CREDIT OPINION
25 November 2025

New Issue

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Closing date
25 November 2025

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Bayfront IABS VII Pte. Ltd.

New Issue – A project finance and infrastructure asset-backed transaction

Capital structure

Exhibit 1
Definitive ratings

Class	Ratings	Amount ($ millions)	Share of Capital Structure (%)	Effective Subordination (%)(a)	Coupon(b)
Class X Notes	Aaa (sf)	17.00	2.41	30.00	6m Compounded O/N SOFR+ 1.05%
Class A Notes	Aaa (sf)	476.80	67.59	30.00	6m Compounded O/N SOFR+ 1.28%
Class B Notes	Aa3 (sf)	105.80	15.00	15.01	6m Compounded O/N SOFR+ 1.60%
Class C Notes	Baa3 (sf)	42.30	6.00	9.01	6m Compounded O/N SOFR+ 2.95%
Class D Notes	Not rated	28.20	4.00	5.01	6m Compounded O/N SOFR+ 5.00%
Subordinated Notes	Not rated	35.37	5.01	n/a	Residual
Total		705.47	100.00		

(a) Effective subordination is based on the $705.47 million target par amount of the portfolio. Principal and interest payments for Class X Notes and Class A Notes rank pari passu with each other, but Class X Notes benefit from a mandatory cash sweep principal repayment clause from the first payment date onwards until Class X Notes are fully repaid.
(b) Upon a change in the notes' payment frequency from semiannual to quarterly, the reference rate would change to three-month Compounded Overnight Secured Overnight Financing Rate (SOFR).
Source: Clifford Capital Markets Pte. Ltd.

Summary

Bayfront IABS VII Pte. Ltd. (the issuer) is a project finance and corporate infrastructure collateralized loan obligation (the CLO or the transaction) cash flow securitization, backed by a $705.5 million portfolio of bank-syndicated senior secured project finance and corporate infrastructure loans and bonds to projects in Asia-Pacific, Europe, the Middle East and the Americas. The issuer has entered into purchase and sale agreements with Clifford Capital Asset Finance Pte. Ltd. (CCAF or the originator), formerly known as Bayfront Infrastructure Management Pte. Ltd., and Clifford Capital Credit Solutions Pte. Ltd. (CCCS), formerly known as Clifford Capital Pte. Ltd. (CCPL), to acquire or to participate in the loans and bonds that form the $705.5 million initial portfolio. This is the seventh publicly rated CLO transaction sponsored by Clifford Capital Group. In our credit analysis, we considered the attributes of the underlying assets, including the assets' default probability, recovery rate, asset correlation, loan participation risk, loan term, spread, industry sectors and subsectors, and geographic concentration.

Clifford Capital Market Pte. Ltd. (CCM or the collateral manager), formerly known as BIM Asset Management Pte. Ltd., an affiliate of CCAF and a wholly owned subsidiary of CCAF's parent company, Clifford Capital Holdings Pte. Ltd. (Clifford Capital, Aa1/P-1 stable, or the sponsor), manages this transaction. Based on our knowledge of its organizational structure, staffing, experience in the infrastructure debt market, systems and controls, we believe that the collateral manager is capable of managing this transaction. For further discussion about the collateral manager, see the "Asset description" section of this report.

The issuer issued several classes of notes that receive semiannual interest payments and principal payments, in order of seniority. In addition, the issuer also issued subordinated notes that receive residual interest and principal payments.

Clifford Capital provides a bridge facility to the issuer to support the liquidity of the issuer in meeting the transaction's fees and expenses, and interest payments on the rated and Class D notes on the first payment date. The bridge facility will mature on the second payment date.

We measured the credit risk of the notes using Moody's CDOROM™ and CDOEdge™ models, which considered the asset characteristics noted above and the transaction's structural features, respectively.

Credit strengths

» ***High credit quality portfolio:*** The weighted average rating factor (WARF) of the identified portfolio, based on credit estimates, is 1,301 before applying the credit estimate notching adjustments, and 1,627 after applying the credit estimate notching adjustment. The WARF of the project finance loan and bond portion of the portfolio is 936 before applying the credit estimate notching adjustments, and 1,019 after applying the credit estimate notching adjustments. The WARF of the corporate loan and bond portion of the portfolio is 2,011 before applying the credit estimate notching adjustment, and 2,808 after applying the credit estimate notching adjustments. (See "Asset description")

» ***High asset recovery prospects:*** Our expected weighted average mean recovery rate (WARR) for the portfolio is 59%. Project finance loans and bonds represent 66% of the pool with a WARR mean of 69%. The remaining portion of the pool consists of corporate, corporate-guaranteed and bank-guaranteed infrastructure loans and bonds (34%), which have a lower WARR mean of 39%. About 1.0% of the portfolio in this transaction has also benefited from external credit support, which will also improve loan recovery prospects. (See "Asset analysis — Additional asset analysis")

» ***Short transaction life:*** The weighted average life of the identified portfolio is about six years, and the transaction has a three-year replenishment period. Asset additions are subject to strict criteria. (See "Asset description — Assets as of the closing date")

» ***No long-dated assets:*** All the loans and bonds in the identified and future portfolio have maturities before the legal maturity date of the transaction. The collateral manager has no right to consent to asset maturity amendments that result in the asset's maturity extending beyond the transaction's legal maturity date. (See "Asset analysis — Additional asset analysis")

» ***Remote likelihood of an OC-based event of default:*** An over-collateralization (OC)-based event of default and the associated liquidation of the portfolio are unlikely because the event of default par ratio trigger of 102.5% is well below the initial OC level of 142.9%. (See "Securitization structure analysis — Additional structural analysis")

Credit challenges

» ***Unrated loan portfolio:*** The identified portfolio includes loans and bonds relating to 44 projects. The credit quality of most loans in the portfolio has been assessed via the assignment of a credit estimate, while a handful of loans and bonds are rated by us. (See "Asset description" and "Asset analysis – Additional asset analysis")

- ***High project and sector concentration risk:*** The identified portfolio has a high exposure to a few projects and in sub-sectors such as power generation non-renewables and telecommunications. The largest exposure constitutes around 5.0% of the portfolio, while the five largest constitutes around 23.5%. Certain projects also involve common off-takers or guarantors. A significant credit deterioration of any of these projects would have a negative rating impact on the rated notes. In our analysis, we considered several stress scenarios assuming default of the largest obligor group or higher asset correlation. (See “Asset analysis — Additional asset analysis”)
- ***Moderate loan participation exposure:*** The issuer acquired indirect loan exposure to about 18.8% of the identified portfolio by entering into participation agreements with several highly rated banks and CCCS, instead of being a direct lender of record. (See “Asset analysis — Additional asset analysis”)
- ***High single-country risk:*** Of the identified portfolio, 38.2% of portfolio exposure is to obligors located in countries with single-A or below foreign-currency country ceilings (FCC). The geographic distribution of the portfolio is diversified across 17 countries in different regions. However, there are large single-country uncovered exposures to countries with non-Aaa FCC: India (12.1%, A3 FCC), Brazil (10.7%, Baa1 FCC) and Indonesia (7.2%, A3 FCC). (See “Asset analysis — Additional asset analysis”)
- ***Recovery period may be long:*** The recovery after a project finance loan default may take several years because liquidity for defaulted loans in these regions is uncertain and any workout may take a long time. (See “Asset analysis — Additional asset analysis”)
- ***Fixed rate and non-USD assets hedged with non-balance guaranteed swaps:*** Six loans and bonds, representing 11.5% of the identified portfolio are either not denominated in US dollars (7.7%) or are paying a fixed US dollar interest rate (3.8%). Asset specific cross-currency and fixed-floating interest rate swaps have been entered with two swap counterparties to hedge the asset-liability risk. The swaps are not balance-guaranteed; upon asset default or prepayment, the issuer may need to use interest or principal collections to make mark-to-market swap termination payment. This risk has been taken into account in our modeling, via recovery rate haircuts and via a one-off mark-to-market expense. (See “Asset description” and “Securitization structure analysis — Additional structural analysis”)
- ***Floating rate basis mismatch risk:*** The issuer is exposed to floating rate basis mismatch as all the rated notes are linked to six-month compounded overnight SOFR, while (on an after-swap basis) 59.7% of the initial target portfolio is linked to daily compounded overnight SOFR, 4.2% linked to daily simple overnight SOFR and 36.1% linked to term SOFR. (See “Asset description” and “Securitization structure analysis — Additional structural analysis)

Key characteristics

Exhibit 2
Asset characteristics

Portfolio Metrics	Identified Pool*	Project Loan and Bond Sub-Pool	Corporate Infrastructure Loan and Bond Sub-Pool
Portfolio Par Amount	$705,469,822	$465,577,004	$239,892,818
Portfolio Proportion	100.0%	66.0%	34.0%
Weighted Average Rating Factor (WARF) before notching adjustment**	1,301	936	2,011
Weighted Average Rating Factor (WARF) after notching adjustment**	1,627	1,019	2,808
Weighted Average Recovery Rate (WARR)	59%	69%	39%
Weighted Average Spread (WAS)***	2.6%	2.6%	2.7%
Weighted Average Life (WAL)	5.4 years	6.0 years	4.2 years
Moody's Asset Correlation	14.1%		
Key Asset Types			
Participation Loan	18.8%		
Long-Dated Assets	Nil		
Key Party			
Collateral Manager	Clifford Capital Markets Pte. Ltd.		
Collateral Sub-Manager	Clifford Capital Asset Management Pte. Ltd.		
Originator	Clifford Capital Asset Finance Pte. Ltd.		
Sponsor	Clifford Capital Holdings Pte. Ltd.		
Bridge Facility Provider	Clifford Capital Holdings Pte. Ltd.		

*The identified portfolio represents the assets in the portfolio at closing.
**A two-notch downward adjustment was applied to the largest credit estimates representing 30% of the total portfolio in accordance with the Global Approach to the Use of Credit Estimates cross-sector rating methodology.
***All of the assets in the portfolio (on an after-swap basis) are currently linked to SOFR. The WAS over the applicable floating rate index of each respective loan or bond (on an after-swap basis) is approximately 2.6% as of the expected closing date, including any credit adjustment spreads that were incorporated as part of the Libor transition process for each loan.
Sources: Clifford Capital Markets Pte. Ltd. and Moody's Ratings

Exhibit 3
Securitization structure characteristics

Key Dates	
Closing Date	November 25 2025
Latest Effective Date	Closing date
First Payment Date and Payment Frequency	April 11, 2026 and semiannually thereafter
End of Non-Call Period	October 11 2028
End of Replenishment Period	October 11 2028
Legal Final Maturity	April 11 2048
Key Parties	
Issuer	Bayfront IABS VII Pte. Ltd.
Collateral Manager	Clifford Capital Markets Pte. Ltd.
Collateral Sub-Manager	Clifford Capital Asset Management Pte. Ltd.
Trustee	Citicorp International Limited
Transaction Administrator	Apex Fund and Corporate Services Singapore 1 Pte. Limited
Account Bank	DBS Bank Ltd.
Custodian	Citibank, N.A., Singapore Branch
Bridge Facility Provider	Clifford Capital Holdings Pte. Ltd.
Swap Counterparties	DBS Bank Ltd., Standard Chartered Bank (Singapore) Limited
Joint Global Coordinators	BNP Paribas, J.P. Morgan Securities plc and Société Générale
Lead Managers	BNP Paribas, J.P. Morgan Securities plc and Société Générale, MUFG Securities Asia Limited Singapore Branch and Standard Chartered Bank (Singapore) Limited
Class	**Effective Subordination(%)**
X Notes	30.0
A Notes	30.0
B Notes	15.0
C Notes	9.0
D Notes	5.0

Source: Clifford Capital Markets Pte. Ltd.

Asset description

The transaction is backed by a portfolio of 46 bank-syndicated senior secured project finance and corporate infrastructure loans and bonds to 44 projects in various countries in Asia-Pacific, Europe, the Middle East and the Americas at closing.

The collateral manager selected the identified portfolio for an amount equal to $705.5 million, the target initial par amount of the portfolio.

Assets as of the closing date

Target initial par amount

The transaction's target initial par amount represents the aggregate par amount of assets in the initial portfolio.

Asset acquisition guidelines

Identified portfolio

The exhibits below provide information about the identified portfolio. Of the loans and bonds in the identified portfolio, 92.3% are denominated in US dollars, 4.9% in Australian dollars, 1.9% in euros and 0.9% in Singapore dollars. In addition, of the initial target portfolio, (on an after-swap basis) 59.7% of the initial target portfolio is linked to daily compounded overnight SOFR, 4.2% linked to daily simple overnight SOFR and 36.1% linked to term SOFR. All the assets in the portfolio are paid interest monthly, quarterly or semiannually.

A handful of project and corporate infrastructure loans and bonds are rated by us. The credit quality of most project and corporate infrastructure loans in the portfolio has been assessed via the assignment of a credit estimate, assessing some of them at the investment-grade level (Moody's credit estimate rating factor of 610 or lower) and some of them at the non-investment-grade level (Moody's credit estimate rating factor of 940 or higher).

Exhibit 4

Credit estimate rating factor distribution of the identified portfolio

Percentage relative to the identified portfolio's par amount

Credit Estimate Rating Factor	% of pool (after notching adjustment)*	% of pool (before notching adjustment)
10-40	6.7%	11.2%
70-180	11.2%	10.5%
260-610	21.1%	17.3%
940-1766	27.8%	41.7%
2220-3490	25.8%	19.3%
4770-8070	7.4%	0.0%
Total	**100.0%**	**100.0%**

*A two-notch downward adjustment was applied to the largest credit estimates representing 30% of the total portfolio in accordance with the Global Approach to the Use of Credit Estimates cross-sector rating methodology.

Source: Moody's Ratings

Exhibit 5

Sector and subsector distribution of the identified portfolio

Percentage relative to the identified portfolio's par amount

Sectors and Sub-sectors	% of Identified Pool	Project Loan and Bond Sub-Pool	Corporate Infrastructure Loan and Bond Sub-Pool
Power Generation Non-Renewables			
Power- Electricity Contracted (Coal/Gas)*	22.2%	22.2%	
Oil/Gas and Commodities			
LNG	8.7%	7.6%	1.1%
Oil	7.2%	7.2%	
Power Generation Renewables			
Power-Renewables: Solar**	8.3%	8.3%	
Power-Renewables: Wind	4.6%	4.6%	
Regulated Assets/Utilities			
Electricity distribution or transmission	1.0%	1.0%	
Gas distribution or transmission	11.2%	11.2%	
Large Infrastructure (Market Risk)			
Airports/Ports	4.0%	0.9%	3.1%
LNG Terminal (other non-regulated gas or electricity infrastructure asset)	2.8%		2.8%
Toll road networks, tunnels, bridges, car parks	2.4%		2.4%
PPP/PFI* **			
Transportation	1.1%	1.1%	
Others			
Telecommunications	16.6%		16.6%
Services: Business****	3.1%		3.1%
Automotive	2.1%		2.1%
Healthcare & Pharmaceuticals	2.0%	2.0%	
REITs*****	1.8%		1.8%
Services: Consumer******	0.9%		0.9%
Total	**100.0%**	**66.0%**	**34.0%**

*There is no coal-fired power generation project in the Power-Electricity Contracted (Coal/Gas) category of the identified portfolio.
**There are two projects within Power-Renewables: Solar category that includes solar, wind-based and hydropower generation capacity.
***PPP/PFI refers to public private partnership/private finance initiative infrastructure projects.
****This relates to a loan to an entity providing testing, inspection, and certification services.
*****This relates to a loan to an entity providing logistics and warehousing services.
******This relates to a loan to an entity providing education services.
Source: Moody's Ratings

Exhibit 6

Country distribution of the identified portfolio

Percentage relative to the identified portfolio's par amount

Country of Risk	Foreign Currency Country Ceiling	Foreign Currency Country Rating	% of Identified Pool	Project Loan and Bond Sub-Pool	Corporate Infrastructure Loan and Bond Sub-Pool
Australia	Aaa	Aaa	6.7%	0.7%	6.0%
Singapore	Aaa	Aaa	0.9%		0.9%
USA	Aaa	Aa1	15.6%	6.8%	8.8%
Qatar	Aaa	Aa2	7.7%	7.7%	
United Arab Emirates	Aaa	Aa2	6.2%	6.2%	
Saudi Arabia	Aaa	Aa3	11.6%	11.6%	
France	Aaa	Aa3	1.9%		1.9%
Chile	Aaa	A2	1.1%	1.1%	
China	Aa1	A1	2.2%	2.2%	
Kuwait	Aa1	A1	1.0%	1.0%	
Malaysia	Aa2	A3	6.9%		6.9%
Colombia	A2	Baa3	5.1%	5.1%	
Indonesia	A3	Baa2	7.2%	7.2%	
India	A3	Baa3	12.1%	4.7%	7.4%
Brazil	Baa1	Ba1	10.7%	10.7%	
Vietnam	Ba1	Ba2	2.1%		2.1%
Cambodia	B1	B2	1.0%	1.0%	
Total			**100.0%**	**66.0%**	**34.0%**

Source: Moody's Ratings

Collateral manager, originator and sponsor

CCM, an affiliate of CCAF and a wholly owned subsidiary of Clifford Capital, is the collateral manager of the transaction. Clifford Capital Asset Management Pte. Ltd., an affiliate of CCAF and a wholly owned subsidiary of Clifford Capital, is the collateral sub-manager of the transaction.

CCAF is the originator of this transaction. CCAF was established in Singapore in 2019, in connection with the Infrastructure Take-Out Facility initiative sponsored by the Monetary Authority of Singapore, which was designed to help mobilize institutional capital for infrastructure debt in Asia. CCAF is 70% owned by Clifford Capital and 30% by the Asian Infrastructure Investment Bank (AIIB) (Aaa stable). CCAF is also the sponsor for the previous transactions: Bayfront Infrastructure Capital IV Pte. Ltd., Bayfront Infrastructure Capital V Pte. Ltd. and Bayfront Infrastructure Capital VI Pte. Ltd., which are managed by CCM as the collateral manager.

Clifford Capital is the sponsor of this transaction. Clifford Capital was established in March 2020 following the corporate reorganization of CCCS, the collateral manager of the previous similar transaction Bayfront Infrastructure Capital Pte. Ltd., as the holding company for several operating subsidiaries, which include CCCS, CCAF and CCM.

CCAF subscribed and will retain on an ongoing basis for so long as any class of notes is outstanding, not less than 5% of the nominal value of each class of notes. CCAF acquired and retained 5% of the subordinated notes and Clifford Capital acquired the remaining 95% of subordinated notes at closing. Clifford Capital provides a bridge facility to the issuer to support the liquidity of the issuer in meeting the transaction's fees and expenses, and interest payments on the rated and Class D notes on the first payment date. The bridge facility will mature on the second payment date.

CCM has been established and appointed by Clifford Capital to manage this transaction and all future issuance of project finance and corporate infrastructure CLOs originated and sponsored by Clifford Capital Group. CCM personnel have been managing the Bayfront Infrastructure Capital IV Pte. Ltd., Bayfront Infrastructure Capital V Pte. Ltd. and Bayfront Infrastructure Capital VI Pte. Ltd. transactions since their inception in September 2023, July 2024 and March 2025, respectively.

The collateral manager, as an agent for the transaction, is responsible mainly for selecting the initial portfolio of assets; identifying new assets for the issuer to purchase following the receipt of unscheduled principal collections, on cancellation or expiry of the availability period in connection with undrawn loan commitments and proceeds from the sale of assets during the replenishment period; identifying credit-impaired assets, and deciding whether to sell credit-impaired and defaulted assets during the transaction life; and ensuring that the transaction is in compliance with its contractual obligations and periodic reporting, along with the transaction's trustee and transaction administrator.

The exhibit below details the key attributes of the collateral manager.

Exhibit 7
Collateral manager details

Attribute	Collateral Manager
Management Entity	Clifford Capital Markets Pte. Ltd.
Assets Under Management	$7.1 billion as of 31 August 2025
CLO Team	Staff span across different departments
Number of Staff	26 (excluding support functions)
Average Number of Years of Experience	About 11 years
Number of CLOs Currently Managed	6
Number of Obligors Covered by Credit Analysts	About 180

Source: Clifford Capital Markets Pte. Ltd.

Assets after the closing date

The portfolio is not likely to be actively traded during the entire transaction life.

The collateral manager may direct the issuer to sell defaulted assets and certain credit-impaired assets. The sale of credit-impaired assets is subject to the satisfaction of all OC and interest coverage (IC) tests (the coverage tests), and the aggregate principal amount of credit-impaired assets that are sold within six months cannot exceed 15% of the initial portfolio par amount. Any further sale of credit-impaired assets would be subject to it not resulting in a reduction or withdrawal of the then outstanding rating of each class of the rated notes.

The trading of assets at the collateral manager's discretion is not allowed.

Undrawn loan commitments

In the identified portfolio, one loan currently stands to be not fully disbursed. The undrawn loan amount is 0.9% of the portfolio size. The drawdowns are scheduled to take place by December 2025. An amount equal to the aggregate of all undrawn loan commitments is held in an account in the name of the issuer.

Upon cancellation or expiry of the availability period for each undrawn loan commitment, the collateral manager has the option to either replenish the portfolio, during the replenishment period in accordance with the replenishment criteria, or repay the senior-most outstanding class of notes.

Replenishment period

There is a three-year replenishment period in this transaction, which begins on the closing date. During the replenishment period, the collateral manager may direct the issuer to use unscheduled principal collections, on cancellation or expiry of the availability period in connection with undrawn loan commitments and proceeds from the sale of assets to purchase new assets, provided no event of default is happening, all coverage tests are satisfied and the proposed asset purchase does not result in a reduction or withdrawal of the then outstanding rating of each class of notes. All new purchased assets must have a public rating or a credit estimate assigned by us.

During the replenishment period, all scheduled asset collections, and if no eligible investment can be found, all unscheduled collections, upon cancellation or expiry of the availability period for each undrawn loan commitment and sale proceeds, will be used to amortize the notes sequentially according to the principal priority of payment. The collateral manager would have a period of 45 business days to complete the replenishment process.

Amortization period

The transaction does not permit any reinvestment or asset purchase after the replenishment period. Scheduled and unscheduled principal collections and proceeds from the sale of assets will be used to amortize the notes sequentially.

Asset analysis

Primary asset analysis

Modeling

Our CDOROM™ and CDOEdge™ models are the principal models that we use to rate this transaction. We apply the Monte Carlo simulation framework in CDOROM™ to model the collateral loss distribution for this transaction. The simulated defaults and recoveries for each of the Monte Carlo scenarios define the pool's loss distribution.

The country ceiling event risk is modeled in two steps in CDOROM™. In the first step, we simulate whether a country ceiling event occurs. All loans with projects domiciled in countries where country ceiling events are simulated to occur would be simulated to default in the model.

In the second step, for loans with projects in countries where country ceiling events are simulated not to occur in the first step, we simulate whether the loans default.

For loans under participation agreements, the loans would default if either the loan or the counterparty to the participation agreement is simulated to default in CDOROM™.

The identified portfolio is used in our initial rating analysis because the portfolio is likely to be fully acquired at closing and is not likely to be actively traded by the collateral manager, with no discretionary trading. Furthermore, the credit characteristics of the portfolio will be reassessed by us at the time we receive each new asset purchase proposal from the collateral manager.

We note the following portfolio characteristics of the identified portfolio.

Exhibit 8

Base case modeling assumptions

Attribute	Metric
Portfolio Par Amount	705,469,822
WARF (after credit estimate adjustment)	1,627
Asset correlation of the portfolio	14%
WAS*	2.6%
WARR	59%

*All of the assets in the portfolio (on an after-swap basis) are currently linked to SOFR. The WAS over the applicable floating rate index of each respective loan or bond (on an after-swap basis) is around 2.6% as of the expected closing date, including any credit adjustment spreads that were incorporated as part of the Libor transition process for each loan.
Sources: Clifford Capital Markets Pte. Ltd. and Moody's Ratings

Comparables

Comparison with previous similar transactions

Bayfront IABS VII Pte. Ltd. is similar to the previous transactions, with some differences in portfolio characteristics.

Exhibit 9
Comparison of characteristics with previous similar transactions

Deal	Bayfront IABS VII Pte. Ltd.	Bayfront Infrastructure Capital VI Pte. Ltd.	Bayfront Infrastructure Capital V Pte. Ltd.	Bayfront Infrastructure Capital IV Pte. Ltd.	Bayfront Infrastructure Capital III Pte. Ltd.	Bayfront Infrastructure Capital II Pte. Ltd.	Bayfront Infrastructure Capital Pte. Ltd.
Number of loans, bonds and projects	46 loans and bonds to 44 projects	35 loans and bonds to 35 projects	37 loans and bonds to 36 projects	40 loans and bonds to 33 projects	28 loans to 26 projects	27 loans to 25 projects	37 loans to 30 projects
Floating loan proportion	100.00%	100.0%	100.0%	100.0%	100.0%	100.0%	100.0%
Portfolio Par Amount (in USD millions)	705.5	527.0	508.3	410.3	402.7	401.2	458
Covered pool proportion	1.0%	4.6%	4.3%	22.9%	15.9%	19.5%	30.4%
Uncovered pool proportion	99.0%	95.4%	95.7%	77.1%	84.1%	80.5%	69.6%
Corporate infrastructure loan and bond proportion	34.0%	30.1%	26.0%	10.8%	7.5%	1.3%	-
Project loan proportion	66.0%	69.9%	74.0%	89.2%	92.6%	98.8%	-
Top 3 sector exposure							
Largest	Power Generation Non-Renewables - 22.2%	Regulated Assets/Utilities - 17.8%	Power Generation Non-Renewables - 26.0%	Power Generation Renewables - 29.7%	Power Generation Non-Renewables - 36.2%	Power Generation Non-Renewables - 36.4%	Oil, Gas and Commodities - 39.5%
Second largest	Telecommunications - 16.6%	Oil, Gas and Commodities - 17.7%	Power Generation Renewables - 18.9%	Power Generation Non-Renewables - 28.8%	Power Generation Renewables - 23.6%	Power Generation Renewables - 25.5%	Power Generation Non-Renewables - 28.4%
Third largest	Oil, Gas and Commodities - 15.9%	Power Generation Renewables - 14.4%	Large Infrastructure (Market Risk) - 17.1%	Oil, Gas and Commodities - 22.3%	Oil, Gas and Commodities - 22.2%	Oil, Gas and Commodities - 22.5%	Power Generation Renewables - 13.1%
Weighted Average Rating Factor (WARF) – Before applying the credit estimate notching adjustment	1,301	1,075	964	1,090	901	1,017	1,361
Covered pool	2,720	1,944	774	1,601	1,567	1,526	2,286
Uncovered pool	1,288	1,033	972	938	775	894	958
Corporate infrastructure loan and bond pool	2,011	1,448	1,512	1,401	1,281	1,350	-
Project loan and bond pool	936	914	771	1,051	871	1,031	-
Weighted Average Spread (WAS) before taxes*	2.6%	2.5%	2.5%	2.7%	2.4%	2.3%	2.5%
Weighted Average Recovery Rate (WARR)	58.6%	60.9%	62.6%	73.2%	70.4%	74.3%	76.0%
Weighted Average Life (WAL in years)	5.4	5.8	5.7	5.7	5.6	5.9	5.4

*All of the assets in the portfolio (on an after-swap basis) are currently linked to SOFR. The WAS over the applicable floating rate index of each respective loan or bond (on an after-swap basis) is approximately 2.6% as of the expected closing date, including any credit adjustment spreads that were incorporated as part of the Libor transition process for each loan.
Sources: Clifford Capital Markets Pte. Ltd. and Moody's Ratings

Additional asset analysis

Notch-down adjustment on credit estimates

A handful of project and corporate infrastructure loans and bonds are rated by us. The credit quality of most project and corporate infrastructure loans in the portfolio has been assessed via the assignment of a credit estimate.

The portfolio has 46 loans and bonds across 44 projects only, and around 59.9% of the portfolio comprises of projects which each constitute more than 3% of the portfolio at closing. The loans related to the largest credit estimates representing up to 30% of the pool will be subject to a two-notch haircut.

This two-notch haircut adjustment is primarily to account for the unmonitored nature of credit estimates (hence, credit estimates are subject to potentially higher volatility than ratings) and also the fact that credit estimates are typically assigned based on more limited information than for ratings.

We expect to review the credit estimates as the collateral manager requests and provides updated information to us at least once every 12 months from each of the last assignment date.

External credit support

A portion of the identified portfolio benefits from external credit support such as political risk insurance or commercial risk insurance (covered loans) provided by insurers or multilateral financial institutions such that the issuer (or lender of record in the case of a loan under a participation agreement) will be able to recover losses from the cover providers.

Some of the external credit support only provides a partial coverage of the loss amount, meaning the issuer or the beneficiary of such credit support will not be able to claim the full loss amount.

The covered portion of the identified portfolio is about 1.0% of the initial par amount of the portfolio.

In our analysis of credit estimates for covered loans, we take into account the terms and coverage of the credit support arrangements. We use a higher mean and lower standard deviation as the recovery assumptions of the covered portion, to reflect our view that these exposures generally have a higher recovery prospect.

Adjustment on default probability on project finance and infrastructure loans

We apply a default probability adjustment on the loans so that along with applying high recovery assumptions of the loans, the modeled expected loss would be equal to the idealized expected loss commensurate with the credit estimate of the loans.

For instance, for project finance and infrastructure loans with a mean recovery rate assumption of 75%, the default probability stress is 120%, and for project finance and infrastructure loans with a mean recovery rate assumption of 65%, the default probability stress is around 57%.

Our ratings or credit estimates of the loans address the expected loss of the loans, which quantitatively is the product of default probability and loss severity of the loan. The adjustment on the modeled default probability is to counterbalance our high mean recovery rate assumptions (that is, low severity) on the project finance and infrastructure loans such that the expected loss of the loans represented by the ratings or credit estimates will be maintained.

High project concentration

The identified portfolio only includes 46 loans and bonds relating to 44 projects, with a high exposure to a few of them. The largest exposure represents around 5.0% of the portfolio, while the five largest exposures represent around 23.5% of the portfolio. About 59.9% of the portfolio comprises projects each of which constitutes more than 3% of the portfolio at closing.

We correlate loans and bonds at 100% for those loans and bonds that relate to the same project or same loan guarantor so that when one of them defaults, all of them would default in the same simulation.

In our analysis, we considered several stress scenarios assuming default of the largest obligor group or higher asset correlation.

High sector concentration

The identified portfolio of loans is concentrated in certain sectors such as power generation renewables (22.2%), telecommunications (16.6%), and oil, gas and commodities (15.9%). Credit quality deterioration in a single sector may have an outsized negative impact on the transaction. External credit support and notes' subordination are key mitigants to this risk.

We considered other stress scenarios assuming generally higher asset correlation across the entire pool or lower recovery rate assumptions for a few projects. We determined that the potential rating volatility of the notes under these stress scenarios was acceptable.

High single-country risk

The underlying projects are domiciled in various countries in the Asia-Pacific, the Americas, Europe and the Middle East regions. Some projects are domiciled in countries with a non-Aaa FCC assigned by us (see Exhibit 6).

Of the loan and bond portfolio, 3.1% portfolio exposure is to projects located in countries with speculative-grade FCC.

A further 35.1% of the loan and bond portfolio is to projects located in countries with foreign-currency country ceilings in the single-A and Baa range.

We take the country risk into account in our quantitative analysis. Geographical diversification, external credit support and notes' subordination are key mitigants to this risk. Each tranche of rated notes has sufficient subordination to protect them from risk in any single country that has a country ceiling below the rating of the respective class of notes.

Moderate loan participation exposure

The issuer has acquired indirect exposures for about 18.8% of loans by entering into participation agreements with several highly rated banks that are the lenders of record of those loans, instead of purchasing them directly.

As such, the transaction is exposed to the counterparty risk of those banks, the risk that they do not comply with its covenants under the participation agreements and the operational risk of relying on them to pass on the cash flow of the loans to the transaction.

All the participation loans relate to lenders of record which are rated A1 and above. We take this counterparty risk into account in our quantitative analysis.

Long recovery period for defaulted loans

The recovery period following the default of project finance and infrastructure loans and bonds may span several years and the workout may take a long time. The collateral manager is not obliged to direct the issuer to sell the defaulted loans by a certain date.

In our default study research (Default and recovery rates for project finance bank loans, 1983-2021), we observed a longer recovery period for defaulted bank project finance and infrastructure loans in Asia, compared with that in North America and Western Europe. Default history in the Middle East has been limited, with only 13 defaults in the study data set; however, we do observe long recovery periods in those instances.

For the project finance loan and bond portion of the pool, we model that recoveries will be received three years following loan default and assume that the recoveries will increase at an accretion rate equal to SOFR plus 1.9% per annum. This accretion rate has taken into consideration the weighted average interest margin of the identified project finance loan and bond portion of the portfolio during the transaction term. For the corporate loan and bond portion of the pool, we assume recoveries will be received 1.5 years following loan and bond defaults and assume that the recoveries will increase at an accretion rate equal to 7.0% per annum.

Common off-takers or guarantors' risks

Certain underlying projects involve common off-takers or guarantors, thus increasing the asset correlation of the portfolio. We take into account this additional asset correlation in our quantitative analysis.

Withholding tax on some assets

Withholding tax applies to around 1.8% of the identified portfolio of the loans because of the incorporation of the issuer. We model the net interest earnings on the identified portfolio in our quantitative analysis.

No long-dated asset and restriction of asset maturity amendment

There is no long-dated asset in the identified portfolio. The collateral manager may not consent to amendments that extend the maturity of any asset beyond the legal maturity date of the notes. In addition, the collateral manager may not consent to an asset maturity amendment for a total principal par amount of assets exceeding 10% of the initial portfolio par amount during the transaction life. These factors reduce the risk that the collateral manager would need to liquidate assets remaining at the transaction's maturity date (long-dated assets).

Collateral manager and sponsor assessment

CCM is capable of managing this transaction because of its experience in managing project finance and infrastructure loans and bonds in Asia-Pacific, Europe, the Americas and the Middle East. This is the seventh publicly rated CLO that is being managed by CCM.

CCM is part of the broader Clifford Capital Group, which enables it to leverage on group resources, expertise and domain knowledge to supplement its own staff. CCM has a service-level agreement with Clifford Capital Management Services Pte. Ltd., a wholly owned subsidiary of Clifford Capital, to enable this support arrangement.

We had an operations review meeting with CCM and CCAF in April 2024. We view their staffing, experience in the infrastructure loan market, operational systems and controls as adequate to support their CLO platform.

Securitization structure description

The issuer issued several classes of notes that receive semiannual interest payments and certain principal payments following asset scheduled payments, prepayments and sale of certain assets, in order of seniority. The transaction structure allows for the collateral manager to consider a change in payment frequency of the notes from semiannual to quarterly upon satisfaction of certain conditions.

In addition, the issuer also issued one unrated class of subordinated notes that receives only residual interest and principal payments.

We measure the credit risk of the notes using our CDOROM™ and CDOEdge™ models; the latter model incorporates both the transaction's structural features and asset characteristics.

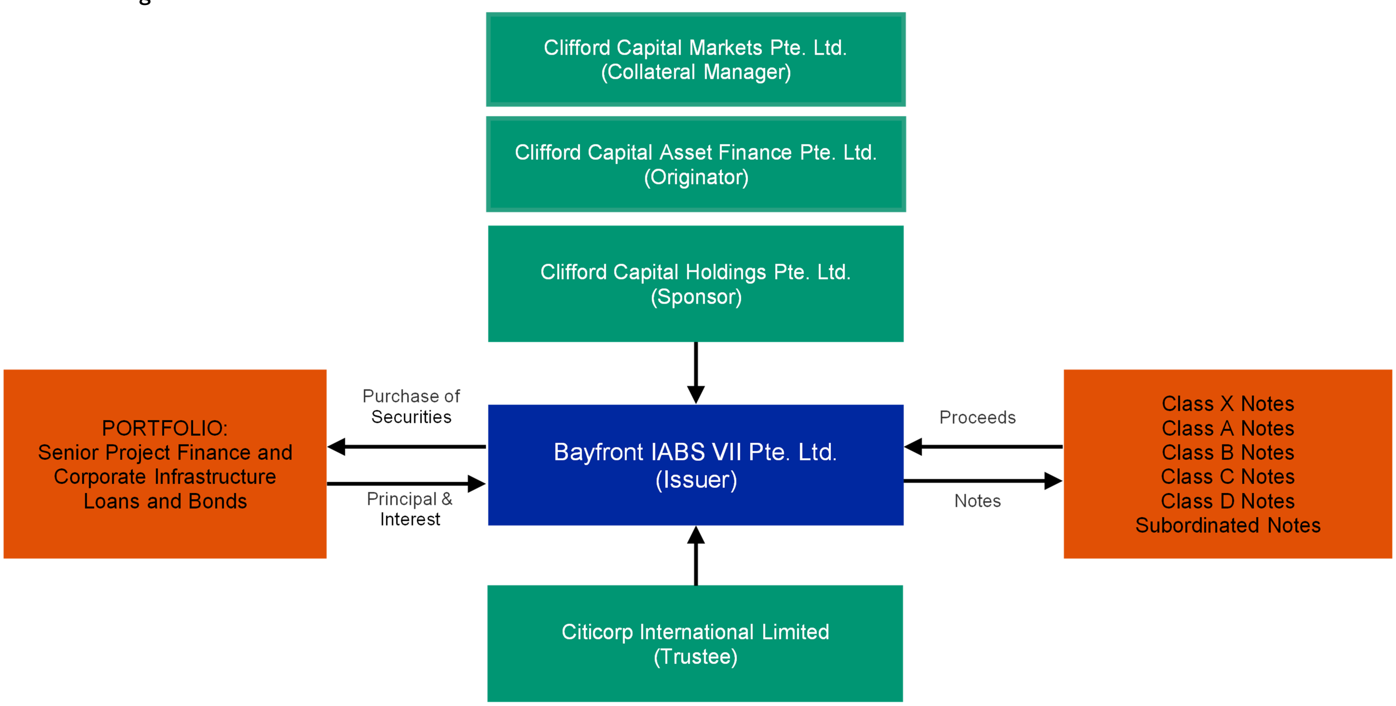
This transaction is structured using a bankruptcy-remote special-purpose entity incorporated in Singapore that issues liabilities as listed in Exhibit 1.

The proceeds from the issuance are invested in loans and bonds that generate cash flow from interest and principal, as we described in the "Asset description" section above. The cash flow is distributed in accordance with the transaction's priority of payments, subject to the coverage tests.

Structural diagram

The exhibit below shows the transaction's key parties and cash flow.

Exhibit 10
Structural diagram



Source: Moody's Ratings

Detailed description of the structure

Priority of payments

This transaction's payment waterfall is consistent with that of a typical CLO. This transaction pays the notes sequentially in both the interest and principal waterfalls, although interest payments are on pro rata and pari passu basis among Class X and Class A Notes. Principal payments for Class X Notes and Class A Notes rank pari passu with each other, but Class X Notes benefit from a mandatory cash sweep principal repayment clause from the first payment date onwards until Class X Notes are fully repaid. Both waterfalls include coverage tests (see the "Appendices — Priority of payments" for interest and principal waterfall details).

Coverage tests

Exhibit 11
OC and IC tests

Coverage Tests	Trigger Level	Initial level
Class A/B OC Test*	112.7%	117.7%
Class C OC Test	105.9%	109.9%
Class D OC Test	103.8%	105.3%
Class A/B IC Test**	110.0%	n/a
Class C IC Test	102.5%	n/a

*This test includes the principal outstanding of Class X.
**This test includes the expected interest payable on Class X.
IC tests are applicable starting from the second notes' payment date.
Source: Transaction documents

OC test: OC tests, present in all CLOs, provide protection for the CLO's notes. If the OC level for a particular class or several classes of notes falls below the OC trigger for that class, the deal diverts cash flow to repay the senior-most outstanding class of notes until the breached OC ratio meets the trigger level.

Common to most CLOs, excess Caa assets are carried at the lower of their market values and our mean recovery rate assumption in the calculation of the OC ratios. Excess Caa assets are those Caa securities whose aggregate principal balance exceeds 10% of the portfolio's principal balance.

IC test: IC tests, which measure a CLO's excess interest cash flow, also provide protection for the CLO's notes. If the IC level for a particular class or several classes of notes falls below the IC trigger for that class, the deal diverts cash flow to repay the senior-most outstanding class of notes until the breached IC ratio meets the trigger level.

Security interest, bankruptcy remoteness and safeguards against involuntary bankruptcy

Security interest: With minor exceptions, the assets of the transaction are pledged to the trustee for the benefit of the noteholders. The security interest granted can provide noteholders with additional protection and a greater degree of control in cases where difficulties have developed with the transaction’s structure.

Bankruptcy remoteness: The issuer is a special-purpose entity, has no prior operating history, and is established for the limited purposes of acquiring the assets, issuing the notes and performing certain related activities. The issuer is wholly owned by the originator, who together with its parent entity, subscribed for all of the transaction's subordinated notes. However, the risk of substantive consolidation with the assets of the originator is low. We have also considered the appointment of at least one independent director, who is from a nationally recognized corporate services provider and owes no duty to the transaction’s shareholders. Furthermore, we have taken into account the arrangement in the legal and transaction structure. Based on this, we are able to analyze this transaction as bankruptcy remote.

Safeguards against the transaction's involuntary bankruptcy: The transaction incorporates certain safeguards against the issuer's involuntary bankruptcy.

Note redemption

The issuer can effect an optional redemption of all notes in whole if the collateral manager confirms with the trustee in writing before selling the portfolio that there will be sufficient proceeds to fully redeem all of the rated and Class D notes, and if sufficient sales proceeds to redeem the rated and Class D notes are received by the issuer at least one business day before the optional redemption date. If any of these conditions are not met, the issuer will cancel the optional redemption, and such a cancellation is not an event of default of the notes.

Securitization structure analysis

Primary structural analysis

Expected loss and modeling analysis

We expect the losses on the rated notes to be consistent with our benchmark rating targets. This expectation is based on our analysis using our CDOROM™ and CDOEdge™ models.

We apply the Monte Carlo simulation framework in CDOROM™ to model the portfolio loss distribution for this transaction. The simulated defaults and recoveries for each of the Monte Carlo scenarios define the pool's loss distribution.

CDOEdge™ is a cash flow model. We input pool default and recoveries assumptions, which maintain the pool loss distribution generated from CDOROM™, and also other modeling assumptions such as recovery delay, portfolio amortization schedule and yield vector to the model, to estimate the expected losses of each class of notes.

The CDOEdge™ model incorporates various scenarios for default timing and interest rate paths, and allocates the cash flow arising from the portfolio in accordance with the transaction's documentation.

We fully describe our approach to modeling and rating this transaction in the Corporate Synthetic CDOs rating methodology and Project Finance and Infrastructure Asset CLOs rating methodology.

Additional structural analysis

OC analysis

Remote likelihood of an OC-based event of default: We view the occurrence of an OC-based event of default and the associated liquidation of the portfolio as unlikely. The event of default par ratio trigger is set at 102.5%, below the initial level of 142.9%. The calculation, which is based on the ratio of the portfolio's par amount to the outstanding principal amount of the Class X and A notes, incorporates haircuts for defaulted assets, but not for Caa or deep-discount assets. The portfolio's par amount includes, without duplication, amounts on deposit in the issuer's principal account and principal fixed deposit account. Portfolio liquidation following an event of default based on breach of the trigger requires consent from either a supermajority of the controlling class or a supermajority of each class of notes, voting separately.

Currency and fixed-floating mismatch risk and non-balance guaranteed swap hedging

Currency mismatch: There is currency mismatch risk in this transaction at closing. All the notes are denominated in US dollars, and 92.3% of the loans and bonds in the identified portfolio are denominated in US dollars. Of the loans in the identified portfolio, 4.9% is denominated in Australian dollars, 1.9% is denominated in euros and 0.9% in Singapore dollars. The issuer has entered into cross-currency swaps to hedge these non-US-dollar-denominated loans into US dollars and daily compounded overnight SOFR till the respective loan maturities.

Fixed-floating mismatch: There is fixed-floating mismatch risk in this transaction at closing. All the notes are on a floating-rate basis, and 96.2% of the loans and bonds in the identified portfolio are on a floating-rate basis. Of the loans and bonds in the identified portfolio, 3.8% are denominated in US dollars on a fixed-rate basis. Fixed-floating interest rate swaps have been entered to hedge these fixed-rate bonds into floating-rate daily compounded overnight SOFR till the respective bond maturities.

The swap notional amounts and swap maturity match the principal balance of the loans and bonds.

The swaps are not balance-guaranteed; upon asset default or prepayment, the issuer may need to use interest or principal collections from other assets to make mark-to-market swap termination payments. Payment under the cross-currency swaps and fixed-floating interest rate swaps are due on the scheduled swap payment date (i.e. intra-period). The collateral manager is allowed to use interest or principal collections from other assets to pay scheduled swap payments. Failure to make payment on the scheduled swap payment date would allow the swap counterparty to terminate the swap, and also potentially all its other swaps with the issuer on a net basis.

This risk has been taken into account in the modeling, mainly via recovery rate haircuts (for defaults) but also considering a one-off mark-to-market expense (for prepayment). While the swaps with the same counterparty are subject to cross-default, coverage from other assets' collections and the collateral manager ability to promptly sell credit-impaired assets mitigate the risk of an event of default.

Swap linkage has no present impact on the ratings of the notes. This is based on the current counterparty risk assessment of the swap counterparties. For more information, refer to Structured Finance Counterparty Risks rating methodology, published in May 2025.

Floating-rate-basis mismatch risk

Floating-rate-basis mismatch risk: The issuer is exposed to floating-rate-basis mismatch as all the rated notes' interest payments are linked to six-month compounded overnight SOFR, while (on an after-swap basis) 59.7% of the initial target portfolio is linked to daily compounded overnight SOFR, 4.2% linked to daily simple overnight SOFR and 36.1% linked to term SOFR.

Note redemption and cancellation analysis

Note redemption: The issuer can effect an optional redemption of the notes, which relies on the collateral manager's certification that there will be sufficient proceeds to fully redeem all of the rated and Class D notes.

Although many other CLOs apply haircuts to the assets' market values when determining the sufficiency of such proceeds, thereby providing a buffer against market value declines, this transaction does not incorporate such haircuts. Therefore, the transaction could face a situation in which there are insufficient liquidation proceeds to redeem the notes in full if a large decline in asset prices occurs during the redemption process.

A mitigant to these risks is the fact that the issuer can cancel the optional redemption, and such a cancellation does not constitute an event of default under the terms of the transaction.

Note cancellation: No notes may be surrendered in this transaction.

Legal structure analysis

Safeguards against the issuer's bankruptcy: The transaction includes provisions that we view as helpful to protect it against bankruptcy.

ESG considerations

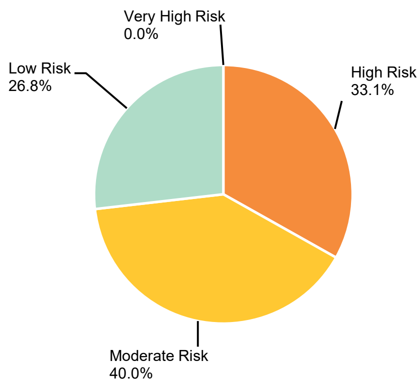
The overall ESG risk is low to moderate. We assess ESG credit risks in our analysis based on general principles described in detail in the ESG cross-sector rating methodology available on moodys.com.

The ESG considerations included in this report are based on the identified portfolio, draft transaction documents, and the structure and characteristics of the transaction provided to us on 13 October 2025. The exhibits below showing the related credit risk scores for all Moody's-rated US CLOs are based on data as of 3 October 2025. Accordingly, the ESG considerations are current as of the date of this report.

ESG — Environmental considerations

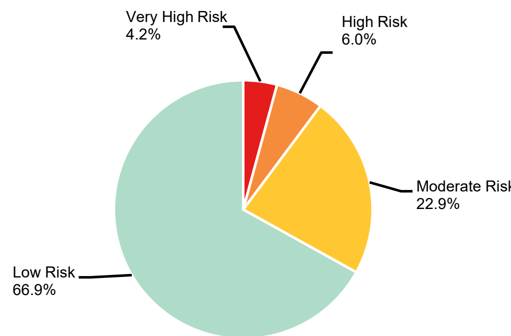
We consider this transaction to have moderate environmental credit risk because most of the underlying issuers in the CLO's identified portfolio are categorized within sectors that have been assigned an environmental credit risk score of low and moderate, as shown in Exhibit 12. Our overall sector environmental credit risk scoring scale includes scores of “very high risk”, “high risk”, “moderate risk” and “low risk”.

Exhibit 12
Environmental risk scores, and high and very high risk industries
Identified portfolio level



"Very high risk" industry exposures: None.
"High risk" industry exposures: Oil & Gas — Midstream Energy; Oil & Gas — Oilfield Services; Surface Transportation and Logistics; Automobile Manufacturers.
Source: Moody's Ratings

Exhibit 13
Environmental risk scores
All US CLOs rated by us



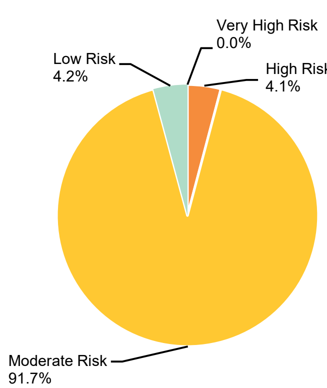
"Very high risk" industry exposures: Chemicals; Oil and Gas — Refining and Marketing; Oil and Gas — Independent Exploration and Production.
"High risk" industry exposures (five largest): Oil and Gas — Midstream Energy; Unregulated Utilities and Power Companies; Airlines; Surface Transportation and Logistics; Building Materials.
Source: Moody's Ratings

The environmental credit risk scores and industries shown in the exhibits above are based on taxonomies that differ from the Moody's Industry Classifications described in Appendix 6 of our CLO Methodology. Our environmental sector classifications are broadly based on our rating methodologies and reflect only entities we rate within a given sector.

ESG — Social considerations

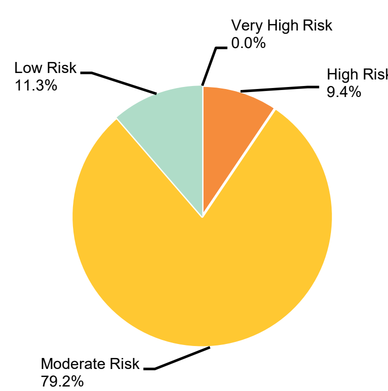
Social credit risks for this transaction are moderate because most of the underlying issuers in the CLO's identified portfolio are categorized within sectors that have been assigned a social credit risk score of moderate, as shown in Exhibit 14. Our overall sector social risk scoring scale includes scores of "very high risk", "high risk", "moderate risk" and "low risk".

Exhibit 14
Social risk scores, and high and very high risk industries
Identified portfolio level



"Very high risk" industry exposures: None.
"High risk" industry exposures: Healthcare Services — Acute Care and Specialty Services; Automobile Manufacturers.
Source: Moody's Ratings

Exhibit 15
Social risk scores
All US CLOs rated by us



"Very high risk" industry exposures: None.
"High risk" industry exposures (five largest): Chemicals; Gaming and Gambling Industry; Unregulated Utilities and Power Companies; Construction; Pharmaceuticals.
Source: Moody's Ratings

The social credit risk scores and industries shown in the exhibits above are based on taxonomies that differ from the Moody's Industry Classifications, described in Appendix 6 of our CLO methodology. Our social sector classifications are broadly based on our rating methodologies and reflect only entities we rate within a given sector.

ESG — Governance considerations

This transaction's governance risk is low and is typical of other CLOs in the market. Various transaction features contribute to our assessment, such as:

1. Risk retention: (See "Asset description — Asset acquisition guidelines — Collateral manager and sponsor")
2. Collateral manager's experience, expertise and track record in servicing similar collateral: (See "Asset analysis — Additional asset analysis — Collateral manager and sponsor assessment")
3. Issuer activities limited to those related to the transaction: (See "Securitization structure description — Detailed description of the structure — Security interest, bankruptcy remoteness and safeguards against involuntary bankruptcy")
4. Bankruptcy remoteness: (See "Securitization structure description — Detailed description of the structure — Security interest, bankruptcy remoteness and safeguards against involuntary bankruptcy")
5. An independent trustee, collateral administrator and director: (See "Securitization structure description")
6. Quarterly reporting: The transaction's consistency and quality of financial reporting in the form of quarterly investor reports is described in the "Asset description — Asset acquisition guidelines — Collateral manager and sponsor" section.

Methodology and monitoring

Rating methodologies

Project Finance and Infrastructure Asset CLOs Methodology

To access this report, click on the link above. Note that this reference is current as of the date of publication of this report and that a more recent report may be available. All research may not be available to all clients.

Monitoring

We will monitor the ratings on an ongoing basis. We will announce and disseminate any subsequent changes in the ratings on www.moodys.com.

Representation & Warranties: 17g-7

The Rule 17g-7 Report of Representations and Warranties is hereby incorporated by reference and can be found at https://ratings.moodys.com/documents/PBS_1467039

Appendices

Modeling scenarios

Apart from considering the characteristics of the identified portfolio in determining our base case modeling assumptions, we considered the following additional sensitivity analysis:

1. Change the credit estimate of the most significant loan exposures that relate to the same group of companies or projects to Caa2.
2. Change the credit estimate of the second most significant loan exposures that relate to the same group of companies or projects to Caa2.
3. Increase correlations for all power-electricity projects to 60% and all oil and LNG projects to 60%.

Priority of payments

Application of interest proceeds

1. Taxes and fees
2. Trustee fees and expenses, subject to a cap
3. Administrative expenses, subject to a cap
4. Top-up fee reserve account, subject to a cap
5. Collateral manager base fees
6. Interest on the bridge facility
7. Pari passu and ratably:
    a. Class X note interest
    b. Class A note interest
    c. Amount payable to swap counterparty and swap termination payment following default, prepayment or sale of the assets
8. Interest on Class B
9. Class A/B coverage tests
10. Interest on Class C
11. Class C coverage tests
12. Deferred interest on Class C
13. Interest on Class D
14. Class D coverage tests
15. Deferred interest on Class D
16. Collateral manager subordinated fees
17. Remaining trustee fees and expenses
18. Remaining administrative expenses
19. Deferred collateral manager fees
20. Subordinated amount payable to the swap counterparty
21. Residual to the holders of subordinated notes

Application of principal proceeds

1. Steps 1 through 8 of the interest waterfall if not fully paid
2. Class A/B coverage tests
3. Interest on Class C if Class C is the controlling class of notes
4. Class C coverage tests
5. Deferred interest on Class C if Class C is the controlling class of notes

6. Interest on Class D if Class D is the controlling class of notes
7. Class D coverage tests
8. Deferred interest on D if Class D is the controlling class of notes
9. Make principal repayments on the bridge facility from the second payment date onward
10. On a redemption date or a special redemption date, make payments on the notes in accordance with the notes' principal payment sequence
11. During the replenishment period, to reinvest in additional assets, subject to the satisfaction of replenishment criteria, or to the principal account of the issuer pending for reinvestment at the discretion of the collateral manager
12. Make payments on the notes in accordance with the principal payment sequence
13. Steps 16 through 20 of the interest waterfall if not fully paid
14. Residual to the holders of subordinated notes

*See Moody's Clarifies Policy for the issuance of RACs (January 2012), which makes clear that the provision of a rating agency confirmation (RAC) remains entirely within our discretion, and it may be that we will not provide a RAC even if the transaction documents, to which we are not a party, require it.

Sources used in this report

The sources we used in preparation of this report include:

» Moody's Ratings

» Information from the collateral manager

» CLO's legal documents

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