

Credit Rating Announcement

GCR affirms the AAA_{(ZA)(sf)} credit ratings of the Class A and Class B Notes issued by Fox Street 7 (RF) Limited

Rating Action

Johannesburg, 10 July 2023 – GCR Ratings (GCR) has affirmed the national scale long-term issue credit ratings of the Class A and Class B Notes issued by Fox Street 7 (RF) Limited (Fox Street 7 or the Transaction or the Issuer) with stable outlooks. This follows GCR's annual review of the Transaction.

Security Class	Stock Code	Amount	Rating Class	Rating Scale	Rating	Outlook / Watch
Class A2	FS7A2	R80,068,235	Long Term Issue	National	AAA _{(ZA)(sf)}	Stable Outlook
Class A3	FS7A3	R400,000,000	Long Term Issue	National	AAA _{(ZA)(sf)}	Stable Outlook
Class B1	FS7B1	R60,000,000	Long Term Issue	National	AAA _{(ZA)(sf)}	Stable Outlook

The Transaction has a Subordinated Loan of R179,621,119, which is unrated.

The rating accorded to the Class A Notes relates to the timely payment of interest and ultimate payment of principal by their Final Redemption Date. The rating on the Class B Notes relates to the ultimate payment of interest and principal by their Final Redemption Date. The ratings exclude an assessment of the ability of the Issuer to pay either any (early repayment) penalties or any default interest rate penalties.

Rating Rationale

Fox Street 7 (RF) Limited is a Residential Mortgage-Backed Securities (RMBS) securitisation of home loans originated by Investec Bank Limited (Investec) to its private banking clients that issued R1.06Bn of secured Notes on 29 November 2019.

The Notes amortise sequentially from issuance and, since Transaction close, Notes to the value of R434.1M have been redeemed. This high rate of Notes amortisation is a result of principal prepayments net of all re-advances on the underlying mortgage loans and the quarterly release of excess reserve funds (R18.7M since issuance).

The sequential amortisation of Notes leads to incremental increases in credit enhancement available through subordination to all Classes of Notes and the Subordinated Loan.

Table 1: Credit Enhancement through Subordination*

	Class A1	Class A2	Class A3	Class B1
Credit Enhancement at Transaction Close	83.9%	51.6%	19.3%	14.5%
Previous Credit Enhancement, 2021	100.0%	75.1%	26.8%	20.1%
Previous Credit Enhancement, 2022	100.0%	81.9%	30.7%	23.0%
Current Credit Enhancement, April 2023	N.A.	88.9%	33.3%	25.0%

*Calculated as (Subordinated Notes + Subordinated Loan) as a percentage of (Total Notes + Subordinated Loan)

N.A.: Not applicable

Source: GCR

Transaction performance is better than expectations, with two loans that have defaulted since Transaction close. As at May 2023, one of these had rehabilitated and the current default represent only 0.27% of the original portfolio.

No changes in Prepayment and Redraw behaviour is expected in the pool as it amortises.

For the current surveillance, GCR did not rerun its Cash Flow Model. GCR deemed this appropriate, seeing as: (1) The portfolio's primary characteristics have not changed significantly; (2) the portfolio performance is better than expected with fewer than expected defaults recorded to date; (3) the credit enhancement available to the Notes via subordination has increased which supports the current ratings; and (4) the national long-term credit ratings assigned to the Notes are the highest achievable national scale ratings (AAA_{(ZA)(sf)}).

Rather than rerunning the model, the performance of the Transaction to date was assessed in order to validate the existing modelling assumptions. In this endeavour, the information gleaned by GCR's constant monitoring of the Transaction, including excess spread and defaulting asset levels, was reviewed. It is on this basis that the ratings of the rated Classes of Notes were affirmed.

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Related Criteria and Research

Criteria for Rating Structured Finance Transactions – September 2018

Criteria for Rating Financial institutions – May 2019

Criteria for the GCR Ratings Framework – May 2019

Criteria for Rating Residential Mortgage-Backed Securities ("RMBS") – November 2018

Ratings Scales, Symbols and Definitions – May 2019

Investec Bank Limited Rating Report – September 2022

Rating History

Notes Class	Review	Rating Scale	Rating	Outlook/Watch	Date
Class A1 (FS7A1)	Initial	National	AAA _{(ZA)(sf)}	Stable Outlook	Nov. 2019
	Last (Paid in Full)	National	WD _{(ZA)(sf)}	N.A.	June 2021
Class A2 (FS7A2)	Initial	National	AAA _{(ZA)(sf)}	Stable Outlook	Nov. 2019
	Last	National	AAA _{(ZA)(sf)}	Stable Outlook	Nov. 2022
Class A3 (FS7A3)	Initial	National	AAA _{(ZA)(sf)}	Stable Outlook	Nov. 2019
	Last	National	AAA _{(ZA)(sf)}	Stable Outlook	Nov. 2022
Class B1 (FS7B1)	Initial	National	AAA _{(ZA)(sf)}	Stable Outlook	Nov. 2019
	Last	National	AAA _{(ZA)(sf)}	Stable Outlook	Nov. 2022

N.A.: Not applicable

GLOSSARY OF TERMS/ACRONYMS USED IN THIS DOCUMENT AS PER GCR'S GLOSSARY

Advance	A lending term, to transfer funds from the creditor to the debtor.
Affirmation	See GCR Rating Scales, Symbols and Definitions.
Amortisation	From a liability perspective, the paying off of debt in a series of instalments over a period of time. From an asset perspective, the spreading of capital expenses for intangible assets over a specific period of time (usually over the asset's useful life).
Arrears	An overdue debt, liability or obligation. An account is said to be "in arrears" if one or more payments have been missed in transactions where regular payments are contractually required.
Asset	A resource with economic value that a company owns or controls with the expectation that it will provide future benefit.
Assets	A resource with economic value that a company owns or controls with the expectation that it will provide future benefit.
Borrower	The party indebted or the person making repayments for its borrowings.
Capital	The sum of money that is invested to generate proceeds.
Cash Flow	The inflow and outflow of cash and cash equivalents. Such flows arise from operating, investing and financing activities.
Cash	Funds that can be readily spent or used to meet current obligations.
Credit Enhancement	Limited protection to a transaction against losses arising from the assets. The credit enhancement can be either internal or external. Internal credit enhancement may include Subordination; over-collateralisation; excess spread; security package; arrears reserve; reserve fund and hedging. External credit enhancement may include Guarantees; Letters of Credit and hedging.
Default	A default occurs when: 1.) The Borrower is unable to repay its debt obligations in full; 2.) A credit-loss event such as charge-off, specific provision or distressed restructuring involving the forgiveness or postponement of obligations; 3.) The borrower is past due more than X days on any debt obligations as defined in the transaction documents; 4.) The obligor has filed for bankruptcy or similar protection from creditors.
Delinquency	When a receivable is overdue and not paid on its payment due date.
Derivative	A financial instrument that offers a return based on the return of another underlying asset.
Eligibility Criteria	Limitations imposed on the type and quality of assets that can be sold by the Originator / Servicer into the Securitisation vehicle which ensure the Transaction will track the performance of historical data analysed as closely as possible.
Excess Spread	The net weighted average interest rate receivable on a pool of assets being greater than the weighted average interest rate payable for the debt securities.
Index	An assessment of the property value, with the value being compared to similar properties in the area.
Instalment	Payment made to honour obligations in regard to a credit agreement in the following credited order: 1.) Satisfy the due or unpaid interest charges; 2.) Satisfy the due or unpaid fees or charges; and to reduce the amount of the principal debt.
Interest Rate	The charge or the return on an asset or debt expressed as a percentage of the price or size of the asset or debt. It is usually expressed on an annual basis.
Interest	Scheduled payments made to a creditor in return for the use of borrowed money. The size of the payments will be determined by the interest rate, the amount borrowed or principal and the duration of the loan.
Issuer	The party indebted or the person making repayments for its borrowings.
Loan To Value	Principal balance of a loan divided by the value of the property that it funds. LTVs can be computed as the loan balance to most recent property market value, or relative to the original property market value.
Loan	A sum of money borrowed by a debtor that is expected to be paid back with interest to the creditor. A debt instrument where immovable property is the collateral for the loan. A mortgage gives the lender a right to take possession of the property if the borrower fails to repay the loan. Registration is a prerequisite for the existence of any mortgage loan. A mortgage can be registered over either a corporeal or incorporeal property, even if it does not belong to the mortgagee. Also called a Mortgage bond.
Market	An assessment of the property value, with the value being compared to similar properties in the area.
Payment Date	The date on which the payment of a coupon or dividend is made.
Portfolio	A collection of investments held by an individual investor or financial institution. They may include stocks, bonds, futures contracts, options, real estate investments or any item that the holder believes will retain its value.
Prepayment	Any unscheduled or early repayment of the principal of a mortgage/loan.
Principal Repayments	Scheduled payments and prepayments.
Principal	The total amount borrowed or lent, e.g., the face value of a bond, excluding interest.
Private	An issuance of securities without market participation, however, with a select few investors. Placed on a private basis and not in the open market.
Property	Movable or immovable asset.
Rating Outlook	See GCR Rating Scales, Symbols and Definitions.
Recovery	The action or process of regaining possession or control of something lost. To recoup losses.
Redemption	The repurchase of a bond at maturity by the Issuer.
Repayment	Payment made to honour obligations in regard to a credit agreement in the following credited order: 3.) Satisfy the due or unpaid interest charges; 4.) Satisfy the due or unpaid fees or charges; and 5.) To reduce the amount of the principal debt.
Risk	The chance of future uncertainty (i.e., deviation from expected earnings or an expected outcome) that will have an impact on objectives.
Securities	Various instruments used in the capital market to raise funds.
Securitisation	A process of repackaging portfolios of cash-flow producing financial instruments into securities for sale to third parties.
Security	One of various instruments used in the capital market to raise funds.
Senior	A security that has a higher repayment priority than junior securities.
Spread	The interest rate that is paid in addition to the reference rate for debt securities.
Stock Code	A unique code allocated to a publicly listed security.
Stop Purchase Event	An event caused by deteriorating performance of a transaction or environmental changes that would stop the purchasing of new assets into the Transaction.

Subordinated Loan	A loan typically given by the Issuer to the securitisation vehicle that is more junior than a junior tranche.
Subordination	The prioritising of the payment of interest and principal payments to tranches (senior, junior etc. Senior tranches are paid before junior tranches.
Timely Payment	The principal debt, interest, fees and expenses being repaid promptly in accordance with the contractual obligation.
Transaction	A transaction that enables an Issuer to issue debt securities in the capital markets. A debt issuance programme that allows an Issuer the continued and flexible issuance of several types of securities in accordance with the programme terms and conditions.
Trigger Event	An event caused by transactional performance or environmental changes that would impact a transaction.
Ultimate Payment	A measure of the principal debt, interest, fees and expenses being repaid over a period of time determined by recoveries.
Valuation	An assessment of the property value, with the value being compared to similar properties in the area.

Salient Points of Accorded Ratings

GCR affirms that a.) no part of the ratings was influenced by any other business activities of the credit rating agency; b.) the ratings were based solely on the merits of the rated entity, securities or financial instruments being rated; and, c.) such ratings were an independent evaluation of the risks and merits of the rated entity, securities or financial instruments.

The credit ratings have been disclosed to the Arranger. The ratings above were solicited by, or on behalf of, the Issuer and therefore, GCR is compensated for the provision of the ratings.

Information received from Investec to accord the credit ratings included:

- Operational Review Presentation, 11 November 2022
- Investor Reports to May 2023

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