

Japan Credit Rating Agency, Ltd. (JCR) announces the following credit rating.

## **YOKOHAMA MINATOMIRAI RAILWAY COMPANY (security code: -)**

### <Affirmation>

Long-term Issuer Rating:	A+
Outlook:	Stable
Bonds:	A+
Shelf Registration:	Preliminary A+

### *Rationale*

- (1) YOKOHAMA MINATOMIRAI RAILWAY COMPANY (the "Company") is a joint public-private sector railroad company established by Yokohama City (63.5% stake; the "City"), Kanagawa Prefecture (8.9%), TOKYU CORPORATION (4.4%) and others. Primarily engaged in Type I Railway Business, the Company operates the Minatomirai 21 Line running through the City's urban coastal area. It is also carrying out a project to relocate Tokyu Toyoko Line tracks underground for mutual through-operation in Yokohama Station (the "Underground Relocation Project") and a project for the overall improvement of Keikyu Yokohama Station, while managing the Kodomonokuni Line as an operator of Type III Railway Business. Ratings reflect the Company's good operating base, stable cash flow expected over the medium and long term and support from the City in the financial and other aspects.
- (2) In its "Direction and agreement concerning organization management from FY2018 onward," the City states that the Company needs to exist as an affiliated organization that can reflect the City's initiatives in urban area revitalization, including promotion of development of the Minatomirai 21 area. Seeing redevelopment and reinforcement of functions of the urban coastal area as key initiatives, the City will likely continue its involvement in the Company's management.
- (3) For the Underground Relocation Project, which was carried out by the City and TOKYU, the Company took over the City's share of the costs. It has been agreed that the City will provide the Company with appropriate support in order to help avoid any influence on the Company's business. The City is financially involved in the Company with, for example, interest-free loans, interest subsidies, grants and loss compensation related to the borrowings from private financial institutions.
- (4) The Company's performance has been steady thanks mainly to growth in the number of passengers carried on the Minatomirai 21 Line and a fall in interest costs. However, it is now weakening partly because of self-quarantine amid the COVID-19 pandemic, as indicated by a 44% year-on-year drop in operating revenue to 3.6 billion yen in the first half of the fiscal year ended March 2021 (FY2020) and an ordinary loss of 1.9 billion yen, turning negative from 0.9 billion yen in ordinary income for the previous year's first half. Yet, even though the business environment remains highly uncertain into FY2021, given that development projects will be continued in the Minatomirai 21 area going forward, too, JCR predicts that the Company's performance will improve over the medium and long term as the pandemic tails off.
- (5) Equity ratio as of September 30, 2020 was 18.2%, falling from 19.6% at March 31, 2020 due to the reporting of a net loss. Financial structure has so far been improving with reductions in interest-bearing debt and loss carried forward; however, not only cash flows are decreasing with a decline in transportation revenue, but the Company also anticipates large capital expenditures for the construction of a railway yard, etc. going forward, which will likely delay debt reduction. That said, JCR assumes that the Company can still maintain a decent financial base in the medium and long run as cash flow generation capacity improves.

Atsushi Kato, Tatsuya Shimizu

## Rating

Issuer: YOKOHAMA MINATOMIRAI RAILWAY COMPANY

### <Affirmation>

Long-term Issuer Rating: A+ Outlook: Stable

Issue	Amount (bn)	Issue Date	Due Date	Coupon	Rating
Bonds no. 1	JPY 5	Feb. 25, 2016	Feb. 25, 2026	0.620%	A+
Bonds no. 2	JPY 6	Feb. 23, 2017	Feb. 23, 2027	0.455%	A+
Bonds no. 3	JPY 6	Feb. 28, 2018	Feb. 28, 2028	0.390%	A+
Bonds no. 4	JPY 6	Dec. 14, 2018	Dec. 14, 2028	0.445%	A+
Bonds no. 5	JPY 6	Dec. 11, 2019	Dec. 11, 2029	0.300%	A+
Bonds no. 6	JPY 8	Sept. 17, 2020	Sept. 17, 2030	0.450%	A+

Shelf Registration: Preliminary A+

Maximum: JPY 15 billion

Valid: two years effective from July 1, 2019

Rating Assignment Date: April 20, 2021

The assumptions for the credit ratings and the definitions of the rating symbols are published as "Types of Credit Ratings and Definitions of Rating Symbols" (January 6, 2014) in Information about JCR Ratings on JCR's website (<https://www.jcr.co.jp/en/>).

Outline of the rating methodology is shown as "JCR's Rating Methodology" (November 7, 2014) and "Railroad" (May 29, 2020) in Information about JCR Ratings on JCR's website (<https://www.jcr.co.jp/en/>).

### Glossary:

A preliminary rating is a credit rating assigned as a preliminary evaluation while material terms for issue to be rated are not yet finalized. When the issuing terms are finalized, JCR will confirm them and will assign a credit rating anew. The rating level of the final rating may be different from that of the preliminary rating, depending on the final content of the terms, etc.

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JCR publishes its press releases regarding the rating actions both in Japanese and in English on the same day. In case that it takes time to translate rating rationale, JCR may publicize the summary version, which will be replaced by the full translated version within three business days. (Regarding Structured Finance products, JCR only publicize the summary version in English.)

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## INFORMATION DISCLOSURE FORM

Japan Credit Rating Agency, Ltd.

### Disclosure Required by Paragraph (a)(1)(ii) of Rule 17g-7

Issuer:	YOKOHAMA MINATOMIRAI RAILWAY COMPANY
Rating Publication Date:	April 23, 2021

1

The Symbol, Number, or Score in the Rating Scale used to Denote Credit Rating Categories and Notches and, the Identity of the Obligor or the Identity and a Description of the Security or Money Market Instrument as Required by Paragraph (a)(1)(ii)(A) of Rule 17g-7

- Please see the news release. If the credit rating is a private rating, please see the report for private rating.

2

The version of the procedure or methodology used to determine the credit rating; as Required by Paragraph (a)(1)(ii)(B) of Rule 17g-7

- Please see the news release. If the credit rating is a private rating, please see the report for private rating.

3

The Main Assumptions and Principles used in Constructing the Procedures and Methodologies used to Determine the Credit Rating as Required by Paragraph (a)(1)(ii)(C) of Rule 17g-7

- The credit rating methodology assumes, in principle, to be applied to assess the likelihood of a given debt payment in light of its issuer's condition and business environment, etc. in the relevant future. There is certain limitation, however, in the time horizon that the rating foresees.
- The credit rating methodology assumes, in principle, that the factors posted in the below are particularly important for such likelihood to be determined, and that the rating determination is made by evaluating each of them not only quantitatively but also employing qualitative analyses.

A) Business Bases

The likelihood of a given debt payment is highly conditional to its issuer's business bases - how they can be maintained/ expanded into the future and thereby secure earnings and cash flows in adequacy and in a sustainable way.

B) Financial Grounds and Asset Quality

The likelihood of debt payment is highly dependent on the degree of the issuer's indebtedness and loss absorption capacity in terms of equity capital. Also notable is that a financial institution might see a significant loss of financial grounds as a result of changes in value of the assets under its possession.

C) Liquidity Positions

The likelihood of debt payment is highly dependent on the adequacy of the issuer's cash and other sources of repayment (liquidity positions).

D) Related Parties' Status and Stance of Support/ Assistance for the Issuer

The likelihood of debt payment is affected one way or the other by the issuer's related parties such as parent company, subsidiary, guarantor, and the government of the issuer's business domicile, etc. - by their own conditions and/ or position of support/ assistance for the issuer.

E) Order of Seniority in Debt Payment

The likelihood of debt payment can be different between given debts of the same issuer. The likelihood of debt payment for an individual debt is dependent on the issuer's discretion, and/ or its rank relative to other debts of the same issuer in the order of seniority in principal/ interest payment which is determined by design as financial product or by laws, etc.

4 The Potential Limitations of the Credit Rating as Required by Paragraph (a)(1)(ii)(D) of Rule 17g-7

- The credit rating herewith presented by JCR is its summary opinion with regard to the likelihood of given debt payment and hence not necessarily a perfect representation of such likelihood. The credit rating is not intended to estimate the probability of default or the loss on given default, either.
- The objective of the credit rating herewith presented does not include any concerns other than the likelihood of debt payment, such as risks of price changes, market liquidity, etc.
- The credit rating herewith presented is necessary to be reviewed along with possible changes of the issuer of rated objects in its business performance and/ or circumstances which include regulatory environment, and hence subject to possible alteration.

5 Information on the Uncertainty of the Credit Rating as Required by Paragraph (a)(1)(ii)(E) of Rule 17g-7

- The information used for the determination of credit rating as herewith presented is obtained by JCR from the issuer of rated objects and other sources that JCR trusts in terms of accuracy and reliability but possibly contains errors due to human, non-human or other causes. Consequently, the credit rating determined on the grounds of such information does not constitute, explicitly or implicitly, any representation or warrant of JCR on the information itself or any consequences of its use in terms of accuracy, relevance, timeliness, wholeness, market value, or usefulness for any specific purposes.

6 Use of Due Diligence Services of a Third Party in Taking the Rating Action as Required by Paragraph (a)(1)(ii)(F) of Rule 17g-7

- There is no use of any third-party due diligence service in the determination of the credit rating herewith presented.

7 Use of Servicer or Remittance Reports to Conduct Surveillance of the Credit Rating Required by Paragraph (a)(1)(ii)(G) of Rule 17g-7

- There is no use of any servicer or remittance report to conduct surveillance of the credit rating herewith presented.

8 The Types of Data Relied Upon for the Purpose of Determining the Credit Rating as Required by Paragraph (a)(1)(ii)(H) of Rule 17g-7

- The information posted in the below, which includes data, is used for the determination of the credit rating herewith presented.
- A) Audited financial statements presented by the rating stakeholders
- B) Explanations of business performance, management plans, etc. presented by the rating stakeholders

## 9 Overall assessment of the Quality of Information Available and Considered in Determining the Credit Rating as Required by Paragraph (a)(1)(ii)(I) of Rule 17g-7

- JCR holds its basic policies for securing the quality of information as a base of due diligence for the determination of credit ratings. The information used as a base for the determination of credit rating herewith presented satisfies such policies, which include the audit by an independent auditor, the warranty made by the issuer, the publication by the issuer, some independent media or, otherwise, JCR analyst's scrutiny, etc.
- JCR sees no particular weakness in the quality of information used for the determination of the credit rating herewith presented as compared to the information used in other cases of the credit rating for comparable issuers or ratable objects.
- If the credit rating is an Indication, please see the report for Indication.

## 10 Information Relating to Conflicts of Interest as Required by Paragraph (a)(1)(ii)(J) of Rule 17g-7

- JCR receives payment of compensation for the determination of the credit rating herewith presented from either one of those parties who are issuer, underwriter, depositor or sponsor.
- JCR did not receive in the last fiscal year in the past payment of compensation from the same party for any kind of JCR's service other than the determination of public or private credit rating, such as one in the ancillary business.

## 11 Explanation or Measure of the Potential Volatility of the Credit Rating as Required by Paragraph (a)(1)(ii)(K) of Rule 17g-7

### A) Business Bases

The credit rating is subject to alteration if there is improvement or deterioration of the issuer's business bases, since its revenue, etc. may improve or deteriorate by the change in its business management policies, clients' preferences, competitive situation, or a technological innovation. The resultant alteration of the credit rating is usually by a notch, with possibility of a few notches if and when the change in the business bases is large.

### B) Financial Grounds and Asset Quality

The credit rating is subject to alteration if the issuer increases/ decreases its debt/ capital or vice versa and thereby makes its individual debt payment liability less or more bearable and its loss absorption capacity into the future decreased or increased. Also, the changes in the quality of asset under the issuer's holding may affect the credit rating, since such changes could raise or lower the likelihood of future loss of the issuer's financial grounds. The resultant alteration of the credit rating is usually by a notch, with possibility of a few notches if and when the change in the financial grounds and/ or asset quality is large.

### C) Liquidity Positions

The credit rating is subject to alteration if there is a change in the issuer's financial management policy or in the relations with fund procurement sources and the change thereby makes its liquidity positions improve or deteriorate. The resultant alteration of the credit rating is usually by a notch, with possibility of a few notches if and when the change is large.

D) Related Parties' Status and Stance of Support/ Assistance for the Issuer

The credit rating is subject to alteration if there is a change in the issuer's parent company or subsidiary, guarantor or other provider of credit enhancement, or the government of the issuer's business domicile, or other related parties' own conditions and/ or position of support/ assistance for the issuer, and the change thereby makes its business bases, financial grounds and/ or liquidity positions improve or deteriorate, and/ or making the effectiveness of guarantee and other credit enhancement improve or deteriorate. The resultant alteration of the credit rating is usually a notch, with possibility of a few notches if and when the change is large.

E) Order of Seniority in Debt Payment and Non-Payment Forgiven by Contract

The credit rating is subject to alteration if there is a change in the rated debt's status in the order of seniority relative to other debts caused by the improvement/ deterioration of the issuer's financial condition. The resultant alteration of the credit rating is usually a notch, with possibility of a few notches if and when the change is large. Also, in case of the financial products for which non-payment of interest/ principal is contractually permissible, the credit rating is subject to alteration if and when the likelihood of such non-payment is projected to increase or decrease. The resultant alteration of the credit rating could be by a notch but often as much as a few notches.

F) Rise and Fall in General Economy and Markets

The credit rating is subject to alteration if there is a rise/ fall in the general economy and/ or the markets inducing the issuer's revenues/ expenses to increase/ decrease and vice versa, etc. The resultant alteration of the credit rating is usually by a notch, with possibility of a few notches if and when the change is exceptionally large.

G) Various Events

The credit rating is subject to alteration on occurrence of various events, such as change in the issuer's major shareholders, M&A and other organizational change, accident, violation of the law, litigation, legal/ regulatory change, natural disaster, etc., which are unforeseeable at the time when the credit rating is determined, causing a significant change on the issuer's business bases, financial grounds, etc. The resultant alteration of the credit rating could be by a notch but more often than not as much as a few notches.

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Information on the Content of the Credit Rating, Including the Historical Performance of the Credit Rating and the Expected Probability of Default and the Expected Loss in the Event of Default as Required by Paragraph (a)(1)(ii)(L) of Rule 17g-7

- Historical records of the credit rating herewith presented are posted in the end of this paper.
- The credit rating herewith presented by JCR is its summary opinion with regard to the likelihood of given debt payment and hence not necessarily a perfect representation of such likelihood. The credit rating is not intended to estimate the probability of default or the loss on given default, either.
- Facts of the probability of default are posted as Form NRSRO Exhibit 1 on the JCR website under the URL:

<https://www.jcr.co.jp/en/service/company/regu/nrsro/>

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Information on the Sensitivity of the Credit Rating to Assumptions Made as Required by Paragraph (a)(1)(ii)(M) of Rule 17g-7

A) Business Bases

The credit rating herewith presented could be changed if and when the assumptions made at the time of its determination turn out to be inaccurate with regard to the issuer's business bases and powers of earning or cash flow generation, etc. The resultant change of the credit rating is most likely by a notch, as JCR speculates, but possibly as much as a few notches if the development is rapid in improvement or deterioration of the issuer's business bases on some drastic change in the operational environments, etc.

B) Financial Grounds and Asset Quality

The credit rating herewith presented could be changed if and when the assumptions made at the time of its determination turn out to be inaccurate with regard to the issuer's financial grounds and asset

quality. The resultant change of the credit rating is most likely by a notch, as JCR speculates, but possibly as much as a few notches if the development is rapid in improvement or deterioration of the issuer's financial grounds and/ or asset quality on some drastic change in its business bases.

C) Liquidity Risks

The credit rating herewith presented could be changed if and when the assumptions made at the time of its determination turn out to be inaccurate with regard to the issuer's liquidity positions. The resultant change of the credit rating is most likely by a notch, as JCR speculates, but possibly as much as a few notches if the development is rapid in improvement or deterioration of the issuer's liquidity positions on some drastic change in its financial management policy or relations with fund procurement sources, etc.

D) Related Parties' Status and Stance of Support/ Assistance for the Issuer

The credit rating herewith presented could be changed if and when the assumptions made at the time of its determination turn out to be inaccurate with regard to the issuer's parent company or subsidiaries, guarantor or other providers of credit enhancement, the government of the issuer's business domicile or other related parties' status and stance of support/ assistance for the issuer. The resultant change of the credit rating is most likely by a notch, as JCR speculates, but possibly as much as a few notches if there is a major change on the part of related parties, such as replacement, disappearance, some drastic improvement/ deterioration of financial grounds/ balances, etc.

E) Rise and Fall in General Economy and Markets

The credit rating herewith presented could be changed if and when the assumptions made at the time of its determination turn out to be inaccurate with regard to the prospects of general economy and markets. JCR expects the change should be most likely by a notch but could be as much as a few notches, should the economy or the markets change so greatly.

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Information on the Representations, Warranties, and Enforcement Mechanisms of an Asset-backed Security as Required by Paragraph (a)(1)(ii)(N) of rule 17g-7

- The credit rating herewith presented is not for an ABS product, and hence no relevant issue.

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## The Historical Performance of the Credit Rating

Issuer Name	Issue Name	Publication Date	Rating	Outlook/Direction
YOKOHAMA MINATOMIRAI RAILWAY COMPANY	Issuer(Long-term)	October 30, 2015	A+	Stable
YOKOHAMA MINATOMIRAI RAILWAY COMPANY	Issuer(Long-term)	September 13, 2016	A+	Stable
YOKOHAMA MINATOMIRAI RAILWAY COMPANY	Issuer(Long-term)	December 12, 2017	A+	Stable
YOKOHAMA MINATOMIRAI RAILWAY COMPANY	Issuer(Long-term)	February 8, 2019	A+	Stable
YOKOHAMA MINATOMIRAI RAILWAY COMPANY	Issuer(Long-term)	March 10, 2020	A+	Stable
YOKOHAMA MINATOMIRAI RAILWAY COMPANY	Shelf Registration	June 26, 2019	A+	
YOKOHAMA MINATOMIRAI RAILWAY COMPANY	Shelf Registration	March 10, 2020	A+	
YOKOHAMA MINATOMIRAI RAILWAY COMPANY	Bonds no.1	February 18, 2016	A+	
YOKOHAMA MINATOMIRAI RAILWAY COMPANY	Bonds no.1	September 13, 2016	A+	
YOKOHAMA MINATOMIRAI RAILWAY COMPANY	Bonds no.1	December 12, 2017	A+	
YOKOHAMA MINATOMIRAI RAILWAY COMPANY	Bonds no.1	February 8, 2019	A+	
YOKOHAMA MINATOMIRAI RAILWAY COMPANY	Bonds no.1	March 10, 2020	A+	
YOKOHAMA MINATOMIRAI RAILWAY COMPANY	Bonds no.2	February 15, 2017	A+	
YOKOHAMA MINATOMIRAI RAILWAY COMPANY	Bonds no.2	December 12, 2017	A+	
YOKOHAMA MINATOMIRAI RAILWAY COMPANY	Bonds no.2	February 8, 2019	A+	
YOKOHAMA MINATOMIRAI RAILWAY COMPANY	Bonds no.2	March 10, 2020	A+	
YOKOHAMA MINATOMIRAI RAILWAY COMPANY	Bonds no.3	February 21, 2018	A+	
YOKOHAMA MINATOMIRAI RAILWAY COMPANY	Bonds no.3	February 8, 2019	A+	
YOKOHAMA MINATOMIRAI RAILWAY COMPANY	Bonds no.3	March 10, 2020	A+	
YOKOHAMA MINATOMIRAI RAILWAY COMPANY	Bonds no.4	December 7, 2018	A+	
YOKOHAMA MINATOMIRAI RAILWAY COMPANY	Bonds no.4	February 8, 2019	A+	
YOKOHAMA MINATOMIRAI RAILWAY COMPANY	Bonds no.4	March 10, 2020	A+	
YOKOHAMA MINATOMIRAI RAILWAY COMPANY	Bonds no.5	December 4, 2019	A+	
YOKOHAMA MINATOMIRAI RAILWAY COMPANY	Bonds no.5	March 10, 2020	A+	
YOKOHAMA MINATOMIRAI RAILWAY COMPANY	Bonds no.6	September 10, 2020	A+	



## Attestation Required by Paragraph (a)(1)(iii) of Rule 17g-7

I, Mikiya Kubota, have responsibility to this Rating Action and to the best of my knowledge:

- A) No part of the credit rating was influenced by any other business activities.
- B) The credit rating was based solely upon the merits of the obligor, security, or money market instrument being rated.
- C) The credit rating was an independent evaluation of the credit risk of the obligor, security, or money market instrument.

窪田 幹也

Mikiya Kubota

General Manager of Public Sector Rating Department

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