

915 I Street, HCH 3rd Floor Sacramento CA 95814 John Colville ~ City Treasurer

Phone 916-808-5168 Fax 916-808-5171

ADDITIONAL (VOLUNTARY) DISCLOSURE RATING AFFIRMED

Dated: July 23, 2018

NOTICE IS HEREBY GIVEN that on June 25, 2018, Standard and Poor's Global Ratings ("**S&P**") affirmed its "AA" rating of Assured Guaranty Ltd.'s main subsidiaries, including Assured Guaranty Municipal Corp. ("**AGM**"), with a stable outlook.

AGM is the bond-insurance provider for the following issue:

• 2013 Special Tax Refunding Revenue Bonds (Westlake and Regency Park)

The rating report from S&P is attached.

City of Sacramento

Brian Wong

Debt Manager

Attachments: S&P Press Release – Affirms AG "AA" Rating



RatingsDirect[®]

Research Update:

Assured Guaranty Ltd.'s Main Subsidaries 'AA' Rating Affirmed; AG London 'BB' Rating Affirmed, Removed From CreditWatch

Primary Credit Analyst:

David S Veno, Hightstown (1) 212-438-2108; david.veno@spglobal.com

Secondary Contact:

Lakshmi Shalini, New York + 1 (212) 438 0091; lakshmi.shalini@spglobal.com

Table Of Contents

Overview

Rating Action

Rationale

Outlook

Related Criteria

Ratings List

Research Update:

Assured Guaranty Ltd.'s Main Subsidaries 'AA' Rating Affirmed; AG London 'BB' Rating Affirmed, Removed From CreditWatch

Overview

- We completed our periodic review of AGL and its subsidiaries.
- We are affirming our ratings on AGL and its subsidiaries, and removing AG London from CreditWatch Positive.
- The outlook on AGL is stable, and on AG London is positive.

Rating Action

On June 25, 2018, S&P Global Ratings affirmed its 'A' long-term issuer credit rating on Assured Guaranty Ltd. (AGL) and its 'AA' financial strength ratings on AGL's bond insurance subsidiaries (collectively Assured). With the exception of Assured Guaranty (London) plc (AG London), the outlook is stable.

We affirmed our 'BB' financial strength rating on AG London and removed the rating from CreditWatch Positive where we placed it on Jan. 12, 2017. The outlook is positive.

Rationale

The affirmation reflects our view of Assured's strong competitive position built on a proven track record of credit discipline and market leadership in terms of par insured and premiums written. Although much of the company's business has been in the U.S. public finance market, it has a diverse underwriting strategy that includes the global structured finance and international markets. Management's approach to writing business in these markets is well-thought-out and measured. We believe this strategy provides flexibility to capitalize on growth trends and pricing opportunities in one sector while others see less-favorable trends. Assured's capital adequacy is very strong with a capital adequacy ratio in excess of 1.0x.

The capital adequacy analysis assumes normal amortization of Assured's insured portfolio and limited new business production to replace the greater run-off of insured risk. This dynamic has led to accelerated growth of its capital and generally stronger capital adequacy. The analysis also includes dividends paid to the holding company in all seven years of the model and the effect of the quota-share reinsurance agreement with Syncora Guarantee Inc. in June 2018. Research Update: Assured Guaranty Ltd.'s Main Subsidaries 'AA' Rating Affirmed; AG London 'BB' Rating Affirmed, Removed From CreditWatch

Regarding Assured's exposure to issuers in Puerto Rico, based on our analysis, Assured's capital position could absorb losses on its entire exposure to issuers in Puerto Rico of roughly \$3 billion and, without accounting for any other factors, there would be no change in Assured's capital adequacy score or financial risk profile. One scenario in our analysis assumed that all issuers defaulted on 100% of their debt service through 2022 and that Assured is required to make claim payments equal to 100% of debt service. This scenario makes no assumptions for claim payments beyond 2022.

The analysis also included scenarios on the effect of loss payment equal to 15%, 25%, 35%, and 45% of remaining debt service coming due beginning in 2018. All claims in all scenarios are on a present value pre-tax basis. A loss severity of approximately 55% on all issuers would pressure Assured's capital adequacy score and possibly our financial strength rating.

The removal of AG London from CreditWatch positive is due to our expectation that regulatory and court approval of AGL's planned combination of AG London with AGL's other European subsidiaries will continue to be delayed. AG London (formerly MBIA UK) was purchased from MBIA Inc. in January 2017. AGL currently maintains AG London as an indirect subsidiary of Assured Guaranty Municipal Corp. (AGM). There are no reinsurance or support agreements between AG London and AGM. AG London will remain in run-off as a subsidiary of AGM, and we view it as nonstrategically important to AGM. AGM management is working to combine AG London with its other affiliated European insurance companies (all of which are rated 'AA'), at which time the insured obligations of AG London will become the obligations of the entity surviving the business combination.

Outlook

Assured

The stable outlook on Assured reflects our view of the company's strong competitive profile and very strong capital adequacy, as well as its leadership position in the U.S public finance market. The outlook also considers Assured's measured approach to insure international infrastructure and global structured finance transactions to capitalize on positive trends in those markets. The maintenance of a capital adequacy ratio of more than 1.0x is essential for rating stability.

Downside scenario.

We may lower our ratings if Assured exhibits significant volatility in earnings, its non-U.S. public finance business meaningfully alters the risk profile of the insured portfolio, or its capital adequacy falls below 1x and we believe the company will not be able to improve its capital position.

Upside scenario.

Based on our view of the insurable new-issue U.S. public finance and global markets, we don't believe the company's competitive position or earnings will

Research Update: Assured Guaranty Ltd.'s Main Subsidaries 'AA' Rating Affirmed; AG London 'BB' Rating Affirmed, Removed From CreditWatch

dramatically change, so we don't expect to raise our ratings in the next two years.

AG London

The positive outlook is based on our expectation that AG London will be folded into AGL's affiliated European insurance companies and the insured obligations of AG London will become obligations of the entity surviving the business combination and carry the same rating of that entity. We would maintain the rating on AG London if the company were not combined with Assured's affiliated European insurance companies or there were no reinsurance or support agreements that benefit AG London.

Downside scenario. We may lower our rating if the company exhibits losses that reduce capital from a very strong level and diminish liquidity.

Upside scenario. Given AG London's run-off state, we do not expect to raise our rating in the next 12 months.

Related Criteria

General Criteria: Group Rating Methodology, Nov. 19, 2013

Criteria - Insurance - General: Enterprise Risk Management, May 7, 2013

- General Criteria: Methodology: Management And Governance Credit Factors For Corporate Entities And Insurers, Nov. 13, 2012
- Criteria Insurance Bond: Bond Insurance Rating Methodology And Assumptions, Aug. 25, 2011
- General Criteria: Use Of CreditWatch And Outlooks, Sept. 14, 2009
- Criteria Insurance General: Hybrid Capital Handbook: September 2008 Edition, Sept. 15, 2008

Ratings List

Ratings Affirmed Assured Guaranty Ltd. Assured Guaranty US Holdings Inc Assured Guaranty Municipal Holdings Inc. Issuer Credit Rating A/Stable/--Assured Guaranty (Europe) plc Municipal Assurance Corp. Assured Guaranty Re Overseas Ltd. Assured Guaranty Re Ltd. Assured Guaranty Municipal Corp.

WWW.STANDARDANDPOORS.COM/RATINGSDIRECT THIS WAS PREPARED EXCLUSIVELY FOR USER ROSS ARON. NOT FOR REDISTRIBUTION UNLESS OTHERWISE PERMITTED. Assured Guaranty Corp Assured Guaranty (UK) plc Issuer Credit Rating AA/Stable/--Local Currency Assured Guaranty (Europe) plc Municipal Assurance Corp. Assured Guaranty Re Overseas Ltd. Assured Guaranty Re Ltd. Assured Guaranty Municipal Corp. Assured Guaranty Corp Assured Guaranty (UK) plc Financial Strength Rating Financial Enhancement Rating Local Currency AA/Stable/--Assured Guaranty US Holdings Inc Assured Guaranty Municipal Holdings Inc. Senior Unsecured Α Junior Subordinated BBB+ Sutton Capital Trust I Sutton Capital Trust II Sutton Capital Trust III Sutton Capital Trust IV Woodbourne Capital Trust I Woodbourne Capital Trust II Woodbourne Capital Trust III Woodbourne Capital Trust IV Preferred Stock A+ Sutton Capital Trust II Preference Stock $\Delta +$ Ratings Affirmed; CreditWatch/Outlook Action То From Assured Guaranty (London) plc Financial Strength Rating Financial Enhancement Rating Local Currency BB/Watch Pos/--BB/Positive/--

Certain terms used in this report, particularly certain adjectives used to express our view on rating relevant factors, have specific meanings ascribed to them in our criteria, and should therefore be read in conjunction with such criteria. Please see Ratings Criteria at www.standardandpoors.com for further information. Complete ratings information is available to subscribers of RatingsDirect at www.capitaliq.com. All ratings affected by this rating action can be found on S&P Global Ratings' public website at

WWW.STANDARDANDPOORS.COM/RATINGSDIRECT THIS WAS PREPARED EXCLUSIVELY FOR USER ROSS ARON. NOT FOR REDISTRIBUTION UNLESS OTHERWISE PERMITTED. www.standardandpoors.com. Use the Ratings search box located in the left column.

Copyright © 2018 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 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.

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 and www.globalcreditportal.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.

WWW.STANDARDANDPOORS.COM/RATINGSDIRECT THIS WAS PREPARED EXCLUSIVELY FOR USER ROSS ARON. NOT FOR REDISTRIBUTION UNLESS OTHERWISE PERMITTED.