



CLO Market Investment Opportunities

September 2020

We will be covering:

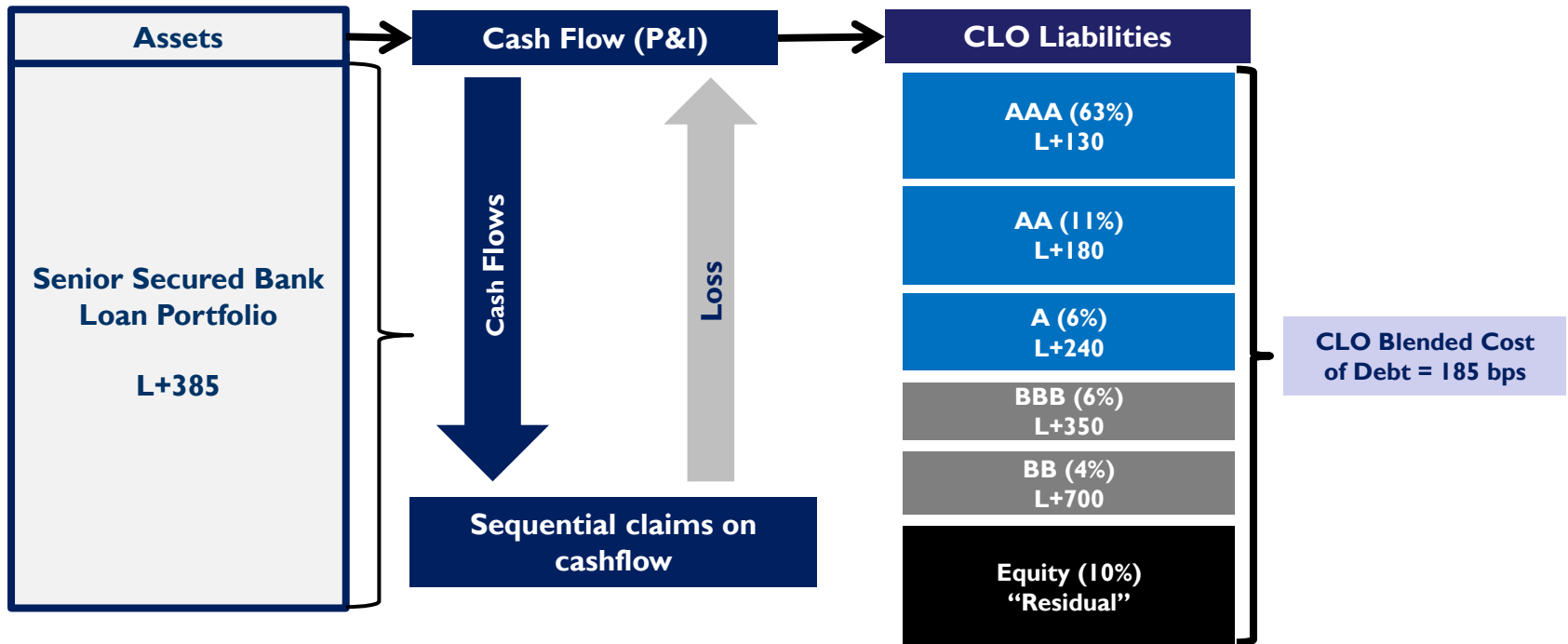
1. Introduction to CLOs
2. CLO Market Update
3. Investing Opportunities – CLO Mezzanine Debt
4. Investing Opportunities – CLO Equity
5. Investing Opportunities – CLO Warehouses



Introduction to CLOs

CLO Structure Overview¹

- A Collateralized Loan Obligation (CLO) is a securitization backed by a diversified pool of senior secured bank loans
- Cash flows are distributed using tranching, enabling a broader selection of investors; assets and liabilities are typically floating rate and are tied to LIBOR to ensure the structure is match-funded
- CLOs are actively managed, allowing managers to sell and reinvest the underlying collateral subject to certain agreed-upon restrictions



1. The above diagram is presented only for the limited purpose of providing a sample illustration. The terms and structure of a CLO may vary from CLO to CLO.

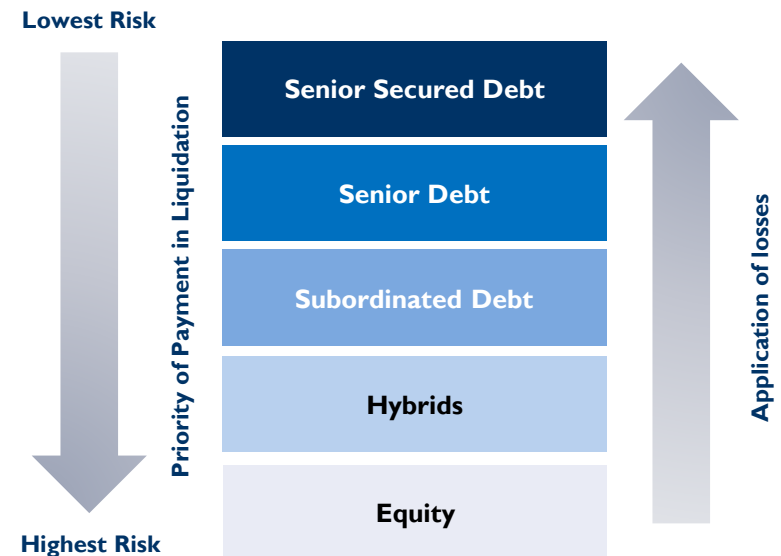
Senior Secured Bank Loan Overview

- U.S. Senior Secured Corporate Loans (“corporate loans”) are credit extensions made primarily to non-investment grade companies
- Most senior debt in capital structure; pegged to a floating rate index (typically LIBOR) which provides a hedge against rising interest rates
- Borrowers of broadly syndicated loans (\$500mm or larger) include many well-known brands

Snapshot of Senior Secured Loan Issuers¹



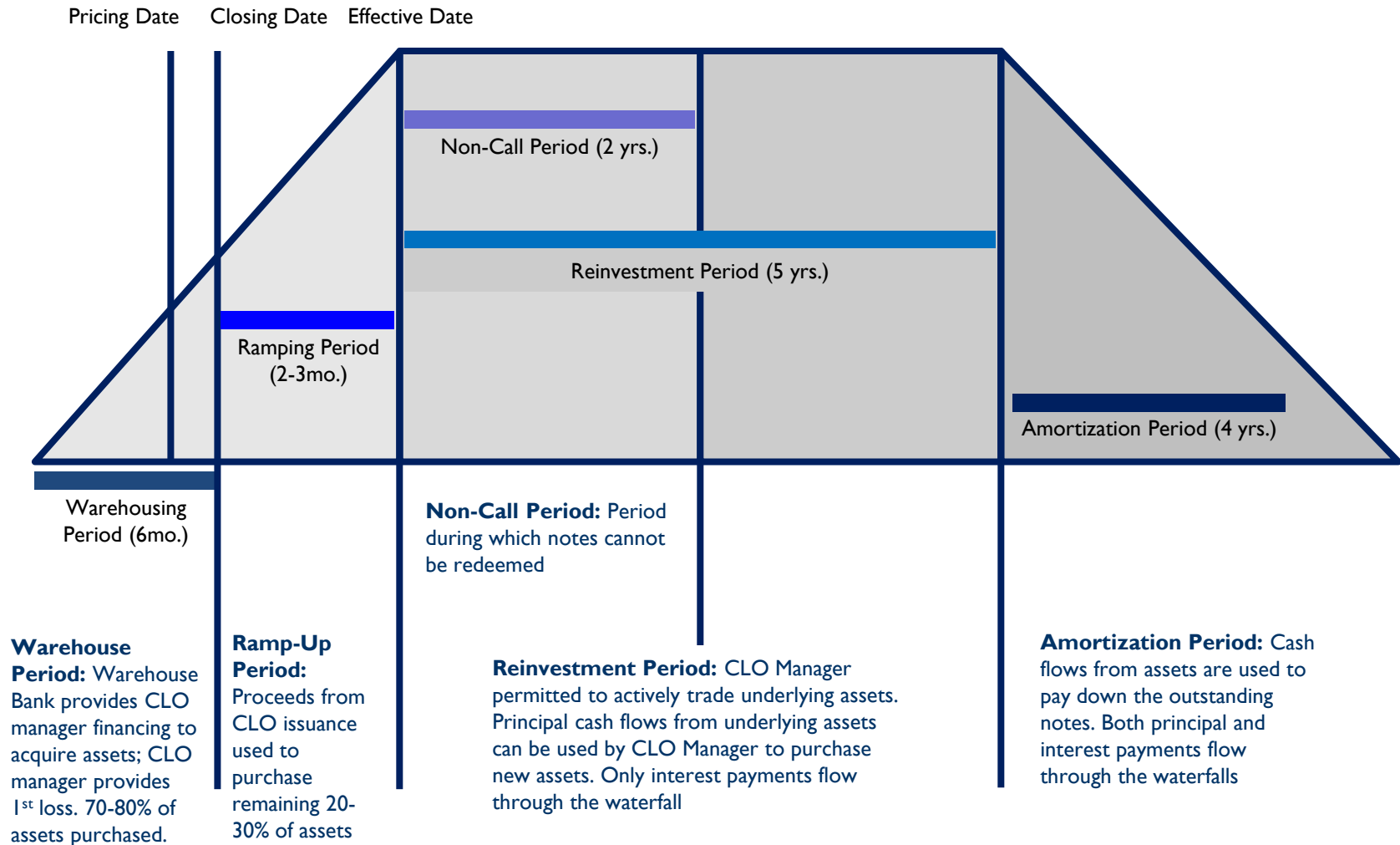
Priority in Capital Recovery Structure



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Lifecycle of a CLO¹

- The lifecycle of a typical CLO (including a warehousing period) is outlined below



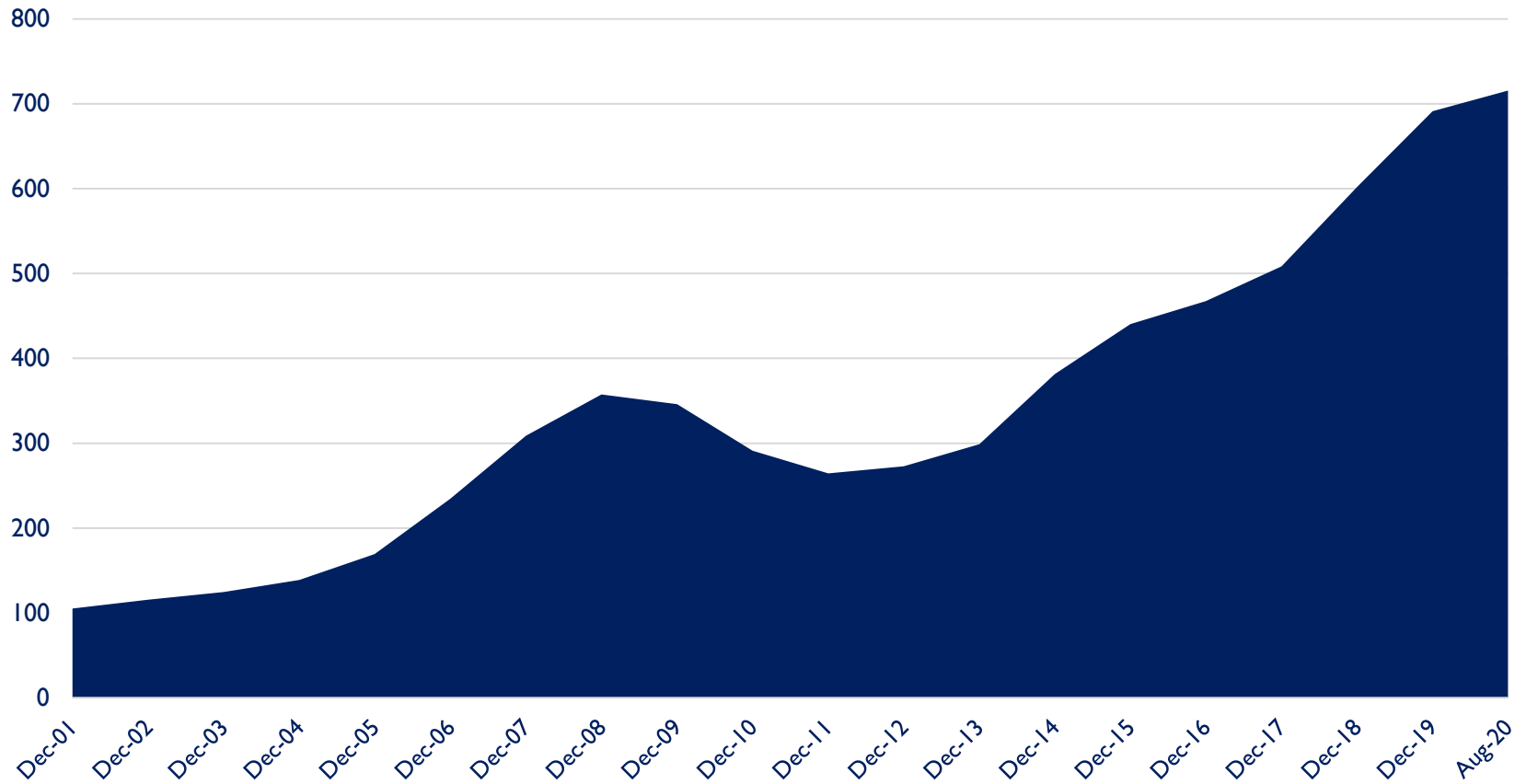
1. The above diagram is presented only for the limited purpose of providing a sample illustration. The terms and structure of a CLO may vary from CLO to CLO.



CLO Market Update

U.S. CLO Market Size

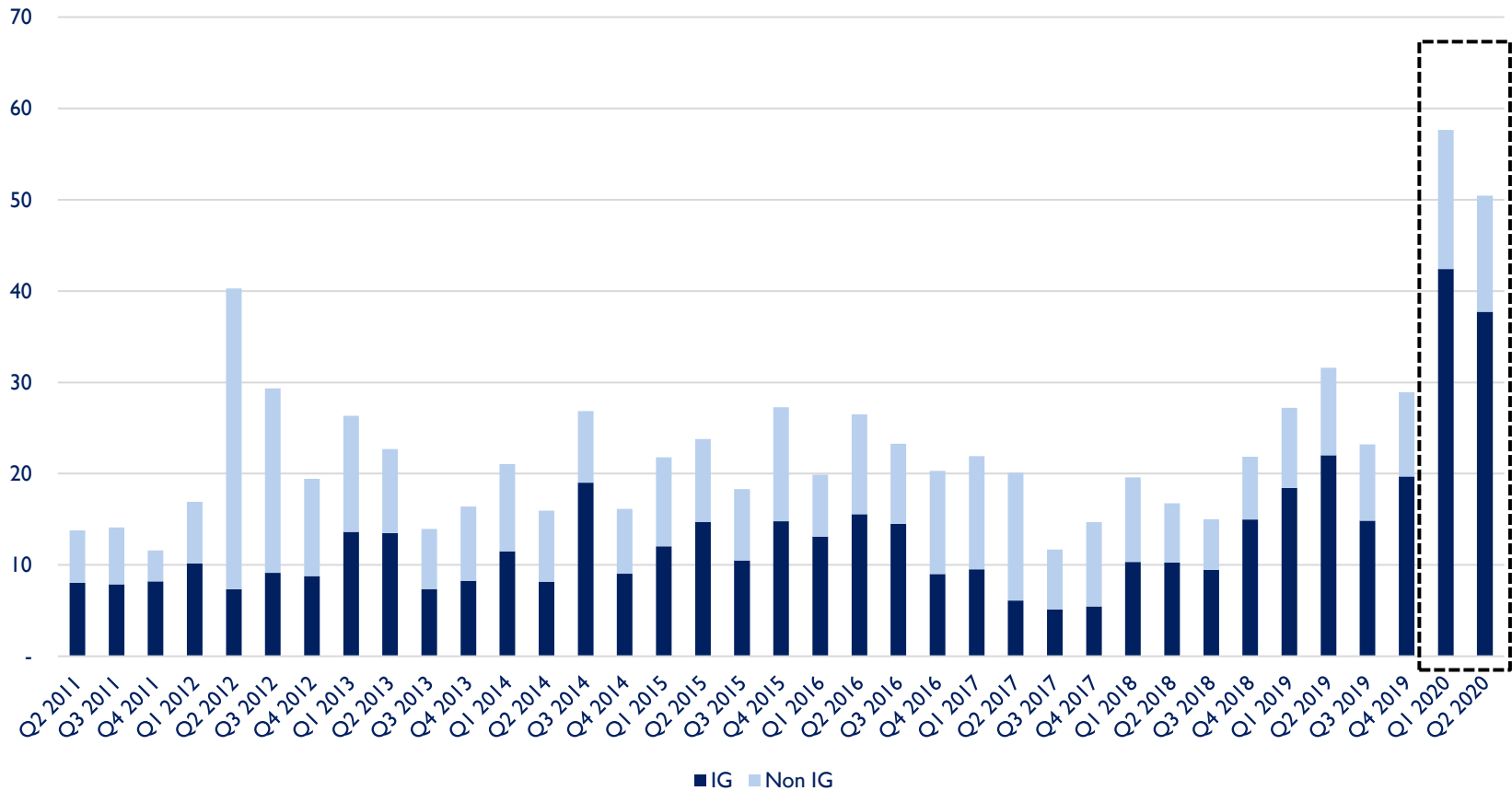
Outstanding U.S. CLO Volume (\$bn)¹



1. Source: Citigroup Research, data as of August 31, 2020.

U.S. CLO Secondary Trading Volume

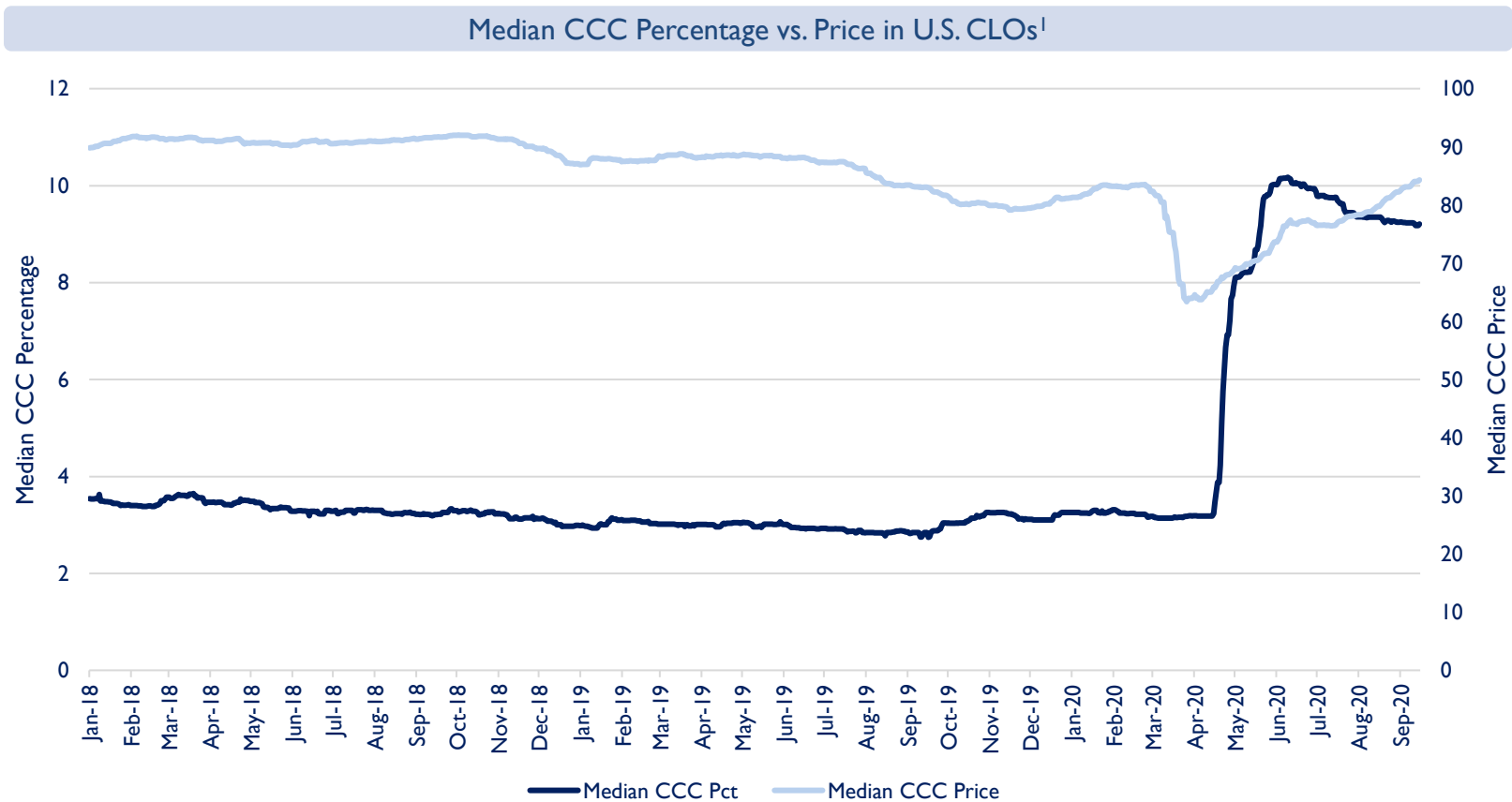
Quarterly Trading Volume (\$bn)¹



1. Source: TRACE pricing, data as of June 30, 2020

U.S. CLO Loan Downgrades

- Due to the stress incurred as a result of COVID-19, a number of loans held in CLO portfolios were downgraded by rating agencies, resulting in an increase in the median percentage of CCC rated assets in CLOs.¹
- However, since July the median price of these CCC rated assets has steadily increased.¹

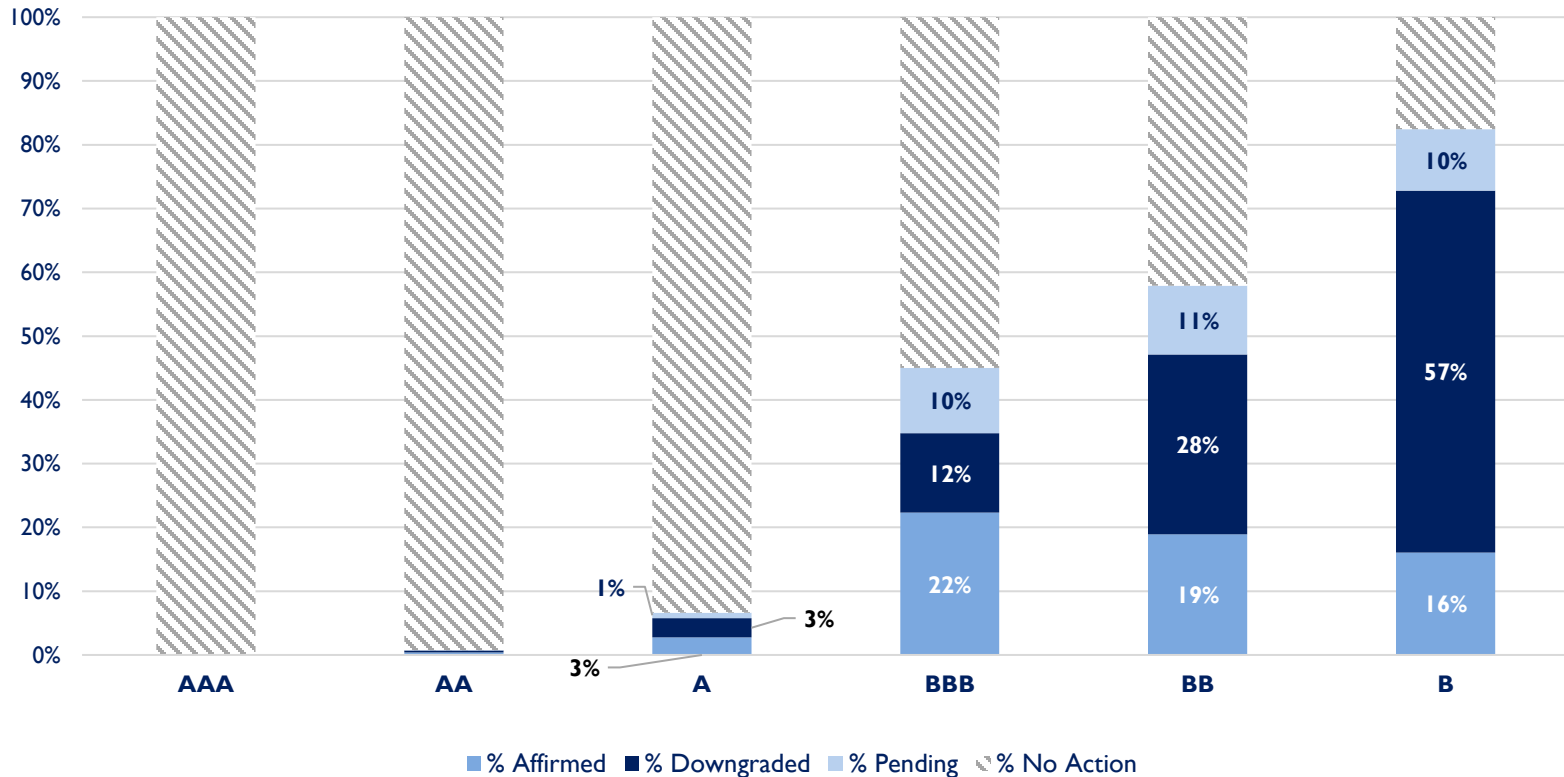


1. Source: Kanerai, data as of September 17, 2020.

U.S. CLO Tranche Downgrades

- Since March of this year, volatility and stress in the underlying loans has led to the rating agencies putting a number of CLO tranches on review for downgrade. Over the last few months, the rating agencies have taken action, either downgrading a bond or affirming the original rating.¹

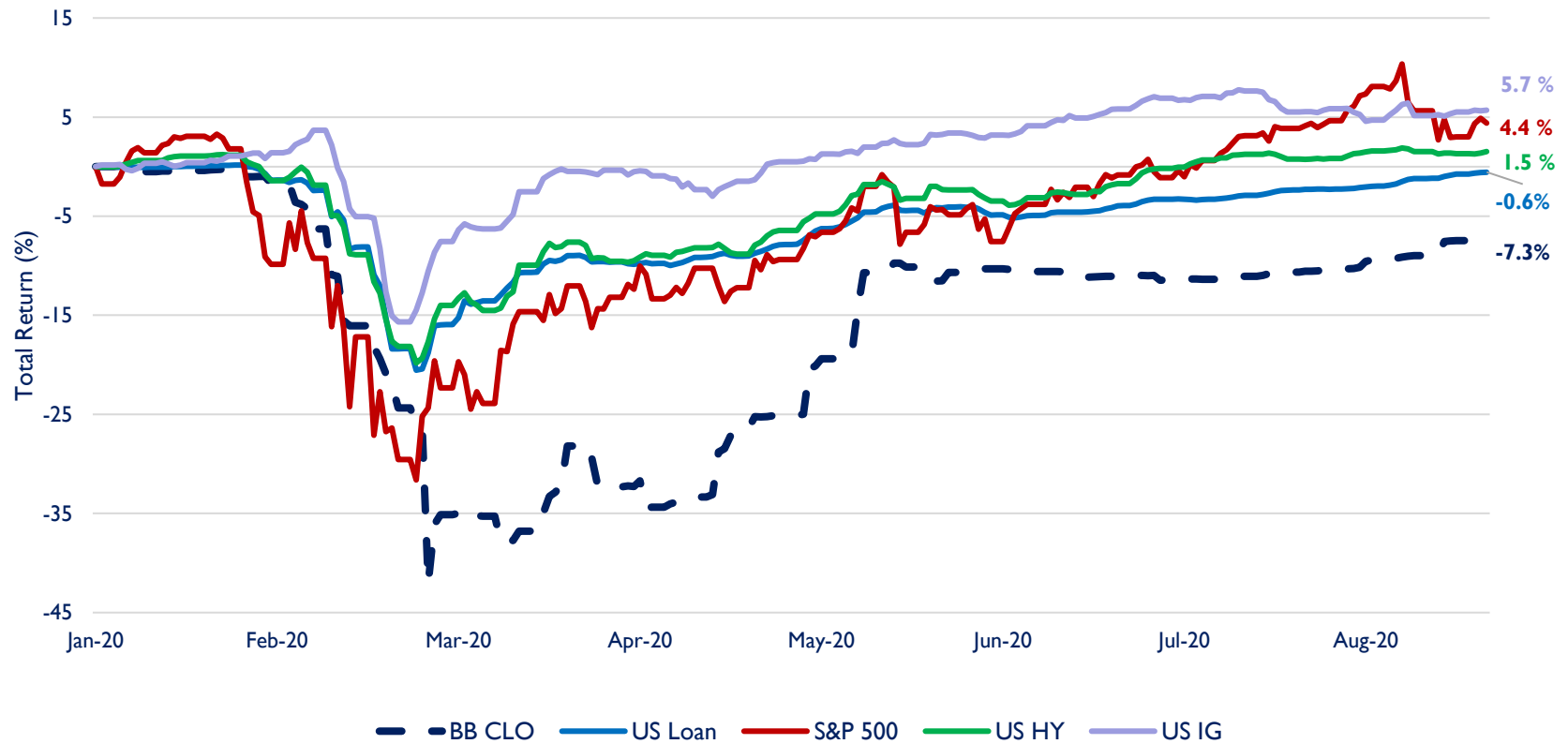
Actions by Rating Agencies after Negative Watch¹



1. Source: Kanerai, data as of September 17, 2020.

U.S. CLO vs US Credit Indices (YTD Total Return)

U.S. CLO vs. U.S. Credit Indices Total Return Since Jan 31, 2020¹



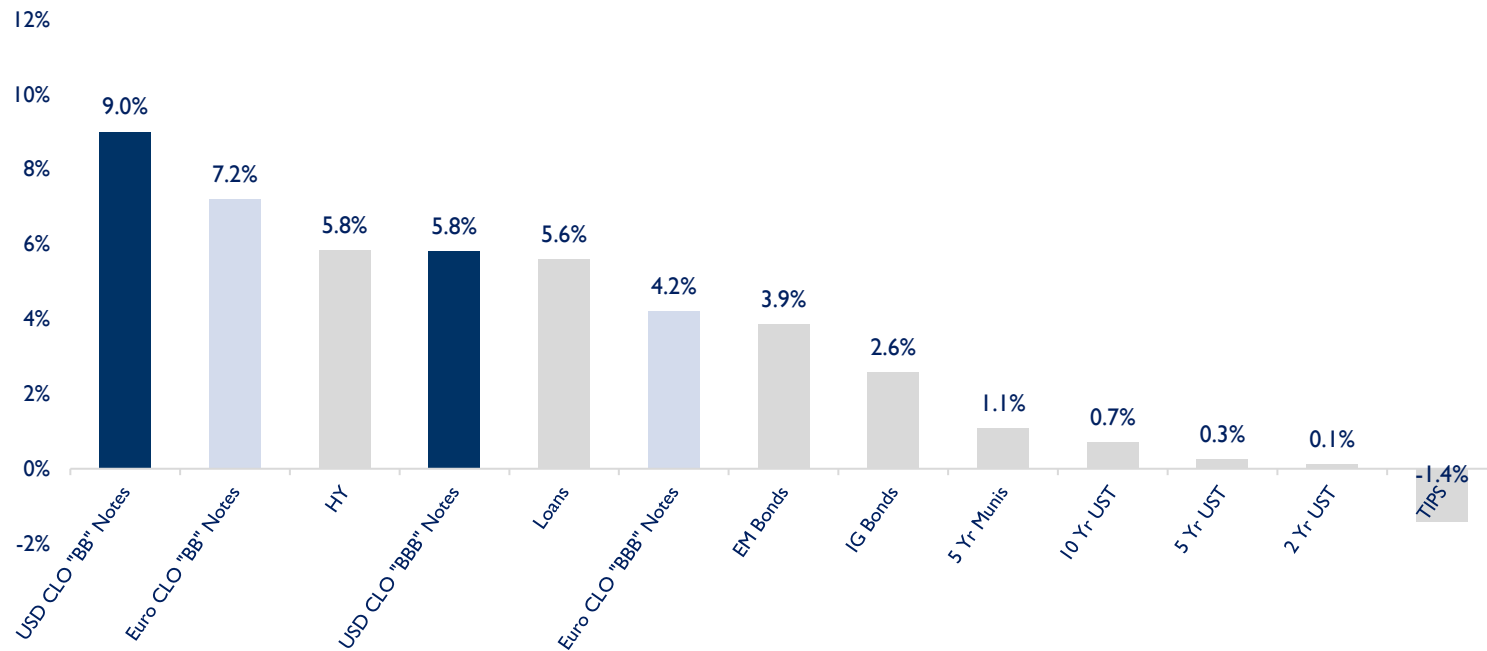
1. Source: Bloomberg data as of September 16, 2020. Previous performance is not indicative of future results.

CLO Relative Value

- We believe that investing in CLO debt is a compelling total return strategy for the following reasons:

Downside Protection	Inflation Protection	Compelling Relative Value	Diversification
Default protections on underlying loan collateral via subordination and overcollateralization triggers	Floating rate nature mitigates downside of rising interest rates	Per the below, BBB & BB CLO notes currently represent compelling relative value vs. other corporate credit-based instruments	CLOs provide investors with exposure to actively managed diversified portfolios of senior secured corporate loans

Yield to Maturity Comparison¹



1. Source: Intex, J.P. Morgan, Bloomberg, data as of August 31, 2020.



CLO Investing Opportunities

CLO Mezzanine Debt

- Secondary market dislocations create significant opportunity to achieve double digit returns in CLO Mezzanine Debt (BBB, BB, B)
- Potential downgrades of BBB debt may create forced selling which could put pricing pressure on CLO BBBs and BBs
- Ability to determine value amongst similarly rated CLO assets will drive alpha
- Team has ability to underwrite underlying collateral from 3rd party managed CLOs by leveraging CIFC's 25-member research team
- Team has significant experience in understanding various CLO structures and the manager's experience to oversee the assets (workout team, track record, etc.)

CLO Secondary Equity

- Current price dislocation is most significant since the Global Financial Crisis (Crisis)
- Dislocation driven by a combination of weaker leveraged loan prices and a blurry economic picture
- Rating agency downgrades and defaults will separate winners from losers
- Near term fear of CLO equity distributions being shut off will make new investors wary
- Ability to underwrite the fundamentals of underlying issuers will be crucial in avoiding pitfalls
- A deep understanding of various industries and their paths forward will provide key insight in determining value



Investing Opportunities – CLO Mezzanine Debt

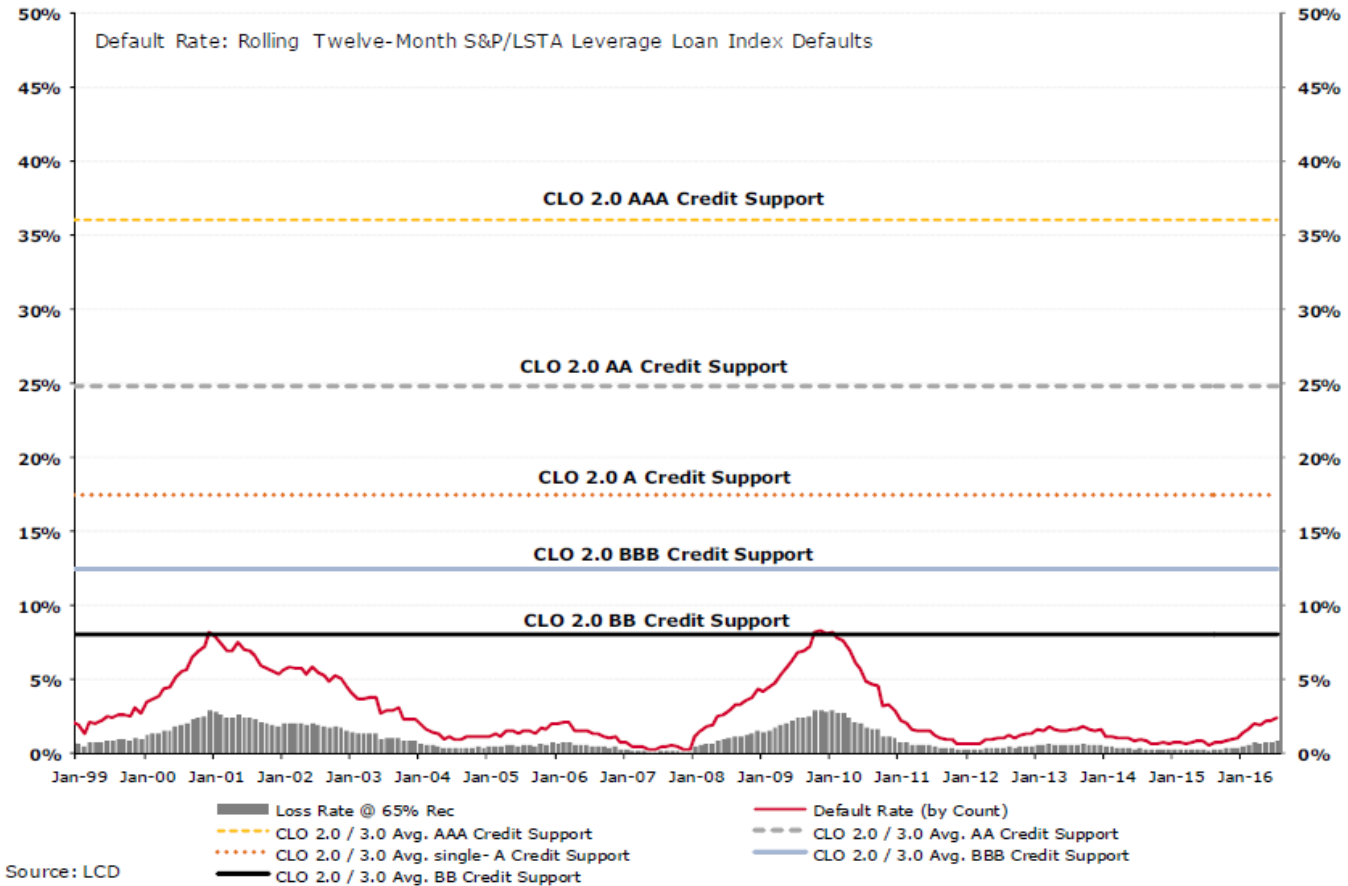
Low Losses Through the Cycles¹

- According to Moody's, U.S. CLO tranches have significantly lower loss rates than similarly rated corporates

Moody's CLO Tranche Defaults vs. Corporate Default History (Cumulative)						
	<u>U.S. CLO Default Rate</u>	<u>Total Tranches</u>	<u>Defaulted Tranches</u>	<u>U.S. Corporate Default Rate</u>		
	1993 – 2018	1993-2018	1993-2018	5 Year	10 Year	15 Year
AAA	0.00%	3,833	0	0.1%	0.1%	0.1%
AA	0.00%	1,961	0	0.3%	0.8%	1.3%
A	0.08%	1,816	1	0.8%	2.2%	3.6%
BBB	0.63%	1,791	24	1.5%	3.3%	5.7%
BB	1.10%	1,477	26	7.9%	15.1%	20.8%
B	1.20%	358	4	20.3%	33.6%	41.6%
Total	0.31%	11,236	55			

1. Source: Moody's, May 17th, 2019. Using most recent data available.

Historical Structural Protections – by Tranche



Source: LCD

Historical Loan Recovery Data:

Average Loan Recovery 1987-2015:	80.4%	(based on Ultimate Recovery)
Average Loan Recovery 1983 -2015:	66.6%	(based on 30d Post Default Trading Price)

Source: Moody's

1. Source: Wells Fargo, data as of March 2, 2017.

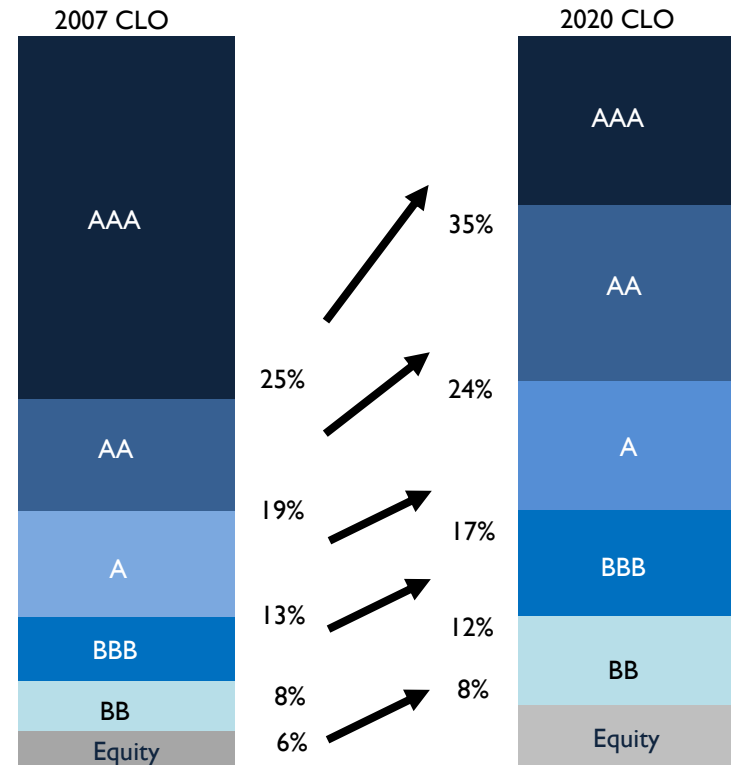
How CLO Structures Have Evolved Since the Financial Crisis

- Post-Crisis CLOs contain more credit support¹
- Credit support has improved by one tranche level: a 2.0 BBB has credit support equal to a 1.0 single-A²

Pre-Crisis CLOs vs. Post-Crisis CLOs¹

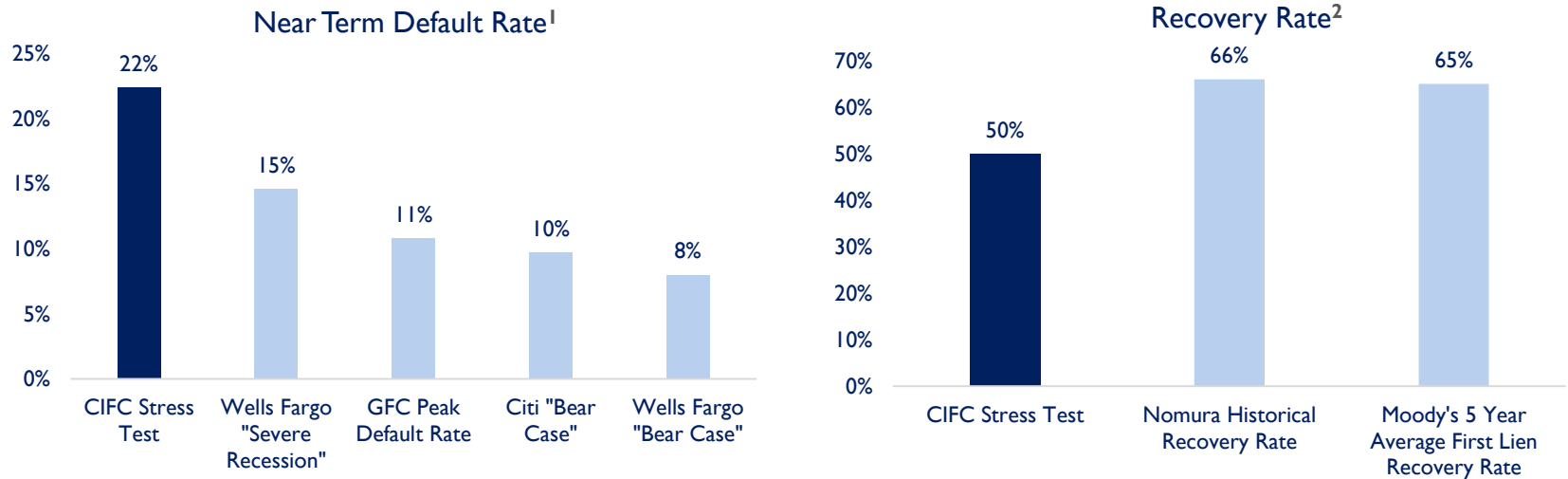
	Pre-Crisis CLOs	Post-Crisis CLOs
Coupons	Lower	Higher
Credit Support	Lower	Higher
WA Cost of Debt	50-70 bps	150-225 bps
Reinvestment Period	5-7 Yrs	4-5 Yrs
Non-Call Period	3-5 Yrs	2 Yrs
CLOs as Collateral Assets	5%-10%	None
Bonds as Collateral Assets	5%-10%	None
Tranche Refinancing	N/A	After NC, Refi Tranches at Par
CLO "Reset"	N/A	After NC, Tranches can be Reset at Par
Maturity	12-14 Yrs	12 Yrs

Credit Support based on Assets²



1. Source: Wells Fargo Research-“FAQ on CLOs and Leveraged Loans”. Data as of January 31, 2019. Most recent data available.
 2. Source: Based on asset par coverage. Wells Fargo Research-“FAQ on CLOs and Leveraged Loans”. Data as of January 31, 2020.

CIFIC Stress Test vs. Wall Street Analyst Projections

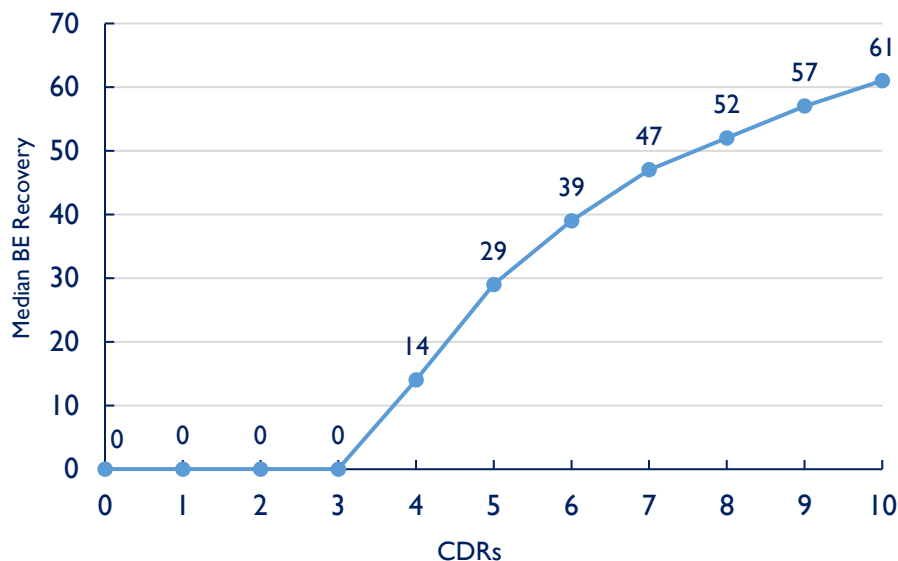


1. Sources: Copyright © 2020, S&P Global Market Intelligence, Leveraged Commentary & Data. Data as of April 1, 2020; Citi – US High Yield Strategy Focus, April 3, 2020. Near Term Default Rate Chart Definitions: "CIFIC Stress Test" = S&P forecasted 12 month default rate for loans; Wells Fargo "Severe Recession" = Moody's forecasted 12 month default rate for loans under severe recession stress; "GFC Peak Default Rate" = Peak trailing 12 month default rate in S&P/LSTA Leveraged Loan Index (as of November 2009); Citi "Bear Case" = S&P forecasted 12 month default rate for loans; Wells Fargo "Bear Case" = S&P forecasted 12 month default rate for loans under bear case.
2. Source: CIFIC Analysis, data as of July 21, 2020. Nomura Special Topics, March 20, 2020; Moody's Investor Service – February 2020 Default Report, March 10, 2020, CIFIC as of June 29th, 2020. Recovery rate between CIFIC Stress Test, Nomura Historical recovery rate and Mood's 5 Year Average Fist lien recovery Rate.

CLO Mezzanine Debt Credit Enhancement¹

- We believe CLO structures provide CLO mezzanine investors with significant protection from defaults on the underlying loan collateral via subordination and overcollateralization triggers
- The breakeven Constant Default Rate(CDR)/Recovery combination for US CLO BBs are above historic average default level. For example, a CLO BB will not incur a first dollar principal loss at an annual 7% CDR and 47% recovery rate

CLO BBs BE CDR/Recovery Combinations for Principal Write-downs



Breakeven default rates across CLO tranches

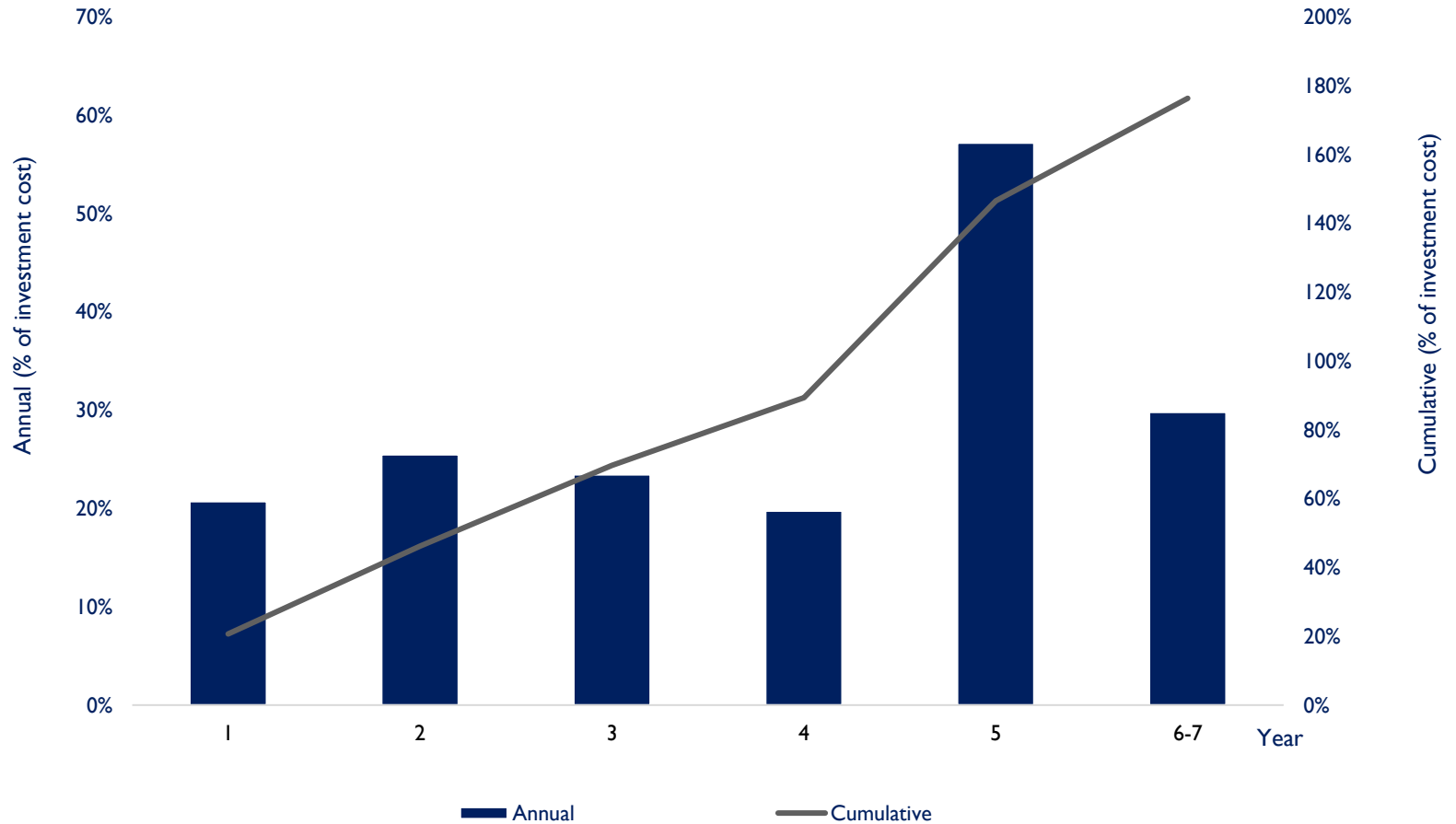
Tranche	PIK		Principal Writedown	
	Median	Mean	Median	Mean
AAA	-	-	79.5	80.8
AA	-	-	37.3	41.3
A	-	-	24.4	27.1
BBB	14.2	15.1	15.2	17.8
BB	9	10.3	9.2	11.5
B	4.5	6.9	7.2	10.2

1. Source: Morgan Stanley Research, Intex, data as of March 31, 2020. Constant Default Rate (CDR) is a loan default rate equivalent to the proportion of a loan's principal that is assumed to be defaulted in each period.



Investing Opportunities – CLO Equity

Sample Secondary CLO Equity Cash-on-Cash Return Profile

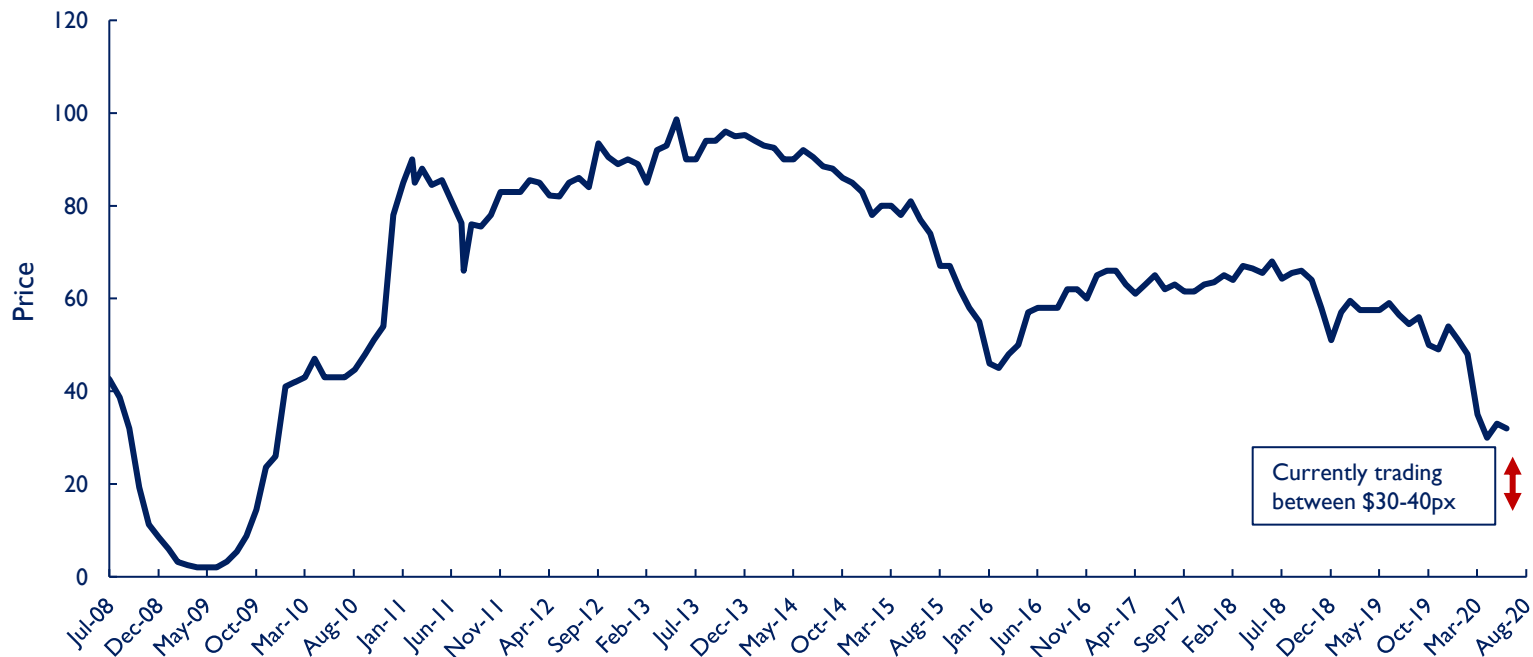


1. Sample cash flows have been provided for illustrative purposes only. There can be no assurance that such an investment will achieve similar returns or not lose invested capital. The “to maturity” returns are projected by CIFC and based off of modeling assumptions created by CIFC. Such assumptions are available upon request.

CLO Equity Opportunities

- CLO equity valuations remain challenged even as CLO debt and senior secured bank valuations have improved
- CLO equity investors stand to benefit most from an economic turnaround
- Increasing CCC baskets and looming defaults require equity investors to have a fundamental credit viewpoint of the CLO's underlying assets

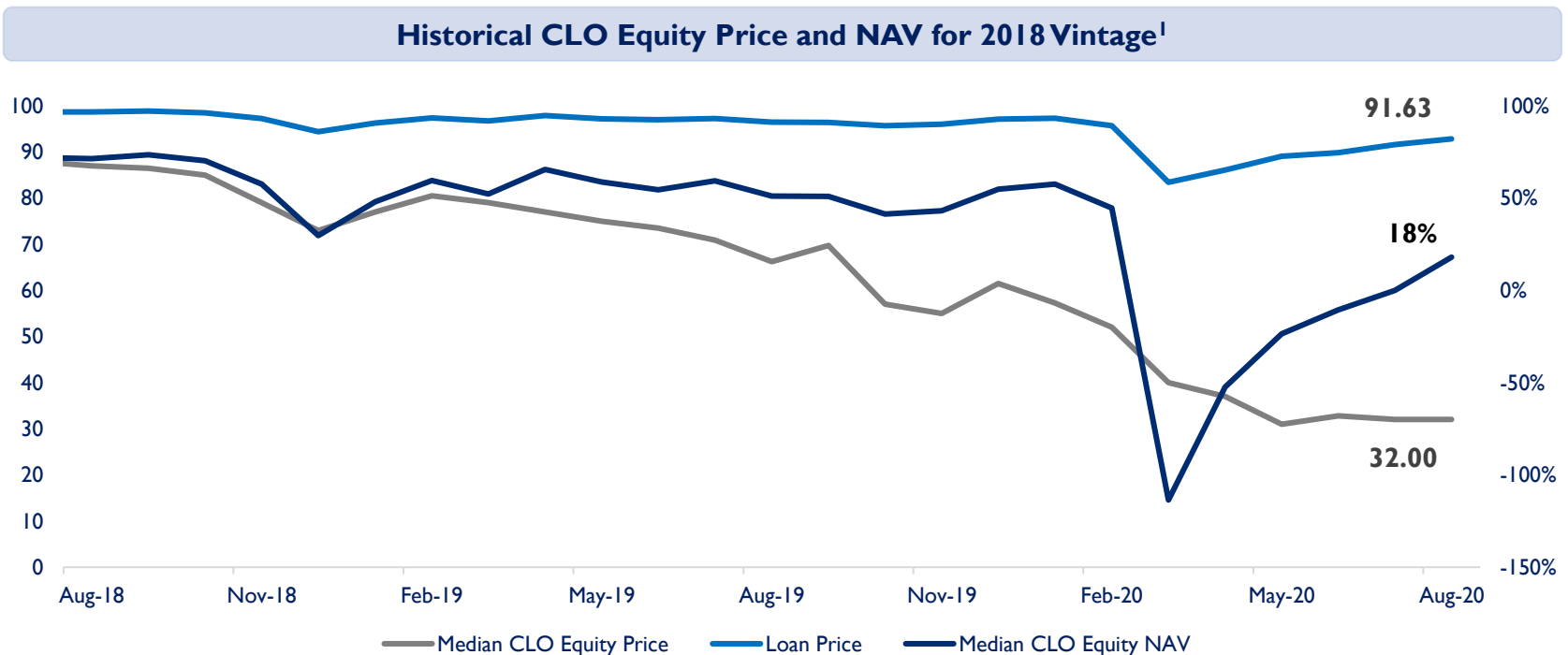
Secondary CLO Equity Prices¹



1. Source: Citibank, data as of August 31, 2020.

Current CLO Equity Valuation at Attractive Entry Point

- CLO equity valuations are heavily impacted by movements in loan prices
- The decline in bank loan prices has led to majority of CLO equity tranches having a lower NAV than pre-COVID
- As loan prices rebound, CLO equity valuations will improve at a more rapid pace due to the inherent leverage within the CLO structure

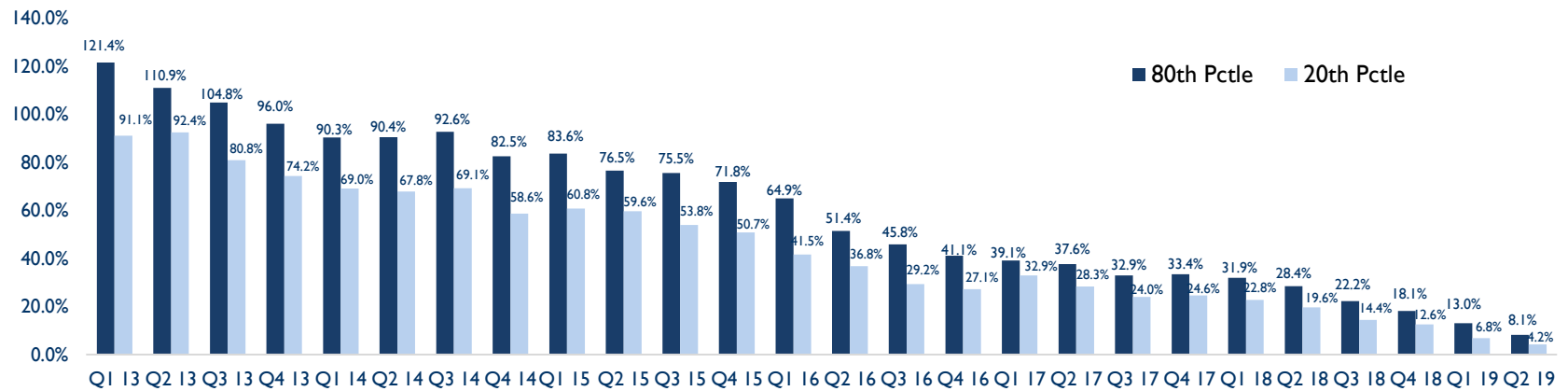


1. Source: Citi, data as of August 31, 2020.

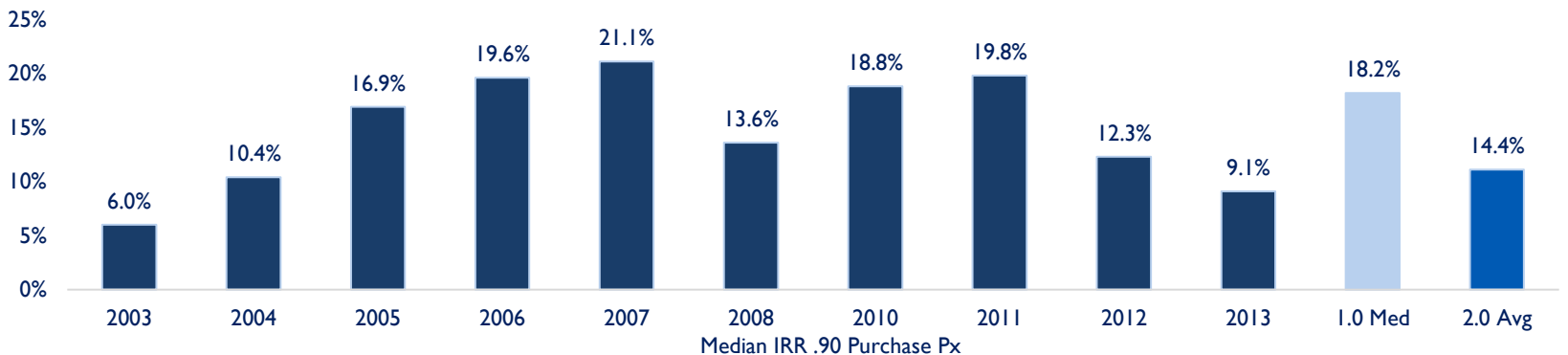
Historic CLO Equity Performance

- Diversified portfolio, transparency of underlying issuers, and focus on risk
- Manager selection remains essential; ability to evaluate and understand asset fundamentals is equally important

Manager Dispersion – Cumulative Cash-on-Cash Return by Quarter of Issue¹



Median IRR by Vintage Year (Terminated Deals)²



1. Source: Wells Fargo, data as of March 31, 2020. Majority of cumulative returns reflect return distributions for CLOs still outstanding. Using most current data available.
 2. Source: JPMorgan, Wells Fargo as of Q4 2019.



Investment Opportunities – CLO Warehouses

Investment Rationale – CLO Warehouse Equity



- CLO warehouse equity investments provide a short duration bridge between CLO investment opportunities

12-18% Target Return¹

3-6 Month Expected Duration

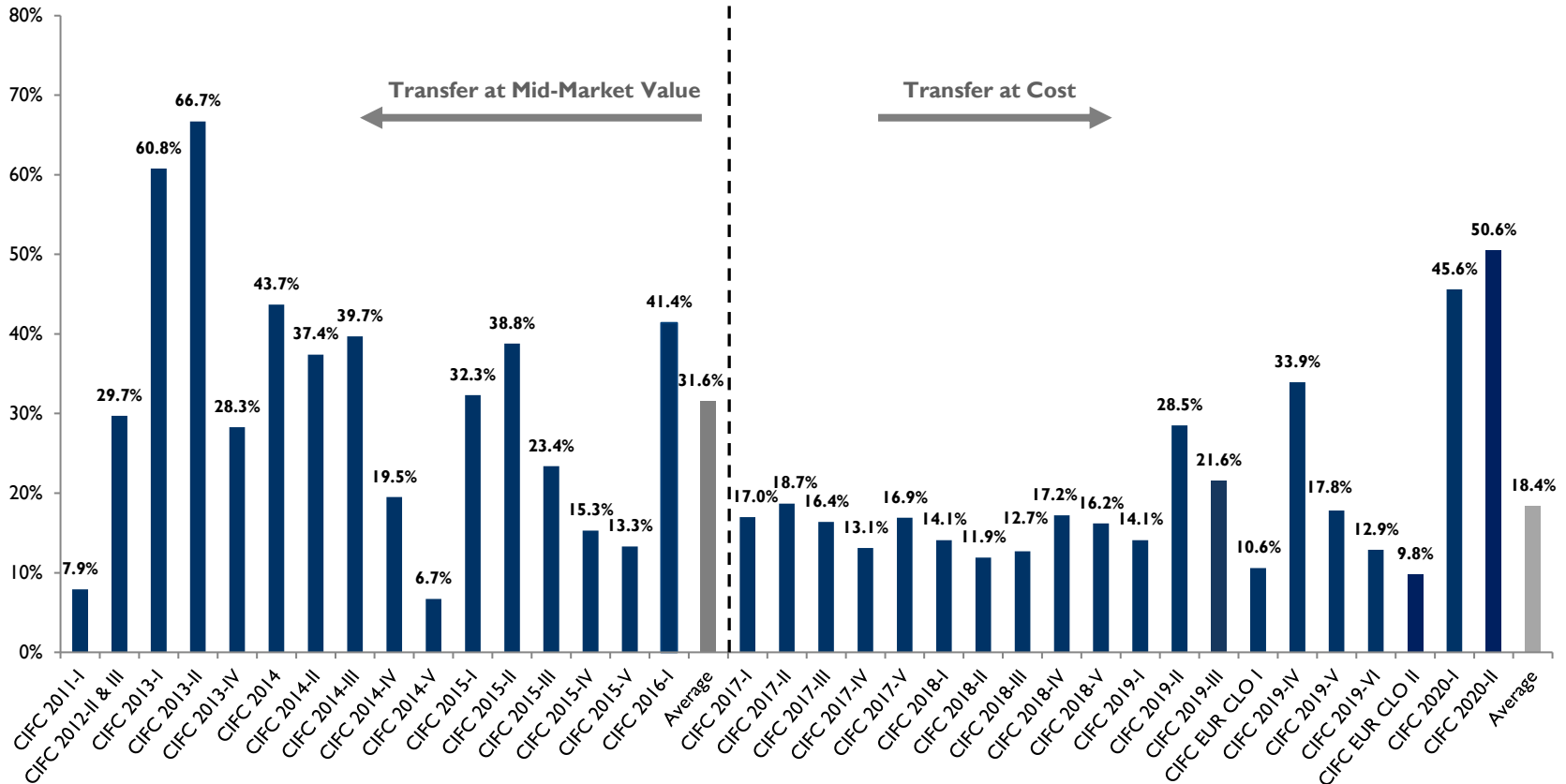
Structure	Attractive financing Minimal upfront/management fees
Favorable Terms	Ability to leverage extensive CLO warehouse management expertise to negotiate favorable terms
Diversification	Actively managed, diversified portfolio of broadly syndicated senior secured corporate loans (“BSL”)

1. There can be no assurance that the target return will be achieved. In considering the target return, prospective investors should bear in mind that such targeted performance is not a guaranteed projection or prediction and is not indicative of future results. Actual performance may differ substantially from the target performance shown.

Warehouse Return Track Record

CIFIC is an experienced manager of warehouse investments, having closed over 30 warehouses on CIFIC CLO 2.0¹ transactions with nine different underwriting banks

CLO Warehouse IRRs²



1. "CLO 2.0" began in 2010 and changed in response to the crisis by strengthening credit support and shortening the period in which loan interest and proceeds could be reinvested into additional loans.
 2. Please note warehouses represented here are from CIFIC CLO 2.0 transactions. As of August 31, 2020. The CIFIC 2020-I warehouse was opened on the CLO's pricing date (June 12, 2020) and accordingly was only accumulated post-pricing for a six week period. The warehouse also benefited from approximately \$90 million of assets from an existing warehouse transferring over on the pricing date via a master participation agreement. The CIFIC 2012-II CLO used the CIFIC 2012-III warehouse to ramp collateral until the pricing of the CIFIC 2012-II CLO transaction. After pricing the CIFIC 2012-II CLO, Royal Bank of Scotland provided all of the financing and retained all of the economics on the CIFIC 2012-II portfolio accumulated between pricing and closing. CIFIC does not have information on the economics for the CIFIC 2013-III warehouse as there was a separate arrangement entered into between Citi Bank and the third party warehouse equity provider to which CIFIC was not a party. CIFIC's Warehouse Fund had a position in a warehouse from September 2015 to April 2016. The warehouse was liquidated in April 2016 and the Warehouse Fund realized an IRR of 10.1%. Once the warehouse was fully liquidated, CIFIC reopened the warehouse with a new equity contribution from its balance sheet and started accumulating assets again. The return in 2016-I above is reflective of the reopened warehouse. Past performance is not indicative of future results. There can be no assurance that similar returns will be achieved. In considering past performance, prospective investors should bear in mind that such targeted performance is not a guarantee, projection or prediction and is not indicative of future results. See the included Disclaimer for additional information.

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The S&P/LSTA Leveraged Loan Index is a market value-weighted index designed to measure the performance of the U.S. leveraged loan market based upon market weightings, spreads and interest payments.

S&P 500 is an American stock market index based on the market capitalizations of 500 large companies having common stock listed on the NYSE or NASDAQ.

The J.P. Morgan Investment Grade Index is a broad measure of the performance of the most liquid securities in the Investment Grade corporate bond market.

The J.P. Morgan High Yield Bond Index is a developed market indices include the local debt flagship products, the J.P. Morgan Government Bond Index (GBI) series and the Economic and Monetary Union (EMU) Government Bond Index. These indices track fixed rate issuances from high-income countries spanning the globe. The developed markets index lineup has a long track record of investor adoption since the launch of the GBI Global in 1989, and has since expanded coverage through the GBI Broad and the EMU Index. The developed markets indices also include the J.P. Morgan Cash Index, the US Agency Index, the Euro Linker Securities Index (ELSI), and the J.P. Morgan Municipal Bond Index (JMBI).\

The J.P. Morgan Collateralized Loan Obligation Index (CLOIE) is a benchmark designed to track the USD-denominated, broadly-syndicated, arbitrage CLO market. CLOIE is divided by time period of origination (pre versus post crisis) and is broken out further into six original rating classes (AAA, AA, A, BBB, BB, B). The CLOIE index is comprised solely of cash, arbitrage CLOs backed by broadly syndicated leveraged loans. CLOs that do not fit these criteria including Middle Market CLOs, ABS CDOs, Emerging Market CLOs, and Balance Sheet CLOs are ineligible for inclusion. The CLOIE index is rebalanced at the close of the last business day of each month, following the US holiday calendar.