Syncora Holdings Ltd. Announces First Quarter 2017 Interim GAAP Consolidated Financial Results

HAMILTON, Bermuda, June 21, 2017 / GlobeNews/ – Syncora Holdings Ltd. ("SHL" or the "Company"), a Bermuda holding company whose subsidiaries primarily provide financial guarantee insurance and reinsurance, today reported financial results for the three months ended March 31, 2017.

Syncora Holdings Ltd.
Summary Results of Consolidated Operations
Three Months Ended March 31, 2017 and 2016
(U.S. dollars in millions, except per share amounts)

		2017		2016
Net premiums earned	$	15.6	$	16.6
Net investment income		11.7		10.5
Net realized losses on investments		(14.9)		(3.0)
Net loss on insurance cash flow certificates		(6.3)		(13.0)
Net earnings (loss) on credit default and other swap contracts		13.5		(31.6)
Net losses and loss adjustment expenses		16.8		35.1
Operating expenses		16.7		20.9
Net loss attributable to controlling interest	$	(30.8)	$	(85.7)
GAAP basic and diluted loss per common share	$	(0.36)	$	(1.52)
Non-GAAP operating loss [1]	$	(19.1)	$	(43.4)
Non-GAAP basic and diluted operating loss per common share [1]	$	(0.22)	$	(0.77)
Weighted average common shares outstanding		86.6		56.3
		As of March 31, 2017		**As of December 31, 2016**
Adjusted Book Value [1]	$	465.1	$	484.1
Common shares outstanding at end of period		86.8		86.6
Adjusted Book Value per common share [1]	$	5.36	$	5.59

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[1] Non-GAAP operating loss and adjusted book value are non-GAAP financial measures that exclude (or include) amounts that are included in (or excluded from) total Syncora Holdings Ltd. net loss and common shareholders' equity, respectively, which are presented in accordance with GAAP. See below for reconciliations between GAAP and Non-GAAP financial measures.

First Quarter Results

Consolidated Statements of Operations

Net premiums earned were $15.6 million for the three months ended March 31, 2017, as compared to $16.6 million for the three months ended March 31, 2016. The decrease was due to the continued run-off of our book of business driven mainly by premium accelerations from refundings and remediation activities. Total premium accelerations were $8.1 million for the three months ended March 31, 2017, as compared to $6.2 million for the three months ended March 31, 2016.

Net realized losses on investments increased by $11.9 million to $14.9 million for the three months ended March 31, 2017 from $3.0 million for the three months ended March 31, 2016. The increase was due to other-than-temporary impairment charges related to foreign currency exchange losses on certain Euro-denominated remediation bonds.

Net loss on insurance cash flow certificates was $6.3 million for the three months ended March 31, 2017, as compared to $13.0 million for the three months ended March 31, 2016. As this represents future cash flow receipts from certain insurance claim payments the Company anticipates making on policies that have been remediated, the decrease was primarily driven by lower positive RMBS development.

Net earnings (loss) on credit default and other swap contracts was $13.5 million for the three months ended March 31, 2017, as compared to $(31.6) million for the three months ended March 31, 2016. The increase was primarily due to non-performance risk and yield curve spread widening.

Net losses and loss adjustment expenses were $16.8 million for the three months ended March 31, 2017, as compared to $35.1 million for the three months ended March 31, 2016. The decrease was primarily due to lower net incurred losses on our Puerto Rico General Obligation exposures, partially offset by continued positive reserve developments on our RMBS exposures.

Operating expenses were $16.7 million for the three months ended March 31, 2017, as compared to $20.9 million for the three months ended March 31, 2016. The decrease was primarily due to cost savings associated with headcount reductions.

Consolidated Balance Sheets

Total assets decreased by $26.4 million from $2,394.4 million as of December 31, 2016 to $2,368.0 million as of March 31, 2017 primarily due to lower receivables on insurance cash flow certificates as a result of positive RMBS developments and lower deferred acquisitions costs and premiums receivable as a result of the continued run-off of our book of business.

Total liabilities decreased by $14.6 million from $1,853.2 million as of December 31, 2016 to $1,838.6 million as of March 31, 2017. The decrease primarily resulted from lower unearned premium revenue from the continued run-off of our insured portfolio and lower credit default and other swap contract liabilities due to non-performance risk and yield curve spread widening. These decreases were partially offset by higher net losses on Puerto Rico-related exposures and the continued accretion of Syncora Guarantee Inc.'s surplus notes.

Syncora Holdings Ltd.
Consolidated Statements of Operations (Unaudited)
Three Months Ended March 31, 2017 and 2016
(U.S. dollars in thousands)

	2017	2016
Revenues		
Net premiums earned	$ 15,588	$ 16,643
Net investment income	11,660	10,530
Net realized losses on investments	(14,937)	(2,973)
Net loss on insurance cash flow certificates	(6,332)	(12,970)
Toll revenue	6,381	5,949
Fees and other income	2,161	1,809
Net earnings (loss) on credit default and other swap contracts	13,471	(31,631)
Net change in fair value of consolidated variable interest entities	(293)	6,807
Total revenues	27,699	(5,836)
Expenses		
Net losses and loss adjustment expenses	16,771	35,088
Amortization of deferred acquisition costs, net	2,305	2,508
Realized loss on interest rate derivative instrument	44	425
Interest expense, including accretion of $9,607 and $7,736	21,760	20,561
Operating expenses	16,677	20,889
Total expenses	57,557	79,471
Loss before income tax expense	(29,858)	(85,307)
Income tax expense	932	409
Net loss	(30,790)	(85,716)
Net income (loss) attributable to non-controlling interest	19	(51)
Net loss attributable to controlling interest	$ (30,809)	$ (85,665)

Syncora Holdings Ltd.
Consolidated Balance Sheets
March 31, 2017 (Unaudited) and December 31, 2016
(U.S. dollars in thousands)

	2017	2016
ASSETS		
Debt securities, available-for-sale, at fair value	$ 1,272,914	$ 1,275,443
Other invested assets, at fair value	106,113	95,810
Cash and cash equivalents	186,694	188,621
Total cash and invested assets	1,565,721	1,559,874
Restricted cash and cash equivalents	2,644	4,886
Accrued investment income	11,403	11,884
Deferred acquisition costs, net	40,309	42,614
Premiums receivable	113,177	117,728
Salvage and subrogation recoverable	96,468	101,207
Receivables on insurance cash flow certificates, net	194,866	203,764
Property and equipment, net	48,292	48,802
Leasehold rights and other definite-lived intangible assets, net	17,446	18,229
Toll rights and other indefinite-lived intangible assets	97,702	97,702
Other assets	37,845	40,846
Assets of consolidated variable interest entities, at fair value	142,078	146,857
Total assets	$ 2,367,951	$ 2,394,393
LIABILITIES AND SHAREHOLDERS' EQUITY		
Liabilities		
Unpaid losses and loss adjustment expenses	$ 744,704	$ 742,236
Unearned premium revenue	276,767	292,816
Credit default and other swap contracts, at fair value	148,041	160,515
Notes payable (par value: $685,556)	406,331	396,759
Accrued interest on notes payable	138,141	125,953
Reinsurance premiums payable	12,842	12,732
Accounts payable, accrued expenses and other liabilities	34,341	44,544
Pension and other post-retirement benefits	11,447	11,475
Liabilities of consolidated variable interest entities, at fair value	65,936	66,183
Total liabilities	1,838,550	1,853,213
Shareholders' equity		
Non-controlling interest in subsidiary - Series B perpetual non-cumulative preferred shares of Syncora Guarantee Inc.	13,453	13,453
Non-controlling interest in consolidated entity	2,659	3,066
Common shares and additional paid-in-capital	2,716,690	2,716,220
Accumulated deficit	(2,226,165)	(2,195,356)
Accumulated other comprehensive income	22,764	3,797
Total Syncora Holdings Ltd. shareholders' equity	513,289	524,661
Total shareholders' equity	529,401	541,180
Total liabilities and shareholders' equity	$ 2,367,951	$ 2,394,393

Non-GAAP Financial Measures

This earnings release references Non-GAAP operating loss and Adjusted Book Value, financial measures that are not calculated in accordance with GAAP. A Non-GAAP financial measure is a numerical measure of financial performance or financial position that excludes (or includes) amounts that are included in (or excluded from) the most directly comparable measure calculated and presented in accordance with GAAP. While the Company does not manage its business or measure its performance using Non-GAAP measures, we are presenting these Non-GAAP financial measures because they provide greater transparency and enhanced visibility into the underlying performance of our business and, with respect to Adjusted Book Value, the effect of certain items that the Company believes will reverse from GAAP book value over time. In addition, we have included these measures because we believe they provide investors with important additional information to compare the Company to other financial guarantors. Non-GAAP operating loss and Adjusted Book Value as calculated do not consider timing or amounts, if any, of payment on SGI's surplus notes, which would require NYDFS approval, dividend restrictions under New York Insurance Law applicable to the insurance subsidiaries and contractual constraints with respect to any dividend payment. Reference should be made to Note 20 in the most recently issued consolidated GAAP financial statements. In addition, because other financial guarantors may calculate Non-GAAP operating loss and Adjusted Book Value or similarly titled measures differently, or may not be subject to the restrictions noted above, Non-GAAP operating loss and Adjusted Book Value may not necessarily be comparable to similarly titled measures reported by other financial guarantors. Non-GAAP operating loss and Adjusted Book Value are not substitutes for the most directly comparable GAAP measures, should not be viewed in isolation and may be subject to change.

In the fourth quarter of 2016, the Company revised its calculation of non-GAAP measures in response to the U.S. Securities and Exchange Commission's recent public views relating to the release of updated Compliance and Disclosure Interpretations on non-GAAP measures (the "May 2016 C&DIs"). The Company had previously excluded the effects of consolidated variable interest entities ("VIEs") in its calculation of Non-GAAP operating loss and Adjusted Book Value. Beginning in the fourth quarter of 2016, the Company will no longer eliminate the effects of consolidated VIEs based on the May 2016 C&DIs. However, the Company has separately disclosed the effects of consolidated VIEs on its GAAP financial statements that were previously included as adjustments to its non-GAAP measures. These disclosures can be found after the Non-GAAP operating loss and Adjusted Book Value tables below.

The following table reconciles GAAP loss attributable to common shareholders of Syncora Holdings Ltd. to Non-GAAP operating loss attributable to common shareholders of Syncora Holdings Ltd.:

Syncora Holdings Ltd.
Reconciliation of GAAP Net Loss to Non-GAAP Operating Loss

(In millions)	Three Months Ended March 31, 2017	Three Months Ended March 31, 2016
GAAP net loss	**$ (30.8)**	**$ (85.7)**
Pre-tax adjustments:		
Non-credit impairment of net realized and unrealized fair value (gains) and losses on credit derivatives [1]	(12.8)	29.9
Surplus note accretion [2]	9.6	7.7
Net realized losses on investments [3]	14.9	3.0
Non-recurring transaction related expenses [4]	-	1.7
Total pre-tax adjustments	11.7	42.3
Less tax effect on pre-tax adjustments [5]	-	-
Non-GAAP operating loss	**$ (19.1)**	**$ (43.4)**
Basic and diluted weighted average common shares	86.6	56.3
GAAP basic and diluted loss per common share	$ (0.36)	$ (1.52)
Non-GAAP basic and diluted operating loss per common share	$ (0.22)	$ (0.77)

Non-GAAP operating loss adjustments:

(1) Elimination of non-credit impairment net realized and unrealized fair value (gains) and losses on credit derivatives in excess of the present value of the expected estimated economic credit losses, and non-economic payments. The fair value adjustments on derivative financial instruments are heavily influenced by, and fluctuate, in part according to, market interest rates, credit spreads and other factors that management cannot control or predict and that are not expected to result in an economic gain or loss. In addition, this adjustment presents all financial guaranty contracts on a more consistent basis of accounting, whether or not they are subject to derivative accounting rules.

(2) Elimination of surplus note accretion as the full face amount of the surplus notes (including interest paid-in-kind) is included in the Adjusted Book Value calculation.

(3) Elimination of net realized losses on the Company's investments, except for gains and losses on investments for which the fair value option of accounting was elected. The timing of realized gains and losses, which depends largely on market credit cycles, can vary considerably across periods. The timing of sales is largely subject to the Company's discretion and influenced by market opportunities, as well as the Company's tax and capital profile.

(4) Elimination of expenses associated with the surplus note exchange offer and proxy solicitation for the variation of rights to the SHL Preferred Shares, which were part of Syncora Holdings US Inc.'s ("SHI") restructuring transactions completed on August 12, 2016. The elimination of such non-recurring, infrequent or unusual items presents expenses on a more consistent basis of accounting.

(5) Elimination of the tax effects related to the above adjustments. SHI has a significant tax NOL that is offset by a full valuation allowance in the GAAP consolidated financial statements. As a result, for purposes of non-GAAP measures, we utilize a 0% effective tax rate until the expiration of these NOLs.

Net income (loss) effects of VIE consolidation: GAAP requires the Company to consolidate certain VIEs that (a) have issued debt obligations that are insured and controlled by the Company and (b) were designed to effectively defease or, in-substance, commute the Company's exposure on certain of its other financial guaranty insurance policies. The effect on Net loss of these consolidated VIEs was $(0.3) million and $6.8 million for the three months ended March 31, 2017 and 2016, respectively. Had these financial guarantee VIEs been accounted for under the provisions of the Financial Services – Insurance Topic of the ASC, the effect on Net loss would have been $3.0 million and $6.6 million for the three months ended March 31, 2017 and 2016, respectively. The net effect of these different accounting bases on Net loss (including per share amounts) was $3.3 million ($0.04 per common share) and $(0.2) million ($(0.00) per common share) for the three months ended March 31, 2017 and 2016, respectively. This is supplemental information only and is not a component of Non-GAAP operating loss.

The following table reconciles GAAP common shareholders' equity to Adjusted Book Value:

Syncora Holdings Ltd.
Reconciliation of GAAP Common Shareholders' Equity to Adjusted Book Value
(in millions)

	As of March 31, 2017	As of December 31, 2016
GAAP common shareholders' equity	**$ 513.3**	**$ 524.7**
Series B preferred stock [1]	(121.0)	(121.0)
Adjusted GAAP common shareholders' equity	**$ 392.3**	**$ 403.7**
Pre-tax adjustments:		
Deferred acquisition costs [2]	(40.3)	(42.6)
Net credit derivative liability [3]	109.4	122.3
Net present value of estimated net future credit derivative revenue [4]	65.1	65.9
Net unearned premium reserve on financial guaranty contracts in excess of expected loss to be expensed [5]	256.8	272.1
Notes payable [6]	(279.3)	(288.8)
Unrealized gains on investments [7]	(22.8)	(21.5)
Taxes [8]	(16.1)	(27.0)
Adjusted Book Value	**$ 465.1**	**$ 484.1**
Common shares outstanding at end of the period	86.8	86.6
Book value per common share	$ 4.52	$ 4.66
Adjusted book value per common share	$ 5.36	$ 5.59

Adjusted Book Value adjustments:

(1) Addition of the excess of the outstanding liquidation preference of the SGI Series B non-cumulative preferred shares over their carrying values. Including the SGI Series B non-cumulative preferred shares at their outstanding liquidation value (which is net of the shares received in connection with our 2012 settlement with Countrywide, Bank of America Corp.) instead of their carrying value is more in line with the residual value to common shareholders.

(2) Elimination of pre-tax deferred acquisition costs as these amounts represent net deferred expenses that have already been paid and will be expensed in future accounting periods.

(3) Elimination of the consolidated net credit derivative liability which represents an estimate of the fair value of the Company's guarantees issued as CDS contracts in excess of the present value of the expected losses. By excluding the net credit derivative liability, this metric eliminates the benefit to our shareholders' equity embedded therein from the Company's non-performance risk, which reflects the market's view of the risk that the Company will not be able to financially honor its obligations as they become due. The fair value adjustments on derivative financial instruments are heavily influenced by, and fluctuate, in part according to, market interest rates, credit spreads and other factors that management cannot control or predict and that are not expected to result in an economic gain or loss. In addition, by including our best estimate of losses we expect to incur on our CDS contracts if we were to hold such CDS contracts to maturity and pay claims as they arise over the remaining life of such contracts, the metric presents our guarantees of insurance and derivatives on a consistent basis, which results in a more meaningful measure of our value.

(4) Addition of the pre-tax net present value of estimated net future credit derivative revenues. Including the net present value of estimated net future credit derivative revenues enables an evaluation of the value of future estimated credit derivative revenue for which there is no corresponding GAAP financial measure.

(5) Addition of the pre-tax value of the unearned premium reserve on financial guaranty contracts in excess of expected losses to be expensed on an individual policy level, net of reinsurance as the unearned premium reserve on financial guaranty contracts represents revenues that are expected to be earned in the future.

(6) Addition to the full face amount, in excess of the carrying amount, of the surplus notes payable held by third parties (including interest paid-in-kind), as including the full face amount of the surplus notes is consistent with the treatment of these instruments as debt.

(7) Elimination of the pre-tax unrealized gains on the Company's investments that are recorded as a component of accumulated other comprehensive income ("AOCI"), excluding the effects of

foreign exchange. The effects of the AOCI component of the fair value adjustment on investments are not deemed economic until the Company sells such investments.

(8) Elimination of the tax effects related to the above adjustments. SHI has a significant tax NOL that is offset by a full valuation allowance in the GAAP consolidated financial statements. As a result, for purposes of Non-GAAP measures, we utilize a 0% effective tax rate until the expiration of these NOLs.

Total shareholders' equity effects of VIE consolidation: As described above, the Company consolidates certain VIEs. The net effect on Total shareholders' equity of these consolidated VIEs was $76.1 million as of March 31, 2017 and $80.7 million as of December 31, 2016. Had these financial guarantee VIEs been accounted for under the provisions of the Financial Services – Insurance Topic of the ASC, the effect on Total shareholders' equity would have been $125.1 million as of March 31, 2017 and $127.0 million as of December 31, 2016. The net effect of these different accounting bases on Total shareholders' equity (including per share amounts) was $49.0 million ($0.56 per common share) as of March 31, 2017 and $46.3 million ($0.53 per common share) as of December 31, 2016. This is supplemental information only and is not a component of Adjusted Book Value.

Conference Call Details

The earnings call will be webcast via the Investor Events page of the Investor Relations section of the Company's website, or by dialing (877) 512-9165 (U.S. toll free), or (706) 679-5795 outside the U.S., Puerto Rico and Canada, approximately 10 minutes prior to the scheduled start time and providing conference ID# 312-62-383. Following conclusion of the call, the Company will post a transcript on its website alongside a replay of the webcast. The replay will also be available via telephone by dialing [(855) 859-2056 (U.S. toll free), or (404) 537-3406] outside the U.S., Puerto Rico and Canada, and providing conference ID# 312-62-383.

Important Information

This press release contains statements about future results, plans and events that may constitute "forward-looking" statements within the meaning of the U.S. federal securities laws. The Company cautions you that the forward-looking information presented in this press release is not a guarantee of future events, and that actual events may differ materially from those made in or suggested by the forward-looking information contained in this press release. In addition, forward-looking statements generally can be identified by the use of forward-looking terminology such as "may," "plan," "seek," "comfortable with," "will," "expect," "intend," "estimate," "anticipate," "believe" or "continue" or the negative thereof or variations thereon or similar terminology. Forward-looking statements are subject to a number of risks and uncertainties, many of which are beyond the Company's control. These risks and uncertainties include, but are not limited to, the factors described in the Company's historical filings with the New York State Department of Financial Services, and in the Company's, Syncora Guarantee Inc.'s and Syncora Capital Assurance Inc.'s GAAP and statutory financial statements, as applicable, posted on its website at www.syncora.com. Readers are cautioned not to place undue reliance on forward-looking statements which speak only as of the date they are made. The Company does not undertake to update forward-looking statements to reflect the impact of circumstances or events that arise after the date the forward-looking statements are made.