

California Housing Loan Insurance Fund

Financial Statements and Supplementary Information
for the Years Ended December 31, 2009 and 2008,
and Independent Auditors' Report

INDEPENDENT AUDITORS' REPORT

To the Board of Directors
California Housing Finance Agency
Sacramento, California

We have audited the accompanying balance sheets of the California Housing Loan Insurance Fund (the "Fund"), which is administered by the California Housing Finance Agency (the "Agency"), a component unit of the State of California, as of December 31, 2009 and 2008, and the related statements of revenues, expenses, and changes in fund equity, and cash flows for the years then ended. The accompanying financial statements are the statements of the Fund and do not include the financial position or the results of the operations of the Agency. These financial statements are the responsibility of the management of the Agency. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes consideration of internal control over financial reporting as a basis for designing audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Fund's internal control over financial reporting. Accordingly, we express no such opinion. An audit also includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements, assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, such financial statements present fairly, in all material respects, the financial position of the Fund as of December 31, 2009 and 2008, and the results of its operations and its cash flows for the years then ended in conformity with accounting principles generally accepted in the United States of America.

The Management's Discussion and Analysis is not a required part of the basic financial statements, but is supplementary information required by the Governmental Accounting Standards Board. This supplementary information is the responsibility of the Agency's management. We have applied certain limited procedures, which consisted principally of inquiries of management regarding the methods of measurement and presentation of the supplementary information. However, we did not audit such information and we do not express an opinion on it.

Deloitte + Touche LLP

May 7, 2010

CALIFORNIA HOUSING LOAN INSURANCE FUND

MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL POSITION AND RESULTS OF OPERATIONS YEARS ENDED DECEMBER 31, 2009 AND 2008

The California Housing Finance Agency (the "Agency") was created in 1975 by an act of the California Legislature and commenced operations in 1976. The Agency is a component unit of the State of California (the "State") and is included in the State's Comprehensive Annual Financial Report. The Agency is authorized to administer the activities of the California Housing Loan Insurance Fund (the "Fund"), the California Housing Finance Fund (the "CHFF"), and two State general obligation bond funds. The following Management Discussion and Analysis applies only to the activities of the California Housing Loan Insurance Fund and should be read in conjunction with the Fund's financial statements and the notes to the financial statements. The Agency is entirely self-funded and does not draw upon the general taxing authority of the State.

The Agency is authorized to use the Fund's assets as at-risk capital in support of mortgage insurance programs which insure loans which finance the acquisition, new construction, or rehabilitation of residential structures in California. The Fund insures loans made by the Agency; loans made by lenders for securitization by the Federal National Mortgage Association (the "FNMA"), and Federal Home Loan Mortgage Corporation (the "FHLMC"); and loans made by localities, nonprofit agencies, and the California State Teachers' Retirement System. In conducting business the Agency is authorized to reinsure any risk undertaken by the Fund.

While the Fund is subject to the same statutory requirements as private mortgage insurance companies with respect to the maintenance of policyholders' surplus, the Fund is exempt from regulatory control by the State Department of Insurance. The claims-paying ability of the Fund has been assigned a rating of BBB by Standard & Poor's.

Underwriting, acquisition, and issuance expenses are charged directly to the Fund as well as loss and loss adjustment expenses. Certain administrative and operating expenses, including office space, business services and supplies, legal services, accounting services, information technology support, and human resource support services, are provided by the Agency and indirectly charged to the Fund.

FINANCIAL RESULTS 2009 – 2008

- Insurance in force decreased by \$285 million, or 10%, to \$2.8 billion as of December 31, 2009, compared to \$3.1 billion as of December 31, 2008. This decrease in insured loans is primarily a result of current conditions in the mortgage industry and the Agency's limited ability to finance the acquisition, new construction, or rehabilitation of residential structures during 2009. The Fund ceased writing new business in September 2009.
- The Fund had an operating loss of \$54 million for 2009. Net operating results of the Fund fell by approximately \$37.1 million in 2009 in compared to the operating loss of \$16.9 million in 2008. This was primarily due to increases in the reserve for loan losses and claim payments during 2009. The Fund has fund equity of \$194 thousand at December 31, 2009, compared with \$54.2 million in 2008. The Agency plans to request additional funding for the Fund in the near future in order to provide sufficient liquidity to meet the Fund's obligations.

- Home mortgage delinquencies continued to increase during the year and although the Agency does not make subprime loans, the delinquency ratio for the insured portfolio increased to 22% in December 2009 or \$638 million, up from 8.48% or \$265 million in December 2008. Insurance claim payments were \$117.1 million and \$16.4 million in 2009 and 2008, respectively.
- In response to the continued increase in foreclosures, the Agency increased the Fund's reserve for loan losses by \$37 million in 2009 to \$63 million as a result of the Fund's higher reserves for potential losses. The Agency continues to monitor delinquencies closely and is proactive in its attempts to mitigate losses.
- The Fund continued the services of the reinsurance treaty and administrative services agreement with Genworth Financial ("Genworth"), previously known as GE Mortgage Insurance Corporation ("GEMICO"). This insurance treaty cedes to Genworth a 75% quota share of the insurance risk and 64.5% of the premium collected for most loans insured by the Fund. The treaty was amended for loans insured on or after May 1, 2008 to 67% of premium collected and amended again on April 1, 2009 to 69% of premium collected on loans insured on or after that date.
- In February 2009, Moody's Investors Service lowered the claims paying rating of Genworth to Baa² from Aa³. In December 2009, Standard and Poor's Ratings Services ("S&P") lowered the counterparty credit and financial strength ratings on Genworth Mortgage Insurance Corp. to "BBB-" from "BBB+".
- In July 2009, S&P lowered the Fund's rating to "BBB" from "A+" due to challenges in the California housing market (increasing foreclosures, rising unemployment, and falling home prices) and management's decision to reduce the line of credit for the Fund to \$10 million from \$100 million, in accordance with the Agency's Interfund Credit Agreement.

2009 COMPARED TO 2008

CONDENSED BALANCE SHEETS

The following table presents condensed balance sheets for the Fund as of December 31, 2009 and 2008, and the change from year to year (dollars in thousands):

	2009	2008	Change
ASSETS			
Cash, cash equivalents, and investments	\$ 65,290	\$ 78,552	\$ (13,262)
Other assets	<u>1,490</u>	<u>3,227</u>	<u>(1,737)</u>
TOTAL	<u>\$ 66,780</u>	<u>\$ 81,779</u>	<u>\$ (14,999)</u>
LIABILITIES AND FUND EQUITY			
LIABILITIES:			
Unpaid losses and loss adjustment expenses	\$ 62,962	\$ 25,995	\$ 36,967
Unearned premiums	244	316	(72)
Accounts payable and other liabilities	<u>3,380</u>	<u>1,315</u>	<u>2,065</u>
Total liabilities	<u>66,586</u>	<u>27,626</u>	<u>38,960</u>
FUND EQUITY:			
Invested in capital assets	33	39	(6)
Restricted by statute	<u>161</u>	<u>54,114</u>	<u>(53,953)</u>
Total fund equity	<u>194</u>	<u>54,153</u>	<u>(53,959)</u>
TOTAL	<u>\$ 66,780</u>	<u>\$ 81,779</u>	<u>\$ (14,999)</u>

Assets — Total assets of the Fund were \$66.8 million as of December 31, 2009, a decrease of \$15 million or 18% from December 31, 2008. Of the Fund's assets, more than 98% are represented by cash and investments. The Fund does not have a significant investment in capital assets.

Cash, cash equivalents, and investments were \$65.3 million as of December 31, 2009, a decrease of \$13.3 million from December 31, 2008. The decrease is primarily due to an increase in claim payments. The Agency invests the Fund's cash in the State's Surplus Money Investment Fund ("SMIF"). SMIF provides the Fund a variable rate of return and complete liquidity. Cash invested in SMIF is deposited within the State's Centralized Treasury System and managed by the State Treasurer.

Other assets were \$1.5 million as of December 31, 2009, a decrease of \$1.7 million or 54% from December 31, 2008. The decrease is the result of a decline in interest receivable from decreased earning rates in the State's SMIF and decrease in reinsurance receivable as a result of higher number of claims being paid.

Liabilities — The Fund's liabilities were \$66.6 million as of December 31, 2009, an increase of \$39 million or 141% from December 31, 2008.

The reserve for unpaid losses and loss adjustment expenses was \$63 million as of December 31, 2009, an increase of \$37 million from December 31, 2008. The increase in the loss reserve is the result of the Fund's higher loss reserves required to cover potential losses. As of December 31, 2009, 2505 insured loans with balances aggregating \$661 million were either reported as delinquent by the lender or delinquent but not reported. As of December 31, 2008, 1076 insured loans with balances aggregating \$292.6 million were either reported as delinquent by the lender or delinquent but not reported.

Unearned premiums were \$244,000 as of December 31, 2009, a decrease of \$72,000 from December 31, 2008. The decrease was due to policy adjustments between the servicer and reinsurer. The expected trend of this account is to decrease over time due to a change in premium collection practices. Beginning in 1996, management adopted the mortgage insurance industry norm of collecting monthly premium payments in arrears for newly established loan insurance products as compared to past practices of collecting annual premiums in advance. As a result, each year a greater percentage of insured loans require monthly premium payments, which are earned when received, rather than annual payments, which are received in advance and deferred and earned over a one-year period.

Accounts payable and other liabilities were \$3.4 million as of December 31, 2009, an increase of \$2.1 million from December 31, 2008. This increase is largely attributable to amounts owed to the reinsurer for claim payments.

Fund Equity — All of the Fund's equity is restricted or invested in capital assets. The Fund's equity is restricted pursuant to the Agency's enabling legislation. Total equity of the Fund decreased by \$54 million as a result of increased reserves for unpaid losses and loss adjustment expenses.

CONDENSED STATEMENTS OF REVENUES AND EXPENSES

The following table presents condensed statements of revenues and expenses for the Fund for the years ended December 31, 2009 and 2008, and the change from year to year (dollars in thousands):

	2009	2008	Change
OPERATING REVENUES:			
Premiums earned	\$ 20,894	\$ 22,062	\$ (1,168)
Investment income	924	2,406	(1,482)
Other revenues	<u>2</u>	<u>935</u>	<u>(933)</u>
Total operating revenues	<u>21,820</u>	<u>25,403</u>	<u>(3,583)</u>
OPERATING EXPENSES:			
Loss and loss adjustment expenses	60,632	26,068	34,564
Operating expenses	14,940	16,171	(1,231)
Other expenses	<u>207</u>	<u>34</u>	<u>173</u>
Total operating expenses	<u>75,779</u>	<u>42,273</u>	<u>33,506</u>
OPERATING LOSS	<u>\$ (53,959)</u>	<u>\$ (16,870)</u>	<u>\$ (37,089)</u>

Operating Revenues — Operating revenues were \$21.8 million during 2009 compared to \$25.4 million during 2008, a decrease of \$3.6 million or 14%.

Premiums earned in 2009 decreased by \$1.2 million or 5% compared to premiums earned in 2008. The decrease in premiums earned corresponds with the decrease in insurance in force. Insurance in force was \$2.8 billion and \$3.1 billion as of December 31, 2009 and 2008, respectively.

Investment income decreased \$1.5 million to \$924,000 in 2009 from \$2.4 million in 2008. This decrease was due to the decrease in interest rates. SMIF interest rates for the past two years are shown in the following table:

Periods	Year 2009	Periods	Year 2008
January — March	1.903%	January — March	4.174%
April — June	1.512%	April — June	3.108%
July — September	0.889%	July — September	2.769%
October — December	0.594%	October — December	2.533%

Other revenues decreased by \$933,000 to \$2,000 in 2009 from \$935,000 in 2008. Recoveries made on amounts owed from defendants in certain litigation declined from last year.

Operating Expenses — Total operating expenses were \$75.8 million during 2009 compared to \$42.3 million during 2008, an increase of \$33.5 million or 79%.

Loss and loss adjustment expenses increased by \$34.6 million in 2009. The increase is attributable to the increase in required reserves to cover potential losses.

The Fund's operating expenses were \$14.9 million during 2009 compared to \$16.2 million during 2008, a decrease of \$1.3 million or 7.6%. The decrease is primarily a result of lower ceded premiums to the reinsurer due to lower insurance in force and a decrease in salary expenses.

Operating Loss — Operating loss for 2009 was \$53.9 million compared to \$16.9 million loss in 2008, a decrease of \$37 million. The increase in operating loss is a result of the increase in loss and loss adjustment expenses.

2008 COMPARED TO 2007

CONDENSED BALANCE SHEETS

The following table presents condensed balance sheets for the Fund as of December 31, 2008 and 2007, and the change from year to year (dollars in thousands):

	2008	2007	Change
ASSETS			
Cash, cash equivalents, and investments	\$ 78,552	\$ 72,994	\$ 5,558
Other assets	<u>3,227</u>	<u>3,583</u>	<u>(356)</u>
TOTAL	<u>\$ 81,779</u>	<u>\$ 76,577</u>	<u>\$ 5,202</u>
LIABILITIES AND FUND EQUITY			
LIABILITIES:			
Unpaid losses and loss adjustment expenses	\$ 25,995	\$ 4,029	\$ 21,966
Unearned premiums	316	397	(81)
Accounts payable and other liabilities	<u>1,315</u>	<u>1,128</u>	<u>187</u>
Total liabilities	<u>27,626</u>	<u>5,554</u>	<u>22,072</u>
FUND EQUITY:			
Invested in capital assets	39	44	(5)
Restricted by statute	<u>54,114</u>	<u>70,979</u>	<u>(16,865)</u>
Total fund equity	<u>54,153</u>	<u>71,023</u>	<u>(16,870)</u>
TOTAL	<u>\$ 81,779</u>	<u>\$ 76,577</u>	<u>\$ 5,202</u>

Assets — Total assets of the Fund were \$81.8 million as of December 31, 2008, an increase of \$5.2 million or 6.8% from December 31, 2007. Of the Fund's assets, more than 96% are represented by cash and investments. The Fund does not have a significant investment in capital assets.

Cash, cash equivalents, and investments were \$78.6 million as of December 31, 2008, an increase of \$5.6 million from December 31, 2007. The increase is primarily due to an increase in premiums earned and investments. The Agency invests the Fund's cash in the State's Surplus Money Investment Fund ("SMIF"). SMIF provides the Fund a variable rate of return and complete liquidity. Cash invested in SMIF is deposited within the State's Centralized Treasury System and managed by the State Treasurer.

Other assets were \$3.2 million as of December 31, 2008, a decrease of \$356,000 or 10% from December 31, 2007. The decrease is the result of a drop in interest receivable from decreased earning rates in the State's SMIF.

Liabilities — The Fund's liabilities were \$27.6 million as of December 31, 2008, an increase of \$22.1 million or 398% from December 31, 2007.

The reserve for unpaid losses and loss adjustment expenses was \$26 million as of December 31, 2008, an increase of \$22 million from December 31, 2007. The increase in the loss reserve is the result of the Fund's increase in insurance in force and higher loss reserves required to cover potential losses. As of December 31,

2008, 1076 insured loans with balances aggregating \$292.6 million were either reported as delinquent by the lender or delinquent but not reported. As of December 31, 2007, 331 insured loans with balances aggregating \$84.8 million were either reported as delinquent by the lender or delinquent but not reported.

Unearned premiums were \$316,000 as of December 31, 2008, a decrease of \$81,000 from December 31, 2007. The decrease was due to policy adjustments between the servicer and reinsurer. The expected trend of this account is to decrease over time due to a change in premium collection practices. Beginning in 1996, management adopted the mortgage insurance industry norm of collecting monthly premium payments in arrears for newly established loan insurance products as compared to past practices of collecting annual premiums in advance. As a result, each year a greater percentage of insured loans require monthly premium payments, which are earned when received, rather than annual payments, which are received in advance and deferred and earned over a one-year period.

Accounts payable and other liabilities were \$1.3 million as of December 31, 2008, an increase of \$187,000 from December 31, 2007. This increase is largely attributable to amounts owed to the reinsurer.

Fund Equity — All of the Fund's equity is restricted or invested in capital assets. The Fund's equity is restricted pursuant to the Agency's enabling legislation. Total equity of the Fund decreased by \$16.9 million as a result of increased reserves for unpaid losses and loss adjustment expenses.

CONDENSED STATEMENTS OF REVENUES AND EXPENSES

The following table presents condensed statements of revenues and expenses for the Fund for the years ended December 31, 2008 and 2007, and the change from year to year (dollars in thousands):

	2008	2007	Change
OPERATING REVENUES:			
Premiums earned	\$ 22,062	\$ 18,201	\$ 3,861
Investment income	2,406	3,534	(1,128)
Other revenues	<u>935</u>	<u>1,985</u>	<u>(1,050)</u>
Total operating revenues	<u>25,403</u>	<u>23,720</u>	<u>1,683</u>
OPERATING EXPENSES:			
Loss and loss adjustment expenses	26,068	3,692	22,376
Operating expenses	16,171	13,623	2,548
Other expenses	<u>34</u>	<u>4</u>	<u>30</u>
Total operating expenses	<u>42,273</u>	<u>17,319</u>	<u>24,954</u>
OPERATING (LOSS) INCOME	<u>\$ (16,870)</u>	<u>\$ 6,401</u>	<u>\$ (23,271)</u>

Operating Revenues — Operating revenues were \$25.4 million during 2008 compared to \$23.7 million during 2007, an increase of \$1.7 million or 7%.

Premiums earned in 2008 increased by \$3.9 million or 21% compared to premiums earned in 2007. The increase in premiums earned corresponds with the increase in insurance in force. Insurance in force was \$3.1 billion and \$2.6 billion as of December 31, 2008 and 2007, respectively.

Investment income decreased \$1.1 million to \$2.4 million in 2008 from \$3.5 million in 2007. This decrease was due to the decrease in interest rates. SMIF interest rates for the past two years are shown in the following table:

Interest Payment Periods	Fiscal Year 2008	Interest Payment Periods	Fiscal Year 2007
January — March	4.174%	January — March	5.172%
April — June	3.108%	April — June	5.235%
July — September	2.769%	July — September	5.236%
October — December	2.533%	October — December	4.955%

Other revenues decreased by \$1 million to \$935,000 in 2008 from \$1.9 million in 2007. This decrease was a result of less recovery made on amounts owed from defendants in certain litigation.

Operating Expenses — Total operating expenses were \$42.3 million during 2008 compared to \$17.3 million during 2007, an increase of \$25 million or 144%.

Loss and loss adjustment expenses increased by \$22.4 million in 2008. The increase is attributable to the increase of new insurance written for higher loan sizes and the increase in required reserves to cover potential losses.

The Fund's operating expenses were \$16.2 million during 2008 compared to \$13.6 million during 2007, an increase of \$2.6 million or 18.7%. The increase is primarily in ceded premiums to the reinsurer.

Operating Income — Operating income for 2008 was a net loss of \$16.9 million compared to \$6.4 million gain in 2007, a decrease of \$23.3 million. The decrease in operating income is a result of the increase in loss and loss adjustment expenses.

CALIFORNIA HOUSING LOAN INSURANCE FUND

BALANCE SHEETS DECEMBER 31, 2009 AND 2008

	2009	2008
ASSETS		
CURRENT ASSETS:		
Cash and cash equivalents	\$ 38,702	\$ 12,348
Investment in Surplus Money Investment Fund	65,251,000	78,540,000
Interest receivable	101,960	500,205
Other current assets	<u>1,219,689</u>	<u>2,422,400</u>
Total current assets	66,611,351	81,474,953
NONCURRENT ASSETS — Other assets	<u>168,795</u>	<u>304,158</u>
TOTAL	<u>\$ 66,780,146</u>	<u>\$ 81,779,111</u>
LIABILITIES AND FUND EQUITY		
CURRENT LIABILITIES:		
Reserves for unpaid losses and loss adjustment expenses	\$ 62,962,465	\$ 25,994,567
Unearned premiums	210,244	246,999
Reinsurance payable	2,927,223	808,924
Accounts payable and other liabilities	41,423	34,265
Compensated absences	162,852	
Due to other government entities	<u>248,003</u>	<u>472,147</u>
Total current liabilities	66,552,210	27,556,902
NONCURRENT LIABILITIES — Unearned premiums	<u>33,409</u>	<u>68,906</u>
Total liabilities	<u>66,585,619</u>	<u>27,625,808</u>
CONTINGENCIES (Note 8)		
FUND EQUITY:		
Invested in capital assets	33,446	38,875
Restricted by statute	<u>161,081</u>	<u>54,114,428</u>
Total fund equity	<u>194,527</u>	<u>54,153,303</u>
TOTAL	<u>\$ 66,780,146</u>	<u>\$ 81,779,111</u>

See notes to financial statements.

CALIFORNIA HOUSING LOAN INSURANCE FUND

STATEMENTS OF REVENUES, EXPENSES, AND CHANGES IN FUND EQUITY YEARS ENDED DECEMBER 31, 2009 AND 2008

	2009	2008
OPERATING REVENUES:		
Premiums earned	\$ 20,894,083	\$ 22,062,137
Investment income	924,475	2,406,241
Other revenues	<u>1,708</u>	<u>934,500</u>
Total operating revenues	<u>21,820,266</u>	<u>25,402,878</u>
OPERATING EXPENSES:		
Loss and loss adjustment expenses — net of recoveries	60,632,179	26,067,432
Operating expenses	14,939,801	16,170,994
Other expenses	<u>207,062</u>	<u>34,195</u>
Total operating expenses	<u>75,779,042</u>	<u>42,272,621</u>
OPERATING LOSS	(53,958,776)	(16,869,743)
FUND EQUITY — Beginning of year	<u>54,153,303</u>	<u>71,023,046</u>
FUND EQUITY — End of year	<u>\$ 194,527</u>	<u>\$ 54,153,303</u>

See notes to financial statements.

CALIFORNIA HOUSING LOAN INSURANCE FUND

STATEMENTS OF CASH FLOWS YEARS ENDED DECEMBER 31, 2009 AND 2008

	2009	2008
CASH FLOWS FROM OPERATING ACTIVITIES:		
Receipts from customers	\$ 21,256,237	\$ 22,265,348
Payments to suppliers	(12,363,168)	(15,404,854)
Payments to employees	(322,490)	(758,953)
Due to California Housing Finance Fund	(224,144)	97,548
Other payments	<u>(22,931,801)</u>	<u>(3,447,017)</u>
Net cash (used in) provided by operating activities	<u>(14,585,366)</u>	<u>2,752,072</u>
CASH FLOWS FROM INVESTING ACTIVITIES:		
Proceeds from sale of investments	35,089,000	2,195,000
Purchase of investments	(21,800,000)	(7,766,000)
Interest on investments	<u>1,322,720</u>	<u>2,806,249</u>
Net cash provided by (used in) investing activities	<u>14,611,720</u>	<u>(2,764,751)</u>
INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS	26,354	(12,679)
CASH AND CASH EQUIVALENTS — Beginning of year	<u>12,348</u>	<u>25,027</u>
CASH AND CASH EQUIVALENTS — End of year	<u>\$ 38,702</u>	<u>\$ 12,348</u>
RECONCILIATION OF OPERATING LOSS TO NET CASH (USED IN) PROVIDED BY OPERATING ACTIVITIES:		
Operating loss	\$ (53,958,776)	\$ (16,869,743)
Adjustments to reconcile operating loss to net cash provided by operating activities:		
Interest on investments	(924,475)	(2,406,241)
Unpaid loss and loss adjustment expenses	36,967,898	21,965,679
Depreciation expense	5,429	5,429
Deferred policy acquisition expense	268,589	307,020
Changes in certain operating assets and liabilities:		
Other assets	1,064,057	(355,976)
Unearned premiums	(72,253)	(81,447)
Reinsurance payable	2,118,299	78,119
Compensated absences	162,852	
Accounts payable and other liabilities	7,158	11,684
Due to California Housing Finance Fund	<u>(224,144)</u>	<u>97,548</u>
NET CASH (USED IN) PROVIDED BY OPERATING ACTIVITIES	<u>\$ (14,585,366)</u>	<u>\$ 2,752,072</u>

See notes to financial statements.

CALIFORNIA HOUSING LOAN INSURANCE FUND

NOTES TO FINANCIAL STATEMENTS AS OF AND FOR THE YEARS ENDED DECEMBER 31, 2009 AND 2008

1. AUTHORIZING LEGISLATION AND ORGANIZATION

The California Housing Loan Insurance Fund (the “Fund”) is one of two continuously appropriated funds administered by the California Housing Finance Agency (the “Agency”). The Agency was created by the Zenovich-Moscone-Chacon Housing and Home Finance Act , as amended, as a public instrumentality, a political subdivision, and a component unit of the state of California (the “State”), and is in the State’s Annual Financial Report and administers the activities of the Fund and the California Housing Finance Fund (the “CHFF”). These funds allow the Agency to carry out its purpose of meeting the housing needs of persons and families of low and moderate income within the State. The Agency is authorized to insure mortgage loans and to issue bonds, notes, and other obligations to fund loans to qualified borrowers for single-family houses and multifamily developments. The Agency has no taxing power and is exempt from federal income taxes and state franchise taxes.

The accompanying financial statements are the statements of the Fund and do not include the financial position or the results of operations of the Agency. As of June 30, 2009, the Agency had total assets of \$10.8 billion and fund equity of \$1.7 billion (not covered by this independent auditors’ report).

The Agency is also authorized to use the Fund to provide mortgage insurance for loans made by the Agency and others which finance the acquisition, new construction, or rehabilitation of residential structures in California. Total risk in-force was \$1.02 billion and \$1.13 billion at December 31, 2009 and 2008, respectively. More than 90% of the insured first mortgage loans outstanding at December 31, 2009, have loan-to-value ratios, measured as of the funding date of the loan, equal to or greater than 90%.

The Fund’s reserve for loan losses increased significantly during 2009 as a result of the large increase in California home mortgage delinquencies. In July 2009, Standard and Poor’s lowered the Fund’s rating to “BBB” from “A+” primarily due to the condition of the California housing market and its effects on the Fund. Further, the counterparty credit and financial strength ratings of the Fund’s reinsurer, Genworth, was lowered by Moody’s Investor Services to “Baa2” during 2009.

Based on its projections, management of the Fund believes that the Fund will be able to maintain adequate resources to meet its obligations as they come due in 2010. However, the Fund’s ability to meet its obligations as they come due in 2010 is dependent upon the amount of claim payments not significantly exceeding the amounts assumed in its projections as well as the continued ability of the Fund’s reinsurer to pay its share of claims (see Note 4). Management is evaluating options to obtain additional capital through the state budget process or through a bond initiative. However, such efforts will take time and there can be no assurance that they will ultimately be successful.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Presentation and Accounting — The Fund is accounted for as an enterprise fund. Accordingly, the accompanying financial statements have been prepared using the accrual method of accounting and on the basis of accounting principles generally accepted in the United States of America

(hereinafter referred to as “Generally Accepted Accounting Principles”), which differ from statutory accounting practices followed by insurance companies in reporting to insurance regulatory authorities.

Accounting and Reporting Standards — The Fund follows the Standards of Governmental Accounting and Financial Reporting, as promulgated by the Governmental Accounting Standards Board (GASB). The Fund has adopted the option under GASB Statement No. 20, which allows the Fund to apply all GASB pronouncements and only Financial Accounting Standards Board (FASB) pronouncements which date prior to November 30, 1989.

Use of Estimates — The preparation of financial statements in conformity with Generally Accepted Accounting Principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ materially from those estimates.

Cash and Cash Equivalents — The Fund considers cash on hand and cash on deposit with the State Controller’s office other than the investment in the State’s Surplus Money Investment Fund (SMIF) to be cash and cash equivalents.

Investments — The Agency invests the Fund’s excess cash in SMIF, which represents a portion of the State’s Pooled Money Investment Account (PMIA). These PMIA funds are on deposit within the State’s Centralized Treasury System and are managed in compliance with the California Government Code, according to a statement of investment policy which sets forth permitted investment vehicles, liquidity parameters, and maximum maturity of investments. Investments in SMIF are recorded at fair value. The Office of the State Treasurer of California issues a Pooled Money Investment Board Report with information on the PMIA’s portfolio composition. A copy of that report may be obtained from the Office of the State Treasurer, 915 Capitol Mall, Room 106, Sacramento, CA 95814 or via the internet at www.treasurer.ca.gov.

Deferred Policy Acquisition Costs — The Fund defers certain costs related to the acquisition of new insurance policies and amortizes these costs over the expected life of the policies. These costs are associated with the acquisition, underwriting, and processing of new policies. Deferred policy acquisition costs were \$346,554 and \$514,020 as of December 31, 2009 and 2008, respectively, and are included as part of other assets on the balance sheets.

Reserves for Unpaid Losses and Loss Adjustment Expenses — The Fund establishes reserves for losses and loss adjustment expenses, to recognize the estimated liability for potential losses and related loss expenses in connection with borrower default on mortgage payments. The liability for unpaid losses and loss adjustment expenses resulting from mortgage insurance is an estimate based upon the unpaid delinquent balance on mortgage loans reported by lenders as of the close of the accounting period, estimates of incurred but not reported (IBNR) claims, and historical and expected frequency and loss severity information.

There is a high level of uncertainty inherent in the evaluation of the required loss and loss adjustment expense reserves. Management has selected frequency of claims paid and severity loss ratios that it believes are reasonable and reflective of anticipated ultimate experience. The ultimate costs of claims are dependent upon future events, the outcomes of which are affected by many factors. The Fund’s claim reserving procedures and settlement practices, economic inflation, court rulings, real estate market conditions, and many other economic, scientific, legal, political, and social factors all can have significant effects on the ultimate cost of claims.

Changes in operations and management practices may also cause actual developments to vary from past experience. Since the emergence and disposition of claims are subject to uncertainties, the net amounts that will ultimately be paid to settle the liability may vary significantly from the estimated amounts provided for in the accompanying financial statements. Any adjustments that may be material to reserves are reflected in the operating results of the periods in which they are made.

Fund Equity — Fund equity is classified as invested in capital assets or restricted equity. Invested in capital assets represents investments in office equipment and furniture net of depreciation. Restricted Equity represents equity that is restricted pursuant to the Agency’s enabling legislation.

Operating Revenues and Expenses — The Fund’s primary operating revenue is derived from premiums earned on private mortgage insurance written. The primary expenses are the expenses associated with the underwriting, acquisition, issuance, administration, and the reinsurance of private mortgage insurance products and policies.

Recognition of Premium Income — Primary mortgage insurance policies are contracts that are generally non-cancelable by the insurer and provide payment of premiums on a monthly, annual, or single basis. Premiums written on a monthly basis are earned as coverage is provided. Premiums written on an annual basis are deferred as unearned premiums and amortized on a monthly pro rata basis over the year of coverage. Primary mortgage insurance premiums written on policies covering more than one year are referred to as single premiums. A portion of single premiums is recognized immediately in earnings, and the remaining portion is deferred as unearned premiums and amortized over the expected life of the policy.

Reinsurance — Effective March 1, 2003, the Fund entered into a reinsurance treaty and administrative services agreement with Genworth Financial (“Genworth”). This agreement cedes to Genworth a 75% quota share of the insurance risk for most loans insured by the Fund and provides for certain administrative services to be performed by Genworth. The Fund uses reinsurance to reduce net risk in force and optimize capital allocation.

Recently Adopted Accounting Standards — In 2009, the Fund adopted two new statements issued by the GASB.

GASB Statement No. 55, The Hierarchy of Generally Accepted Accounting Principles for State and Local Governments, effective April 2, 2009. GASB Statement No. 55 incorporates the hierarchy of generally accepted accounting principles (GAAP) for state and local governments, into GASB’s authoritative literature. The statement will improve financial reporting by contributing to GASB’s efforts to codify all GAAP for state and local governments. The adoption of GASB Statement No. 55 did not have a material impact on the Fund’s financial statements or the results of operations.

GASB Statement No. 56, Codification of Accounting and Financial Reporting Guidance Contained in AICPA’s Statements on Auditing Standards, effective April 6, 2009. GASB Statement No. 56 incorporates accounting and financial reporting guidance only contained in the American Institute of Certified Public Accountants (AICPA) auditing literature for state and local governments. The statement addresses three issues from AICPA’s literature – related party transactions, going concern considerations, and subsequent events. The adoption of GASB Statement No. 56 did not have a material impact on the Fund’s financial statements or the results of operations.

3. INVESTMENT RISK FACTORS

There are many factors that can affect the value of investments. Some, such as credit risk, custodial credit risk, concentration of credit risk, and interest rate risk, may affect both equity and fixed-income

securities. Equity and debt securities respond to such factors as economic conditions, individual company earning performance, and market liquidity, while fixed income securities are particularly sensitive to credit risks and changes in interest rates. It is the investment policy of the Fund to invest substantially all of its funds in fixed income securities, which limit the Fund's exposure to most types of risk.

Investments by type at December 31, 2009 and 2008, consist of the following:

	2009	2008
Surplus Money Investment Fund — State of California	<u>\$ 65,251,000</u>	<u>\$ 78,540,000</u>
Total investments	<u>\$ 65,251,000</u>	<u>\$ 78,540,000</u>

Credit Risk — Fixed income securities are subject to credit risk, which is the chance that an issuer will fail to pay interest or principal in a timely manner or that negative perceptions of the issuer's ability to make these payments will cause security prices to decline. Certain fixed income securities, including obligations of the U.S. government or those explicitly guaranteed by the U.S. government, are not considered to have credit risk. At December 31, 2009, the Fund does not have any investments exposed to credit risk.

Custodial Credit Risk — Custodial credit risk is the risk that in the event of the failure of the custodian, the investments may not be returned. At December 31, 2009, the Fund did not have any investments exposed to custodial credit. All investments are held by the State of California.

Concentration of Credit Risk — Concentration of credit risk is the risk associated with a lack of diversification, such as having substantial investments in a few individual issuers, thereby exposing the Fund to greater risks resulting from adverse economic, political, regulatory, geographic, or credit developments. At December 31, 2009, the Fund does not have any investments exposed to concentration of credit risk.

Interest Rate Risk — Interest rate risk is the risk that the value of fixed income securities will decline due to decreasing interest rates. The terms of a debt investment may cause its fair value to be highly sensitive to interest rate changes. At December 31, 2009, the Fund does not have any debt investments that are highly sensitive to changes in interest rates.

Effective Duration — The effective duration is the approximate change in price of a security resulting from a 100 basis points (one percentage point) change in the level of interest rates. It is not a measure of time. The Fund's investments are not affected by effective duration.

4. RESERVES FOR UNPAID LOSSES AND LOSS ADJUSTMENT EXPENSES

The changes in the reserves for unpaid losses and loss adjustment expenses for the years ended December 31, 2009 and 2008, are as follows. The first table presents reserves on a gross basis (before reinsurance) and the second table presents the reserve on a net basis (after reinsurance). The total net reserve for loss and loss adjustment is reflected in the financial statements.

Gross	2009	2008
Gross reserve for loss and loss adjustment — beginning of year balance	<u>\$ 102,625,159</u>	<u>\$ 16,095,712</u>
Incurring (recovered) related to:		
Provision attributable to the current year	225,315,250	113,371,279
Change in provision attributable to prior years	<u>8,363,936</u>	<u>(10,486,784)</u>
Total incurred	<u>233,679,186</u>	<u>102,884,495</u>
Payments related to:		
Current year	(11,507,215)	(2,723,704)
Prior years	<u>(82,815,177)</u>	<u>(13,631,344)</u>
Total payments	<u>(94,322,392)</u>	<u>(16,355,048)</u>
Gross reserve for loss and loss adjustment — end of year balance	<u>\$ 241,981,953</u>	<u>\$ 102,625,159</u>
Net of Reinsurance	2009	2008
Net reserve for loss and loss adjustment — beginning of year balance	<u>\$ 25,994,567</u>	<u>\$ 4,028,888</u>
Incurring (recovered) related to:		
Provision attributable to the current year	58,695,589	28,681,097
Change in provision attributable to prior years	<u>1,936,589</u>	<u>(2,613,665)</u>
Total incurred	<u>60,632,178</u>	<u>26,067,432</u>
Payments related to:		
Current year	(2,962,534)	(693,917)
Prior years	<u>(20,701,747)</u>	<u>(3,407,836)</u>
Total payments	<u>(23,664,281)</u>	<u>(4,101,753)</u>
Net reserve for loss and loss adjustment — end of year balance	<u>\$ 62,962,464</u>	<u>\$ 25,994,567</u>

Reserves for loss and loss adjustment expenses relate to delinquent loans, net of reinsurance. Such estimates were based on historical experience, which management believes is representative of expected future losses at the time of estimation. As a result of the extended period of time that may exist between the report of a delinquency and claim payment thereon, significant uncertainty and variation exist with respect to the ultimate amount to be paid because economic conditions and real estate markets will change.

5. REINSURANCE

Effective March 1, 2003, the Fund entered into a 75% quota share reinsurance agreement with Genworth to reinsure most (currently, approximately 96%) of the Fund's portfolio. Under the terms of this agreement, the reinsurer will indemnify the Fund for 75% of all losses paid on the insured loans to which the Fund cedes 64.5% of the related premiums. The treaty was amended for loans insured on or after May 1, 2008, to cede 67% of premiums collected and amended again on April 1, 2009, to cede 69% of premiums collected on loans insured on or after that date. The Fund's reinsurance agreement typically provides for a recovery of a proportionate level of claim expenses from the reinsurer. The Fund remains liable to its policyholders if the reinsurer is unable to satisfy its obligations under the reinsurance agreement. The amount of earned premiums ceded to Genworth for the years ended 2009 and 2008 was \$13 million and \$14 million, respectively.

6. ARRANGEMENTS WITH THE CALIFORNIA HOUSING FINANCE FUND

Certain of the administrative and operating expenses charged to the Fund are provided by the Agency. These expenses, initially paid from the CHFF, include office space, business services, legal services, accounting services, information systems support, and human resource support services. The Fund is charged quarterly for these expenses. Amounts payable to the CHFF were \$132,693 and \$352,147 at December 31, 2009 and 2008, respectively. For the years ended December 31, 2009 and 2008, total expenses allocated to the Fund by the Agency were \$1,052,616 and \$1,813,953, respectively.

The Agency Board of Directors approved Resolution 03-19 on March 20, 2003, authorizing the Agency to utilize the resources of CHFF to support the mortgage guaranty insurance programs of the Agency in the following two ways: (1) the Executive Director of the Agency is authorized to create one or more supplementary reserve accounts within the Supplementary Bond Security Account of CHFF to indemnify the Mortgage Insurance Fund for losses incurred or to pay claims against the Mortgage Insurance Fund in connection with loans financed by the Agency and (2) the Executive Director of the Agency may establish an interfund credit agreement by which the Fund may borrow such sums from CHFF as may be required to maintain the claims paying rating of any credit rating service.

Initially, the Agency Executive Director established an interfund credit agreement in the amount of \$100,000,000 in which the Fund may borrow from CHFF as needed for the purpose of paying claims arising out of policies of mortgage guarantee insurance and costs and expenses related to the payment of such claims. The amount by which the fund may borrow was reduced to \$10,000,000 from \$100,000,000 during 2009. Interest rates and repayment terms are determined upon receipt of a request to draw on this credit facility. The Fund had not requested a draw on this credit through December 31, 2009.

7. PENSION PLAN AND POST RETIREMENT BENEFITS

The Fund contributes to the Public Employees' Retirement Fund (PERF) as part of the State, the primary government. The PERF is a cost-sharing multiple-employer defined benefit pension plan administered by the California Public Employment Retirement System (CalPERS). CalPERS provides retirement,

death, disability, and postretirement health care benefits to members as established by state statute. CalPERS issues a publicly available Comprehensive Annual Financial Report (CAFR) that includes financial statements and required supplementary information for the Public Employees' Retirement Fund. A copy of that report may be obtained from CalPERS, Central Supply, and P.O. Box 942175, Sacramento, CA 95229-2715 or via the internet at www.calpers.ca.gov.

For the CalPERS fiscal years ended June 30, 2010, 2009, and 2008, the employer contribution rates were as follows:

	June 30		
	2010	2009	2008
State Miscellaneous Member First Tier	16.917 %	16.574 %	16.633 %
State Miscellaneous Member Second Tier	16.737	16.470	16.565

The Fund's contributions to the PERF for the years ended December 31, 2009, 2008, and 2007, were \$67,463, \$95,849, and \$92,531, respectively, equal to the required contributions for each year.

Required contributions are determined by actuarial valuation using the individual entry age normal cost method. The most recent actuarial valuation available is as of June 30, 2008, which actuarial assumptions included (a) 7.75% investment rate of return compounded annually, (b) projected salary increases that vary by duration of service, and (c) overall payroll growth factor of 3.25% annually. Both (a) and (c) included an inflation component of 3% and a 0.25% per annum productivity increase assumption.

The most recent actuarial valuation of the PERF indicated that there was an unfunded actuarial accrued liability. The amount of the underfunded liability applicable to each agency or department cannot be determined. Trend information, which presents CalPERS progress in accumulating sufficient assets to pay benefits when due, are presented in the June 30, 2008, CalPERS CAFR.

GASB Statement 45 requires states and local governments to publicly disclose the future dollar amount of their obligations to pay for Other Postemployment Benefits (OPEB), like healthcare, that are provided to retired employees, including retired public employees. The OPEB is a cost-sharing multiple-employer defined benefit healthcare plan administered by CalPERS. The State is required to include the information in its 2007-08 financial reports. State Controller's Office sets the employer contribution rate based on the annual required contribution of the employers (ARC), an amount actuarially determined in accordance with the parameters of GASB Statement 45. The ARC represents a level of funding that, if paid on an ongoing basis, is projected to cover normal cost each year and amortize any unfunded actuarial liabilities (or funding excess) of the plan over a period not to exceed thirty years. The Fund's estimated unfunded OPEB cost was \$115,310 on December 31, 2009 and \$120,000 on December 31, 2008 and this liability was added to Personal Services in the respective year. CalPERS issues a publicly available CAFR that includes financial statements and required supplementary information for the OPEB.

8. LITIGATION

On June 14, 2002 the Agency filed a complaint in the case of California Housing Finance Agency (CalHFA) v. Hanover California Management and Accounting Center Inc., (HC) et al, Orange County Superior court #02CC10634 (Action). The trial in this matter has concluded and the Agency prevailed on all causes of action. The jury awarded \$6.7 million in damages, prejudgment interest of \$1 million, and finally the jury found that the defendants acted with malice, and awarded total punitive damages of

\$1.5 million. The defendants appealed the judgment and the Court of Appeal issued a decision affirming the judgment in full. The decision is now final.

The amounts received from the defendants were \$1,895 and \$934,000 during the years ended December 31, 2009 and 2008, respectively which is recorded as other revenue in the accompanying Statements of Revenues, Expenses, and Changes in Fund Equity. It is highly unlikely that any additional amounts will be received and as such no gain contingency has been recorded.

Certain other lawsuits and claims arising in the ordinary course of business have been filed or are pending against the Fund. Based upon information available to the Agency, its review of such lawsuits and claims and consultation with counsel, the Agency believes the liability relating to these actions, if any, would not have a material adverse effect on the Fund's financial statements.

9. SUBSEQUENT EVENTS

On January 21, 2010, Standard and Poor's lowered the rating of the Fund from "BBB" to "CCC" with negative watch status. The rating was lowered due to concerns over the Fund's significant decline in capital.

On January 25, 2010, Moody's lowered the rating of the Fund from "Aa3" to "B2" with watch for further possible downgrade. The rating was lowered due to the sharp decline in the performance of the Agency's single family mortgage portfolio, reduced support from the Agency, and the Fund's significant decline in capital.

On February 4, 2010, Moody's Investors Service reaffirmed the Baa2 rating of Genworth and changed the outlook to negative.

In March 2010, the Acting Executive Director, under authority provided in Board Resolution 03-19, amended the Interfund Indemnity Agreement. Resolution 03-19 authorized the Executive Director of the Agency to create one or more supplementary reserve accounts within the Supplementary Bond Security Account of CHFF to indemnify the Mortgage Insurance Fund for losses incurred or to pay claims against the Mortgage Insurance Fund in connection with loans financed by the Agency. As of March 25, 2010, the amendment places a limitation on the indemnity obligation to an aggregate amount not to exceed \$135 million.

On April 14, 2010, the Reinsurance Treaty with Genworth was amended. The amendment confirms Genworth will pay reinsurance amounts (75% of net loss) payable under the Reinsurance Agreement directly to servicers acting on behalf of the Insureds and not to the Fund or the Agency. Management has evaluated subsequent events during the period from December 31, 2009 to May 7, 2010, the date the financial statements were available to be issued.
