

22 Jul 2020 | Affirmation

Fitch Maintains The Co-operative Bank's 'B-' on RWN

Fitch Ratings-London-22 July 2020:

Fitch Ratings is maintaining The Co-operative Bank's Long-Term Issuer Default Rating (IDR) of 'B-' and Viability Rating (VR) of 'b-', on Rating Watch Negative (RWN). A full list of ratings is below.

The RWN reflects heightened risks to the bank's ratings from further deterioration in the economic environment. Fitch believes that the bank has only a limited margin of safety before requiring additional capital.

Fitch forecasts UK GDP to fall 9% in 2020, with unemployment rising to 6.8% by end-2020 and remaining above this level in 2021. This expectation is based on the assumption that the gradual lifting of pandemic-containment measures since the beginning of July will result in a sharp rebound in GDP growth in 2021. However, we see material downside to these economic forecasts, which also assume a smooth Brexit transition.

Fitch expects to resolve the RWN in 2H20, when we have greater visibility of the impact of the current health crisis on the bank's performance, regulatory requirements, and expansion plans.

Key Rating Drivers

IDRs and VR

The Co-operative Bank's IDRs and VR primarily reflect the vulnerability of capital to losses given that the bank is structurally loss-making. Earnings generation and capital erosion are two factors of high importance to the ratings. The ratings also incorporate heightened execution risk as the bank continues to grow its business and restructure amid economic uncertainties and competitive pressures in the market, resulting in uncertainty over the business model's viability. The ratings also consider the bank's healthy loan quality, adequate liquidity and resilient franchise.

The bank reported high regulatory capital ratios at end-1Q20 (common equity Tier 1 (CET1) ratio: 18.3%; total capital ratio: 22.6%) but these are expected to fall on additional losses as well as risk-weighted asset (RWA) inflation, due to increased risk weightings of its assets. Capital requirements for the bank, as a share of RWAs, at end-1Q20 were CET1 of 10.9% and a total capital requirement (TCR) of 14.5%, to which a capital conservation buffer (CCoB) of 2.5% is added - which

must be met with CET1. This provides the bank with some limited headroom, estimated at GBP243 million at end-1Q20, before breaching its capital requirements.

The buffer over capital requirements has been supported by setting the pillar 2A capital requirement to a nominal amount instead of as a share of RWAs, lower risk weights for government-backed loans, transitional arrangements on the application of IFRS9 and a temporary reduction of the countercyclical buffer to 0%.

The bank's Basel leverage ratio of 3.8% at end-1Q20, although not binding until 2021, presents a material constraint on the ability to grow its business.

The Co-operative Bank recorded a pre-tax loss of GBP27 million in 1Q20 and we expect a greater loss for the full year on lower revenues from lower business volumes and a lower base rate, as well as higher loan impairment charges. We expect the bank to control costs by delaying or cancelling planned investments, implementing a hiring freeze and reducing variable pay. We view the bank's planned return to profitability in 2022 as ambitious.

Execution of the business turnaround had been moderately successful pre-coronavirus with the sectionalisation of its pension scheme, its completed separation from The Co-operative Group, and consequently the reduction of its Pillar 2A requirement to 6.54% in 2019 from 15% in 2017. Loan growth had been in line with plans, and asset quality has shown significant improvement, with material deleveraging of legacy assets (5% of assets at end-1Q20).

The Stage 3 loans/ gross loans ratio was 0.4% at end-2019 (1.4% including purchased or credit - impaired loans) which is in line with peers', although we expect some moderate asset-quality deterioration as higher unemployment and lower economic growth affect the borrower's ability to service mortgage loans. Government initiatives such as mortgage loan payment holidays and the job retention scheme may delay or alleviate some pressure but we see an underlying increase in credit risk associated with borrowers.

The Co-operative Bank continues to be primarily funded by granular deposits, which have shown resilience through various stresses. We consider on-balance sheet liquidity adequate given additional access to contingent liquidity from the Bank of England, if required. Refinancing the outstanding term funding scheme (TFS) balances of GBP960 million at end-1Q20 should be manageable due to the new TFSME scheme, which, in addition to base-rate cuts and lower competition for deposits should reduce the bank's funding costs. We view the bank's access to wholesale funding as weak.

SUPPORT RATING (SR) AND SUPPORT RATING FLOOR (SRF)

The Co-operative Bank's SR of '5' and SRF of 'No Floor' reflect Fitch's view that senior creditors cannot rely on extraordinary support from the UK authorities in the event the bank becomes non-viable, because in our opinion the legislation and regulation implemented in the UK is likely to require senior creditors to participate in losses for resolving the bank. In addition they reflect the lack of systemic importance of the bank.

RATING SENSITIVITIES

IDRs and VR

Factors that could, individually or collectively, lead to negative rating action/downgrade:

Ratings will likely be downgraded if the bank is unable to address the economic impact of the pandemic on growth prospects or show an improvement in profitability. We will also likely downgrade the bank if it does not improve its resilience by increasing the headroom over its minimum regulatory capital requirements, or if prospects to generate sustainable operating profit and therefore the outlook for its longer-term viability do not improve.

Factors that could, individually or collectively, lead to positive rating action/upgrade:

In the event that the bank is able to withstand rating pressure arising from the pandemic, the most likely trigger for an upgrade would be evidence of medium-term earnings and capitalisation resilience. This will require some evidence of success in executing its turnaround plan, by returning to structural profitability.

The Co-operative Bank is an operating company and may benefit from a combination of internal MREL (minimum requirement for own funds and eligible liabilities) and qualifying junior debt buffer amounting to over 10% of RWAs, on an ongoing basis. Once we gain certainty around the timing and the ability of the bank to reach this target we would likely rate the IDR one notch higher than the VR to reflect added protection this buffer gives to senior creditors in case of the bank's failure.

SR AND SRF

Fitch does not expect any changes to the SR and the SRF due to legislation requiring senior creditors to participate in losses for resolving The Co-operative Bank.

Best/Worst Case Rating Scenario

International scale credit ratings of Financial Institutions and Covered Bond issuers have a best-case rating upgrade scenario (defined as the 99th percentile of rating transitions, measured in a positive direction) of three notches over a three-year rating horizon; and a worst-case rating downgrade scenario (defined as the 99th percentile of rating transitions, measured in a negative direction) of four notches over three years. The complete span of best- and worst-case scenario credit ratings for all rating categories ranges from 'AAA' to 'D'. Best- and worst-case scenario credit ratings are based on historical performance. For more information about the methodology used to determine sector-specific best- and worst-case scenario credit ratings, visit [<https://www.fitchratings.com/site/re/10111579>]

REFERENCES FOR SUBSTANTIALLY MATERIAL SOURCE CITED AS KEY DRIVER OF RATING

The principal sources of information used in the analysis are described in the Applicable Criteria.

ESG Considerations

The highest level of ESG credit relevance, if present, is a score of 3. This means ESG issues are credit-neutral or have only a minimal credit impact on the entity(ies), either due to their nature or to the way in which they are being managed by the entity(ies). For more information on Fitch's ESG Relevance Scores, visit www.fitchratings.com/esg.

The Co-operative Bank p.l.c.; Long Term Issuer Default Rating; Rating Watch Maintained; B-; RW: Neg
; Short Term Issuer Default Rating; Rating Watch Maintained; B; RW: Neg
; Viability Rating; Rating Watch Maintained; b-; RW: Neg
; Support Rating; Affirmed; 5
; Support Rating Floor; Affirmed; NF

Contacts:

Primary Rating Analyst

Claudia Nelson,

Senior Director

+44 20 3530 1191

International

Fitch Ratings Ltd

30 North Colonnade, Canary Wharf

London E14 5GN

Secondary Rating Analyst
Christopher Ogunleye,
Analyst
+44 20 3530 1192
International

Committee Chairperson
Olivia Perney,
Managing Director
+33 1 44 29 91 74

Media Relations: Louisa Williams, London, Tel: +44 20 3530 2452, Email:
louisa.williams@thefitchgroup.com

Additional information is available on www.fitchratings.com

Applicable Criteria

[Bank Rating Criteria \(pub. 28 Feb 2020\) \(including rating assumption sensitivity\)](#)

Additional Disclosures

[Dodd-Frank Rating Information Disclosure Form](#)

[Solicitation Status](#)

[Endorsement Status](#)

[Endorsement Policy](#)

ALL FITCH CREDIT RATINGS ARE SUBJECT TO CERTAIN LIMITATIONS AND DISCLAIMERS. PLEASE READ THESE LIMITATIONS AND DISCLAIMERS BY FOLLOWING THIS LINK: [HTTPS://WWW.FITCHRATINGS.COM/UNDERSTANDINGCREDITRATINGS](https://www.fitchratings.com/understandingcreditratings). IN ADDITION, THE FOLLOWING [HTTPS://WWW.FITCHRATINGS.COM/RATING-DEFINITIONS-DOCUMENT](https://www.fitchratings.com/rating-definitions-document) DETAILS FITCH'S RATING DEFINITIONS FOR EACH RATING SCALE AND RATING CATEGORIES, INCLUDING DEFINITIONS RELATING TO DEFAULT. PUBLISHED RATINGS, CRITERIA, AND METHODOLOGIES ARE AVAILABLE FROM THIS SITE AT ALL TIMES. FITCH'S CODE OF CONDUCT, CONFIDENTIALITY, CONFLICTS OF INTEREST, AFFILIATE FIREWALL, COMPLIANCE, AND OTHER RELEVANT POLICIES AND PROCEDURES ARE ALSO AVAILABLE FROM THE CODE OF CONDUCT SECTION OF THIS SITE. DIRECTORS AND SHAREHOLDERS RELEVANT INTERESTS ARE AVAILABLE AT [HTTPS://WWW.FITCHRATINGS.COM/SITE/REGULATORY](https://www.fitchratings.com/site/regulatory). FITCH MAY HAVE PROVIDED ANOTHER PERMISSIBLE SERVICE TO THE RATED ENTITY OR ITS RELATED THIRD PARTIES. DETAILS OF THIS

SERVICE FOR RATINGS FOR WHICH THE LEAD ANALYST IS BASED IN AN EU-REGISTERED ENTITY CAN BE FOUND ON THE ENTITY SUMMARY PAGE FOR THIS ISSUER ON THE FITCH RATINGS WEBSITE.

Copyright © 2020 by Fitch Ratings, Inc., Fitch Ratings Ltd. and its subsidiaries. 33 Whitehall Street, NY, NY 10004. Telephone: 1-800-753-4824, (212) 908-0500. Fax: (212) 480-4435. Reproduction or retransmission in whole or in part is prohibited except by permission. All rights reserved. In issuing and maintaining its ratings and in making other reports (including forecast information), Fitch relies on factual information it receives from issuers and underwriters and from other sources Fitch believes to be credible. Fitch conducts a reasonable investigation of the factual information relied upon by it in accordance with its ratings methodology, and obtains reasonable verification of that information from independent sources, to the extent such sources are available for a given security or in a given jurisdiction. The manner of Fitch's factual investigation and the scope of the third-party verification it obtains will vary depending on the nature of the rated security and its issuer, the requirements and practices in the jurisdiction in which the rated security is offered and sold and/or the issuer is located, the availability and nature of relevant public information, access to the management of the issuer and its advisers, the availability of pre-existing third-party verifications such as audit reports, agreed-upon procedures letters, appraisals, actuarial reports, engineering reports, legal opinions and other reports provided by third parties, the availability of independent and competent third-party verification sources with respect to the particular security or in the particular jurisdiction of the issuer, and a variety of other factors. Users of Fitch's ratings and reports should understand that neither an enhanced factual investigation nor any third-party verification can ensure that all of the information Fitch relies on in connection with a rating or a report will be accurate and complete. Ultimately, the issuer and its advisers are responsible for the accuracy of the information they provide to Fitch and to the market in offering documents and other reports. In issuing its ratings and its reports, Fitch must rely on the work of experts, including independent auditors with respect to financial statements and attorneys with respect to legal and tax matters. Further, ratings and forecasts of financial and other information are inherently forward-looking and embody assumptions and predictions about future events that by their nature cannot be verified as facts. As a result, despite any verification of current facts, ratings and forecasts can be affected by future events or conditions that were not anticipated at the time a rating or forecast was issued or affirmed.

The information in this report is provided "as is" without any representation or warranty of any kind, and Fitch does not represent or warrant that the report or any of its contents will meet any of the requirements of a recipient of the report. A Fitch rating is an opinion as to the creditworthiness of a security. This opinion and reports made by Fitch are based on established criteria and methodologies that Fitch is continuously evaluating and updating. Therefore, ratings and reports are the collective work product of Fitch and no individual, or group of individuals, is solely

responsible for a rating or a report. The rating does not address the risk of loss due to risks other than credit risk, unless such risk is specifically mentioned. Fitch is not engaged in the offer or sale of any security. All Fitch reports have shared authorship. Individuals identified in a Fitch report were involved in, but are not solely responsible for, the opinions stated therein. The individuals are named for contact purposes only. A report providing a Fitch rating is neither a prospectus nor a substitute for the information assembled, verified and presented to investors by the issuer and its agents in connection with the sale of the securities. Ratings may be changed or withdrawn at any time for any reason in the sole discretion of Fitch. Fitch does not provide investment advice of any sort. Ratings are not a recommendation to buy, sell, or hold any security. Ratings do not comment on the adequacy of market price, the suitability of any security for a particular investor, or the tax-exempt nature or taxability of payments made in respect to any security. Fitch receives fees from issuers, insurers, guarantors, other obligors, and underwriters for rating securities. Such fees generally vary from US\$1,000 to US\$750,000 (or the applicable currency equivalent) per issue. In certain cases, Fitch will rate all or a number of issues issued by a particular issuer, or insured or guaranteed by a particular insurer or guarantor, for a single annual fee. Such fees are expected to vary from US\$10,000 to US\$1,500,000 (or the applicable currency equivalent). The assignment, publication, or dissemination of a rating by Fitch shall not constitute a consent by Fitch to use its name as an expert in connection with any registration statement filed under the United States securities laws, the Financial Services and Markets Act of 2000 of the United Kingdom, or the securities laws of any particular jurisdiction. Due to the relative efficiency of electronic publishing and distribution, Fitch research may be available to electronic subscribers up to three days earlier than to print subscribers.

For Australia, New Zealand, Taiwan and South Korea only: Fitch Australia Pty Ltd holds an Australian financial services license (AFS license no. 337123) which authorizes it to provide credit ratings to wholesale clients only. Credit ratings information published by Fitch is not intended to be used by persons who are retail clients within the meaning of the Corporations Act 2001. Fitch Ratings, Inc. is registered with the U.S. Securities and Exchange Commission as a Nationally Recognized Statistical Rating Organization (the "NRSRO"). While certain of the NRSRO's credit rating subsidiaries are listed on Item 3 of Form NRSRO and as such are authorized to issue credit ratings on behalf of the NRSRO (see <https://www.fitchratings.com/site/regulatory>), other credit rating subsidiaries are not listed on Form NRSRO (the "non-NRSROs") and therefore credit ratings issued by those subsidiaries are not issued on behalf of the NRSRO. However, non-NRSRO personnel may participate in determining credit ratings issued by or on behalf of the NRSRO.

ENDORSEMENT POLICY - Fitch's approach to ratings endorsement so that ratings produced outside the EU may be used by regulated entities within the EU for regulatory purposes, pursuant

to the terms of the EU Regulation with respect to credit rating agencies, can be found on the [EU Regulatory Disclosures](#) page. The endorsement status of all International ratings is provided within the entity summary page for each rated entity and in the transaction detail pages for all structured finance transactions on the Fitch website. These disclosures are updated on a daily basis.