





# STS Securitisations: a User Guide

A Joint Webinar presented by Moody's Analytics and European DataWarehouse







Christian Thun
CEO
European DataWarehouse



Carlos Castro
Director
Moody's Analytics



Joel Penn Manager European DataWarehouse



Vlad Zlotnikovs Assistant Director Moody's Analytics

## STS Securitisations: a User Guide

A Joint Webinar presented by Moody's Analytics and European Datawarehouse

**Target Audience** Originators, Investors, Structuring Desks Purpose Demonstrate STS capabilities **Key Objectives** Provide Solutions for Market Participants

# Agenda

- 1. European Structured Finance Update
- 2. Global Portal & Structured Finance Portal Demonstration
- 3. EDITOR Demonstration
- 4. Q&A

# European Structured Finance Update

# **European Securitisation Regulation**

Securitisation Regulation (EU 2017/2402)

### STS – Simple, Transparent and Standardised

- » Risk Retention, Transparency and Due Diligence (requirements on issuers and investors)
- » Third party certification of compliance
- » STS labelling notification to regulators
- » STS preferential treatment

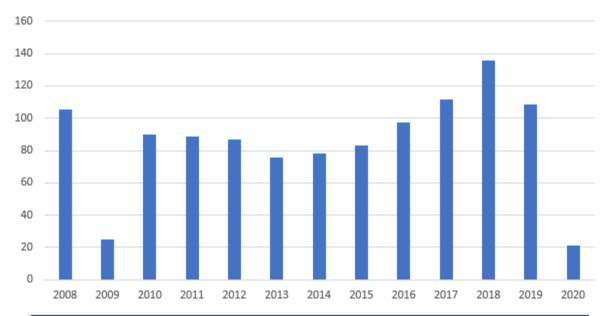
### Deal Issuance 2020

Q1 slightly below 2019

#### **Issuance levels**

- » Estimated range €55-75 bil.
- » Retained deals percentage lower
- » 5 STS deals current in the pipeline
- » 160 STS deals issued since 2019

#### **European Issuance**

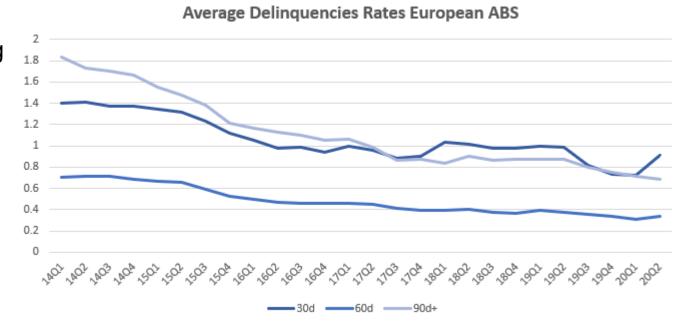


Characteristics	Valuation	SSFA	Regulatory Compliance	
Show 10 ▼ Items				
Deal ⊕			Class 🌲	STS Flag
Silk Road Finance Number Five PLC			A	Yes
SAECURE 18 NHG B.V.			CI. A	Yes
Oak No.3 PLC			A	Yes
FCT Crédit Agricole Habitat 2019			A	Yes
Cartesian Residential Mortgages 4 S.A.			CI. A	Yes
BRASS NO. 8 PLC			A1	Yes
Bowbell No. 2 plc			А	Yes
Asti Group RMBS II S.r.l.			A	Yes

### Sector Performance to date

#### **Stable**

- » Delinquencies remain historically low
- » Slight increase in Q2 2020
- » Payment moratorium take up rates increasing
- » Impact on deals at junior tranche level



# Moody's Analytics Response to Regulatory Changes

#### Over 40 STS deals modelled on behalf of issuers

- » Provide a web platform that allows transaction parties to look at the cashflow model pre-closing
- » Provide data and analytics to investors to comply with due diligence requirement
- » Host and regularly update cashflow model
- » Connect with data repositories (European DataWarehouse)
- » Provide complimentary access to the model for investors

# Global Portal Structured Finance Portal

# Article 22 – Requirements relating to transparency

"The originator or the sponsor shall:

<u>before</u> the pricing of the securitisation, make available to
potential investors a **liability cash flow model** which precisely
represents the contractual relationship between the underlying
exposures and the payments flowing between the originator,
sponsor, investors, other third parties and the SSPE



<u>after</u> pricing, make that model available to investors on an ongoing basis and to potential investors upon request."

(emphasis added)



STS Cash Flow Model Engine



STS Cash Flow Model Registry

Full regulation available at <a href="https://eur-lex.europa.eu/legal-content/EN/TXT/HTML/?uri=CELEX:32017R2402&from=en">https://eur-lex.europa.eu/legal-content/EN/TXT/HTML/?uri=CELEX:32017R2402&from=en</a>

# STS Cash Flow Model – A Typical Process

- Initial discussions with originator and/or arranger
- Draft deal documentation & loan tape provided
- A contract is signed

· The deal is announced

 The model is made available to potential investors and any third parties, e.g. STS verification agent

Calibration
T - 1-3 weeks
Pricing
T = 0

 The model is updated in line with final deal documentation

Maintenance T + ongoing

Kick-off T - 3-4 weeks Announcement T - 2-5 days

Closing T + 3-4 weeks

- Draft model privately shared with originator and/or arranger
- The model is updated and/or calibrated as needed

- · The deal is priced
- The model is updated accordingly

- Model is regularly updated in line with investor / trustee reports
- Both existing and potential investors can access the model on an ongoing basis

# Global Portal & SF Portal Demonstration

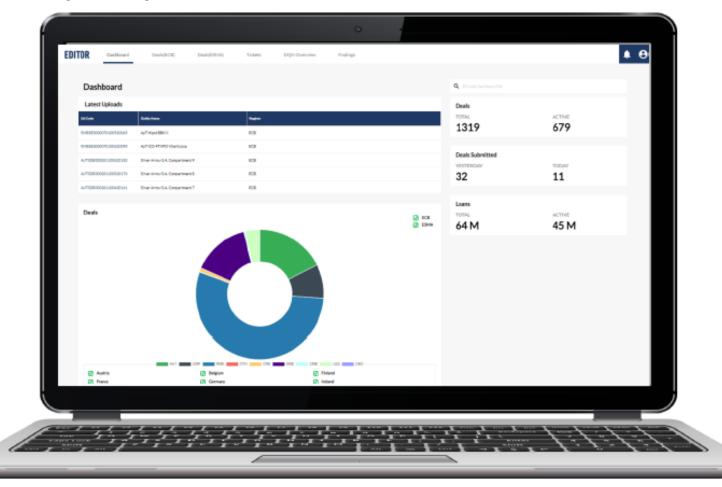
# BDITOR

#### **EDITOR**

#### An integrated web application for the analysis and upload of loan level data (LLD) and documentation

#### Key Features:

- Allows Data Providers to prescreen and analyse LLD and upload it in compliance with the ESMA and ECB reporting requirements
- In-depth data quality checks using over 2,500 rules
- Centralised rule repository with automatic updates
- Integrated Data Quality Tracking System (DQTS)



MOODY'S ANALYTICS

### WHY EDITOR?

#### Pre-screen and analyse LLD files in our industry-leading platform

- Secure, integrated platform for all regulatory reporting requirements
- Meets all ESMA requirements around security, encryption, data quality and completeness
- Secure FTP and Website interfaces for data upload and data download
- Data made available to investors and other relevant stakeholders as per regulatory requirements
- Technical and data preparation support
- Dedicated private area
  - Issuers (Data Owners) have full control of who can see their data
  - Grant and revoke access to specific people or organisations
  - Private area can also be used for public deals (e.g. pre-marketing phase)

### **EDITOR REPORTING REGIMES**

Fulfil regulatory and eligibility reporting requirements under different regimes



 ECB repository for issuers to fulfil their Eurosystem eligibility requirements for ABS and private whole loan portfolios



- Dedicated website fulfilling the ESMA reporting criteria during the interim period under the CRA III/ESMA XML reporting regime
- Plan to be an ESMA securitisation repository once the application process begins later in 2020



- Issuers are now able to fulfil their Bank of England (BoE) eligibility requirements by reporting their loan-level data, cashflow models and documentation to European DataWarehouse
- ED intends to become a securitisation repository in the UK

# **EDITOR Demonstration**

# Questions & Answers

## We Want to Hear From You!

Please complete our survey

A survey will appear on your screen at the end of our presentation. Please take a few moments to complete it and let us know how we can continue to improve.

# MOODY'S ANALYTICS



#### Better Faster Decisions

#### **Contact us**

Dr. Christian Thun
Chief Executive Officer
christian.thun@eurodw.eu
+49 69 50986 9305

Joel Penn
Manager – Sales & Customer Relations
joel.penn@eurodw.eu
+49 69 50986 9334

Carlos Castro
Director – Solutions Specialist
carlos.castro@moodys.com
+44 20 7772 1231

Vlad Zlotnikovs Assistant Director – Sales vladimirs.zlotnikovs@moodys.com +44 20 7772 8785 © 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 <a href="https://www.moodys.com">www.moodys.com</a> 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 336969 (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.