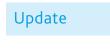
## MOODY'S RATINGS

## **CREDIT OPINION**

24 March 2025



Send Your Feedback

#### RATINGS

#### Volkswagen Aktiengesellschaft

Domicile	Wolfsburg, Germany
Long Term Rating	Baa1
Туре	LT Issuer Rating
Outlook	Stable

Please see the <u>ratings section</u> at the end of this report for more information. The ratings and outlook shown reflect information as of the publication date.

#### Contacts

Perrine Bajolle VP-Senior Analyst perrine.bajolle@moodys.	+49.69.70730.902					
Christian Hendker, CFA	+49.69.70730.735					
Associate Managing Director christian.hendker@moodys.com						
lingchao Zhao CEA	10 60 70720 012					

Jingchao Zhao, CFA +49.69.70730.812 *Sr Ratings Associate* jingchao.zhao@moodys.com

#### **CLIENT SERVICES**

Americas	1-212-553-1653
Asia Pacific	852-3551-3077
Japan	81-3-5408-4100
EMEA	44-20-7772-5454

# Volkswagen Aktiengesellschaft

Update on Key Credit Considerations

## Summary

In March 2025, we downgraded <u>Volkswagen Aktiengesellschaft</u>'s (Volkswagen, or VW) longterm issuer rating to Baa1 from A3. The outlook was changed to stable from negative. The downgrade reflects the recent contraction in operating margin, with limited expectations of a significant recovery in the coming quarters to meet the requirements for the previous A3 rating. VW's performance will face pressure due to sector headwinds including low volume growth and continued high price pressure, challenges from the shift to zero emissions vehicles, intense competition in China, and the need for significant investments in software. Trade tensions add to the uncertainty of the outlook. In the next 12-18 months, we anticipate Moody's adjusted EBITA margin to stay around 5.5-6.0%, including €2 billion in annual restructuring costs. We also expect the Moody's adjusted free cash flow (FCF) generation to remain relatively weak.

VW's Baa1 long-term ratings are supported by its strong business profile as the secondlargest global auto manufacturer with a good geographic diversification, a robust portfolio of highly recognizable brands (including Volkswagen, Audi and Porsche) and notable progress towards zero emissions vehicles. VW's balance sheet is robust, with low leverage (1.7x Moody's adjusted debt/EBITDA in 2024) and very good liquidity. This gives the company time to implement strategic shifts and manage industry challenges.

Conversely, VW's ratings are constrained by the high cyclicality of the automotive industry, declining market share in China—its largest single market, significant profitability disparity among its passenger car brands, and the weak margins at the VW brand, which are somewhat offset by stronger margins at Audi and Porsche. The company also faces the need for substantial investments to meet rising global environmental standards, transition to electric vehicles (including the EV battery business), and develop vehicle software architectures for the Western markets and China. Additionally, high governance risks under our ESG criteria, due to the organizational complexity within the group, weight on the ratings .

VW's management, which took over in 2022, has initiated strategic changes to stay competitive. These measures, provided a successful execution could support an improvement in profitability by 2026/27. One element is a new software strategy with XPeng and Rivian, which represents a move away from the expensive in-house subsidiary CARIAD, which has struggled with operational problems and ongoing losses. Another important initiative involves planned reductions in fixed costs. For instance, the agreement signed at Volkswagen AG in December 2024 aims to lower fixed costs in Germany, which have weighted on VW brand's profitability. Finally, VW's new local strategy for China aims to launch more competitive BEV and ICE models by 2026 through its local joint venture partners.

## **Credit strengths**

- » Strong business profile as the second-largest global auto manufacturer with strong market positioning
- » Robust portfolio of highly recognizable brands (including Volkswagen, Audi and Porsche) and good geographic diversification
- » Ability to offer attractive financing, which is a key component of VW's business model
- » Relative low leverage and sizeable liquidity position

## **Credit challenges**

- » Difficult market environment for the automotive industry globally, including its high cyclicality and a highly competitive market environment, including China, where VW has lost market share
- » Strong divergence in profitability across passenger car brands, especially weak profitability at the VW brand
- » Need for high investments to cope with stricter emission regulation, to develop and produce alternative fuel vehicles (including BEVs) and a group-wide vehicle software architecture that enables connectivity, driving assistance and autonomous driving features
- » Corporate governance issues (according to Moody's ESG criteria), including highly complex group structure and history of high management turnover

## **Rating outlook**

The stable outlook reflects our expectations that despite the challenging market environment, VW will maintain, within the next 12-18 months, a Moody's adjusted EBITA margin (after restructuring expenses) of around 5.5-6.0%, a Moody's adjusted debt/EBITDA well below 2.5x and very good liquidity. Consequently, Volkswagen is solidly positioned in the Baa1 rating category.

#### Factors that could lead to an upgrade

Upward rating pressure could develop in case (1) Moody's adjusted EBITA margin (after restructuring) increases above 7% sustainably, (2) Moody's adjusted debt/EBITDA stays below 2x sustainably, (3) Moody's adjusted FCF/debt improves well above mid-singledigit percentages sustainably and (4) the company global market share trend stabilizes supported by a successful execution of BEV transition.

## Factors that could lead to a downgrade

Downward rating pressure could develop in case (1) Moody's adjusted EBITA margin (after restructuring) decreases below 5% for a prolonged period of time, (2) Moody's adjusted debt/EBITDA increases above 2.5x for a prolonged period of time, (3) Moody's adjusted FCF remains negative and/or liquidity weakens. Loss of global market share could add to the downward rating pressure.

This publication does not announce a credit rating action. For any credit ratings referenced in this publication, please see the issuer/deal page on https://ratings.moodys.com for the most updated credit rating action information and rating history.

## **Key indicators**

#### Exhibit 1

#### Volkswagen Aktiengesellschaft

	2020	2021	2022	2023	2024	2025F	2026F
EBITA Margin %	6.0%	6.9%	7.5%	6.7%	5.7%	5.3%	6.0%
EBITA Margin % excl. JVs	4.5%	5.8%	6.5%	5.9%	5.5%	5.2%	5.7%
Debt / EBITDA	2.8x	2.3x	1.4x	1.6x	1.7x	1.8x	1.6x
Debt / EBITDA excl. JVs	3.2x	2.6x	1.5x	1.7x	1.8x	1.8x	1.7x
(Cash + Marketable Securities) / Debt	63.7%	69.2%	124.5%	110.4%	100.3%	98.5%	99.5%
RCF / Debt	21.1%	28.9%	14.7%	43.3%	34.7%	35.9%	39.7%
FCF / Debt	4.4%	14.8%	-17.8%	13.4%	-2.8%	-0.3%	4.6%
EBITA / Interest Expense	7.1x	9.2x	6.1x	6.6x	5.3x	4.8x	5.5x

All data based on adjusted financial data, which follow our Financial Statement Adjustments in the Analysis of Nonfinancial Corporations methodology. Moody's forecasts are Moody's opinion and do not represent the views of the issuer.

Sources: Moody's Financial Metrics™ and Moody's Ratings forecasts

## Profile

Volkswagen Aktiengesellschaft, headquartered in Wolfsburg, Germany, is Europe's largest car manufacturer in terms of passenger car unit sales, with a market share of 26% in 2024<sup>1</sup>, and one of the two largest globally, marginally below <u>Toyota Motor Corporation</u> (A1/ P-1 positive).

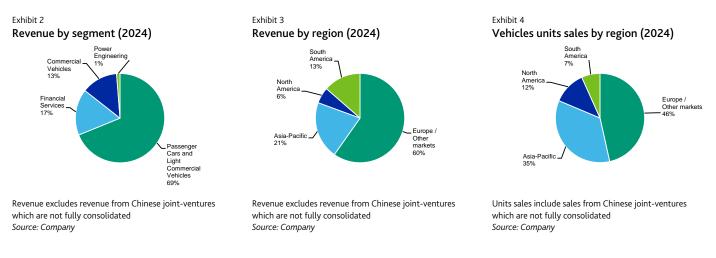
VW manufactures mass-market and premium vehicles under the Volkswagen Passenger Cars, SKODA, SEAT/Cupra, Audi, Bentley, Lamborghini and Porsche (75% owned) brands, as well as commercial vehicles under the Volkswagen Commercial Vehicles brands. VW also produces trucks and buses via its publicly listed subsidiary <u>TRATON SE</u> (Baa2 positive, VW share 87.5%), which produces vehicles under the Scania, MAN, International Motors (f.k.a. Navistar) and VW Truck & Bus brands. In addition, VW's subsidiary Audi has a 100% stake in the premium motorcycle manufacturer, Ducati. In 2024, VW delivered 9.0 million vehicles to its customers (9.2 million in 2023). Volkswagen generates the vast majority of its unit sales in Europe (46% in 2024) as well as Asia-Pacific (35%, predominantly China), followed by North America (12%) and South America (7%).

VW also provides a full range of banking, leasing, insurance and mobility services mainly through its subsidiaries <u>Volkswagen Financial</u> <u>Services AG</u> (LT issuer rating, Baa1 stable) and <u>Volkswagen Bank GmbH</u> (Bank Deposits A1, BCA baa3). Volkswagen Bank GmbH holds a banking licence and offers wholesale and retail banking services.

## **Detailed credit considerations**

#### Robust and diversified business profile with strong positions in global automotive market, but weakening in China

VW has a strong business profile, with leading and established market positions in Europe (number one position with 26.3% market share in 2024, well before <u>Stellantis N.V.</u> (Baa1 negative), with a share of 15.2%, according to ACEA), China (number two position achieved through joint ventures [JVs] with local partners, behind BYD) and Brazil (second position, behind Stellantis and just before <u>General Motors Company</u> (Baa2 stable). Given its broad and attractive product and service offering (including the ability to provide customer financing), as well as a strong product pipeline, we expect the company to maintain a market share in Europe at around the current level in the next 12-18 months.

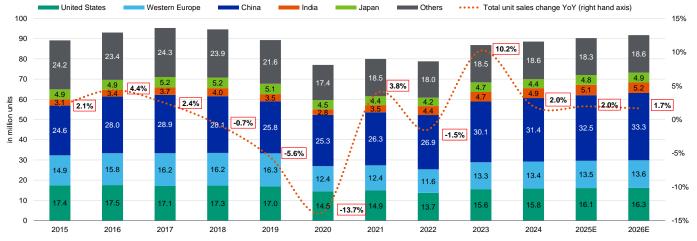


VW's presence in both passenger cars and commercial vehicles brings a degree of diversification to its business risk profile. VW has bundled its commercial vehicle activities under its publicly listed subsidiary <u>TRATON SE</u> (Baa2 positive; VW share: 87.5%), comprising Scania, MAN, International Motors and VW Truck & Bus.

VW generates its profits in China from locally produced vehicles within the local joint-ventures (€1.7 billion proportionate operating profit accounted at equity in 2024, down from €2.6 billion in 2023 and €5.2 billion at peak in 2015) and imported cars mainly from Audi and Porsche. Volkswagen's market share in China has dropped from 17.2% in 2019 to 11.1% due to the rapid adoption of New Energy Vehicles - NEVs, which include battery electric vehicles (BEVs), plug-in hybrids (PHEVs) and fuel cell electric vehicles - and the rise of local brands. NEVs now account for 40% of the market, up from 5% in 2019, while local brands' sales have surged to 65% of total passenger vehicle sales in 2024. We expect NEV adoption to continue rising, with local brands leading the market. Consequently, Volkswagen and other foreign automakers, which still rely on the declining internal combustion engine (ICE) segment, face ongoing challenges. Fierce price competition from local brands is also hurting their profits. To defend its position in China, VW unveiled a new strategy in April 2024. The company plans to localize some decision-making processes and utilize the capabilities of local joint venture partners and its new partnership with Xpeng for electronic architecture. This approach is expected to reduce time to market by 30% and make VW brands competitive in terms of costs and technology with local players in both BEV and ICE segments by 2026.

#### Challenging global automotive industry, which is highly cyclical and highly competitive

VW, like all major automakers, is exposed to the cyclicality of the global automotive industry. Global light vehicle sales peaked at around 95 million units in 2017-18 after several years of growth. The COVID-19 pandemic caused a 14% drop in 2020, followed by a modest recovery in 2021. In 2022, sales declined by 1.5% due to semiconductor shortages. Sales rebounded strongly in 2023 with a 10% year-on-year growth as supply constraints eased, but growth slowed to 2% last year due to reduced demand. <u>We forecast</u> light vehicle sales to grow another 2.0% this year, with a further 1.7% rise in 2026, tracking GDP forecasts. Our forecast does not include an escalation in global trade tensions, which would hurt sales.



#### Exhibit 5

Global light vehicle sales growth will grow 2.0% this year, 1.7% next year Our projections for global light vehicle unit sales (in million units)

China unit sales represent auto sales, including those of both passenger and commercial vehicles. Starting 2019, the total number of global light vehicle excludes China exports, in line with Global Data new definition

Sources: Global Data, European Automobile Manufacturers' Association (ACEA), China Association of Automobile Manufacturers (CAAM), Korean Ministry of Trade, Industry and Energy and Moody's Ratings

In 2024, VW's unit sales dropped 2%, driven by a 10% decrease in China. The US and South America saw increases of 6% and 15%, respectively, while Europe remained flat. At the brand level, volume was flat for the core brand group, with Skoda and SEAT/CUPRA up and VW down. Audi's volume fell 12% across all regions, and Porsche saw a 3% decline, including a 30% drop in China. Audi's weak performance was attributed to a supply shortage of V6 and V8 engines early in the year and high number of model changes. Revenues of VW's automotive division declined by 0.8% last year. We expect revenue growth of 0.8% in 2025 and 1.5% in 2026, lower than company's guidance, on conservative volume growth assumption and expectation of continuous price pressure globally.

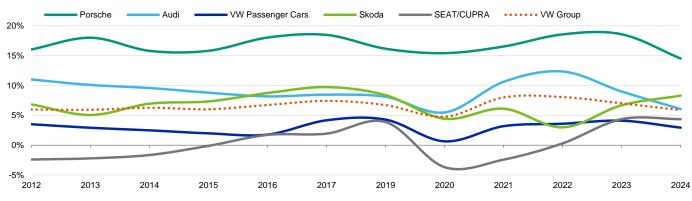
#### Divergence in profitability across passenger car brands, management initiatives aim at sustainably improving profitability

VW's large scale should help the group efficiently deploy resources and boost profitability through operating leverage. The valuation of derivatives has historically impacted VW's margins, on a positive or negative way, increasing its volatility. In 2024, VW transferred these derivatives largely to hedge accounting. From 2025, fluctuations in commodity prices will affect the income statement only when profits or losses are realized, with valuation effects recognized in other comprehensive income.

In June 2023, VW management announced a strategic plan aiming to improve the group's operating margin before special items to 8%-10% by 2027 and to 9%-11% by 2030 (from 5.9% in 2024). The plan focuses on better product positioning, reducing fixed costs, and efficiency measures. The management intends to raise the VW brand's margin to 6.5% by 2029 (from 2.9% in 2024 or 3.0% excluding restructuring and release of provisions). We note that VW has been attempting to improve the margins for the VW brand for a long time with a mixed track record so far. Execution risks are high due to the fierce competition in the automotive sector, organizational complexity of the VW group, and significant software architecture investments required.

In 2024, while they accounted only for 22% of group's unit sales, Audi and Porsche represented 45% of the group's operating profit (excluding the intercompany profit, special items and results from JVs). While VW's premium brands continue to drive earnings, higher profitability at the group's other brands is key to achieve the management goal of group's margin improvement. The group also aims to cut overhead cost, reduce its total number of model variants, and further streamline its modular architectures.

#### Exhibit 6

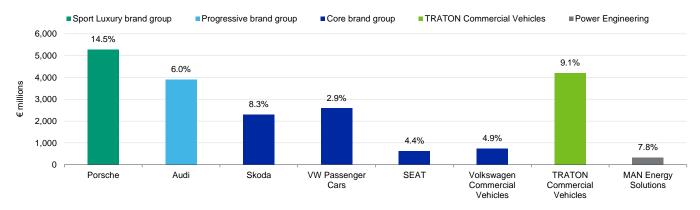


VW management targets to improve group profitability to 8-10% by 2027 from 5.9% in 2024 Reported operating margin by segment

Excluding intercompany profit, special items and results from joint ventures Source: Company filings

#### Exhibit 7

# Sustainable improvement of the VW Passenger Cars brand profitability is key to achieving higher margins at the group level Reported operating profit and margin by brand and business field (2024)



Excluding intercompany profit, special items and results from joint ventures. Excluding restructuring expenses, operating profit margin of Audi would be 8.5% (6.0% including restructuring). Excluding restructuring expenses and release of provisions, operating profit margin of VW Passenger Cars would be 3.0% (2.9% including both) *Source: Company filings* 

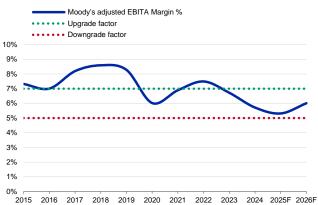
Since last year, VW has intensified its initiatives on fixed costs reduction. The agreement signed in December 2024 aims to reduce fixed costs in Germany, which have weighed on VW brand's profitability. We forecast €1 billion in cost savings from this agreement in 2025, mainly from canceled bonuses and planned wage increases. Larger cost savings towards the mid-term target of more than €4 billion per year are expected by 2027/28 through workforce and production capacity reductions. VW is also in the process of closing down its Audi plant in Brussels resulting in €1.6 billion restructuring costs booked in Q3 and Q4 2024. We forecast ongoing restructuring expenses of €2 billion per year for 2025 and 2026 on the expectation that fixed costs reduction initiatives will continue.

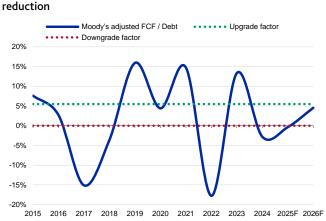
We anticipate that VW's operating performance will remain pressured over the next 12-18 months. We forecast a Moody's adjusted EBITA margin of 5.3% this year, down from 5.7% last year and 6.0% in 2026, including  $\leq 2$  billion of restructuring expenses per year ( $\leq 2.1$  billion in 2024 consisting of  $\leq 3.1$  billion of restructuring expenses and  $\leq 1.0$  billion of release of personnel related provisions, mainly VW AG). Sluggish volume growth, continuous price pressure globally and margin dilution impact from expected BEV volume increase will weight on margin while costs savings will provide some relief. In 2024, Moody's adjusted FCF turned negative at - $\leq 1.3$  billion due to the weakening operating profit and high capex. We expect capex to reduce to  $\leq 25$  billion (PPE + capitalized development costs) by 2026. As a result Moody's adjusted FCF will improve to break even level in 2025 and  $\leq 2$  billion in 2026. This forecast includes

30 product launches this year, mainly at Audi and VW. While these launches constrain FCF generation, they are a key basis for Volkswagen's medium term performance improvements.

Exhibit 9

#### Exhibit 8 VW's margin to remain around 5.5-6.0%, in line with current Baa1 rating requirements





VW's free cash flow (FCF) expected to improve on gradual capex

Source: Moody's ratings; (F) Moody's forecasts are Moody's opinion and do not represent the views of the issuer

Source: Moody's ratings; (F) Moody's forecasts are Moody's opinion and do not represent the views of the issuer

#### Electrification focus requires high investment but should protect market position

The transition to electric vehicles poses significant execution risks. The global automotive industry is in the early stages of a long-term shift to lower carbon emissions through improved fuel efficiency and shift to fully electric vehicles. Key risks for automakers like VW include potential market share loss, inability to earn adequate profits on electric vehicles, and manufacturing challenges due to possible constraints in the supply of critical materials

VW has invested heavily in its transition to electric vehicles, including in-house battery production through its subsidiary PowerCo. The company has accelerated EV development and production, with its share of BEVs rising from less than 1% in 2019 to 8.3% in 2024. While BEV volume decreased by 3% last year, PHEV deliveries increased by 5% to 269,622 units. Although EV adoption slowed last year, especially in Europe, it is expected to pick up this year driven by new models launches and pressure from stricter EU CO2 regulations. VW aims to increase its BEV penetration to 10-14% by 2025, with a higher share in Europe.

Battery sourcing is crucial to Volkswagen's strategy. The company currently sources from suppliers like <u>LG Chem, Ltd.</u>(Baa1 negative), Samsung SDI, <u>SKI</u> (Ba1 negative) and <u>CATL</u> (A3 stable). In 2022, VW founded PowerCo to manage its global battery business and reduce reliance on external suppliers. This involves significant R&D and capital spending, impacting profit margins and cash flow. PowerCo aims to meet around 50% of VW's EV battery demand by 2030. VW has announced three own battery plants in Germany, Spain, and Canada and plans to recycle up to 95% of raw materials. First cells are expected to be produced in the second half of 2025. The company also aims to develop a network of 18,000 fast-charging points in Europe with partners.

Volkswagen plans to invest €165 billion in R&D and capital spending from 2025 to 2029, averaging 12% of sales, above its usual 9% target. This includes extra front-loaded investments in competitiveness, EV batteries, and other strategic areas. The investment ratio peaked in 2024 and is expected to gradually decline to 10% of automotive revenue by 2027.

#### Rivian transaction highlights strategic shift of software strategy

VW's high investment spending are partly due to the need to invest in software to stay competitive. VW's subsidiary CARIAD, was founded to develop a standardized operating system for its vehicles and focuses on connectivity, infotainment, driver assistance, and autonomous driving systems. However, CARIAD faced ongoing losses and operational issues which caused delays in key model launches, particularly for Audi and Porsche.

VW's partnership with Rivian aims to enhance software development, marking a shift away from its in-house subsidiary CARIAD. The partnership includes a 50/50 joint venture and an equity investment in Rivian. The JV will develop E/E architectures and software for

both partners' electric vehicles, serving VW Group in Western regions, while XPeng will handle E architecture development for VW in China. VW plans to invest \$5.8 billion in Rivian and the JV by 2027, with \$2.3 billion already invested in 2024. The first car on the Rivian platform, the ID1, is expected in 2027. Despite significant execution risks, we view the Rivian partnership positively as it aims to reduce software development costs and accelerate the time to market for new models.

#### Strong balance sheet including relatively low leverage

Since 2022, VW has maintained a Moody's adjusted gross debt/EBITDA ratio below 2.0x (1.7x in 2024), comfortably within the Baa1 rating category's upper limit of 2.5x. The pension deficit decreased from  $\leq$ 40.1 billion in 2021 to  $\leq$ 26.9 billion in 2024 due to higher interest rates. Pensions are the largest adjustment to VW's gross debt, which totaled  $\leq$ 47.0 billion in 2024. VW's Moody's adjusted debt/EBITDA is expected to remain below 2x over the next 12-18 months.

#### IPO of Porsche led to substantial cash proceeds, but has made governance more complicated

Since September 2022, Volkswagen's previously wholly owned subsidiary Porsche AG (Porsche) has been publicly listed at the Frankfurt stock exchange. Porsche has been fully embedded in the VW Group and is a technology leader in many categories that are later rolled out to the wider VW group. Porsche's shares are split into 50% ordinary shares and 50% preference shares. 24.2% of the preference shares are owned by free float investors, and 25% plus one share of the ordinary shares are now owned by Porsche Automobil Holding SE (Porsche Holding), Volkswagen's main shareholder.

The IPO of VW's subsidiary Dr. Ing. h.c. F. Porsche AG (Porsche AG) in September 2022 and the sale of a minority stake to Porsche Holding generated approximately €19.2 billion proceeds. Even after a special dividend payout of €9.6 billion in early 2023, the transaction improved VW's financial flexibility, a credit positive. However, increased organizational complexity, cash leakage due to new minority shareholders, and the presence of minority shareholders in VW's most profitable entity are credit negative factors. Additionally, the dual role of Porsche's CEO as VW's CEO may lead to conflicts of interest. VW's debt calculation excludes Porsche Holding's €5.1 billion net debt as of September 2024, though debt service at Porsche Holding will rely mainly on dividends from VW AG and Porsche AG.

#### Ability to offer attractive financing is a key component of VW's business model

VW's issuer rating includes our assessment of the captive finance operations due to their key role in promoting sales and maintaining competitiveness. We calculate credit metrics excluding financial services. We analyze the finance business as a stand-alone entity, assessing potential capital or liquidity support needed in a stress scenario, and then incorporate this into VW's overall rating. In 2024, the Financial Services Division (including Volkswagen Financial Services as well as the financial services activities of Scania, International Motors and Porsche Holding Salzburg) had total assets of about  $\in$ 313 billion (49% of the broader group's assets) and an equity ratio of 14.4%, and generated an operating profit of  $\notin$ 3.1 billion, down from  $\notin$ 3.8 billion a year earlier.

Volkswagen faces residual value risk in its leasing business and indirectly through the health of its dealerships. The continued solid operating performance of VW's Financial Services division, including asset-quality, reflects the fact that VW has so far maintained good level of demand and pricing for its automotive brands. So far, residual values have not suffered significantly from the diesel-related issues and the transition to electric vehicles.

#### Costs related to the diesel scandal consumed substantial capital, with most payments already made

At this stage, most of the payments related to the diesel issue, totaling around  $\in$ 33 billion, were made in 2016-20 ( $\in$ 28.8 billion). In 2021 and 2022, outflows amounted only to another  $\in$ 1 billion each. Lawsuits in many regions worldwide are still ongoing but given VW's sizeable liquidity position, we expect that remaining outflows for the diesel issue will remain manageable, assuming that the current level of provisions is sufficient. At December 2024, provisions for legal risks related to the diesel scandal amounted to  $\in$ 0.6 billion and contingent liabilities relating to the diesel issue amounted to  $\in$ 4.0 billion, the majority of which relate to lawsuits filed by investors in Germany.

## **ESG considerations**

## Volkswagen Aktiengesellschaft's ESG credit impact score is CIS-4

ESG credit impact score

CIS-4
Score
Score
Score
Score

ESG considerations have a discernible impact on the current rating, which is lower than it would have been if ESG risks did not exist. The negative impact of ESG considerations on the rating is higher than for an issuer scored CIS-3.

#### Source: Moody's Ratings

VW's **CIS-4** indicates that the rating is lower than it would have been if ESG risk exposures did not exist. The main ESG risks relate to carbon transition and the high costs to manage it, and to company's relatively weak governance due to the organization complexity, which are both constraints to the rating.

# Exhibit 11 ESG issuer profile scores Environmental Score

Source: Moody's Ratings

## Environmental

VW's **E-4** is driven by carbon transition, which is a high risk for the global auto sector in terms of stricter environmental regulation and the trend towards low and zero emission vehicles. VW has, however, taken mitigating actions by developing and successfully launching electrified vehicles and investing sizeable amounts into future technologies, including its own battery production under its subsidiary PowerCo. VW's share of battery electric vehicles represented 8.3% of total deliveries in 2024 while the share of plug-in hybrid vehicles reached 3.0%. Since 2021, Volkswagen Group fleet CO2 emissions complied with EU targets but remained flat; further improvement needed to comply with 2025 EU CO2 regulation.

## Social

VW's **S-4** is driven by high risks in three categories: Human capital risks incorporate the strong reliance on a highly skilled workforce and high strike risks, given the high degree of unionization of production workforce. Responsible production risks are also high, given the complexity of the global supply chain and very high requirements for vehicle product quality. The high risks in terms of Demographic & Societal Trends include the heightened environmental awareness among consumers and the risk that brand loyalty among younger consumers might gradually fall.

#### Governance

VW's **G-4** is driven by the highly complex group structure, with multiple stakeholders, including the family owners, the German State of Lower Saxony and workers unions, and the existence of minority shareholders in key businesses, like Porsche AG, TRATON SE and the JVs in China. The history of high management turnover within the group, including the early replacement of the CEO in September 2022, and the early replacement of the divisional CEO of Audi in June 2023, result in a weak management credibility and track record

under Moody's ESG criteria, with the need to build credibility. In February 2025, Porsche announced the replacement of its CFO and head of sales. In September 2022, Porsche's CEO was also appointed Volkswagen's CEO, a dual role which can lead to conflicts of interests. These weaknesses are only partially mitigated by the company's conservative financial strategy and risk management.

ESG Issuer Profile Scores and Credit Impact Scores for the rated entity/transaction are available on Moodys.com. In order to view the latest scores, please click <u>here</u> to go to the landing page for the entity/transaction on MDC and view the ESG Scores section.

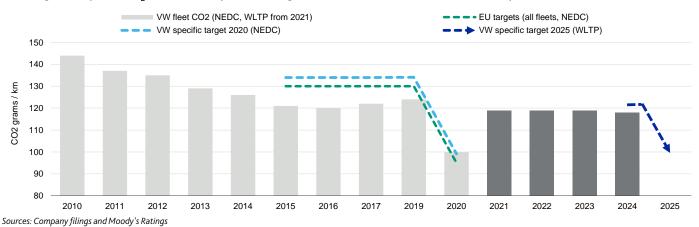
#### Carbon transition is Volkswagen's key environmental risk

We assess Volkswagen's environmental risks as high, in line with sector-wide risks of the automotive industry (see our <u>environmental</u> <u>heat map</u>). Continued tightening of emissions standards and regulations across most major markets, because of environmental concerns, require investments into greater efficiency and electrification to maintain compliance and avoid fines or additional costs. Volkswagen, like its competitors, faces stricter CO<sub>2</sub> emission targets set by the EU. We expect automotive manufacturers to continue to invest substantial amounts in R&D and capital spending to meet increasingly stringent hurdles imposed by CO<sub>2</sub> emissions regulations worldwide, as well as electrification expectations set by governments in the major automotive markets globally.

Committed to the Paris Agreement, Volkswagen wants to become a net carbon-neutral company by 2050. By 2030, the company wants to reduce the carbon footprint of its passenger cars and light commercial vehicles by 30% per vehicle compared with 2018 without any offset measures. Within its €165 billion multi-year investment plan for capital spending and R&D, Volkswagen has allocated a significant amount into the development of BEVs.

VW reported an EU CO2 emission of 118g CO2/km for 2024, stable since 2021, versus a regulatory target of less than 122g. The EU regulatory target will be tighten as from 2025 (15% reduction versus 2021) meaning a CO2 target of less than 100g. Given the trend over the last three years, we believe that it will be difficult for VW to comply with the 2025 regulatory target without additional efforts to boost volume, for example in terms of discounts or the need to pay for CO2 credits (pooling). Reducing CO2 emissions can be achieved thanks to various measures, including the continued launch of new electrified models (both, battery electric and plug-in electric vehicles), the launch of more efficient conventional models with internal combustion engines and the termination of production of older, inefficient models. In March 2025, the European Commission's proposed an amendment to the current EU CO2 regulation, allowing automaker to meet their target over a three-year period (2025-2027) versus 2025 currently. If adopted, this could give Volkswagen more time to achieve CO2 compliance in Europe, a positive.

#### Exhibit 12



Volkswagen Group fleet CO<sub>2</sub> emissions complied with targets since 2021 but remained flat; further improvement needed for 2025

**Liquidity analysis** 

In our theoretical scenario of no access to the capital markets for its manufacturing and financial services activities, Volkswagen had a coverage of more than 12 months of its corporate needs as of end December 2024. The group's liquidity position is supported by cash on balance sheet and short-term marketable securities (after a 20% haircut) of around €60 billion as of December 2024. We apply

a 25% haircut on Porsche AG's cash & cash equivalents. In addition, VW has access to a significant amount of long-term committed credit facilities, totaling around €32.4 billion, out of which only €2.1 billion was drawn (as of December 2024).

## Methodology and scorecard

For the ratings of VW, we have applied our Automobile Manufacturer Industry rating methodology. The scorecard-indicated outcome indicates Baa2 for FY 2024 and Baa1 for the forward-view, the latest being in line with the actual rating assigned.

#### Exhibit 13

#### Volkswagen Aktiengesellschaft

Auto Manufacturers Industry Scorecard [1][2]	Current LTM Dece	mber 31 2024	Moody's 12-18 Month Forward View [3]		
	Measure	Score	Measure	Score	
Factor 1: Business Profile (40%)					
a) Trend in Global Unit Share Over Three Years	Ва	Ba	Ва	Ba	
b) Market Position and Product Breadth / Strength	A	Α	A	A	
Factor 2: Profitability And Efficiency (20%)					
a) EBITA Margin	5.7%	Ba	5.3% - 6.0%	Ba	
Factor 3: Leverage And Coverage (30%)					
a) Debt / EBITDA	1.7x	А	1.6x - 1.8x	A	
b) (Cash + Marketable Securities) / Debt	100.3%	Α	98.5% - 99.5%	A	
c) RCF / Debt	34.7%	Baa	35.9% - 39.7%	Baa	
d) FCF / Debt	-2.8%	Caa	-0.3% - 4.6%	E	
e) EBITA / Interest Expense	5.3x	Baa	4.8x - 5.5x	Baa	
Factor 4: Financial Policy (10%)					
a) Financial Policy	А	А	А	A	
Ratings					
a) Scorecard-Indicated Outcome		Baa2		Baa´	
b) Actual Rating Assigned				Baa	

[1] All ratios are based on 'Adjusted' financial data and incorporate Moody's Global Standard Adjustments for Non-Financial Corporations.

[2] As of December 31 2024

[3] This represents Moodys Forward View; not the view of the issuer; and unless noted in the text, does not incorporate significant acquisitions and divestitures

Source: Moody's Financial Metrics; Moody's Projections™

## **Appendix**

#### Exhibit 14 Peer comparison Volkswagen Aktiengesellschaft

	Volkswag	en Aktienges	ellschaft	Toyota	Motor Corpo	ration		che Motoren iengesellsch		Merced	es-Benz Gro	up AG	s	tellantis N.V.	
		Baa1 Stable			A1 Positive		(	P)A2 Stable			A2 Stable		E	aa1 Negative	÷
	FY	FY	FY	FY	FY	FY	FY	FY	LTM	FY	FY	LTM	FY	FY	FY
(in \$ millions)	Dec-22	Dec-23	Dec-24	Mar-22	Mar-23	Mar-24	Dec-22	Dec-23	Jun-24	Dec-22	Dec-23	Sep-24	Dec-22	Dec-23	Dec-24
Revenue	244,925	289,981	287,689	259,288	254,715	289,942	133,615	146,518	146,617	129,700	136,796	131,336	188,754	203,995	167,735
Total Debt	47,914	50,934	48,742	29,686	28,471	26,074	5,034	5,341	5,799	1,317	1,153	1,165	35,098	32,160	32,187
Cash + Marketable Securities	59,660	56,237	48,874	52,137	48,074	71,076	18,112	18,242	17,646	21,413	20,973	20,164	52,638	52,459	36,741
EBITA Margin	7.5%	6.7%	5.7%	11.3%	10.4%	16.1%	10.0%	10.6%	9.3%	14.5%	14.0%	10.7%	10.5%	11.9%	3.8%
EBITA / Interest Expense	6.1x	6.6x	5.3x	48.4x	35.8x	56.6x	49.8x	68.4x	51.9x	88.0x	200.1x	144.4x	11.8x	13.3x	3.1x
(Cash + Marketable Securities) / Debt	124.5%	110.4%	100.3%	175.6%	168.9%	272.6%	359.8%	341.6%	304.3%	1625.9%	1818.6%	1730.6%	150.0%	163.1%	114.1%
Debt / EBITDA	1.4x	1.6x	1.7x	0.9x	0.8x	0.5x	0.3x	0.2x	0.3x	0.1x	0.0x	0.1x	1.4x	1.1x	2.8x
FCF / Debt	-17.8%	13.4%	-2.8%	23.4%	29.1%	98.1%	-8.9%	-30.5%	-31.2%	232.7%	439.6%	297.0%	23.2%	36.8%	-29.5%
RCF / Debt	14.7%	43.3%	34.7%	76.2%	63.1%	150.1%	187.4%	229.1%	181.1%	858.8%	917.0%	627.9%	52.0%	71.7%	7.2%

All data based on adjusted financial data, which follow our Financial Statement Adjustments in the Analysis of Nonfinancial Corporations methodology. LTM = Last 12 months. Source: Moody's Financial Metrics<sup>TM</sup>

#### Exhibit 15 Moody's-adjusted debt reconciliation Volkswagen Aktiengesellschaft

(in € millions)	2020	2021	2022	2023	2024
As reported debt	12,831.0	14,402.0	10,918.0	9,409.0	13,210.0
Pensions	44,853.0	40,750.0	26,916.0	29,122.0	26,916.0
Hybrid Securities	7,856.5	7,219.5	7,060.5	7,577.5	6,945.0
Moody's-adjusted debt	65,540.5	62,371.5	44,894.5	46,108.5	47,071.0

All data based on adjusted financial data, which follow our Financial Statement Adjustments in the Analysis of Nonfinancial Corporations methodology. Source: Moody's Financial Metrics™

#### Exhibit 16 Moody's-adjusted EBITDA reconciliation Volkswagen Aktiengesellschaft

(in € millions)	2020	2021	2022	2023	2024
As reported EBITDA	28,957.0	34,495.0	38,973.0	40,701.0	38,111.0
Pensions	(91.0)	(2.0)	22.0	(14.0)	46.0
Capital Development Costs	(6,473.0)	(7,836.0)	(9,723.0)	(11,142.0)	(10,244.0)
Interest Expense - Discounting	-	-	-	(351.0)	(613.0)
Unusual Items	900.0	(20.0)	2,676.0	-	-
Moody's-adjusted EBITDA	23,293.0	26,637.0	31,948.0	29,194.0	27,300.0

All data based on adjusted financial data, which follow our Financial Statement Adjustments in the Analysis of Nonfinancial Corporations methodology. Source: Moody's Financial Metrics™

#### Exhibit 17

# Overview on selected historical and forecasted Moody's-adjusted financial data Volkswagen Aktiengesellschaft

(in € millions)	2020	2021	2022	2023	2024	2025F	2026F
	1010	2021		2020	2024	20201	20201
Revenue	182,106	206,237	232,392	268,156	265,887	267,881	271,899
EBITA	10,966	14,221	17,412	18,025	15,197	14,234	16,341
EBITDA	23,293	26,637	31,948	29,194	27,300	26,428	28,718
BALANCE SHEET							
Cash & Cash Equivalents	41,725	43,165	55,901	50,909	47,199	46,368	46,845
Total Debt	65,541	62,372	44,895	46,109	47,071	47,071	47,071
CASH FLOW							
Capital Expenditures	(12,165)	(11,749)	(13,801)	(15,054)	(17,740)	(16,047)	(15,547)
Retained Cash Flow (RCF)	13,817	17,997	6,590	19,948	16,321	16,882	18,690
RCF / Debt	21.1%	28.9%	14.7%	43.3%	34.7%	35.9%	39.7%
Free Cash Flow (FCF)	2,893	9,205	(7,978)	6,164	(1,323)	(165)	2,143
FCF / Debt	4.4%	14.8%	-17.8%	13.4%	-2.8%	-0.3%	4.6%
PROFITABILITY							
% Change in Sales (YoY)	-14.3%	13.3%	12.7%	15.4%	-0.8%	0.8%	1.5%
EBITA Margin	6.0%	6.9%	7.5%	6.7%	5.7%	5.3%	6.0%
EBITDA Margin	12.8%	12.9%	13.7%	10.9%	10.3%	9.9%	10.6%
INTEREST COVERAGE							
EBITA / Interest Expense	7.1x	9.2x	6.1x	6.6x	5.3x	4.8x	5.5x
LEVERAGE							
Debt / EBITDA	2.8x	2.3x	1.4x	1.6x	1.7x	1.8x	1.6x
LIQUIDITY							
(Cash + Marketable Securities) / Debt	63.7%	69.2%	124.5%	110.4%	100.3%	98.5%	99.5%

All data based on adjusted financial data, which follow our Financial Statement Adjustments in the Analysis of Nonfinancial Corporations methodology. Moody's forecasts are Moody's opinion and do not represent the views of the issuer.

Sources: Moody's Financial Metrics™ and Moody's Ratings forecasts

## Ratings

Exhibit 18	
Category	Moody's Rating
VOLKSWAGEN AKTIENGESELLSCHAFT	
Outlook	Stable
Issuer Rating	Baa1
Sr Unsec Bank Credit Facility -Dom Curr	Baa1
Senior Unsecured MTN -Dom Curr	(P)Baa1
Commercial Paper -Dom Curr	P-2
VOLKSWAGEN FINANCIAL SERVICES N.V.	
Outlook	Stable
Bkd Senior Unsecured	Baa1
Bkd Commercial Paper	P-2
Bkd Other Short Term	(P)P-2
VOLKSWAGEN BANK GMBH	
Outlook	Negative
Bank Deposits	A1/P-1
Issuer Rating	A1
Senior Unsecured MTN	(P)A1
Subordinate MTN	(P)Baa2
Commercial Paper -Dom Curr	P-1
Other Short Term -Dom Curr	(P)P-1
VOLKSWAGEN GROUP OF AMERICA FINANCE, LLC	
Outlook	Stable
Bkd Senior Unsecured	Baa1
Bkd Commercial Paper	P-2
VOLKSWAGEN FINANCIAL SERVICES AG	
Outlook	Stable
Issuer Rating	Baa1
Senior Unsecured -Dom Curr	Baa1
Commercial Paper	P-2
Other Short Term	(P)P-2
VOLKSWAGEN FINAN. SERVICES AUSTRALIA PTY	
Outlook	Stable
Bkd Senior Unsecured -Dom Curr	Baa1
Bkd Other Short Term -Dom Curr	(P)P-2
VOLKSWAGEN FINANCIAL SERVICES JAPAN LTD.	
Outlook	Stable
Bkd Senior Unsecured -Dom Curr	Baa1
Bkd Commercial Paper -Dom Curr	P-2
Bkd Other Short Term	(P)P-2
VOLKSWAGEN INTERNATIONAL FINANCE N.V.	
Outlook	Stable
Bkd Senior Unsecured	Baa1
Bkd Jr Subordinate -Dom Curr	Baa3
Bkd Commercial Paper -Dom Curr	P-2
Bkd Other Short Term -Dom Curr	(P)P-2
VW CREDIT, INC.	
Outlook	Stable
Bkd Commercial Paper	P-2
Bkd Other Short Term	(P)P-2
VOLKSWAGEN LEASING GMBH	
Outlook	Negative
Bkd Senior Unsecured -Dom Curr	<u>8</u> A1
VOLKSWAGEN FINANCIAL SERVICES OVERSEAS AG	
Outlook	Stable
Issuer Rating	Baa1
Senior Unsecured MTN	(P)Baa1
	(. )2001

Commercial Paper	P-2
Other Short Term	(P)P-2
VW CREDIT CANADA, INC.	
Outlook	Stable
Bkd Senior Unsecured -Dom Curr	Baa1
Bkd Commercial Paper -Dom Curr	P-2
Bkd Other Short Term	(P)P-2
TRATON FINANCE LUXEMBOURG S.A.	
Outlook	Positive
Bkd Senior Unsecured	Baa2
TRATON SE	
Outlook	Positive
Issuer Rating	Baa2
Senior Unsecured MTN	(P)Baa2
ST Issuer Rating	P-2
PORSCHE HOLDING GESELLSCHAFT M.B.H.	
Outlook	No Outlook
Bkd Commercial Paper -Dom Curr	P-2
SKOFIN S.R.O.	
Outlook	No Outlook
Bkd Commercial Paper	P-2
VOLKSWAGEN INTERNATIONAL LUXEMBURG S.A	
Outlook	No Outlook
Bkd Commercial Paper -Dom Curr	P-2
VOLKSWAGEN INTERNATIONAL BELGIUM S.A.	
Outlook	No Outlook
Commercial Paper -Dom Curr	P-2
VOLKSWAGEN FINANCE OVERSEAS B.V.	
Outlook	No Outlook
Bkd Commercial Paper	P-2
VOLKSWAGEN GROUP CANADA, INC.	
Outlook	No Outlook
Bkd Commercial Paper -Dom Curr	P-2
VOLKSWAGEN GROUP OF AMERICA, INC.	
Outlook	No Outlook
Bkd Commercial Paper	P-2
Source: Moody's Ratings	

Source: Moody's Ratings

## Endnotes

1 EU+EFTA+UK according to ACEA

© 2025 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 OR OTHERWISE MADE AVAILABLE BY MOODY'S (COLLECTIVELY, "MATERIALS") 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 MATERIALS ARE NOT STATEMENTS OF CURRENT OR HISTORICAL FACT. MOODY'S MATERIALS 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 MATERIALS DO NOT CONSTITUTE OR PROVIDE INVESTMENT OR FINANCIAL ADVICE, AND MOODY'S CREDIT RATINGS, ASSESSMENTS, OTHER OPINIONS AND MATERIALS ARE NOT AND DO NOT PROVIDE RECOMMENDATIONS TO PURCHASE, SELL, OR HOLD PARTICULAR SECURITIES. MOODY'S CREDIT RATINGS, ASSESSMENTS, OTHER OPINIONS AND MATERIALS 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 OR OTHERWISE MAKES AVAILABLE ITS MATERIALS 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 MATERIALS 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 MATERIALS 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. FOR CLARITY, NO INFORMATION CONTAINED HEREIN MAY BE USED TO DEVELOP, IMPROVE, TRAIN OR RETRAIN ANY SOFTWARE PROGRAM OR DATABASE, INCLUDING, BUT NOT LIMITED TO, FOR ANY ARTIFICIAL INTELLIGENCE, MACHINE LEARNING OR NATURAL LANGUAGE PROCESSING SOFTWARE, ALGORITHM, METHODOLOGY AND/OR MODEL.

MOODY'S CREDIT RATINGS, ASSESSMENTS, OTHER OPINIONS AND MATERIALS 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 credit rating process or in preparing its Materials. 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 Moody's Investors Service, Inc. for credit ratings opinions and services rendered by it. MCO and all MCO entities that issue ratings under the "Moody's Ratings" brand name ("Moody's Ratings"), also maintain policies and procedures to address the independence of Moody's Ratings' 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>irmoodys.com</u> under the heading "Investor Relations — Corporate Governance — Charter and Governance Documents - Director and Shareholder Affiliation Policy."

Moody's SF Japan K.K., Moody's Local AR Agente de Calificación de Riesgo S.A., Moody's Local BR Agência de Classificação de Risco LTDA, Moody's Local MX S.A. de C.V, I.C.V., Moody's Local PE Clasificadora de Riesgo S.A., and Moody's Local PA Calificadora de Riesgo S.A. (collectively, the "Moody's Non-NRSRO CRAs") are all indirectly wholly-owned credit rating agency subsidiaries of MCO. None of the Moody's Non-NRSRO CRAs is a Nationally Recognized Statistical Rating Organization.

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 India only: Moody's credit ratings, Assessments, other opinions and Materials are not intended to be and shall not be relied upon or used by any users located in India in relation to securities listed or proposed to be listed on Indian stock exchanges.

Additional terms with respect to Second Party Opinions and Net Zero Assessments (as defined in Moody's Ratings Rating Symbols and Definitions): Please note that neither a Second Party Opinion ("SPO") nor a Net Zero Assessment ("NZA") is a "credit rating". The issuance of SPOs and NZAs is not a regulated activity in many jurisdictions, including Singapore. JAPAN: In Japan, development and provision of SPOs and NZAs fall under the category of "Ancillary Businesses", not "Credit Rating Business", and are not subject to the regulations applicable to "Credit Rating Business" under the Financial Instruments and Exchange Act of Japan and its relevant regulation. PRC: Any SPO: (1) does not constitute a PRC Green Bond Assessment as defined under any relevant PRC laws or regulations; (2) cannot be included in any registration statement, offering circular, prospectus or any other documents submitted to the PRC regulatory authorities or otherwise used to satisfy any PRC regulatory disclosure requirement; and (3) cannot be used within the PRC for any regulatory purpose or for any other purpose which is not permitted under relevant PRC laws or regulations. For the purposes of this disclaimer, "PRC" refers to the mainland of the People's Republic of China, excluding Hong Kong, Macau and Taiwan.

REPORT NUMBER 1441494

#### **CLIENT SERVICES**

Americas	1-212-553-1653
Asia Pacific	852-3551-3077
Japan	81-3-5408-4100
EMEA	44-20-7772-5454