FitchRatings

Fitch Affirms Reedy Creek Improvement District's Utilities Rev Bonds at 'A'; Outlook Stable

Fitch Ratings-New York-13 April 2017: Fitch Ratings has affirmed the 'A' rating on the following Reedy Creek Improvement District (FL) (RCID or the District) bonds:

--\$67.025 million electric system revenue bonds series 2013-1 and 2015-2;

The Rating Outlook is Stable.

SECURITY

The bonds are secured by a first lien on net revenues of the combined utility system, after payment of operations and maintenance costs.

KEY RATING DRIVERS

COMBINED UTILITY SYSTEM SERVING WALT DISNEY WORLD: RCID is a combined system providing eight utility services to portions of Osceola and Orange counties in central Florida, which include Walt Disney Company's theme parks and resorts. Electric service accounts for the majority of the revenues, at 53% of 2016 total utility revenues.

SINGLE CUSTOMER RELIANCE: Utility service requirements are dominated by the Florida-based theme parks owned by Walt Disney Company (Disney, Fitch Issuer Default Rating 'A'/Stable Outlook). Disney consistently accounts for more than 80% of the District's total system revenues. As a result, the District's rating is highly correlated with, but not directly linked to Disney. Disney's solid credit quality has been a positive rating factor for the District in recent years.

IMPORTANCE OF THEME PARKS: The theme parks and resorts located

within the District's service area are important to Disney's financial performance. As such, Fitch believes that making payments to the District for essential utility services are a high priority for Disney and a credit positive for RCID.

IMPROVEMENT IN FINANCIAL METRICS: The District's historically weak but stable financial metrics improved to levels above medians for the 'A' rating category in 2016. Coverage of full obligations and days cash on hand rose to 1.39x and 57 days, respectively, compared to medians of 1.13x and 75 days. Leverage continued to decline with adjusted debt to funds available for debt service at 4.9x for 2016.

SHORT-TERM POWER PURCHASES: The vast majority of the District's power supply is purchased pursuant to short-term, two- and three-year contracts. Although short-term contracts have resulted in competitive wholesale power costs due to favorable market conditions in recent years, the duration of these agreements exposes the utility to longer-term price uncertainty.

RATING SENSITIVITIES

CHANGE IN DISNEY CREDIT QUALITY: The credit quality of the Walt Disney Company remains a key credit factor in the Reedy Creek Improvement District's rating given the substantial concentration of utility services provided to the Disney theme parks and resorts. Movement in Disney's credit quality could therefore impact the District's rating.

ADEQUATE FINANCIAL METRICS: A failure to increase utility service rates to maintain adequate financial performance could lead to negative rating action, particularly as the District's financial metrics have historically been weak for the 'A' rating category. Conversely, a stronger financial profile and favorable terms for its longer-term power supply could indicate a material improvement in credit quality.

CREDIT PROFILE

RCID was created in 1967 by a special act of the state legislature. The

legislation granted the District governmental powers to promote recreation oriented projects, economic development and tourism - objectives the legislature determined served a valid public purpose. The act was passed in anticipation and support of the development of Walt Disney World Resort (Disney World), which opened in 1971. The District continues to provide eight essential utility services (including electric, water, sewer, natural gas and solid waste) primarily to Disney World.

SLIGHTLY IMPROVED FINANCIAL METRICS

Fitch views the District's financial profile as stable and supportive of its current rating category. Although results were stronger in fiscal 2016, cash flow, leverage and liquidity metrics have generally remained in line with Fitch's expectations and weaker than rating category medians. Coverage of full obligations rose above the five year average (1.1x) in 2016, reaching the category median of the prior year of 1.3x. Lower purchased power costs helped widen margins. The District's operating margin rose to 17.2%, from an average of 13.4% in 2011-2015.

Management's comfort in maintaining slim liquidity stems from the inherent flexibility to raise rates in a fairly quick fashion (60 to 90 days), and the supportive working relationship it has with Disney.

Fitch expects margins and leverage to continue improving, as 40% of outstanding debt retires by 2019, and 54% by 2021.

DISTRICT IS EXPOSED TO THE DISNEY OPERATION

The District exhibits high customer concentration with Disney accounting for 86% of utility operating revenues in 2016.

Favorably, Disney World has a long track record as one of the world's top tourist destinations; and Disney continues to make substantial investments in its theme parks and resorts, which accounted for 31% of Disney's 2016 revenues.

During periods of macroeconomic volatility, Fitch expects these cyclical

businesses to be under pressure but that the Disney credit and financial profile will likely remain consistent with its current ratings. Utility reliability is an integral part of this operation and it is Fitch's view that Disney places a high priority on making payments to the District for utility services, thereby supporting the District's 'A' rating.

Contact:

Primary Analyst
Dennis Pidherny
Managing Director
+1-212-908-0738
Fitch Ratings, Inc.
33 Whitehall Street
New York, NY 10004

Secondary Analyst Jeremy Williams Analyst +1-646-582-4870

Committee Chairperson Kathy Masterson Senior Director +1-512-215-3730

Media Relations: Elizabeth Fogerty, New York, Tel: +1 (212) 908 0526,

Email: elizabeth.fogerty@fitchratings.com.

Additional information is available on www.fitchratings.com

Applicable Criteria

Revenue-Supported Rating Criteria (pub. 16 Jun 2014) (https://www.fitchratings.com/site/re/750012) U.S. Public Power Rating Criteria (pub. 18 May 2015) (https://www.fitchratings.com/site/re/864007)

Additional Disclosures

Dodd-Frank Rating Information Disclosure Form (https://www.fitchratings.com/site/dodd-frank-disclosure/1022202) Solicitation Status (https://www.fitchratings.com/site/pr/1022202#solicitation) Endorsement Policy (https://www.fitchratings.com/regulatory)

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, RATING DEFINITIONS AND THE TERMS OF USE OF SUCH RATINGS ARE AVAILABLE ON THE AGENCY'S PUBLIC WEB SITE AT WWW.FITCHRATINGS.COM. (https://www.fitchratings.com). 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 WEBSITE.

Copyright © 2017 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

Solicitation Status

Fitch Ratings was paid to determine each credit rating announced in this Rating Action Commentary (RAC) by the obligatory being rated or the issuer, underwriter, depositor, or sponsor of the security or money market instrument being rated, except for the following:

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 (https://www.fitchratings.com/regulatory) 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.