

ARC Ratings, S.A. affirms the public, final 'A(sf)' rating to the Senior Notes and 'BBB-(sf)' rating to the Mezzanine Tranche of Aqueduct European CLO 2-2017 Designated Activity Co.

<u>ORIGINATOR</u>	<u>ISSUE RATINGS</u>
Aqueduct European CLO 2-2017 Designated Activity Co.	A(sf) Senior Tranche – Long Term (A(sf), with a stable outlook)
<u>RATING DATE</u>	BBB-(sf) Mezzanine Tranche – Long Term (BBB-(sf), with a stable outlook)
27 November 2017	

ARC Ratings S.A. (ARC) has affirmed the final, long-term public rating of 'A(sf)' to the Senior tranche issued and a final long-term public rating of 'BBB-(sf)' to the Mezzanine Tranche issued by Aqueduct European CLO 2-2017 Designated Activity Co. in both its proposed capital structure structures, Limited, both with Stable outlooks. The methodologies used are ARC's Global Structured Finance Rating Criteria (updated in September 2017) and ARC's Collateralised Loan Obligation (CLO) Rating Criteria (updated February 2017). These methodologies are available from www.arcratings.com.

COMPANY PROFILE

HPS Investment Partners (UK) LLP ('HPS' or the 'Issuer') has an experienced London-based investment team currently managing approximately \$4bn in dedicated European leveraged finance assets and \$4bn in CLO's as part of HPS \$34bn (global) capital under management. On 31st March 2016, the senior executives of HPS acquired HPS and its subsidiaries from JP Morgan Asset Management Holdings Inc and Highbridge Loan Management and the first CLO to be closed under the new management HPS was on 6th August 2016, HPS Loan Management 9-2016 Ltd EUR500m. HPS have vast experience within the team and can provide comprehensive coverage of the European leveraged loan universe as well as globally, with proven sourcing and investment.

TRANSACTION OVERVIEW & CAPITAL STRUCTURE

The maximum warehouse amount is EUR 400,000,000. Capital structures as follows:

- EUR 400m structure with a Senior Tranche 77.00% and Mezzanine Tranche:12.50%

RATING RATIONALE

- Credit Enhancement (CE): For the Senior Notes, CE comprises the 23.00% subordination provided by the transaction structure, and excess spread of 3.90% (factoring in the Senior rate of interest and senior expense cap). ARC believes this is sufficient to protect the Senior Notes against losses at an 'A(sf)' rating level, whilst the mezzanine tranche passes at a 'BBB-(sf)' rating level with protection from the Junior Tranche and excess spread.
- AA+/AA Weighted Average Asset Quality: The weighted average credit rating of the indicative portfolio is AA. Whilst issuers rated in the 'AA+/AA' rating category denote relatively weak credit quality, ARC considers the Senior and Mezzanine Tranches are unlikely to be affected by the projected level of defaults (primarily given the available CE) in

the 'A(sf)' and 'BBB-(sf)' rating scenarios, respectively.

- Strong Recovery Expectations: ARC stressed the recoveries of the portfolio by assuming a higher concentration of assets with weak recovery prospects and applying a further haircut to recovery assumptions for higher ratings, resulting in recovery rate assumptions of 36.7% and 47.1% in ARC's 'A(sf)' and 'BBB-(sf)' scenarios, respectively.
- Collateral Manager Expertise: The management team of HPS possesses significant relevant experience, and implemented credit research and investment processes are suitably thorough. Internal systems are robust, and policies and procedures are generally well documented.
- Industry and Regional Diversification: The portfolio assets exhibit broad industry distribution. Whilst regional distribution is moderately more concentrated, the economic strength of the respective nations, and the otherwise diversified nature of the portfolio assists in counterbalancing this exposure. Largest geographic exposure France (38.10%) and largest corporate sector pharmaceuticals (24.97%).

SUMMARY OF RATING METHODOLOGIES

ARC has applied the ARC Ratings Global Structured Finance Rating Criteria in conjunction with the ARC Ratings Collateralised Loan Obligation (CLO) Rating Criteria (updated February 2017). These methodologies are available from www.arcratings.com

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ARC Ratings, S.A.

Maidstone Studios

New Cut Road, Vinters Park

Maidstone, Kent ME14 5NZ

UNITED KINGDOM

Phone: +44 (0) 1622 684548

E-mail: arcratings@arcratings.com

Site: www.arcratings.com

Key Contacts:

Nancy Nkinsi

Lead Analyst

E-mail: nancy.nkinsi@arcratings.com



Emma-Jane Fulcher

CRO & Panel Chairperson

E-mail: emma.fulcher@arcratings.com

ARC Ratings, S.A. is registered as a Credit Rating Agency (CRA) by the European Securities and Markets Authority (ESMA), within the scope of the REGULATION (EC) N° 1060/2009 OF THE EUROPEAN PARLIAMENT AND OF THE COUNCIL, of 16 September, and recognised as External Credit Assessment Institution (ECAI).

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The rating(s) assigned by ARC Ratings in this report was / were sought by the entity whose financial commitments are being rated.

Prior to the assignment or revision of a rating ARC Ratings provides to the entity whose financial commitments are being rated

the documents that substantiate the rating to be attributed (the Preliminary Rating Report). This entity is thus given the opportunity to clarify or correct factual details, thus allowing the rating assigned to be as accurate as possible. The comments made by the entity whose financial commitments are being rated are taken into account by ARC Ratings in the assignment of the rating.

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