Nov 2020	Feb 2021
Unemployment Rate (%):	3.5	3.6	3.6	3.7	4.1	5.4	6.4	7.2
HY Spread (bps):	494	580	562	525	621	1,249	1,281	981

Source: Global February 2020 Default Report. Moody's Investors Service.

Global debt issuance tends to rebound after a shock

Moody's total rated debt



Source: Moody's Investors Service.
Note: Includes both domestic and cross-border rated issuance, excluding Sovereign.

Revised Moody's Investors Service 2020 outlook[1]

2020 revenue expectation revised down to low-single-digits

Key drivers include



- GDP
- Issuance volumes and mix
- Commodity prices stabilize
- Benchmark rates remain low
- M&A activity
- Spreads

1. 2020 MIS guidance as of March 11, 2020.

Moody's Analytics has a resilient recurring revenue base

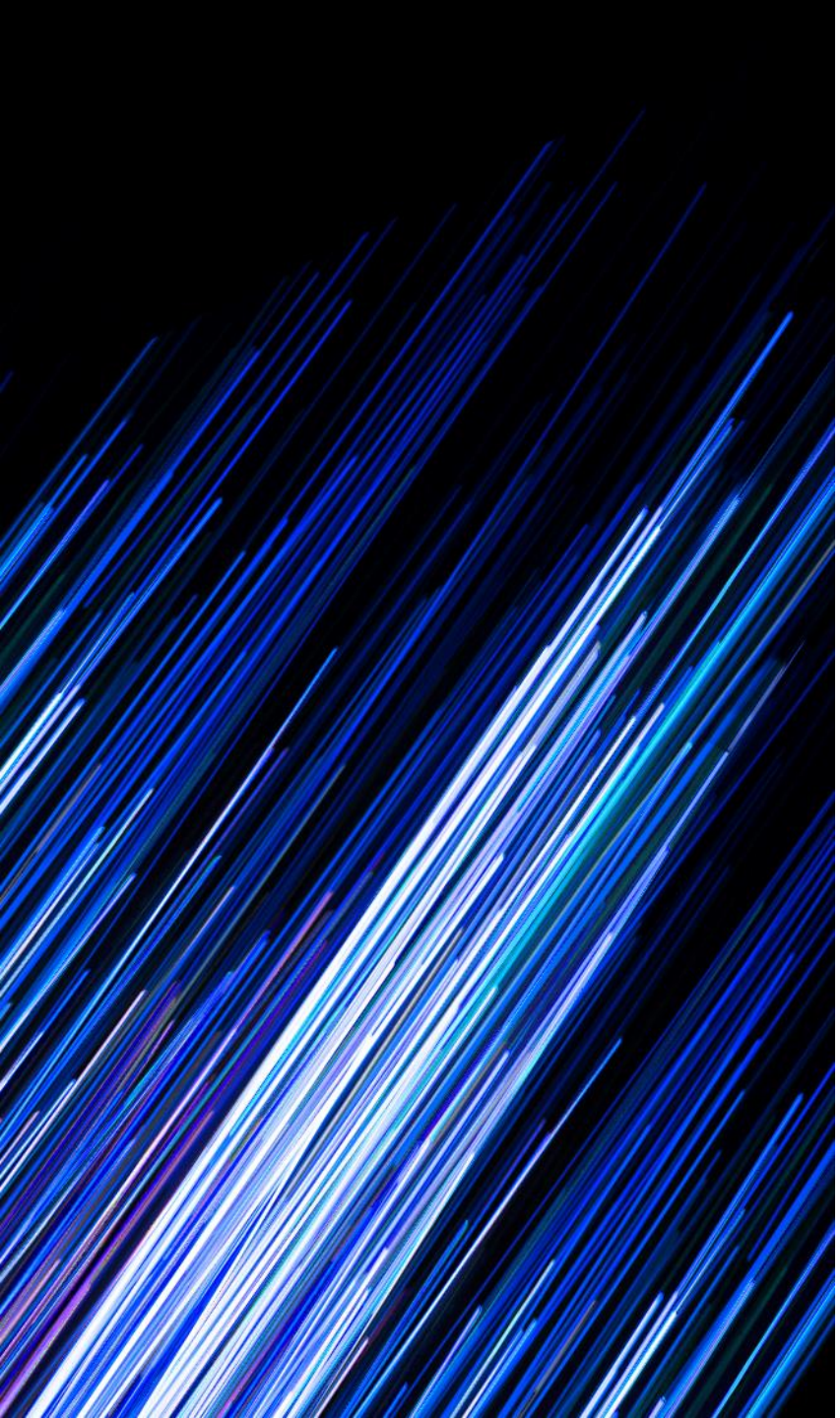
Coronavirus concerns could affect business development in the short-term



For 2020, we expect[2]:

~50%	Revenue from sales closed prior to 1/1/2020	✓ High retention rates Risk and uncertainty in the market reinforces demand
~40%	Revenue from scheduled renewals	
~10%	Revenue from new sales in 2020	↓ Delay of existing sales cycles Slow down of meeting activity affects pipeline creation

1. Full Year 2019, excluding MAKS.
2. As of March 11, 2020.



QUESTION 3

Mike and Steve

Looking beyond current events, what are the underlying drivers of MIS and MA?

Moody's Investors Service: Agency of choice

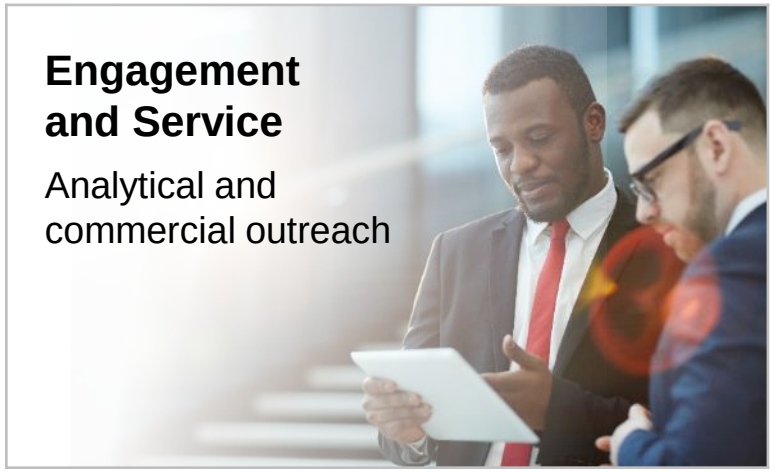
Rating Quality

Proven rating accuracy and deeply experienced analysts



Research and Insight

Focus on research leadership



Engagement and Service

Analytical and commercial outreach

Value Proposition

Expanded sales and marketing activities in Commercial Group

Award-winning

Globally and locally acknowledged for award winning expertise in credit ratings, research and risk analysis.

Institutional Investor 2019 Global Fixed-Income Research Team — #1 Global Credit Rating Agency: 2019
#1 US Credit Rating Agency: 2012-2018

Creditflux CLO Census 2019 Best rating agency — Multi-award winner including best rating agency categories: 2015-2019

Smith's 2019 Municipal All-Star Awards — Multi-award winner: 2015-2018

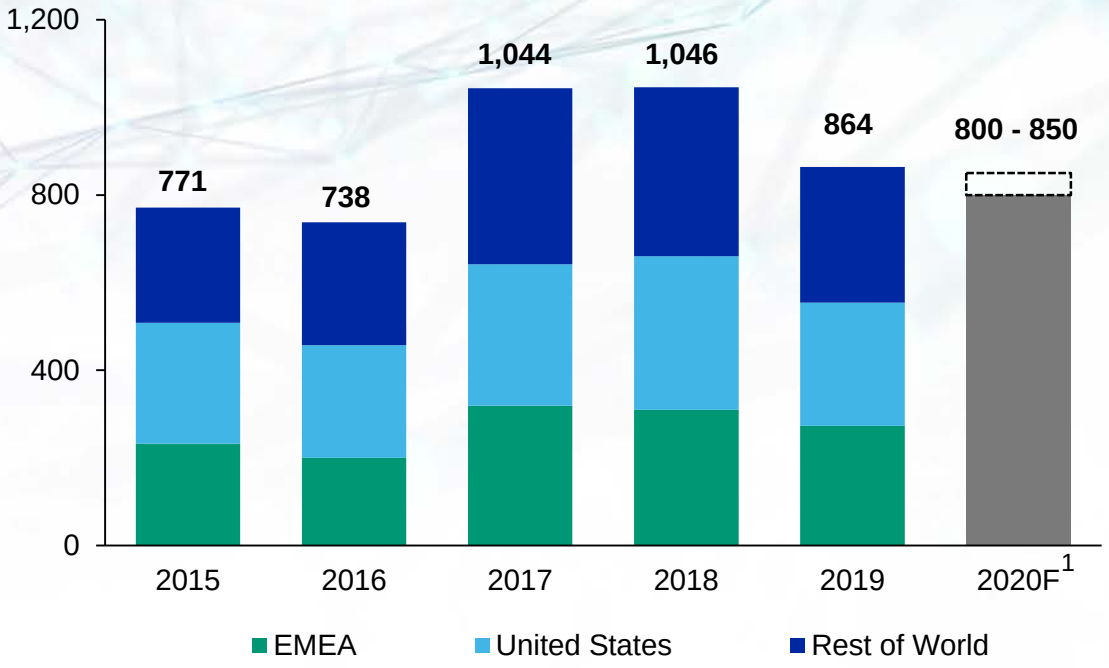
2019 GlobalCapital Bond Awards — Multi-award winner including best rating agency categories: 2015-2019

The Asset Triple A Asian Awards 2018 — Multi-award winner: 2015-2018

Moody's Investors Service: New ratings mandates and refunding support revenue growth

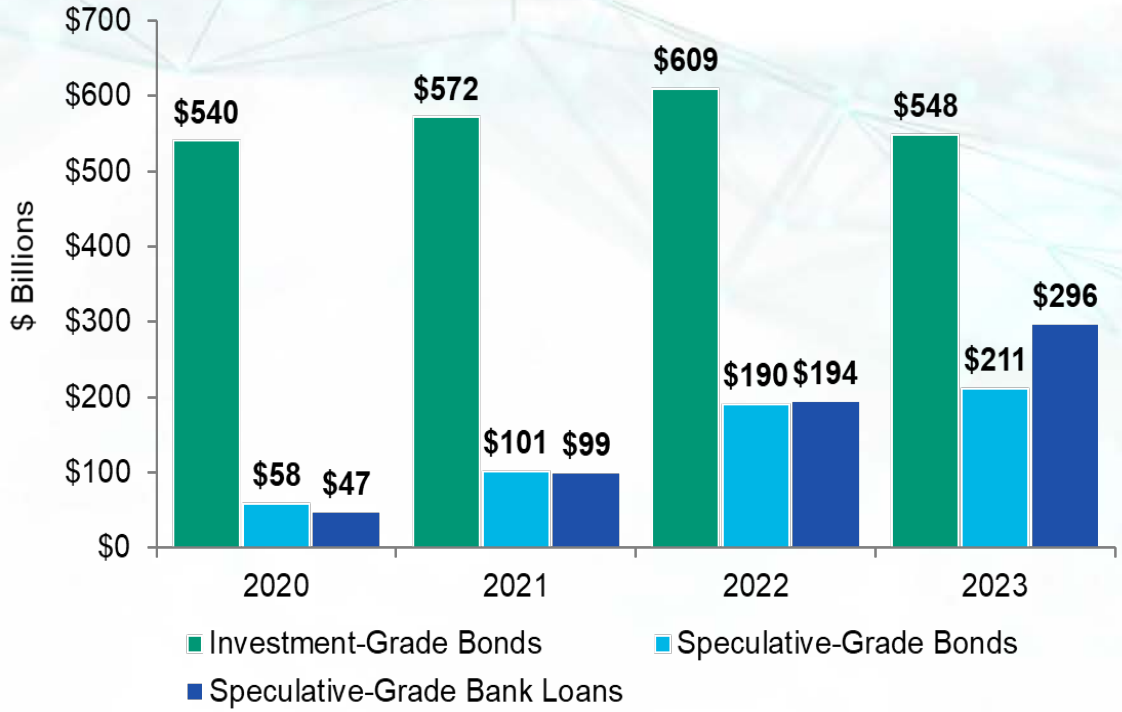
4k+ new rating mandates over the last 5 years

First time mandates



$3T+ of corporate refunding needs over the next 4 years

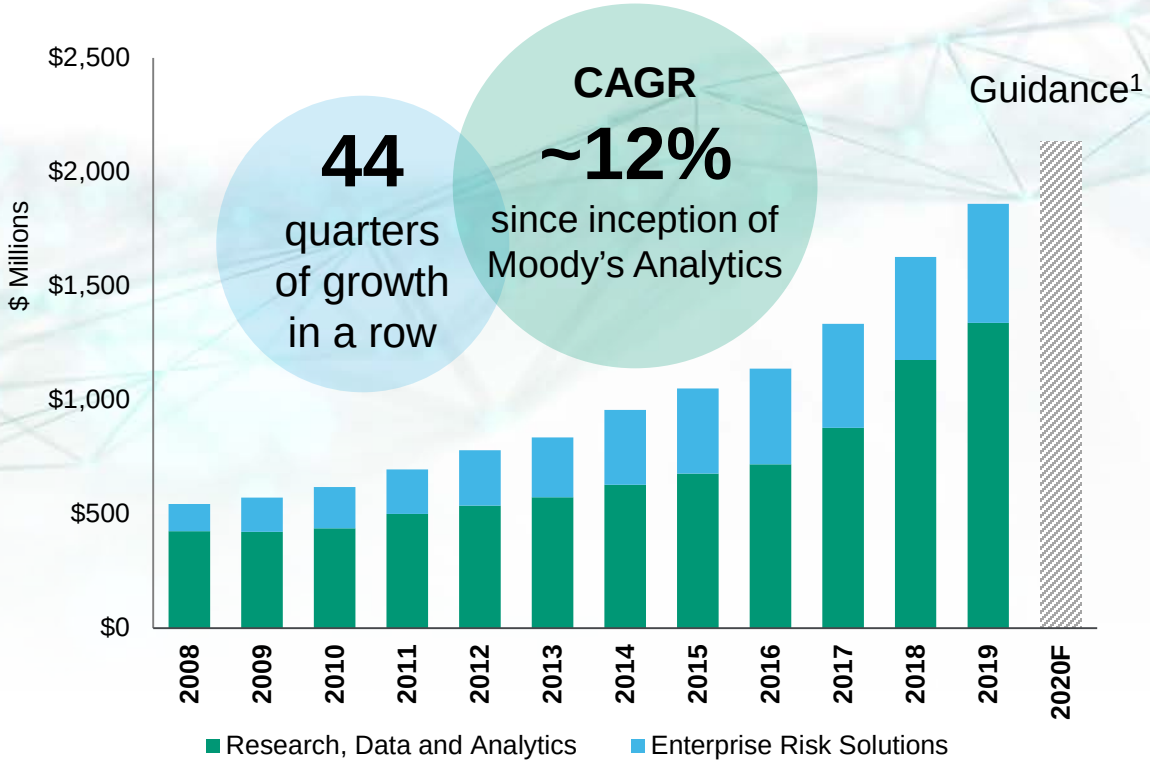
North America / EMEA refunding needs, 2020-2023[2]



1. 2020F guidance as of March 11, 2020.
2. Source: Moody's Investors Service.

Moody's Analytics: Diverse customer base provides a stable foundation for growth

Revenue more than tripled since inception



1300+
Asset Managers

2800+
Commercial Banks

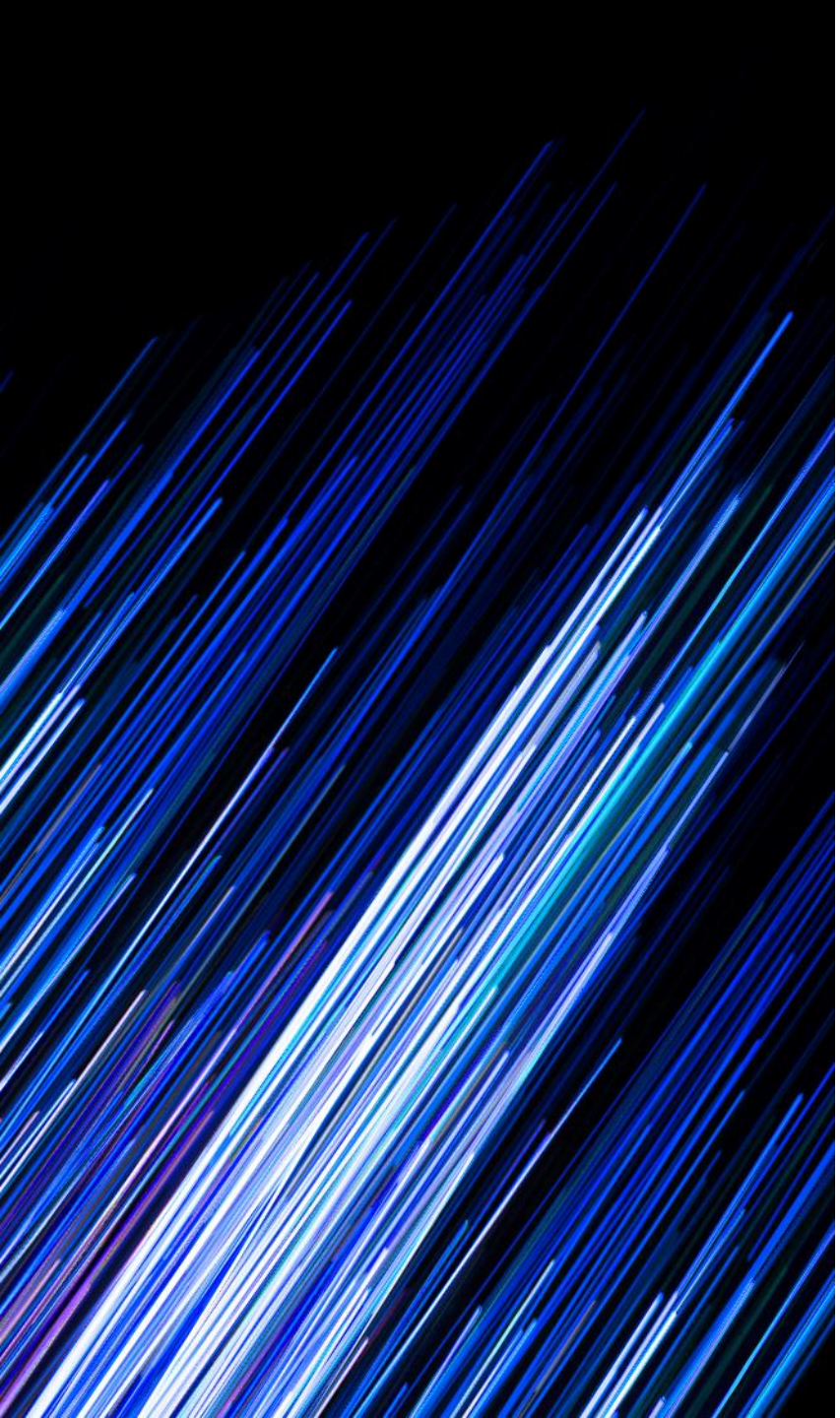
3000+
Corporations

280+
Securities Dealers and Investment Banks

500+
Insurance Companies

3000+
Governments & Other Entities

Note: Individual line of business revenues may not add up to totals due to rounding. All results exclude MAKS.
1. 2020F guidance as of March 11, 2020.



QUESTION 4

Mark

What are the puts and takes in re-affirming Moody’s full year adjusted diluted EPS guidance?

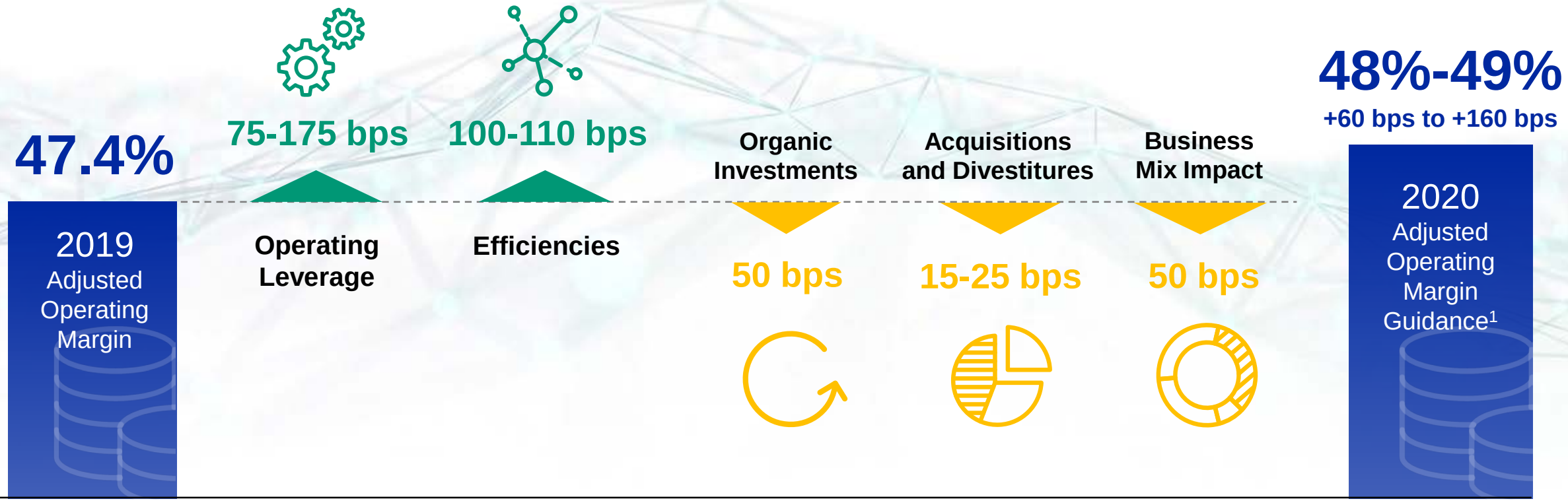
Updated FY 2020 Guidance[1,2]

Revenue	Increase in the mid-single-digit % range
MIS Revenue	Increase in the low-single-digit % range
MA Revenue	Increase in the high-single-digit % range
Total Expenses[3]	Increase in the low-single-digit % range
Operating Margin	Approximately 44%
Adjusted Operating Margin	48% - 49%
Effective Tax Rate	20.0% - 22.0%
Diluted EPS[4]	$8.60 - $8.80
Adjusted Diluted EPS[4]	$9.10 - $9.30
Free Cash Flow	$1.7 - $1.8 billion
Share Repurchases[5]	Approximately $1.3 billion

1. Items in blue text have been revised from those relayed on Moody's February 12, 2020 earnings call. Refer to Table 1 – "2020 Outlook" in the press release dated March 11, 2020 for a complete list of guidance and a reconciliation between adjusted measures to GAAP.
2. Moody's outlook assumes foreign currency translation at end-of-quarter exchange rates. Specifically, our forecast reflects exchange rates for the British pound (£) of $1.31 to £1 and for the euro (€) of $1.11 to €1. Coronavirus or other incidents or developments could affect many other factors that also could cause actual results to differ from Moody's outlook.
3. Includes depreciation and amortization and certain one time costs in 2019 including restructuring charges, captive insurance company settlement, MAKS Impairment Charge and Acquisition-Related Expenses.
4. Current guidance is now expected to be toward the lower end of the range.
5. Subject to available cash, market conditions and other ongoing capital allocation decisions.

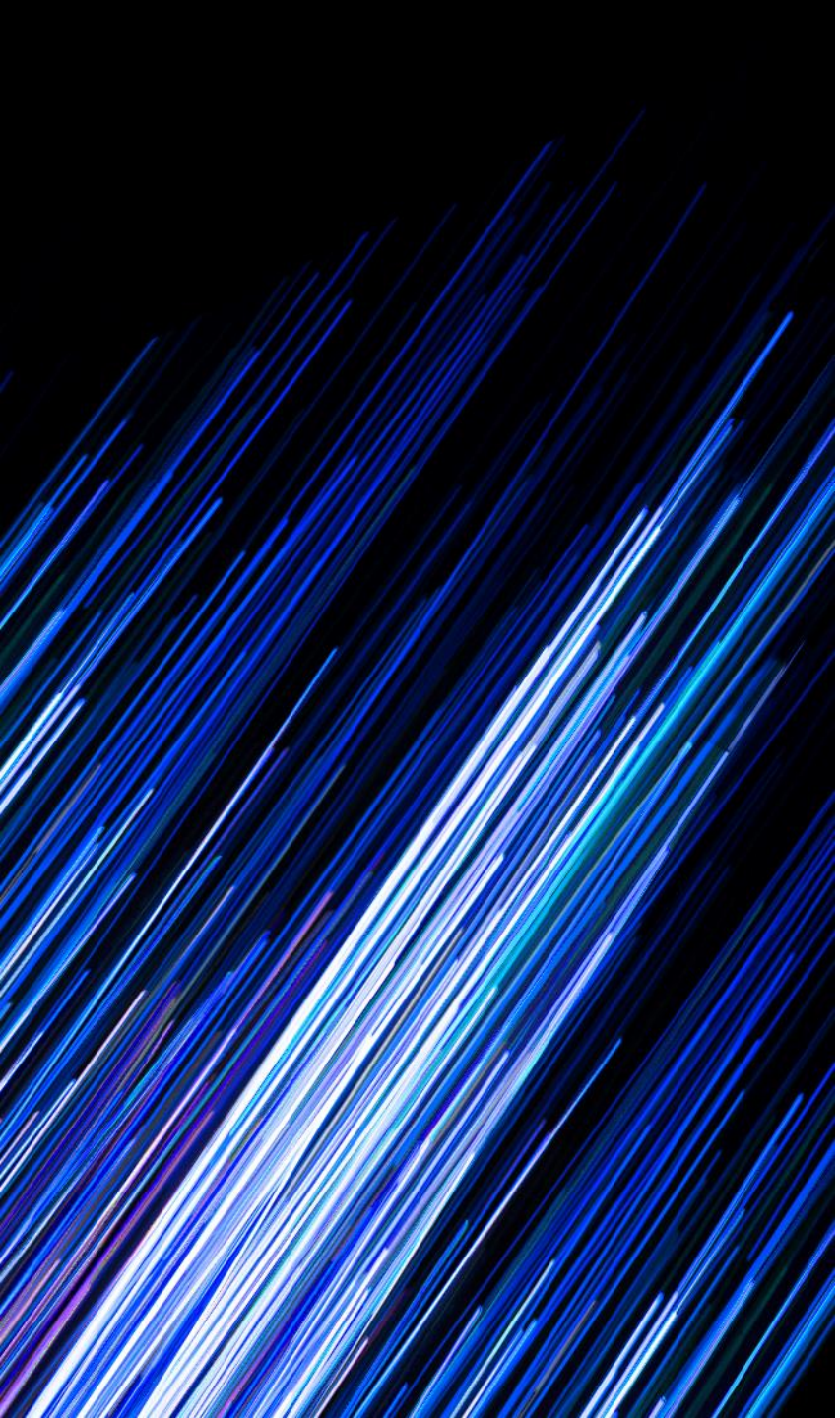
Moody's 2020 margin drivers

Disciplined expense management drives both margin expansion and opportunity for investment



Note: Assumes 2020 mid-single-digit percent revenue growth for Moody's. Adjusted operating margin is an adjusted financial measure; see Appendix for reconciliations from adjusted financial measures to U.S. GAAP. All margin driver numbers and ranges are approximate.

1. 2020 adjusted operating margin guidance as of March 11, 2020.



QUESTION 5

Rob and Ray

Can you tell us about the growth opportunities Moody’s is pursuing?

Bureau van Dijk: accelerating growth with Moody's

Pre-Acquisition	Post-Acquisition
Financial	
Revenue CAGR[1] **~9%**	Revenue growth[3] **~16%**
Adjusted Operating Margin[2] **~44%**	Adjusted Operating Margin[4] **~52%**
Operational	
220 million companies in database[1]	365+ million companies in database

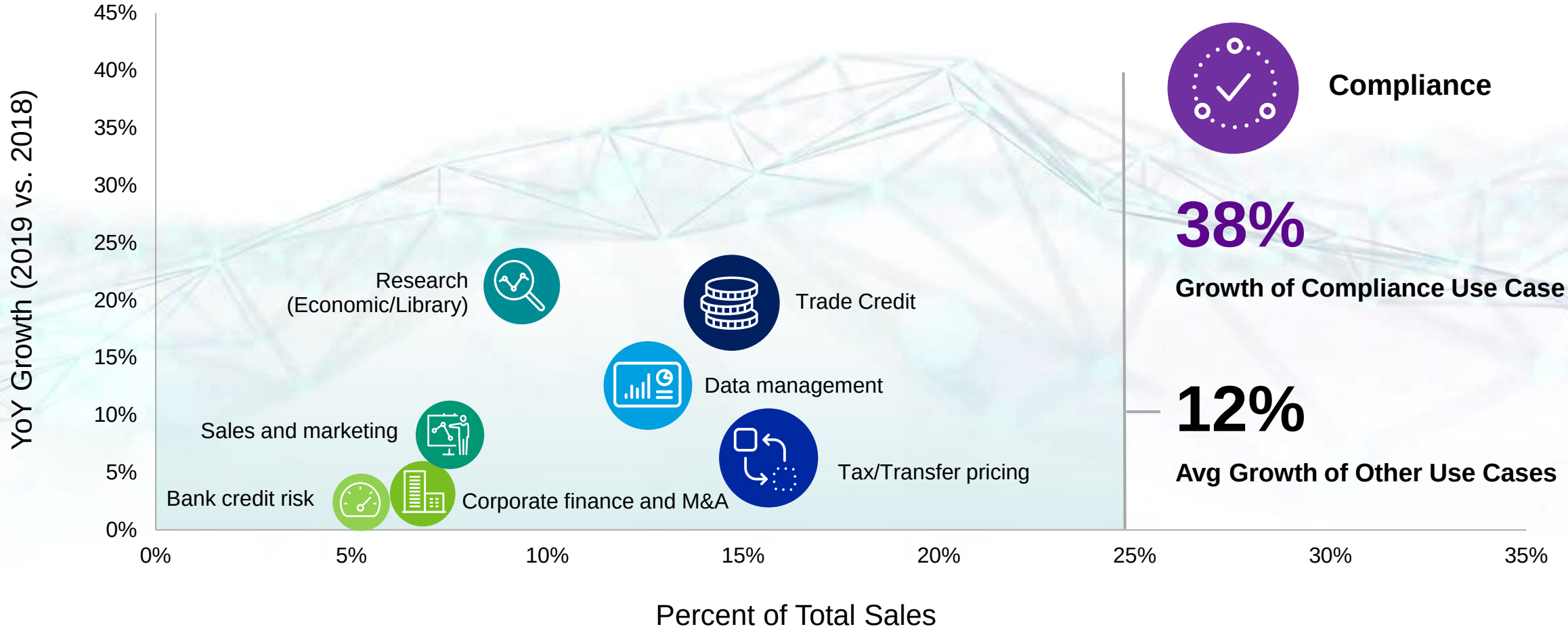
On track for ~$80M of synergies by end of 2021[5]

Exceeding Investment Criteria

- ✓ IRR at / above Moody's cost of capital
- ✓ >10% annual cash return yield within 3-5 years
- ✓ Cash payback within 7-9 years
- ✓ EPS accretive by year 3

1. Per May 15, 2017 Bureau van Dijk acquisition presentation.
2. GAAP estimate per 3Q 2017 earnings conference.
3. 2019 revenue growth. 2018 revenue includes the impact of $17M of revenue reductions relating to previous adjustments to deferred revenue recorded as part of acquisition accounting.
4. Direct adjusted operating margin for Bureau van Dijk for full year 2019. Excludes the allocation of corporate overhead expenses.
5. As of March 11, 2020.

Compliance leading the way



Source: Moody's Analytics.

BvD + RDC makes Moody's Analytics a leading global player in KYC[1]

Improved accuracy and streamlined decisions

- BvD + RDC creates a leading provider of data for compliance-related use cases
- Complementary assets:
  - RDC's Global Risk Information Database: over 11 million profiles of risk-related organizations and individuals
  - Worldwide entity and ultimate ownership data from BvD's Orbis database and Compliance Catalyst tool

BvD

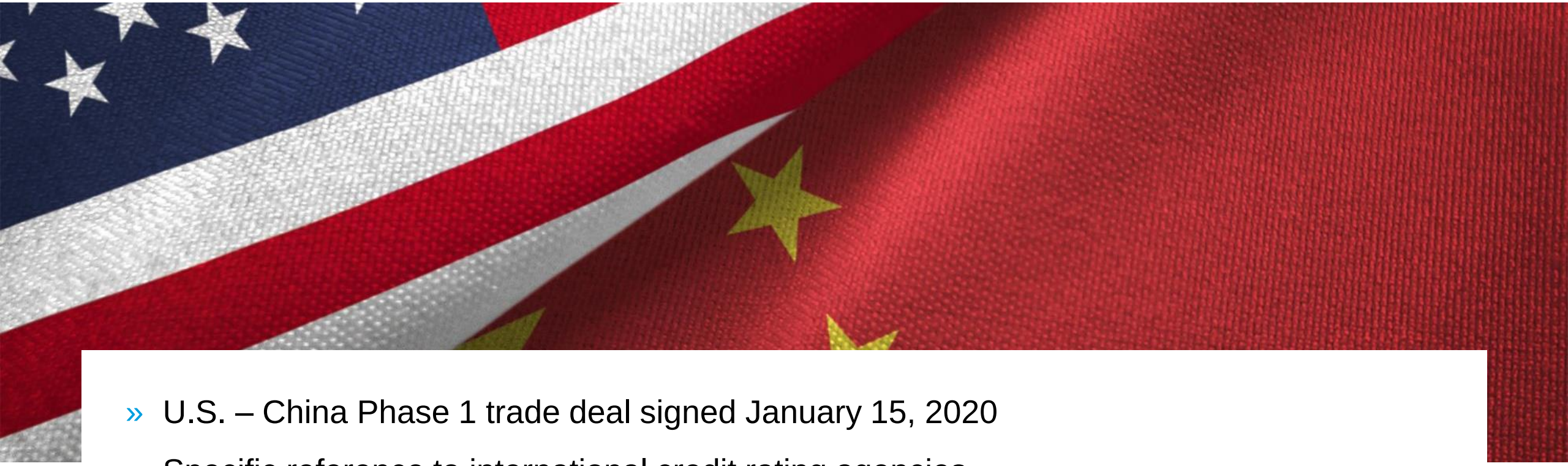
365M	184M	176M
PUBLIC & PRIVATE ENTITIES	ACTIVE OWNERSHIP LINKS	SHAREHOLDERS

RDC

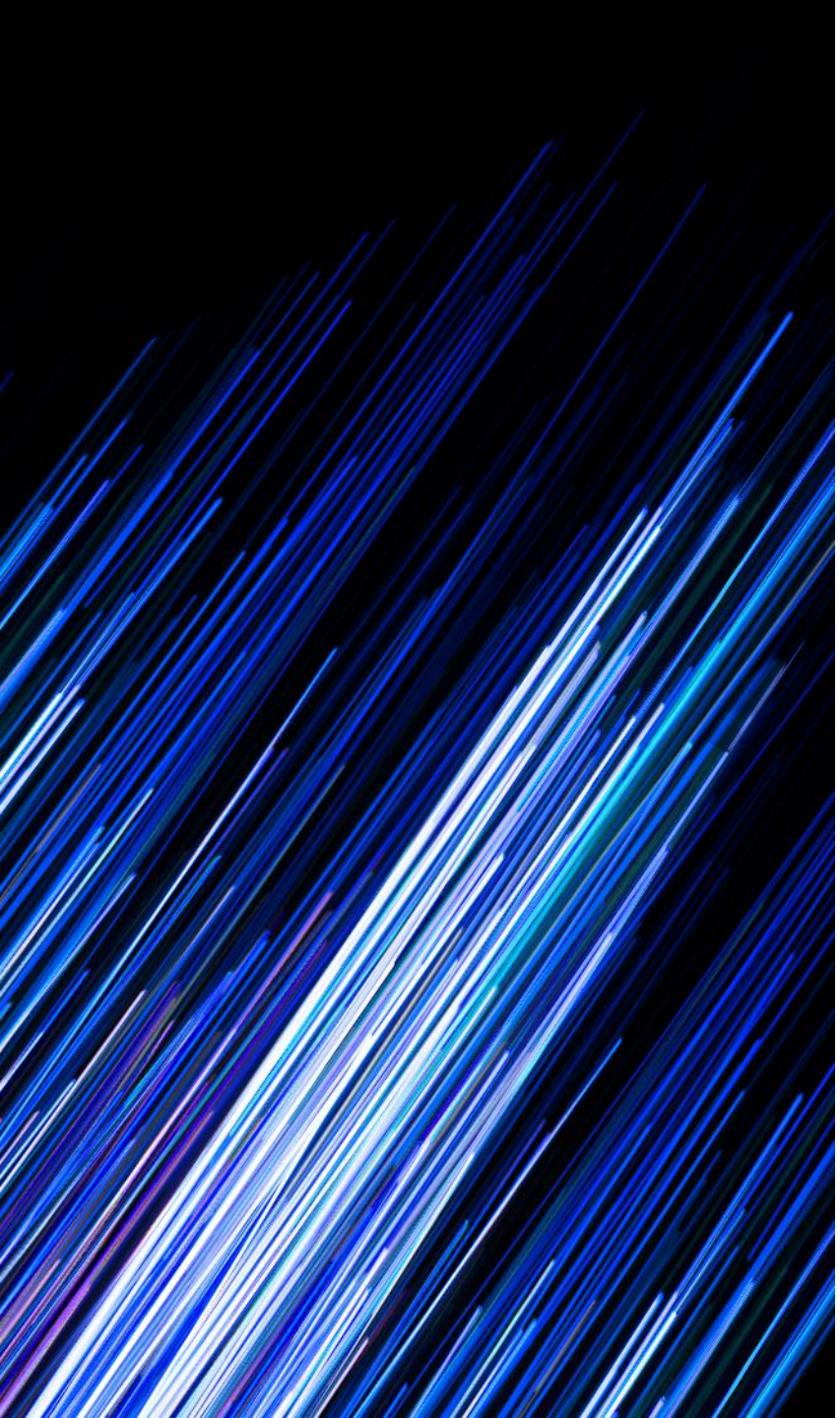
11M	800+	1.7M
RISK PROFILES	MONITORED LISTS	POLITICALLY EXPOSED PEOPLE

1. KYC = Know-Your-Customer.

U.S. - China trade deal implications



- U.S. – China Phase 1 trade deal signed January 15, 2020
- Specific reference to international credit rating agencies
- Enhances Moody’s optionality in China



QUESTION 6

Rob

What are the key takeaways for investors?

Core strengths underpin our business amidst near term volatility and medium term uncertainty

Volatility / uncertainty drivers

- Depth & length of coronavirus issue
- Macro – recessionary risks
- Credit stress – defaults, spreads and volatility
- Ultralow rates – extent of pull forward
- MA sales cycles

Moody's Core Strengths

Trusted brand

Globally recognized and respected with over a century of experience in financial markets and risk



Proprietary data and integrated analytics

Comprehensive, curated and difficult-to-replicated



Extensive global customer base

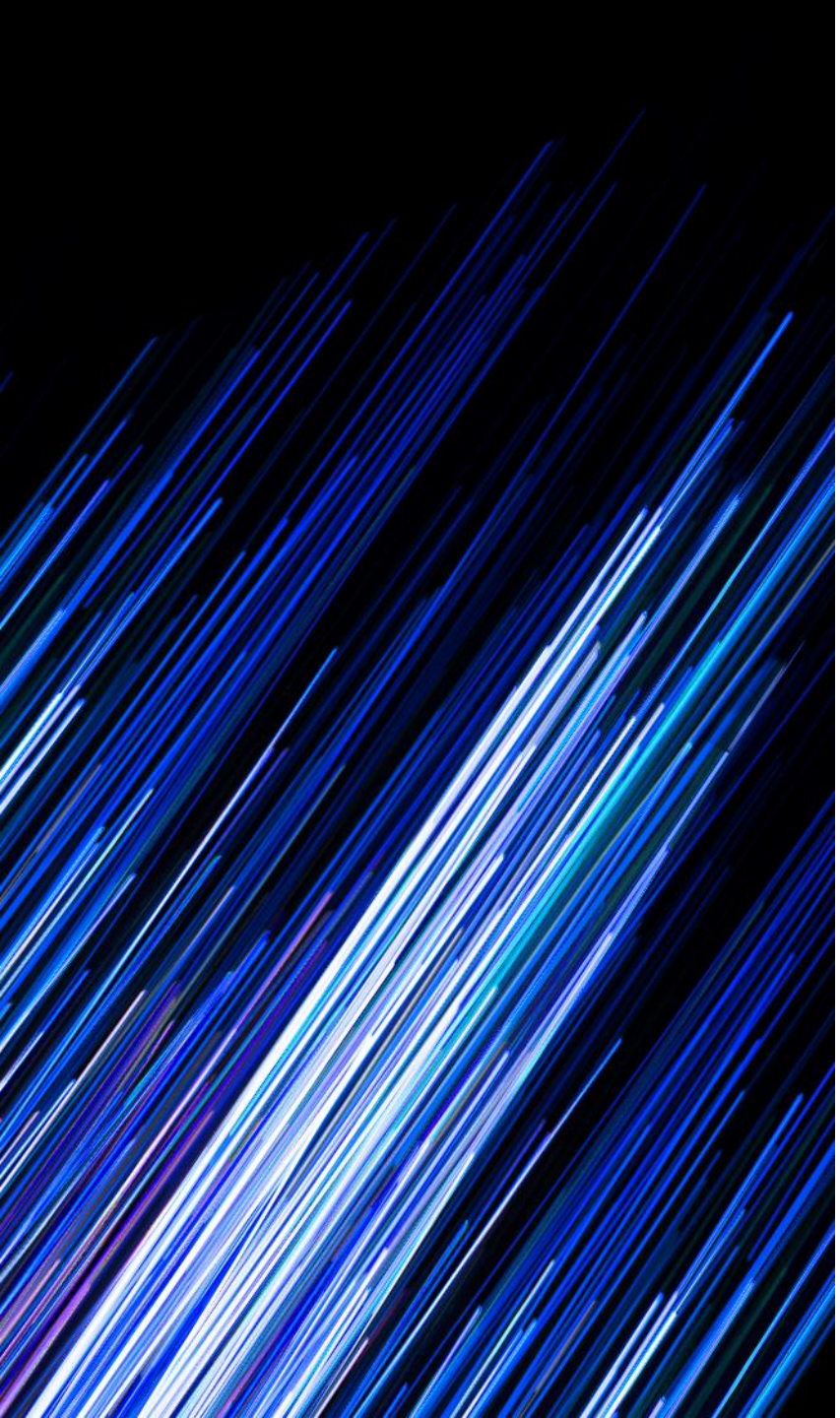
Global corporations, financial institutions, structured finance issuers and governments



Business-critical products

Proven, best-in-class customer solutions and applications embedded into customer workflows drive high retention rates





Questions and Answers

Replay details

Available from 3:30pm (Eastern Time) March 11, 2020 until 3:30pm (Eastern Time) April 9, 2020



TELEPHONE DETAILS

U.S. +1-888-203-1112

Non-U.S. +1-719-457-0820

Passcode 7889155

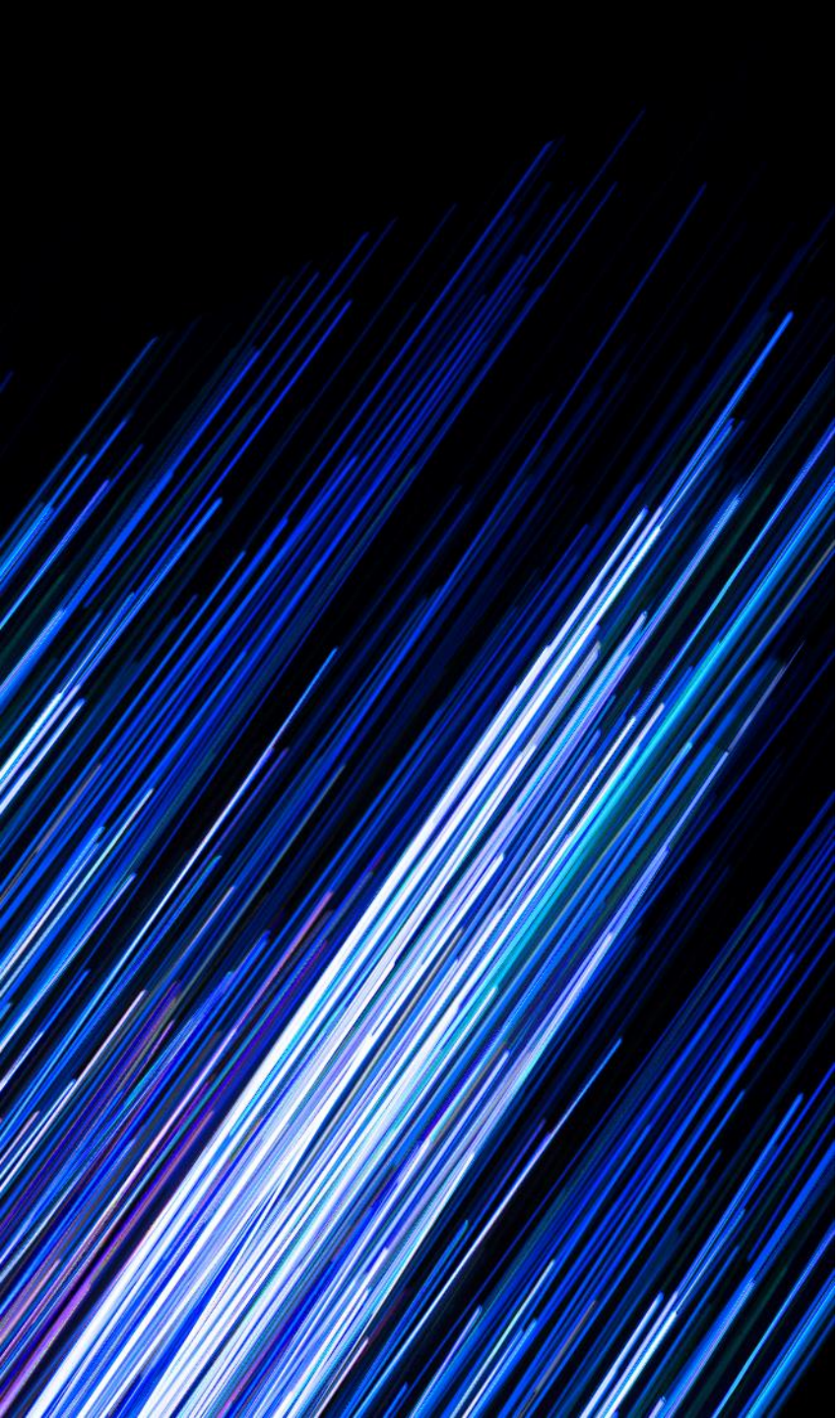


WEBCAST DETAILS

Go to ir.moodys.com

Click on “Events & Presentations”

Click on the link for “Moody’s Investor Update”



Appendix

Reconciliation of adjusted financial measures to GAAP

Moody's Corporation Operating Margin Guidance Reconciliation

	2020F[1]
Projected Operating Margin - GAAP	Approximately 44%
Depreciation & Amortization	Approximately 4.5%
Projected Adjusted Operating Margin	48% - 49%

Moody's Corporation Diluted EPS Reconciliation

	2020F[1]
Diluted EPS - GAAP	$8.60 - $8.80
Acquisition-Related Intangible Amortization Expenses	~ $0.50
Adjusted Diluted EPS	$9.10 – $9.30

Free Cash Flow Guidance Reconciliation

($ in millions)	2020F[1]
Net cash flows from operating activities	$1,800 - $1,900
Less: Capital expenditures	~ $100
Free Cash Flow	$1,700 – $1,800

1. Guidance as of March 11, 2020.

MOODY'S | Better decisions

Investor Relations
http://ir.moodys.com
ir@moodys.com

© 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 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.

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