Hybrid Capital Methodology And Assumptions Published

July 1, 2019

LONDON (S&P Global Ratings) July 1, 2019--S&P Global Ratings said today that it has published its framework for assessing equity content for and assigning a rating to a hybrid capital instrument. The criteria also clarify how we consider hybrid instruments when assessing the capitalization or cash flow/leverage, and thus the creditworthiness of the issuer.

We apply these criteria to all hybrid instruments issued by corporate, financial institution, and insurance entities. It also applies to conventional nondeferrable subordinated debt (NDSD) issued by banks. Project finance issuances are excluded from the scope of this criteria, except that our criteria for assigning 'C' and 'D' ratings also apply to project finance issues. The impact of the criteria on equity content classifications, issue credit ratings, and issuer credit ratings differs by sector.

The criteria explain how we:

- Define a hybrid that falls under these criteria;
- Categorize a hybrid capital instrument by whether it has high, intermediate, or no equity content. The equity content determines how we consider it when assessing the capitalization or cash flow/leverage of the issuer; and
- Rate a hybrid capital instrument (and conventional NDSD issued by banks).

Hybrid capital generally refers to an instrument that has characteristics of both debt and equity, and therefore excludes common equity. We consider an instrument to be a hybrid capital instrument if, and only if, without causing a legal default or liquidation of the issuer, it can absorb losses or conserve cash. Examples of such loss absorption or cash conservation include:

- Deferral of the coupon;
- Write-down of principal; or
- Conversion into common equity or another hybrid capital instrument.

The article, titled "Hybrid Capital: Methodology And Assumptions" was published in conjunction with a guidance document (see "Guidance: Hybrid Capital: Methodology And Assumptions") and follows our "Request For Comment: Hybrid Capital: Methodology And Assumptions," published Nov. 26, 2018. For a comparison of the changes between the request for comment and the final criteria, see "RFC Process Summary: Hybrid Capital: Methodology And Assumptions," published July 1, 2019.

The report is available to subscribers of RatingsDirect at www.capitaliq.com. If you are not a RatingsDirect

ANALYTICAL CONTACTS

Gregg Lemos-Stein, CFA London (44) 20-7176-3911 gregg.lemos-stein @spglobal.com

Dennis P Sugrue

London (44) 20-7176-7056 dennis.sugrue @spglobal.com

Natalia Yalovskaya

London (44) 20-7176-3407 natalia.yalovskaya @spglobal.com

Sharad Jain

Melbourne (61) 3-9631-2077 sharad.jain @spglobal.com

METHODOLOGY CONTACTS

Michelle M Brennan London (44) 20-7176-7205 michelle.brennan

@spglobal.com
Peter Kernan

London (44) 20-7176-3618 peter.kernan @spglobal.com

See complete contact list at end of article.

RatingsDirect®



Hybrid Capital Methodology And Assumptions Published

subscriber, you may purchase a copy of the report by calling (1) 212-438-7280 or sending an e-mail to research_request@spglobal.com. Ratings information can also be found on S&P Global Ratings' public website by using the Ratings search box located in the left column at www.standardandpoors.com. Alternatively, call one of the following S&P Global Ratings numbers: Client Support Europe (44) 20-7176-7176; London Press Office (44) 20-7176-3605; Paris (33) 1-4420-6708; Frankfurt (49) 69-33-999-225; Stockholm (46) 8-440-5914; or Moscow (7) 495-783-4009.

This report does not constitute a rating action.

Contact List

ANALYTICAL CONTACTS

Gregg Lemos-Stein, CFA London (44) 20-7176-3911 gregg.lemos-stein@spglobal.com

ANALYTICAL CONTACTS

Sharad Jain Melbourne (61) 3-9631-2077 sharad.jain@spglobal.com

METHODOLOGY CONTACTS

Mark Button London (44) 20-7176-7045 mark.button@spglobal.com

ANALYTICAL CONTACTS

Dennis P Sugrue London (44) 20-7176-7056 dennis.sugrue@spglobal.com

METHODOLOGY CONTACTS

Michelle M Brennan London (44) 20-7176-7205 michelle.brennan@spglobal.com

METHODOLOGY CONTACTS

Ron A Joas, CPA New York (1) 212-438-3131 ron.joas@spglobal.com

ANALYTICAL CONTACTS

Natalia Yalovskaya London (44) 20-7176-3407 natalia.yalovskaya@spglobal.com

METHODOLOGY CONTACTS

Peter Kernan London (44) 20-7176-3618 peter.kernan@spglobal.com Copyright © 2019 by Standard & Poor's Financial Services LLC. All rights reserved.

No content (including ratings, credit-related analyses and data, valuations, model, software or other application or output therefrom) or any part thereof (Content) may be modified, reverse engineered, reproduced or distributed in any form by any means, or stored in a database or retrieval system, without the prior written permission of Standard & Poor's Financial Services LLC or its affiliates (collectively, S&P). The Content shall not be used for any unlawful or unauthorized purposes. S&P and any third-party providers, as well as their directors, officers, shareholders, employees or agents (collectively S&P Parties) do not guarantee the accuracy, completeness, timeliness or availability of the Content. S&P Parties are not responsible for any errors or omissions (negligent or otherwise), regardless of the cause, for the results obtained from the use of the Content, or for the security or maintenance of any data input by the user. The Content is provided on an "as is" basis. S&P PARTIES DISCLAIM ANY AND ALL EXPRESS OR IMPLIED WARRANTIES, INCLUDING, BUT NOT LIMITED TO, ANY WARRANTIES OF MERCHANTABILITY OR FITNESS FOR A PARTICULAR PURPOSE OR USE, FREEDOM FROM BUGS, SOFTWARE ERRORS OR DEFECTS, THAT THE CONTENT'S FUNCTIONING WILL BE UNINTERRUPTED OR THAT THE CONTENT WILL OPERATE WITH ANY SOFTWARE OR HARDWARE CONFIGURATION. In no event shall S&P Parties be liable to any party for any direct, incidental, exemplary, compensatory, punitive, special or consequential damages, costs, expenses, legal fees, or losses (including, without limitation, lost income or lost profits and opportunity costs or losses caused by negligence) in connection with any use of the Content even if advised of the possibility of such damages.

Credit-related and other analyses, including ratings, and statements in the Content are statements of opinion as of the date they are expressed and not statements of fact. S&P's opinions, analyses and rating acknowledgment decisions (described below) are not recommendations to purchase, hold, or sell any securities or to make any investment decisions, and do not address the suitability of any security. S&P assumes no obligation to update the Content following publication in any form or format. The Content should not be relied on and is not a substitute for the skill, judgment and experience of the user, its management, employees, advisors and/or clients when making investment and other business decisions. S&P does not act as a fiduciary or an investment advisor except where registered as such. While S&P has obtained information from sources it believes to be reliable, S&P does not perform an audit and undertakes no duty of due diligence or independent verification of any information it receives. Rating-related publications may be published for a variety of reasons that are not necessarily dependent on action by rating committees, including, but not limited to, the publication of a periodic update on a credit rating and related analyses.

To the extent that regulatory authorities allow a rating agency to acknowledge in one jurisdiction a rating issued in another jurisdiction for certain regulatory purposes, S&P reserves the right to assign, withdraw or suspend such acknowledgment at any time and in its sole discretion. S&P Parties disclaim any duty whatsoever arising out of the assignment, withdrawal or suspension of an acknowledgment as well as any liability for any damage alleged to have been suffered on account thereof.

S&P keeps certain activities of its business units separate from each other in order to preserve the independence and objectivity of their respective activities. As a result, certain business units of S&P may have information that is not available to other S&P business units. S&P has established policies and procedures to maintain the confidentiality of certain non-public information received in connection with each analytical process.

S&P may receive compensation for its ratings and certain analyses, normally from issuers or underwriters of securities or from obligors. S&P reserves the right to disseminate its opinions and analyses. S&P's public ratings and analyses are made available on its Web sites, www.standardandpoors.com (free of charge), and www.ratingsdirect.com (subscription), and may be distributed through other means, including via S&P publications and third-party redistributors. Additional information about our ratings fees is available at www.standardandpoors.com/usratingsfees.

STANDARD & POOR'S, S&P and RATINGSDIRECT are registered trademarks of Standard & Poor's Financial Services LLC.