

Corporates

Electric-Corporate
United States

Liberty Utilities Co.

Liberty Utilities Co.'s (LUCo) 'BBB' Long-Term Issuer Default Rating (IDR) primarily reflects the company's low-risk regulated electric, natural gas, water and wastewater utility operations and adequate financial profile. Liberty Utilities Finance GP1 (Liberty Finance) is a financing vehicle for LUCo. All outstanding debt of Liberty Finance is fully and unconditionally guaranteed by LUCo and ranks pari passu with LUCo's senior unsecured debt.

Key Rating Drivers

Diversified Portfolio of Utilities: LUCo's rating reflects the company's low-risk regulated electric, natural gas, water and wastewater utility operations and adequate financial profile. Liberty Finance is a financing vehicle for LUCo; its senior unsecured notes are fully and unconditionally guaranteed by LUCo and rank pari passu with LUCo's senior unsecured debt. LUCo benefits from its diversified portfolio of regulated utility operations across 13 states. This asset diversification mitigates the company's exposure to any regional or state-specific shocks that could affect cash flows.

LUCo was built up through several acquisitions, most significantly of The Empire District Electric Company on Jan. 1, 2017. Empire District, which operates in Missouri, accounts for roughly half of LUCo's EBITDA. LUCo has been acquisitive, primarily looking for smaller utility systems that could benefit from operational efficiencies. Fitch does not expect any material acquisitions over the forecast period following the termination of the Kentucky Power acquisition earlier this year.

Adequate Financial Metrics: LUCo's financial profile is supported by stable and predictable earnings from regulated utility operations. Fitch calculates 2022 FFO leverage at 4.5x and expects LUCo's FFO leverage to remain in line with the ratings over the forecast. LUCo's overall regulatory environment is considered balanced, although it has recently been affected by inflationary pressures and rate case delays.

Ratings

Long-Term IDR BBB
Short-Term IDR F2
Senior Unsecured Debt —
Short-Term Rating F2

Outlook

 ${\sf Long\text{-}Term\ Foreign\ Currency\ IDR} \quad \ {\sf Stable}$

Click here for the full list of ratings 2035 Climate Vulnerability Signal: 42

Applicable Criteria

Corporate Rating Criteria – Effective from 28 October 2022 to 3 November 2023 (October 2022)

Parent and Subsidiary Linkage Rating Criteria

- Effective from 1 December 2021 to
- 16 June 2023 (December 2021)

Corporates Recovery Ratings and Instrument Ratings Criteria – Effective from 9 April 2021 to 13 October 2023 (April 2021)

Corporate Hybrids Treatment and Notching Criteria (November 2020)

Related Research

Global Corporates Macro and Sector

North American Utilities, Power & Gas Dashboard: Second-Quarter 2023 (July 2023)

North American Utilities, Power & Gas Outlook 2023 (December 2022)

Analysts

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Financial Summary

(\$ mil.)	2019	2020	2021	2022
Gross revenue	1,349	1,302	1,614	1,961
EBITDA	492	489	536	652
CFO (Fitch-defined)	345	421	52	296
Capital intensity (capex/revenue) (%)	34.1	52.0	56.2	38.9
Debt	2,460	2,092	2,144	2,624
FFO interest coverage (x)	4.8	5.9	7.0	6.3
FFO leverage (x)	5.5	3.9	4.2	4.5
EBITDA leverage (x)	5.0	4.3	4.0	4.1

CFO – Cash flow from operations Source: Fitch Ratings, Fitch Solutions

Rating Derivation Relative to Peers

LUCo benefits from significant geographic and regulatory diversification. LUCo consists of electric, natural gas, and water and wastewater utility systems in 13 states. This portfolio compares favorably with larger single-state utilities from a diversification perspective, although its larger peers may benefit more from efficiencies of scale. A significant amount of LUCo's EBITDA is exposed to Missouri, which historically has had a somewhat challenging regulatory environment, although it became more balanced in recent years.

Peer Southwestern Public Service Company (SPS; BBB/Stable) is an integrated electric utility that operates in two states, Texas and New Mexico, with challenging regulatory environments. SPS lacks the diversification of LUCo, but is a larger utility that also benefits from being a subsidiary of higher-rated Xcel Energy Inc. (BBB+/Stable), a much larger and fully regulated utility family. LUCo's financial metrics are slightly weaker than those of SPS. Fitch forecasts LUCo's FFO leverage to remain in line with the ratings through 2025. Fitch expects SPS's FFO leverage to average around 4.4x-4.6x over the forecast period.

Rating Sensitivities

Factors that Could, Individually or Collectively, Lead to Positive Rating Action/Upgrade

• FFO leverage expected to remain below 4.5x on a sustained basis.

Factors that Could, Individually or Collectively, Lead to a Negative Rating Action/Downgrade

- FFO leverage expected to exceed 5.7x on a sustained basis;
- Adverse regulatory decisions that result in less-timely cost recovery or significantly weaker financial metrics;
- A two-notch downgrade of parent Algonquin Power & Utilities Corp.'s (BBB/Stable) Long-Term IDR would result in a downgrade of LUCo's Long-Term IDR.

Liquidity and Debt Structure

Adequate Liquidity: Fitch considers LUCo's liquidity to be adequate. LUCo primarily meets its short-term liquidity needs through the issuance of CP under its \$500 million CP program. LUCo also has a \$1 billion senior unsecured revolving credit facility (RCF) that matures April 29, 2027 and a \$500 million short-term senior unsecured RCF that matures Oct. 25, 2025. LUCo requires modest cash on hand to fund its operations. Long-term debt maturities over the next five years are manageable.

ESG Considerations

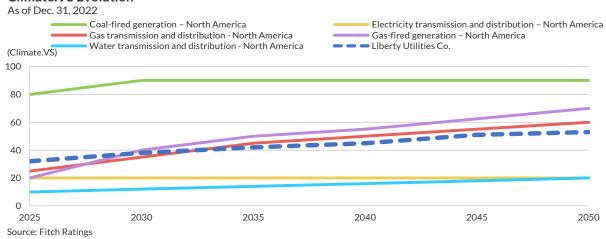
The highest level of ESG credit relevance is a score of '3', unless otherwise disclosed in this section. A score of '3' means ESG issues are credit-neutral or have only a minimal credit impact on the entity, either due to their nature or the way in which they are being managed by the entity. Fitch's ESG Relevance Scores are not inputs in the rating process; they are an observation on the relevance and materiality of ESG factors in the rating decision. For more information on Fitch's ESG Relevance Scores, visit https://www.fitchratings.com/topics/esg/products#esg-relevance-scores.

Climate Vulnerability Considerations

Fitch uses Climate Vulnerability Signals (Climate.VS) as a screening tool to identify sectors and Fitch-rated issuers that are potentially most exposed to credit-relevant climate transition risks and, therefore, require additional consideration of these risks in rating reviews. Climate.VS range from 0 (lowest risk) to 100 (highest risk). For more information on Climate.VS, see Fitch's *Corporate Rating Criteria*.

LUCo's 2022 Climate.VS is 42 in 2035. The score reflects LUCo's combination of large electric transmission and distribution operations, coal- and gas-fired generation, and smaller gas transmission and generation business. For further information on how Fitch perceives climate-related risks in the Utilities sector, see *Utilities — Long-Term Climate Vulnerability Signals Update*.

Climate.VS Evolution



Liquidity and Debt Maturities

Liquidity Analysis

(\$ mil., as of Dec. 31)	2021	2022
Total cash and cash equivalents	8	0
Short-term investments	0	0
Less not readily available cash and cash equivalents	0	0
Fitch-defined readily available cash and cash equivalents	8	0
Availability under committed lines of credit	1,188	1,546
Total liquidity	1,196	1,546
LTM EBITDA after associates and minorities	536	641
LTM FCF	-944	-613
Source: Fitch Ratings, Fitch Solutions, Liberty Utilities Co.		

Scheduled Debt Maturities

(\$ mil.)	12/31/22
2023	1,124
2024	90
2025	30
2026	7
2027	404
Thereafter	969
Total	2,624



Key Assumptions

Fitch's Key Assumptions Within Our Rating Case for the Issuer Include

- Normal weather;
- Capex in line with management's guidance;
- Securitization debt and related revenue to serve the debt is excluded from the FFO leverage calculation.

Financial Data

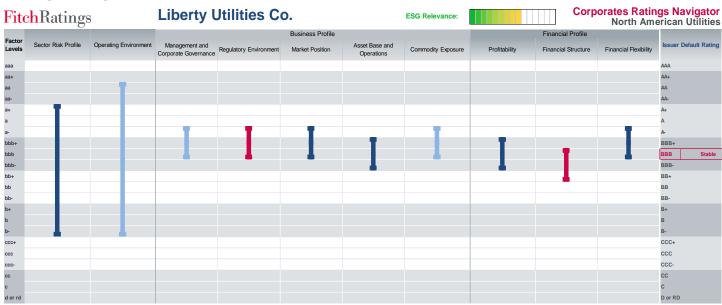
(\$ mil.)	2019	2020	2021	2022
Summary income statement	·			
Gross revenue	1,348.5	1,301.9	1,613.8	1,961.5
Revenue growth (%)	-3.7	-3.5	24.0	21.5
EBITDA before income from associates	491.8	488.8	535.5	651.7
EBITDA margin (%)	36.5	37.5	33.2	33.2
EBITDA after associates and minorities	491.2	487.7	535.5	641.2
EBITDAR	492.7	488.8	535.5	651.7
EBITDAR margin (%)	36.5	37.5	33.2	33.2
EBIT	308.2	301.7	321.4	388.7
EBIT margin (%)	22.9	23.2	19.9	19.8
Gross interest expense	-93.3	-90.9	-72.4	-92.7
Pretax income including associate income/loss	189.7	177.2	226.8	285.1
Summary balance sheet				
Readily available cash and equivalents	5.8	18.1	8.1	_
Debt	2,460.2	2,091.9	2,143.7	2,624.3
Lease-adjusted debt	2,467.3	2,091.9	2,143.7	2,624.3
Net debt	2,454.4	2,073.8	2,135.6	2,624.3
Summary cash flow statement		,		
EBITDA	491.8	488.8	535.5	651.7
Cash interest paid	-93.3	-90.9	-72.4	-92.7
Cashtax	-9.1	3.7	0.8	1.2
Dividends received less dividends paid to minorities (inflow/outflow)	-0.6	-1.1	_	-10.5
Other items before FFO	-37.5	42.8	-27.2	-60.4
FFO	351.3	443.4	436.7	505.8
FFO margin (%)	26.0	34.1	27.1	25.8
Change in working capital	-6.5	-22.5	-385.1	-209.3
CFO (Fitch-defined)	344.8	420.8	51.6	296.5
Total non-operating/nonrecurring cash flow	_	_	_	_
Capex	-460.0	-676.9	-906.4	-763.6
Capital intensity (capex/revenue) (%)	34.1	52.0	56.2	38.9
Common dividends	-108.7	-234.0	-88.9	-145.8
FCF	-223.9	-490.1	-943.7	-613.0
FCF margin (%)	-16.6	-37.6	-58.5	-31.3
Net acquisitions and divestitures	-62.0		-20.4	-632.8
Other investing and financing cash flow items	4.0	-8.9	526.3	-7.2
Net debt proceeds	133.8	-173.4	-553.2	492.5
Net equity proceeds	154.0	691.0	989.6	763.5
Total change in cash	4.2	17.1	-2.1	-8.1
Leverage ratios (x)				
EBITDA leverage	5.0	4.3	4.0	4.1



(\$ mil.)	2019	2020	2021	2022
EBITDA net leverage	5.0	4.3	4.0	4.1
EBITDAR leverage	5.0	4.3	4.0	4.1
EBITDAR net leverage	5.0	4.3	4.0	4.1
EBITDAR net fixed-charge coverage	5.2	5.4	7.4	8.4
FFO-adjusted leverage	5.5	3.9	4.2	4.5
FFO-adjusted net leverage	5.5	3.9	4.2	4.5
FFO leverage	5.5	3.9	4.2	4.5
FFO net leverage	5.5	3.9	4.2	4.5
Calculations for forecast publication			·	
Capex, dividends, acquisitions and other items before FCF	-630.6	-910.9	-1,015.7	-1,542.2
FCF after acquisitions and divestitures	-285.8	-490.1	-964.1	-1,245.8
FCF margin after net acquisitions (%)	-21.2	-37.6	-59.7	-63.5
Coverage ratios (x)				
FFO interest coverage	4.8	5.9	7.0	6.3
FFO fixed-charge coverage	4.7	5.9	7.0	6.3
EBITDAR fixed-charge coverage	5.2	5.4	7.4	6.9
EBITDA interest coverage	5.3	5.4	7.4	6.9
Additional metrics (%)				
CFO – capex/debt	-4.7	-12.2	-39.9	-17.8
CFO – capex/net debt	-4.7	-12.3	-40.0	-17.8
CFO/capex	75.0	62.2	5.7	38.8



Ratings Navigator



Bar Chart Legend:	
Vertical Bars = Range of Rating Factor	Bar Arrows = Rating Factor Outlook
Bar Colors = Relative Importance	
Higher Importance	↓ Negative
Average Importance	Evolving
Lower Importance	□ Stable



Fitch Ratings

Liberty Utilities Co.

Corporates Ratings Navigator

peratir	ng Environment			Manageme	ent and Corporate Governance	ce					
aa+	Economic Environment	aa	Very strong combination of countries where economic value is created and where assets are located.	a	Management Strategy	а	Coherent strategy and good track record in imple	mentation.			
aa	Financial Access	aa	Very strong combination of issuer specific funding characteristics and of the strength of the relevant local financial market.	а-	Governance Structure	bbb	Good CG track record but effectiveness/independ power even with ownership concentration.	dence of board	i less obvi	ious. No evi	dence of a
	Systemic Governance	aa	Systemic governance (eg rule of law, corruption; government effectiveness) of the issuer's country of incorporation consistent with 'aa'.	bbb+	Group Structure	bbb	Some group complexity leading to somewhat les related-party transactions.	s transparent	accountir	ng statemer	nts. No siç
b-				bbb	Financial Transparency	bbb	Good quality reporting without significant failing. major exchanges.	Consistent wi	th the ave	rage of liste	d compan
cc+				bbb-							
egulato	ory Environment			Market Po	sition						
а	Degree of Transparency and Predictability	bbb	Generally transparent and predictable regulation with limited political interference.	а	Market Structure	а	Well-established market structure with complete	transparency	in price-s	etting mecl	hanisms.
a-	Timeliness of Cost Recovery	а	Minimal lag to recover capital and operating costs.	a-	Consumption Growth Trend	bbb	Customer and usage growth in line with industry	averages.			
bb+	Trend in Authorized ROEs	bbb	Average authorized ROE.	bbb+	Customer Mix	а	Favorable customer mix.				
bb	Mechanisms Available to Stabilize Cash Flows	bbb	Revenues partially insulated from variability in consumption.	bbb	Geographic Location	а	Favorable location or high geographic diversity.				
bb-	Mechanisms Supportive of Creditworthiness	bbb	Effective regulatory ring-fencing or minimum creditworthiness requirements.	bbb-	Supply Demand Dynamics	bbb	Moderately favorable outlook for prices/rates.				
set Ba	ase and Operations			Commodit	y Exposure						
a-	Diversity of Assets	bbb	Good quality and/or reasonable scale diversified assets.	а	Ability to Pass Through Changes in Fuel	а	Complete pass-through of commodity costs.				
b+	Operations Reliability and Cost Competitiveness	а	Track record of reliable, low-cost operations.	a-	Underlying Supply Mix	bbb	bb Low variable costs and moderate flexibility of supply.				
bb	Exposure to Environmental Regulations	bbb	Limited or manageable exposure to environmental regulations.	bbb+	Hedging Strategy	а	a Highly captive supply and customer base.				
ıb-	Capital and Technological Intensity of Capex	bbb	Moderate reinvestments requirements in established technologies.	bbb							
b+				bbb-							
ofitabi	ility			Financial S	Structure						
h-	Free Cash Flow	bbb	Structurally neutral to negative FCF across the investment cycle.	bbb+	EBITDA Leverage	bb	4.75x				
b+	Volatility of Profitability	bbb	Stability and predictability of profits in line with utility peers.	bbb	FFO Leverage	bbb	5.0x				
bb				bbb-							
bb-				bb+							
b+				bb							
nancia	I Flexibility			Credit-Rel	evant ESG Derivation						Overa
ì	Financial Discipline	а	Clear commitment to maintain a conservative policy with only modest deviations allowed.		Co. has 12 ESG potential rating drivers				0		5
-	Liquidity	bbb	One-year liquidity ratio above 1.25x. Well-spread maturity schedule of debt but funding may be less diversified.	→	Emissions from operations			key driver	U	issues	
b+	FFO Interest Coverage	bbb		•	Fuel use to generate energy and serve	load		driver	0	issues	4
ob				→	Impact of waste from operations			potential	12	issues	3
b-				→	Plants' and networks' exposure to extr	eme wea	ther	driver	12	100005	
				-	Product affordability and access			not a	2	issues	2
								rating		_	



FitchRatings

Liberty Utilities Co.

Corporates Ratings Navigator North American Utilities

Credit-Relevant ESG Derivation ESG Cre					
verly Utilities Co. has 12 ESG potential rating drivers key driver 0 issues					
Liberty Utilities Co. has exposure to emissions regulatory risk but this has very low impact on the rating.					
Liberty Utilities Co. has exposure to energy productivity risk but this has very low impact on the rating.	driver	0	issues	4	
Liberty Utilities Co. has exposure to waste & impact management risk but this has very low impact on the rating.	potential driver	12	issues	3	
Liberty Utilities Co. has exposure to extreme weather events but this has very low impact on the rating.					
Liberty Utilities Co. has exposure to access/affordability risk but this has very low impact on the rating.	not a rating driver	2	issues	2	
Liberty Utilities Co. has exposure to customer accountability risk but this has very low impact on the rating.	not a rating driver		ingues	1	

Environmental (E) Relevance Scores

ving top 6 issues

General Issues	E Score	Sector-Specific Issues	Reference
GHG Emissions & Air Quality	3	Emissions from operations	Asset Base and Operations; Commodity Exposure; Regulation; Profitability
Energy Management	3	Fuel use to generate energy and serve load	Asset Base and Operations; Commodity Exposure; Profitability
Water & Wastewater Management	2	Water used by hydro plants or by other generation plants, also effluent management	Asset Base and Operations; Regulation; Profitability
Waste & Hazardous Materials Management; Ecological Impacts	3	Impact of waste from operations	Asset Base and Operations; Regulation; Profitability
Exposure to Environmental Impacts	3	Plants' and networks' exposure to extreme weather	Asset Base and Operations; Regulation; Profitability

E Relevance					
5					
4					
3					
2					
1					

How to Read This Page
ESG relevance scores range from 1 to 5 based on a 15-level color gradation. Red
(5) is most relevant to the credit rating and green (1) is least relevant.
The Environmental (E), Social (5) and Governance (6) tables break out the
ESG general issues and the sector-specific issues that are most relevant to each
industry group. Relevance scores are assigned to each sector-specific issues did are
signaling the credit-relevance of the sector-specific issues to the issuer's overall
credit rating. The Criteria Reference column highlights the factor(s) within which
the corresponding ESG issues are captured in Fitch's credit analysis. The vertical
color bars are visualizations of the frequency of occurrence of the highest
constituent relevance scores. They do not represent an aggregate of the
relevance scores or aggregate ESG credit relevance.
The Credit-Relevant ESG Derivation table's far right column is a visualization of
the frequency of occurrence of the highest ESG relevance scores across the
combined E, S and G categories. The three columns to the left of ESG Relevance
to Credit Rating summarize rating relevance and impact to credit from ESG
issues. The box on the far left identifies any ESG Relevance Sub-factor issues
that are drivers or potential drivers of the issuer's credit rating (corresponding
with scores of '4' and '5' are assumed to result in a negative impact unless
indicated with a'+ sign for porisive impact.
Classification of ESG issues has been developed from Fitch's sector ratings
criteria. The General Issues and Sector-Specific Issues draw on the
classification standards published by the United Nations Principles for
Responsible Investing (PRI), the Sustainability Accounting Standards Board
(SASB), and the World Bank.

Social (S) Relevance Scores

General Issues	S Score	Sector-Specific Issues	Reference
Human Rights, Community Relations, Access & Affordability	3	Product affordability and access	Asset Base and Operations; Regulation; Profitability; Financial Structure
Customer Welfare - Fair Messaging, Privacy & Data Security	3	Quality and safety of products and services; data security	Regulation; Profitability
Labor Relations & Practices	3	Impact of labor negotiations and employee (dis)satisfaction	Asset Base and Operations; Profitability
Employee Wellbeing	2	Worker safety and accident prevention	Profitability; Asset Base and Operations
Exposure to Social Impacts	3	Social resistance to major projects that leads to delays and cost increases	Asset Base and Operations; Profitability



Governance (G) Relevance Scores

General Issues	G Score	Sector-Specific Issues	Reference
Management Strategy	3	Strategy development and implementation	Management and Corporate Governance
Governance Structure	3	Board independence and effectiveness; ownership concentration	Management and Corporate Governance
Group Structure	3	Complexity, transparency and related-party transactions	Management and Corporate Governance
Financial Transparency	3	Quality and timing of financial disclosure	Management and Corporate Governance

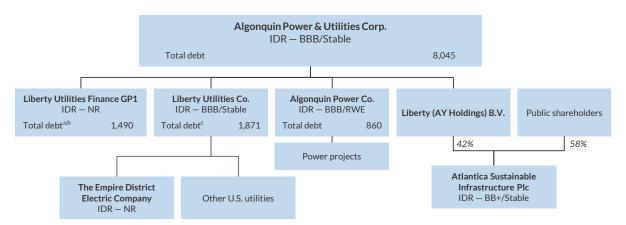


CREDIT-RELEVANT ESG SCALE						
How relevant are E, S and G issues to the overall credit rating?						
5	Highly relevant, a key rating driver that has a significant impact on the rating on an individual basis. Equivalent to "higher" relative importance within Navigator.					
4	Relevant to rating, not a key rating driver but has an impact on the rating in combination with other factors. Equivalent to "moderate" relative importance within Navigator.					
3	Minimally relevent to rating, either very low impact or actively managed in a way that results in no impact on the entity rating. Equivalent to "lower" relative importance within Navigator.					
2	trelevant to the entity rating but relevant to the sector.					
1	Irrelevant to the entity rating and irrelevant to the sector.					

Simplified Group Structure Diagram

Organizational Structure

\$ mil., as of March 31, 2023



^aDebt guaranteed by Liberty Utilities Co. ^bExcludes lending to related entities treated as equity injection. ^cIncludes debt at The Empire District Electric Company and other U.S. utilities. IDR – Issuer Default Rating. NR – Not rated. RWE – Rating Watch Evolving. Source: Fitch Ratings, Fitch Solutions, Liberty Utilities Co.

Peer Financial Summary

Company	Issuer Default Rating	Financial statement date	Gross revenue (\$ mil.)	FFO (\$ mil.)	FFO interest coverage (x)	FFO leverage (x)	EBITDA leverage (x)
Liberty Utilities Co.	BBB		·				
	BBB	2022	1,961	506	6.3	4.5	4.1
	BBB	2021	1,614	437	7.0	4.2	4.0
	BBB	2020	1,302	443	5.9	3.9	4.3
Southern Power Company	BBB+						
	BBB+	2022	3,369	548	4.9	4.7	4.7
	BBB+	2021	2,216	641	5.4	5.0	8.9
	BBB+	2020	1,733	647	5.1	4.8	7.1

Fitch Adjusted Financials

Source: Fitch Ratings, Fitch Solutions

(\$ mil., as of Dec. 31, 2022)	Notes and formulas	Standardized values	Lease treatment	Other adjustments	Adjusted values
Income statement summary			.		
Revenue		1,961	_	_	1,961
EBITDA	(a)	652	_	_	652
Depreciation and amortization		-263	_	_	-263
EBIT		389	_	_	389
Balance sheet summary					
Debt	(b)	2,624	_	_	2,624
Of which other off-balance-sheet debt		_	_	_	_
Lease-equivalent debt		_	_	_	_
Lease-adjusted debt		2,624	_	_	2,624
Readily available cash and equivalents	(c)	_	_	_	_
Not readily available cash and equivalents		_	_	_	_
Cash flow summary					



(\$ mil., as of Dec. 31, 2022)	Notes and formulas	Standardized values	Lease treatment	Other adjustments	Adjusted values
EBITDA	(a)	652	_	_	652
Dividends received from associates less dividends paid to minorities	(d)	-10	_	_	-10
Interest paid	(e)	-97	_	4	-93
Interest received	(f)	16	_	_	16
Preferred dividends paid	(g)	_	_	_	_
Cash tax paid	•	1	_	_	1
Other items before FFO		-56	_	-4	-60
FFO	(h)	506	_	_	506
Change in working capital		-209	_	_	-209
CFO	(i)	296	_	_	296
Non-operating/nonrecurring cash flow		_	_	_	_
Capex	(j)	-764	_	_	-764
Common dividends paid		-146	_	_	-146
FCF		-613	_	_	-613
Gross leverage (x)	•			•	
EBITDA leverage	b / (a+d)	4.1	_	_	4.1
(CFO – capex)/debt (%)	(i+j) / b	-17.8	_	_	-17.8
Net leverage (x)					
EBITDA net leverage	(b-c) / (a+d)	4.1	_	_	4.1
(CFO – capex)/net debt (%)	(i+j) / (b-c)	-17.8	_	_	-17.8
Coverage (x)					
EBITDA interest coverage	(a+d) / (-e)	6.6	_	_	6.9

CFO – Cash flow from operations Note: The standardized items presented above are based on Fitch's taxonomy for the given sector and region. Reported items may not match the Fitch taxonomy, but they are captured into corresponding lines accordingly. Debt includes other off-balance-sheet debt. Source: Fitch Ratings, Fitch Solutions, Liberty Utilities Co.



SOLICITATION & PARTICIPATION STATUS

For information on the solicitation status of the ratings included within this report, please refer to the solicitation status shown in the relevant entity's summary page of the Fitch Ratings website.

For information on the participation status in the rating process of an issuer listed in this report, please refer to the most recent rating action commentary for the relevant issuer, available on the Fitch Ratings website.

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