Resolution Life Group

Financial Condition Report

2023

Executive summary

Resolution Life Group Holdings Ltd. (RLGH) is the holding company of the Resolution Life Group. It is domiciled in Bermuda and subject to group regulatory supervision by the Bermuda Monetary Authority (BMA). This report is our Group Financial Condition Report (FCR).

This FCR has been prepared in accordance with applicable BMA rules and guidance, which include the Insurance (Group Supervision) Rules 2011 as amended, the Insurance (Prudential Standards) (Insurance Group Solvency Requirement) Rules 2011, the Insurance (Public Disclosure) Rules 2015 and the 'Guidance Note for Statutory Reporting Regime' dated 2016.

RLGH, together with its subsidiaries, is referred to in this report as 'Resolution Life' or the 'Group'. This report contains information about the Group's business and performance, its corporate governance, risk profile, solvency valuation and capital management for the reporting period 1 January 2023 to 31 December 2023, with the balance sheet and solvency position shown at the reporting date 31 December 2023. So as to provide a complete view of the current status of the Group, the FCR also describes material subsequent events that have occurred between the financial year ended 31 December 2023 and the date of this FCR.

Business and performance

Resolution Life is a global insurance, reinsurance and risk transfer business consisting of c.$86bn assets under management (AuM) as at 31 December 2023. The Group is headquartered in Bermuda, with regulated insurance operations in Australia, Bermuda, New Zealand and the US; and business operations in Australia, Bermuda, Canada, New Zealand, the UK and the US. Resolution Life falls within the BMA's Group Insurance regulations. The Group is made up of three separate operating Platforms (Platforms), namely: Resolution Re (Res Re) a Bermudian life reinsurer with c.$26bn AuM; Resolution Life Australasia (RLA), the largest life insurance company in Australasia by assets with c.$21bn AuM; and Resolution Life US (RLUS), a major life insurance player in the US with c.$39bn AuM.

The Group's purpose is to:

- Protect and deliver insurance and investment benefits to policyholders
- Support the ongoing restructuring of the primary life insurance industry by releasing capital and removing costs from legacy operations of insurers
- Generate stable returns and deliver cash through dividends to investors, by acquiring complementary risks and strong cash flows from strategic sellers.

Key milestones

During 2023 the Group continued to deliver on its strategic growth ambitions by successfully completing or agreeing the following transactions:

- The Group completed a transaction that was agreed in 2022 with Rome Holdco L.P. (Blackstone) on 1 October 2023. As part of the transaction, Blackstone and the Group entered into a strategic asset management partnership, with Blackstone sourcing and managing certain asset classes for the Group. The Group also raised approximately $3bn of new equity interests over the year from Blackstone, Nippon Life and other partners. This brings the Group's overall commitments raised to c.$8bn.
- RLA completed the acquisition of AIA Australia Limited's Superannuation and Investment business on July 1 2023. The acquisition delivers significant scale and benefits for customers in Australasia and was approved by the Federal Court of Australia.
- RLUS completed a reinsurance agreement with Farmers New World Life Insurance Company (FNWL) on 1 August 2023. Under the agreement, FNWL ceded its in-force individual life insurance business to RLUS as well as new business written for at least two years. RLUS has partnered with Swiss Re to retrocede all the reinsured term life insurance liabilities.
- Res Re announced its first UK Pension Risk Transfer reinsurance transaction, having worked closely with the BMA to successfully execute the deal. The transaction reinsures longevity and asset risks associated with UK pension liabilities of a leading UK-regulated insurer. Under the terms of the agreement, Res Re will reinsure pension liabilities covering both pensions in payment and deferred pensions.
- Res Re completed a transaction with a prominent UK-regulated insurer which saw Res Re reinsure the market and longevity risks of individual in-payment UK annuity liabilities.

Business activities

In 2023, our business again demonstrated its resilience. The year started with Russia's ongoing war in Ukraine and ended with more conflict, in the Middle East. The effects were felt by people and businesses around the world, with high inflation and interest rates, as well as market volatility. Thanks to our robust business model, which focuses on existing portfolios of life insurance policies, we were able to grow our business and deliver value for our stakeholders in this challenging environment.

When we set up our company in 2018, a key focus was diversification, both in terms of geographical markets in which we do business and the types of insurance policy portfolios that we look to acquire or reinsure. More than five years on, as an established, global company, we are realising the benefits of that strategy. Insuring policies from Seattle to Sydney does not make us immune to turbulence in the market, but it does make the peaks and troughs smaller, and our returns more stable and predictable. We are continuing to diversify, signing our first pensions risk transfer agreement (PRT), in the UK in 2023, and, in early 2024, our first flow reinsurance agreement, in Japan. While the US continues to be our biggest and most important market, we believe that Asia will be an increasingly significant market for us over the next decade. We are investing to support our growth there, including opening an office in Singapore in May 2024.

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Executive summary

For our expansion into Asia, we are fortunate to have the support of Nippon Life, our biggest investor and strategic partner for insurance. Nippon Life invested a further $1bn in Resolution Life in 2023, part of our $3bn capital raise to enable to next phase of our growth. We signed three new agreements during the year. Besides the PRT transaction already mentioned, we completed a second funded reinsurance transaction in the UK, and a reinsurance and administration agreement with Farmers New World Life Insurance Company in the US.

It was also our first year of working with our other new strategic partner, Blackstone. We started rotating a portion of our assets under management in each of our three businesses to Blackstone as investment manager, and we expect to see more benefits from the partnership as the investment rotation programme continues in 2024.

Our credit ratings remain stable and we paid a dividend of $240m in December.

Further details of our business and performance and key milestones in 2023 are set out in section 1 of this FCR. Details of material subsequent events are set out in section 6.

Governance structure

Resolution Life has established the organisation, processes and corporate controls that are required of a BMA-regulated group and are appropriate for the Group's business strategy and operations. The system of governance includes requirements relating to fitness and probity of persons responsible for key functions, remuneration practices and outsourcing activities. As a result of the strategic partnerships entered into with Blackstone and Nippon Life during 2023, there were certain changes in the system of governance during the year ended 31 December 2023, including changes to the membership of the RLGH Board of Directors and Board Committees. Further details of the Group's system of governance are provided in section 2.

Risk profile

To support the execution of the risk management strategy, RLGH has adopted a 'three lines of defence' model. The Board is responsible for providing suitable and prudential oversight of the Group's internal control and risk management frameworks.

The Risk Management Framework (RMF) provides a holistic and consistent way in which to identify measure, manage, monitor and report on the risks faced by the Group and covers all processes within the Group. The RMF includes solvency self-assessment, which assists the Board in determining whether there is adequate available capital to cover the Group's risks over its business planning horizon.

Resolution Life is exposed to a broad landscape of risks. These include three main types:

- Risks that are actively taken as part of insurance or asset management operations, which are quantifiable and in respect of which capital is held to back the risk exposure. These largely include insurance, market (including investment credit) and counterparty risk. While the Group holds capital to account for operational risk, the preferred mitigation is prevention and risk culture.
- Risks for which the Group does not explicitly hold capital but that are monitored and controlled, given their significance. These include liquidity, regulatory and compliance, M&A and transaction, strategic and sustainability risk.
- Reputational risks that may arise as a consequence of any risk/event type, in addition to the potential financial and compliance impact. Reputational risk is not considered a separate risk category but rather represents a possible consequence of any risk type or event in addition to the potential financial and compliance impact.

Solvency valuation

Assets and liabilities have been valued in accordance with the BMA's Economic Balance Sheet (EBS) valuation principles, leveraging long-standing processes within the Platforms. Section 4 of this report provides further description of the bases, methods and assumptions used in the valuation of assets, technical provisions and other liabilities, to determine the Group's regulatory valuation.

Capital management

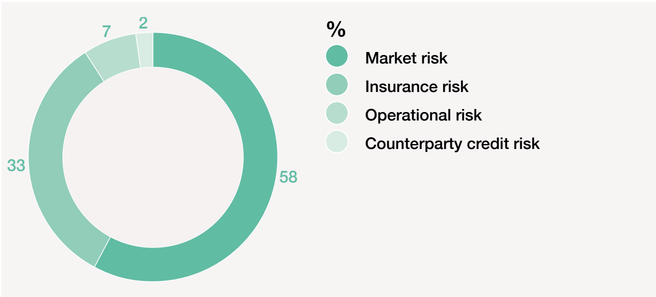
The capital requirements are calculated using the BMA capital regime. Our EBS regulatory capital position as at 31 December 2023 and 2022 is shown in the following table:

Capital position	2023 ($m)	2022 ($m)
Available statutory economic capital	**5,335**	4,726
ECR	**2,952**	2,624
Surplus	**2,383**	2,102
Solvency ratio	**181%**	180%

The Group solvency ratio as at 31 December 2023 is 181%, which comfortably meets the Group's risk appetite thresholds. As at 31 December 2023, Resolution Life's available statutory economic capital was $5,335m on an EBS basis. Of this capital, $5,088m was categorised as Tier 1, the highest quality capital, mainly consisting of common share capital and share premium and statutory economic surplus. Tier 2 capital of $247m related to two subordinated debt instruments.

The chart below shows the composition of the Group's undiversified Enhanced Capital Requirement (ECR) by Bermuda Solvency Capital Requirement risk category at 31 December 2023:

Undiversified ECR by risk



The largest component of the undiversified ECR is market risk, which comprises fixed income, equity, interest rate and concentration risks.

Outlook

Heading into 2024, we are seeing more optimism in the capital markets. Inflation is easing and we expect the interest rate cycle has peaked, which is positive for our planned asset rotation activity. Continued regulatory change, particularly in Bermuda, is likely to present a slight headwind to the business, but overall, we are confident about our prospects: we have great partners, a great pipeline and great people who have set our business up for success.

Business and performance

1

1.1 Insurance group

1.1.1 Name and contact details

Resolution Life Group Holdings Ltd, an exempted company limited by shares domiciled in Bermuda, is the holding company of the Group.

Resolution Life Group Holdings Ltd.
Wessex House
2nd Floor, 45 Reid Street
Hamilton HM12, Bermuda

www.resolutionlife.com

1.1.2 Business overview

Resolution Life is a global insurance, reinsurance and risk transfer business consisting of c.$86bn AuM at 31 December 2023. The Group is headquartered in Bermuda, with regulated insurance operations in Australia, Bermuda, New Zealand and the US; and business operations in Australia, Bermuda, Canada, New Zealand, the UK and the US. Resolution Life falls within the BMA's Group Insurance regulations. The Group consists of three Platforms, namely: Resolution Re, a Bermudian life reinsurer with c.$26bn AuM; Resolution Australasia, the largest life insurance company in Australasia by assets with c.$21bn AuM; and Resolution Life US, a major life insurance player in the US with c.$39bn AuM. Resolution Re Ltd is the BMA Designated Insurer for the Group.

The Group's purpose is to:

- Protect and deliver insurance and investment benefits to policyholders
- Support the ongoing restructuring of the primary life insurance industry by releasing capital and removing costs from legacy operations of insurers
- Generate stable returns and deliver cash through dividends to investors, by acquiring complementary risks and strong cash flows from strategic sellers.

1.2 Group supervisor

The BMA acts as group supervisor for Resolution Life.

BMA House
43 Victoria Street
Hamilton HM 12, Bermuda
+1 441 295 5278

www.bma.bm

Business and performance

1.3 Approved group auditor

The approved group auditor for Resolution Life is Deloitte and Touche LLP.

111 South Wacker Drive
Chicago, IL 60606-4301
USA
Tel: +1 312 486 1000

www.deloitte.com

1.4 Company ownership

Resolution Life is privately owned by a diverse group of global investors. As at 31 December 2023, the Group had raised c.$8bn of commitments from c.60 investors. Our investor base includes sovereign investment funds, superannuation funds, asset managers, family offices, financial institutions and insurers.

1.5 Group structure

A simplified Group structure is presented in the Appendix.

1.6 Significant events in reporting period

During 2023, the Group successfully completed a transaction that was agreed in 2022 with Rome Holdco L.P. (Blackstone). As part of the transaction, Blackstone and the Group entered into a strategic asset management partnership, with Blackstone sourcing and managing certain asset classes for the Group. The Group also raised approximately $3bn of new equity interests over the year from Blackstone, Nippon Life, and other partners.

The Group also carried out a number of issuances and redemptions of regulatory capital and debt instruments. Overall, these transactions worked to further centralise debt within the Group, as well as redeem some of our legacy instruments that were issued primarily to support our deal pipeline in prior periods.

The Group also continued to deliver on its strategic growth ambitions by successfully completing or agreeing the following transactions:

- RLA completed the acquisition of AIA Australia Limited's Superannuation and Investment business on 1 July 2023. The acquisition delivers significant scale and benefits for customers in Australasia and was approved by the Federal Court of Australia.
- RLUS completed a reinsurance agreement with Farmers New World Life Insurance Company (FNWL) on 1 August 2023. Under the agreement, FNWL ceded its in-force individual life insurance business to RLUS as well as new business written for at least two years. RLUS has partnered with Swiss Re to retrocede all of the reinsured term life insurance liabilities.
- Res Re announced its first UK Pension Risk Transfer reinsurance transaction, having worked closely with the BMA to successfully execute the deal. The transaction reinsures longevity and asset risks associated with UK pension liabilities of a leading UK-regulated insurer. Under the terms of the agreement, Res Re will reinsure pension liabilities covering both pensions in payment and deferred pensions.
- Res Re completed a transaction with a prominent UK-regulated insurer which saw Res Re reinsure the market and longevity risks of individual in-payment UK annuity liabilities.

1.7 Performance

1.7.1 Insurance business written during the reporting period

The table below sets out the Group's statutory premiums from its insurance and reinsurance activities by business Platform during the reporting period:

	Resolution Re		**RLA**		**RLUS**		**Total**	
$m	**2023**	**2022**	**2023**	**2022**	**2023**	**2022**	**2023**	**2022**
Direct	**–**	–	**1,088**	1,156	**9**	10	**1,097**	1,167
Assumed	**2,959**	1,325	**–**	–	**2,475**	754	**5,434**	2,078
Ceded	**–**	–	**(655)**	(655)	**(1,044)**	(434)	**(1,699)**	(1,089)
Total net premiums	**2,959**	1,325	**433**	501	**1,440**	330	**4,832**	2,156

- Premiums primarily relate to traditional life and disability business.
- The assumed premium for Res Re is primarily from initial premium assumed from reinsurance transactions completed in 2023.
- RLA's direct premium consists of renewal premiums related primarily to its lump sum and disability business. RLA has agreements that provide reinsurance of certain policy-related risks (e.g. excess mortality and risk) to limit aggregate and single losses on large risks.
- The assumed and ceded premium for RLUS is primarily from initial premiums assumed from Farmers New World Life Insurance Company during 2023. Additionally, RLUS has agreements that provide for reinsurance of certain policy-related risks (e.g. excess mortality and risk) to limit aggregate and single losses on large risks.

1.7.2 Investment performance

The Group's overarching investment principle is to invest available funds in a diversified portfolio of assets, acknowledging our commitment to environmental and social responsibility, to ensure policyholder commitments are met while contributing to the Group's overall growth and profitability. Achieving these objectives requires balancing the Group's risk appetite with the level of net income and capital required to meet its liabilities, maintaining an appropriate solvency margin and meeting shareholder return requirements. This is accomplished by adhering to the 'prudent person' principle, and good corporate governance in the implementation of investment and risk management policies and management standards and procedures.

The Group invests in a combination of high quality, diversified fixed-income securities, primarily fixed-income bonds, mortgage-backed securities and asset-backed securities.

The following table shows the Group's statutory investment return, net of investment expenses and realised gains and losses, as reported in the statutory financial statements for the year ended 31 December 2023:

$m	For the year ended 31 December 2023	For the year ended 31 December 2022
Bonds and debentures	**1,544**	1,207
Equity securities	**157**	131
Investment funds	**564**	441
Commercial mortgage loans	**140**	88
Funds withheld assets	**795**	762
Policy loans	**112**	81
Other investment income	**14**	6
Net realised gains (losses)	**(205)**	(3,856)
Investment expenses	**(169)**	(113)
Total investment return	**2,951**	**(1,253)**

The Group has been granted permission by the BMA under section 6C of the Bermudian Insurance Act 1978 to:

- Value fixed income funds withheld assets at amortised cost rather than fair value within the statutory financial statements
- Reverse the fair value option accounting in relation to insurance and investment contracts assumed under modified coinsurance/funds withheld with Symetra Life Insurance Company
- Remove the balance sheet recognition of unrealised gains (losses) for its available-for-sale fixed maturity investments.

The total investment return in the table above is the sum of the net investment income, net realised gains (losses) and interest in earnings or losses of equity method investments. The Group's investment portfolio generated a net return of $2,951m in 2023 compared to a loss of $1,253m in 2022. The Group's net realised losses for the period of $205m were mainly due to trading losses from portfolio optimisation, as the Group continues to rotate into higher-yielding fixed maturity investments, as well as mark-to-market and derivatives losses from equity market movements and forex.

1.7.3 Income

The Group's main sources of income are from its insurance and reinsurance underwriting and investment activities. Net earned premiums increased by $2,676m, or 124%, in 2023 compared to 2022, driven by the impact of significant transaction-related premiums. The run-rate net earned premiums for 2023 of $846m (2022: $946m) were lower due to normal run-off of the business.

The Group also earned fee income of $1,529m (2022 $1,488m), mainly from its universal life and annuity business in the current reporting period.

As set out in the sections above, during the reporting period, the Group generated $2,951m (2022 $(1,253)m) of net investment income and realised gains (losses).

1.7.4 Expenses

The Group's main expenses are net insurance benefits and claims, general administrative and other expenses, and interest expenses. Net insurance benefits and claims, which include the movement in insurance provisions and value of business acquired/cost of reinsurance amortisation, were $8,675m (2022 $2,903m) in the statutory statements. Within this, net paid claims were $4,310m (2022 $2,956m). The net movement in insurance provisions was a charge of $3,222m (2022 benefit of $278m). Net insurance benefits are higher in 2023 as a result of the impact of market movements and one-time changes due to writing of new reinsurance transactions.

Other expenses, including commission expenses, were $1,081m (2022 $906m) in the current reporting period. Other expenses increased in 2023 as a result of higher consulting spend, and higher salaries and wages due to headcount increase year-on-year.

Interest expense was $103m (2022 $60m) in the current reporting period and was mainly due to the higher interest rates in 2023 compared to 2022.

Tax benefit of $65m (2022 $425m) in the current reporting period consists of current tax incurred or recovered, as well as movements in deferred tax, in the different reporting jurisdictions (primarily Australia, Bermuda, New Zealand, and the US). The tax benefit in 2023 partly arose due to a reduction in the US valuation allowance, and the introduction of the Bermuda corporate income tax. The tax benefit reduced from 2022, when investment losses gave rise to a larger tax benefit.

Further details of our US GAAP results are set out in the Group's 2023 US GAAP Financial Statements.

1.8 Any other material information

As a result of completing the transaction with Blackstone, RLGH Ltd and its subsidiaries elected to use push-down accounting. The financial information in the RLGH Ltd consolidated US GAAP financial statements was presented for successor and predecessor periods.

However, for the BMA statutory financial statements, RLGH Ltd aggregated successor (3 months ended 31 December 2023) and predecessor period (9 months ended 2 October 2023) financial information in the 2023 statutory income statement. An adjustment to reflect the purchase accounting adjustments was included in the statement of capital and surplus.

There is no other material information to report.

Governance structure

2

RLGH is the parent entity of the Group, with responsibility for setting the strategy and running the Group. The Group's governance structure, risk management strategy and risk framework, which help to manage the Group's risk and set a risk appetite, have been designed to meet applicable Bermuda law requirements (including the group regulation requirements of the BMA supervisory framework).

The Board and management have established the appropriate organisation, processes and corporate controls to measure and manage risk across the Group and delegating matters to senior executives. Corporate governance begins with the Board providing general oversight and stewardship of the Group. RLGH has established and maintains organisational, governance and communications structures at the Group level that facilitate the fulfilment of the duties of the Group.

2.1 Delegated authority

The Board exercises oversight over all key decisions that have a material effect on the Group's operations.

All substantive or strategic decisions are made by the Board, which has empowered the Executive Committee (ExCo) to advise the Board on strategy. There are also a number of Board committees that provide further oversight in areas such as audit, compensation, investment and risk.

Board Committees

RLGH Board

The role of the Board is to provide oversight and effective guidance and stewardship of the Company's business, strategy, performance, governance and risk management framework.

Audit

- Oversees the integrity of consolidated financial statements and financial and accounting processes.
- Oversees the compliance with audit, accounting and internal controls requirements.
- Oversees the independent auditor.
- Oversees internal audit controls.

Investment

- Oversees investment portfolio transactions, the development and maintenance of an investment strategy, and the investment risk management policies.
- Reviews investment management performance and oversees investment managers.
- Oversees risk management exposure, policies and guidelines.

Risk

- Oversees the development and implementation of risk management systems and processes designed to identify, manage and mitigate material risks.
- Recommendations to the Board such as the Group's risk appetite and risk management framework.
- Oversees all categories of risk, including risk culture across the Group.

Conflicts

- Evaluates conflicts of interest (actual or potential) arising within and outside the Group.
- Oversees and monitors transactions which potentially give rise to a conflict of interest between Group and any Director of conflict party.

Members

Audit	Investment	Risk	Conflicts
Jason Carne (Chair)	Steven Goulart (Chair)	Weldon Wilson (Chair)	Maria Morris (Chair)
Weldon Wilson	Maria Morris	Jason Carne	Weldon Wilson
Michael Hovey	Weldon Wilson	Tomohisa Kawasaki	Jason Carne
Tomohisa Kawasaki	Gilles Dellaert	Ida Hoghooghi	Tomohisa Kawasaki
Steven Goulart	Shinichi Okamoto	Steven Goulart	

Compensation

- Oversees the appointment of and compensation arrangements for members of the senior executive team and non-executive directors, as well as compensation policy.
- Advises on development and administration of the Group's compensation programmes.
- Reviews and advises on succession planning.

Transaction review

- Ensures certain matters are in good order for full consideration of the Board, including material acquisitions and dispositions.
- Reviews information and reports with respect to pipeline acquisitions and dispositions by the Group.

Nominating

- Responsible for nominating Independent Directors to the Board and proposing to the Board candidates for the future Chief Executive Officer.

Members

Compensation	Transaction review	Nominating
Maria Morris (Chair)	Sir Clive Cowdery (Chair)	Sir Clive Cowdery (Chair)
Weldon Wilson	Michael Hovey	Gilles Dellaert
Gilles Dellaert	Shinichi Okamoto	Ida Hoghooghi
Shinichi Okamoto		Michael Hovey
		Shinichi Okamoto
		Tomohisa Kawasaki

Executive Committee

Executive Committee

A forum for senior executives of members of the Group to meet, discuss, and develop advice to be given by it to members of the Group and their officers including in relation to strategy, financial and business performance, people and culture matters. The purpose of ExCo's advice is to contribute to and aid the deliberations and functioning of the Board and other members of the Group by providing advice and recommendations, and to contribute to information sharing throughout the Group in accordance with the Group's "One Company" way of working, as well as advising on ways to help the Group to meet shareholder and regulatory expectations.

Members

- Clive Cowdery – Founder, Chairman and CEO
- Megan Beer – Group COO
- Simon Woods – Group CFO
- Peter Grewal – Group Risk Director
- Karl Happe – Group CIO
- Claire Singleton – Group General Counsel
- Jonathan Moss – CEO Bermuda
- Conor Murphy – CEO RLUS
- Tim Tez – CEO RLA
- Rushabh Ranavat – CEO Asia
- Warren Balakrishnan – Chief Strategy & Development Officer, RLUS
- Cherie Pashley – Managing Director, Group Finance

Frequency: Monthly

Governance structure

Management Committees

Finance	Investment & Credit	Risk & Compliance	Sustainability
(Quarterly)	(Quarterly)	(Quarterly)	(Quarterly)
Considers financial, audit, accounting and internal control matters to be presented to the Audit Committee.	Responsible for endorsing macro economic stance, defining group investment risk and group ALM risk appetite, aggregating and monitoring group asset risk, consolidated reporting with platforms.	Oversees the Group's risk profile, exposures and trends and oversees the evolution of the Group's Risk Management Framework, risk skills and capabilities.	Provides oversight of sustainability activities ensuring they are conducted in accordance with policies and standards, and associated risks are managed
Members			
Group CFO (Chair) Managing Director, Group Finance Group Risk Director Group COO Platform CFOs Platform CEOs	Group CIO (Chair) Group CFO Group Risk Director Platform CEOs Platform CIOs Group Investment team representatives	Group Risk Director (Chair) Group CFO Group COO Group CIO Group General Counsel Head of Internal Audit Platform CROs	Group COO (Chair) Group CFO Group General Counsel Group CIO Group Risk Director

Information Security & Privacy	Transformation & Change	Disclosure	Technical Review
(Quarterly)	(Monthly)	(Ad hoc)	(Ad hoc)
Considers Group IT and cyber security matters. Reviews the Company's privacy policies, procedures and incidents at a Group level, including all material breaches at the platform level.	Reviews key design decisions for Transformation Initiatives ensuring in line with Strategy & Business Plan. Develops agenda for Transformation to enable delivery of Company Strategy and OKRs.	Provides advice and recommendations on disclosure matters and on compliance with UK MAR (to the extent applicable).	Conducts a technical review of M&A and reinsurance transactions.
Members			
Group COO (Chair) Group General Counsel Operational Risk Group and Platform CISOs Group Compliance Internal Audit Platform Privacy Officers	Group COO(Chair) Group CFO Group CIO Platform CEOs Group Risk Director Managing Director, Group Finance Group Head of Transformation	Group CFO (Chair) Group COO Group General Counsel Group Risk Director Managing Director, Group Finance	Group CFO (Chair) Group Risk Director Group General Counsel Group CIO

2.2 Three lines of defence

To support the execution of its risk management processes. RLGH has adopted a 'three lines of defence' model.

- The first line is the owner of the business area, who owns and takes responsibility for identifying, assessing and reporting on the different risks within their business area. The business manager is also responsible for designing and maintaining effective processes and controls.
- The second line comprises the risk and compliance functions, which have oversight of the risk management strategy and framework. These functions design and implement the risk framework, and recommend the Group's risk appetite to the Board. They also monitor and challenge the actual risk profile of the Group, and each subsidiary, against the Group's preferred level of risk appetite. Furthermore, they assess the effectiveness of the control environment and report thereon to the Group's Risk Committee.
- The third line is performed by internal audit, which provides independent assurance of the effectiveness of governance, risk management practices and the control environment.

2.3 Group Board and senior executives

2.3.1 Structure, roles, responsibilities and segregation of responsibilities

The Board is responsible for providing suitable and prudential oversight of the Group's internal control and risk management frameworks. This includes:

- Overseeing the implementation of operational objectives and strategies by the senior executives of the Group, in each case in light of the Group's stated risk tolerance and appetite, corporate structure and material risks
- Undertaking the effective management of the Group's business in a sound and prudent manner, with the integrity and the professional skills appropriate to the nature and scale of the Group's activities
- Reviewing annually the Group's solvency self-assessment and any changes
- Confirming that the organisational, governance and communications structures of the Group facilitate the effective execution of the Group's operational objectives and strategies, the effective exercise of the role of the Designated Insurer, and compliance with Bermuda legislation and rules
- Confirming that the communications structure of the Group facilitates the effective communication of the statutory obligations of the Group and its members under Bermuda law
- Selecting a competent Executive Chairman and CEO who is fit and proper and has the requisite knowledge, skills, expertise and resources for the role given the nature, scale and complexity of the Group's operations – and, with respect to that person, establishing roles and responsibilities, reviewing and approving compensation, evaluating performance at least annually, and addressing any deficiencies in performance.

The Board has direct access to senior executives, persons responsible for the internal audit, risk management, compliance and actuarial functions, and the approved Group statutory function holders.

An overview of the Board's committees including the respective roles of each committee, and the membership and meeting frequency, is provided below. Also included are biographies of the Board and ExCo, including individuals' professional qualifications, skills and experience.

Responsibilities of the Executive Chairman and executives:

- The Executive Chairman is responsible for selecting competent senior executives, who are fit and proper and have the requisite knowledge and skills for the role, given the nature, scale and complexity of the Group's operations. The Executive Chairman is also responsible for establishing their roles and responsibilities, reviewing their compensation, evaluating at least annually their performance, and addressing any deficiencies.
- Senior executives of the Resolution Life Group are responsible for:
  - Establishing systems and controls that produce complete, reliable, clear, consistent, timely and relevant reporting and management information concerning the business activities and risks to which the Group is exposed
  - Providing the Board with timely, accurate and comprehensive reports that highlight current and prospective changes in business activities, profitability, capital and funding liquidity positions, risk profile or risk drivers
  - Reporting promptly to the Board any material deficiencies in the effectiveness of Group functions or any decisions taken that deviate materially from the Group's risk tolerance, risk appetite or operational strategy
  - Reviewing and approving all material outsourcing arrangements, and for the effective performance and oversight of outsourced functions or tasks; and filing all required financial statements in an accurate, complete and timely manner.

Governance structure

2.3.2 Remuneration policy and practices

Resolution Life's practice regarding compensation is to build a competitive and innovative environment that attracts, retains, motivates and rewards high-performing employees; to promote an ethical culture by ensuring compensation is based on qualitative, not just quantitative, assessment; and to promote the achievement of strategic objectives through a balanced scorecard approach. The Group's compensation framework addresses the need to provide competitive salaries and benefits, balanced with appropriate incentives to encourage consideration of business performance over the long term; ensure enhanced communication; and foster a culture that encourages collaboration, growth and progress.

Employee reward

The Group's compensation framework provides for a fixed base salary and an annual discretionary, performance-based bonus, which varies in accordance with the performance of the individual and Group. Compensation levels are reviewed, at least annually, to ensure compensation is in line with standard market practices and appropriate for the risk profile and performance of the Group.

Senior executive reward

The Group expects to supplement salaries with annual bonuses aligned to performance using a balanced scorecard approach, which consists of setting individual performance targets combined with corporate goals for the year ahead. Together these form an individual's annual performance scorecard. Salaries and annual bonuses for senior employees are supplemented with a performance based long-term incentive plan with a three-year cliff vesting. The Group conducts a rigorous annual review process that assists in professional development as well as in setting compensation levels. In addition, during 2023, certain members of senior management continued to participate in a senior management incentive plan associated with the vesting of awards granted in prior years.

Independent Non-Executive Board members receive fees for their work as Directors; they do not receive bonuses. Executive Directors and Investor Directors are not entitled to additional compensation for services rendered as members of the Board.

2.3.3 Supplementary pension or early retirement schemes for members of the insurance group, the Board and senior executive

Employees of Resolution Life (including senior executives) are provided with pensions/retirement savings plans aligned with market practice for their local geography. In all countries the Company contributes towards the employees' retirement through a contributory pension scheme or retirement savings plan administered by a third party. There is no additional pension plan for Board members beyond regulatory obligations. The Group does not have an early retirement scheme.

2.3.4 Any material transactions with shareholder controllers, persons who exercise significant influence, the parent Board or senior executive

The Group has an agreement with Voya Investment Management Co. LLC, an affiliate of Voya Financial, Inc., to provide investment management services with respect to certain investments. For the years ended 31 December 2023 and 2022, $26.9m and $30.5m of fees were expensed in relation to this agreement, respectively. As of 31 December 2023 and 31 December 2022, $9.1m and $7.1m was payable to Voya Investment Management Co. LLC in relation to this agreement, respectively.

The Group has an agreement with J.P. Morgan Investment Management Inc. (JPIM), an affiliate of JPMC Strategic Investments I Corp, to manage Available for Sale securities. For the years ended 31 December 2023 and 2022, $4.9m and $3.6m of fees were expensed in relation to this agreement, respectively. As of 31 December 2023, $1.2m remains payable to JPIM in relation to the investment management services.

The Group has an agreement with Kohlberg Kravis Roberts & Co. LP (KKR), an affiliate of KKR Radar LLC, to manage assets supporting the funds withheld assets. For the years ended 31 December 2023 and 2022, management fees of $0.2m and $2.4m were incurred in relation to this agreement, respectively.

The Group has an agreement with Blackstone ISG-I Advisors LLC to serve as investment manager for a portion of its investment portfolios. For the year ended 31 December 2023, $45.9m of fees were expensed in relation to this agreement. For the year ended 31 December 2022, $0m of fees were expensed in relation to this agreement. As of 31 December 2023 and 31 December 2022, $12.9m and $0m was payable to Blackstone ISG-I Advisors LLC in relation to this agreement, respectively.

2.4 Fitness and propriety requirements

2.4.1 Fit and proper process in assessing the Group Board and senior executives

Subject to shareholder approval, RLGH appoints members of the Board based on the relevant individual's expertise and experience, as well as the professional judgement of the Chairman of the Board and recommendations from third-party search firms experienced in recruiting board members. Before being appointed to the Board, all candidates must undergo a rigorous recruitment, interviewing and background screening process to ensure they meet the applicable standards under the BMA's framework.

The Chairman is responsible for the selection of senior members of Resolution Life who are deemed fit and proper with the requisite knowledge and skills, given the nature, scale and complexity of the Group's business. Certain senior executives are formally appointed by the Board.

2.4.2 Group Board and senior executive professional qualifications, skills and expertise

Group Board

The table reflects the composition of the Board following completion of the strategic partnerships with Blackstone and Nippon Life in October 2023

Group Board members	Professional qualifications, skills and experience
Clive Cowdery Founder, Chairman and CEO	Clive is regarded as a leading life insurance executive and has significant experience in acquiring closed block life insurance businesses. He has held Board-level roles in all prior Resolution vehicles since 2003. Prior to 2003, Clive was Chairman and Chief Executive of GE Insurance Holdings, GE's primary insurance operations in Europe, with over $3bn of premium income at that time. The businesses he led while at GE had operations in 12 countries. Before joining GE in 1998, he co-founded J Rothschild International / Scottish Amicable International, a cross-border insurance business based in Dublin. He started his career in insurance advising clients as a broker. He served as a Non-Executive Director of Resolution Limited, a UK-listed life insurance group which subsequently became the Friends Life Group PLC. It was listed on the London Stock Exchange and was a constituent of the FTSE 100 Index. He stepped down from this position in 2013. Clive is Chairman and founder of the Resolution Foundation, a non-profit research organisation focused on the needs of low earners in industrialised countries.
Weldon Wilson Vice Chair	Weldon has served as the Vice Chair of the Board for Resolution Life Group Holdings Ltd. since 2018. Previously, he served as Chief Executive Officer of LBL HoldCo, Inc. and its subsidiaries from 2013 through 2019. Before that, Weldon was a member of the Executive Board of Swiss Reinsurance Company (Swiss Re), where he was responsible for acquisitions and operations of life insurance companies in the US and the UK. His other roles within Swiss Re included serving as CEO of Swiss Re's North American life reinsurance business, and General Counsel for Swiss Re's international life operations. Weldon serves on the Advisory Board for Vanderbilt Law School. He is licensed as an attorney in the State of Texas.

Governance structure

Group Board members	Professional qualifications, skills and experience
Jason Carne Independent Non-Executive Director	Jason has more than 30 years' experience working in the Bermuda reinsurance market with Life & Annuity, traditional P&C and Insurance Linked Securities entities. Jason currently works as an independent non-executive director for several Bermuda-based reinsurers having previously acted as Partner, CFO and Head of Bermuda for an SEC registered Investment advisor focused primarily in the reinsurance sector. Prior to this Jason was a partner and then a managing director at KPMG in Bermuda where he worked for approximately 25 years across reinsurance market sectors. Jason graduated from Southampton University with a B.Sc. in Economics and Politics. He is a Fellow of the Institute of Chartered Accountants of England and Wales and a member of the Chartered Professional Accountants of Bermuda. Jason is also a Qualified Associate in Reinsurance.
Steven Goulart Independent Non-Executive Director	Steve is a seasoned financial services executive and board advisor experienced in investments and capital markets, business building and transformation, strategy, and sustainability. He was previously with MetLife for over 17 years where he served in a variety of roles including closing his tenure as the executive vice president and chief investment officer of MetLife, Inc., and president of MetLife Investment Management, MetLife's institutional investment management business. Prior to MetLife, Steve held senior roles in Bear Stearns's financial institutions group, Morgan Stanley's global insurance group, and Merrill Lynch. Steve received a Bachelor of Science degree in business administration from the University of the Pacific, where he received the Distinguished Alumni Award, was elected to the Pacific Athletic Hall of Fame, and served as a member of the board of regents for nine years. He earned his MBA from Harvard Business School. He serves as a member of the board of trustees and as vice chairman of the Augustine Institute.
Maria Morris Independent Non-Executive Director	Maria joined the Resolution Life Board in 2019 and chairs its Compensation Committee. Maria is the retired Executive Vice President and Head of the Global Employee Benefits business of MetLife Inc, where she worked for 33 years. Maria held responsibility for the company's employee benefits business across 40 countries and global relationships with multinationals and financial institution distributors. Maria sits as an independent director and Audit Committee chair of S&P Global, Inc., is an independent director and Risk Committee Chair of Wells Fargo & Company and is an independent director of Allstate. Maria also sits on the board of Helen Keller international, and she is a Board Trustee and Development Committee Chair of Catholic Charities of New York.

Group Board members	Professional qualifications, skills and experience
Tomohisa Kawasaki Non-Executive Director	Kawasaki-san is the Senior General Manager of Global Business Planning Department of Nippon Life Insurance Company. He previously served as General Manager in its Global Business Risk and Control Department from 2020 to 2022. He also served as General Manager of International Accounting and Actuarial Standards Affairs Office, Government Relations Department from 2015 to 2020.
Shinichi Okamoto Non-Executive Director	Okamoto-san is the Executive Officer and Regional CEO for the Americas and Europe of Nippon Life Insurance Company. He previously served as the Executive Officer and General Manager at the Finance & Investment Planning Department of Nippon Life in Japan from 2020 to 2022 and Senior General Manager at its Finance & Investment Planning Department from 2019 to 2020.
Gilles Dellaert Non-Executive Director	Gilles is the Global Head of Blackstone Credit and Insurance (BXCI) based in New York. Prior to his current role, Gilles served as the Global Head of Blackstone Insurance Solutions where he was involved in the new partnerships with Corebridge, Everlake and Resolution Life. Before joining Blackstone in April 2020, Gilles served as Co-President and Chief Investment Officer of Global Atlantic Financial Group. He previously worked at Goldman Sachs in its Reinsurance Group which became Global Atlantic upon its separation in 2013. Prior to that he was with Goldman Sachs in its Credit Trading business and with JP Morgan. Gilles holds a bachelor's degree from Ghent University in Belgium.
Ida Hoghooghi Non-Executive Director	Ida is Co-Chief Operating Officer and Co-Head of Insurance for Blackstone Credit and Insurance (BXCI) based in New York. Ida joined Blackstone in March 2022 after over 16 years at Goldman Sachs, where most recently she served as Chief of Staff to the Chairman and CEO and Secretary to the Management Committee. She also held leadership roles in investor relations, corporate communications and legal. Prior to joining Goldman Sachs, Ida was an associate at Sullivan & Cromwell LLP. Ida received a BA from Duke University and a JD from Harvard Law School. She currently serves on the Board of Directors of Sanctuary for Families.

Group Board members	Professional qualifications, skills and experience
Michael Hovey Non-Executive Director	Michael is a Senior Managing Director within Blackstone Credit & Insurance, where he leads Acquisitions & Partnerships in the insurance sector. Prior to joining Blackstone in early 2021, Michael worked in the investment banking industry for 23 years, the last 17 of which were at Morgan Stanley where he was a Managing Director and Head/Co-Head of Insurance Investment Banking for North America. Prior to joining Morgan Stanley in 2004, Michael was a Vice President in the Financial Institutions Group, Investment Banking at Lehman Brothers. Michael received a BS from the University of Colorado Boulder, where he graduated summa cum laude.

Group Executive Committee

Group Executive Committee	Professional qualifications, skills and experience
Clive Cowdery Founder, Chairman and CEO	See above
Megan Beer Group Chief Operating Officer	Megan was appointed as Group Chief Operating Officer in 2023 and is responsible for the operational leadership of the business, and oversees human resources, risk, legal and governance, transformation and change, operations, technology, and the strategy process. Megan was previously the CEO of the Australasian region, transferring to Resolution Life in 2020 with the acquisition of AMP Life, leading AMP Life through the separation from AMP and establishing Resolution Life Australasia. Megan has more than 30 years' experience in the financial services industry, spanning executive, strategy, operations, finance, actuarial and consulting roles at AMP, NAB/MLC, Tower (now TAL) and Tillinghast (Consulting Actuaries). Megan's prior roles have included CEO AMP Life, Group Executive Insurance and Strategy at AMP and General Manager Bancassurance & Direct and General Manager Group Insurance at NAB/MLC. Megan is a Fellow of the Institute of Actuaries of Australia, a Fellow of the Australian and New Zealand Institute of Insurance and Finance, holds a Master of Economics from Macquarie University, a Master of Business Administration (Executive) from the Australian Graduate School of Management at the University of New South Wales, and is a Graduate of the Australian Institute of Company Director.
Simon Woods Group Chief Financial Officer	Simon joined Resolution Life in 2021 and is responsible for the financial leadership of the business, including accounting, controlling, tax, capital raising and deployment, debt strategy and management and treasury services. Previously, Simon was a Partner at EY, where he was responsible for a range of senior client relationships across insurance and leading EY's client services for complex strategic change. Before joining EY in 2014 he spent 15 years in Investment Banking, latterly as Head of Insurance Financing for Goldman Sachs. Simon has advised numerous globally significant insurance groups with respect to financial strategy, acquisitions and divestments, debt and equity financing, capital management and solutions and complex group issues. Simon has a Masters in Philosophy, Politics and Economics from the University of Oxford.

During 2023, Steve Hales was CEO, Resolution Re and a member of the Executive Committee, but retired from the Group at the start of 2024. Nardeep Sangha was CEO New Markets and a member of the Executive Committee, but left the Group in March 2024. Jonathan Moss was previously Group Chief Risk Officer and became CEO, Resolution Re in January 2024.

Governance structure

Group Executive Committee	Professional qualifications, skills and experience
Warren Balakrishnan Chief Strategy & Development Officer, Resolution Life US	Warren leads the strategy and growth for Resolution Life across North America. In this role Warren leads the development and delivery of all our M&A, reinsurance, and other strategic growth opportunities in North America. Before his current role, Warren was Director of M&A for Resolution Life where he led the creation of Resolution Re, our global Reinsurance business in Bermuda, and Resolution Life Australasia through the acquisition of AMP Life in Australia. He joined Resolution in 2013 where he focused on the formation, capital raise and transactions of the prior US-based Resolution vehicle. Previously, Warren was an attorney in the Global Insurance and M&A practices for Debevoise & Plimpton LLP in New York and London. Warren is licenced as a solicitor in England and Wales and graduated with an honours degree in Law from St. John's College, University of Oxford. He is a Member of the Chartered Insurance Institute.
Peter Grewal Group Risk Director	Peter joined Resolution Life in 2024 and leads the Risk function. Peter previously held Group Chief Risk Officer roles for M&G plc and for QBE. Prior to that Peter was Head of Group Internal Audit and then Chief Risk Officer, Reinsurance for Swiss Re. Peter started his career at Deloitte and then moved to banking, including working for Deutsche Bank, JP Morgan and HSBC in internal audit roles. He has over 30 years' experience in financial services, focused on audit and risk management and has lived and worked in the UK, Switzerland, Bermuda, and Australia. Peter is a Chartered Member of the Institute of Internal Auditors and has a BA in Business Studies.
Karl Happe Group Chief Investment Officer	Karl joined Resolution Life as Group Chief Investment Officer in March 2022. Before that Karl worked at Allianz for 17 years, first as Head of Global Fixed Income Strategy for the group and then as Chief Investment Officer for insurance and regulated clients with Allianz Global Investors. Karl and his team managed €140bn of Allianz and third-party assets, invested in fixed income, private debt, equity and derivatives portfolios. He started his career at Morgan Stanley in New York, Frankfurt and London, where he was a private equity analyst and fixed income derivatives structurer and trader. He also he worked as a consultant with McKinsey & Company before joining Allianz in Munich. Karl has a Bachelor of Science in Engineering from Princeton University and an MBA from INSEAD.

Group Executive Committee	Professional qualifications, skills and experience
Jonathan Moss CEO, Resolution Re	Jonathan has been with Resolution Life since 2017 and was appointed CEO of Resolution Re in January 2024. He led the Group Risk function prior to his current position. Before joining Resolution Life, Jonathan was deputy CEO and CFO of Aviva France, after serving as the general manager of the Heritage division of Friends Life. He was group CEO of Phoenix Group after having roles as CEO of Pearl Group Limited and as CFO of Phoenix. Jonathan has held roles in AMP, as chief actuary, as well as serving as appointed actuary for a number of AMP's UK businesses. Jonathan has a Bachelor of Science and Master of Philosophy in Economics from the University of Wales. He is a Fellow of the Institute and Faculty of Actuaries.
Conor Murphy CEO, Resolution Life US	Conor joined Resolution Life US in 2022. In his most recent prior position, Conor was Executive Vice President and Chief Operating Officer at Brighthouse Financial. He was responsible for all financial and operational matters, product and business development, and the ongoing execution of the Brighthouse financial strategy. Prior to joining Brighthouse Financial, he held multiple senior positions at MetLife including the CFO for MetLife's Latin America region. Prior to that, he led MetLife's international strategic planning organisation, responsible for global business strategy including M&A in international markets. He was also CFO for MetLife's EMEA region, Head of Investor Relations, and CFO of MetLife Investments. Conor joined MetLife from PwC in New York, and began his career at Grant Thornton in Dublin, Ireland. He is a certified public accountant and chartered accountant by background.

Group Executive Committee	Professional qualifications, skills and experience
Cherie Pashley Managing Director Group Finance	Cherie joined Resolution Life in 2022 as the Managing Director of Group Finance. Cherie is an experienced leader with a proven track record in various roles in the insurance sector. She has deep expertise in developing teams across multiple areas of finance, including M&A, capital management, treasury, tax and accounting, as well as delivery of global finance transformation programmes. Prior to joining Resolution Life, Cherie held senior leadership roles at Unum Group, including Chief Accounting Officer and Head of Treasury and SVP of Tax and Treasury. Before that, she was a tax director at PwC. Cherie is a qualified accountant (CPA) and graduated from Case Western Reserve University with a BSc in Accounting. She is passionate about mentoring women and working parents to help them reach their professional potential. She has previously sponsored a Working Parents' Network at Unum, sat on the Board of the American Heart Association and was a member of the World 50 Leader community.
Rushabh Ranavat CEO, Asia	Rushabh leads Resolution Life's business activities in Asia, with a focus on our growth in the region, strategic partnerships and capital raising. Rushabh was part of the team that launched Resolution Life in 2018, having joined the Resolution Group in 2014. He has previously held various roles across the Group in which he has been responsible for developing our strategy, capital raising and Group corporate development. Before joining the Resolution Group, Rushabh was a consultant at McKinsey & Company where he worked across the financial services, healthcare and private equity practices. Rushabh is interested in the development opportunities available to young people, and holds or has held board positions across MyTutor.co.uk, the Department for Education's Comprehensive School Improvement Plan (CSIP) initiative, and Debate Mate. Rushabh studied philosophy and economics at the London School of Economics, graduating with first class honours.

Group Executive Committee	Professional qualifications, skills and experience
Claire Singleton Group General Counsel	Claire joined Resolution Life in 2022 as Group General Counsel. Prior to this she worked in a variety of senior legal and CEO roles within the Legal & General Group, most notably as General Counsel for Retirement & Insurance and General Counsel for Group and Legal & General Capital. Claire has been CEO for Legal & General Home Finance (£5.6bn lifetime mortgage lender) and CEO of Legal & General's Mature Savings business, which included its £21bn With Profits fund, and provided pensions, savings and investment products to over one million customers. Claire has a Master of Arts in Law from the University of Cambridge. She started her legal career as a corporate M&A lawyer at US law firm Jones Day.
Tim Tez CEO, RLA	Tim joined Resolution Life in 2023 and leads our business activities in the Australasian region. Tim has more than 20 years of experience in the insurance industry extending across distribution, M&A, strategy, reinsurance, product, pricing, marketing, strategy and government relations. Before joining Resolution Life, Tim was the CEO of Medical Indemnity at Avant Mutual, the largest medical indemnity insurer in Australia. Prior to that, Tim was at AIA Australia where he held several executive roles including CEO of AIA Health Insurance. He led significant insurance business acquisitions and integration programmes in Australia and New Zealand, and led the global team that launched the health and wellness programme 'Vitality in Australia'. Tim is the former director of the Financial Services Council Life Insurance sub-committee, in Australia.

Governance structure

2.5 Risk management and solvency self-assessment

2.5.1 Risk management process and procedures to identify, measure, manage and report on risk exposures

The Risk Management Framework (RMF) provides a holistic and consistent way in which to identify measure, manage, monitor and report on the risks faced by the Group, and covers all processes. The Group's RMF is underpinned by a strong risk culture and risk governance.

Platforms are required to adopt an equivalent and consistent framework allowing for materiality and proportionality, taking into account the nature, scale and complexity inherent in each regulated entity.

The main components of the Group's RMF are shown in the diagram, with a short overview of each provided in this report.

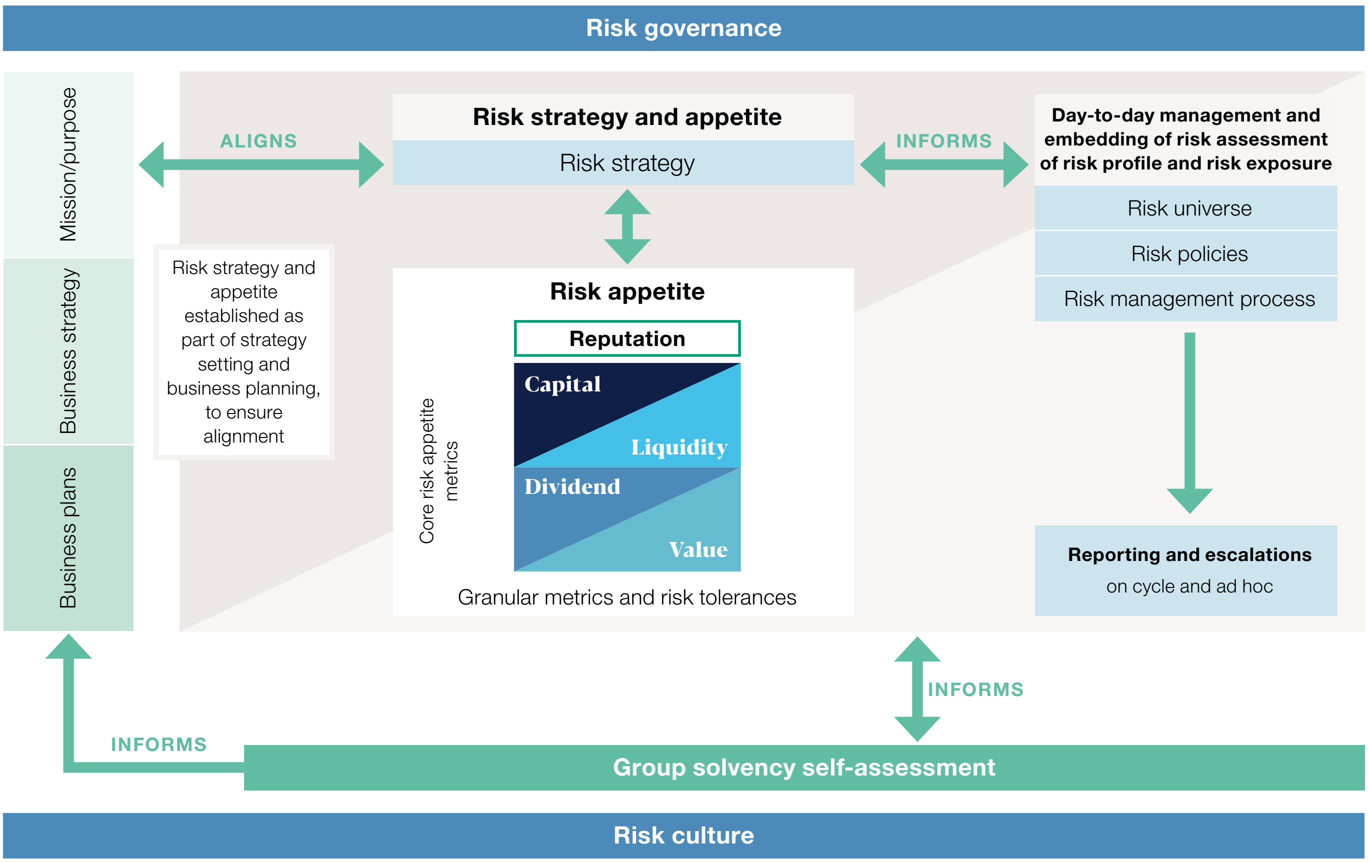
Risk governance

The Board has adopted this framework and a comprehensive set of Group risk management policies, which are reviewed and approved annually. Within these policies, the Board has established the risk appetite, which is a set of qualitative principles and quantitative limits that establish the Group's risk preferences, risk tolerances and risk limits.

The Board Risk Committee and the Group Management Risk Committee assist the Board in overseeing the risks of the Group. They do this primarily through the RMF. The goal is to promote a business model and risk management practices that will help the Group achieve targeted risk-adjusted returns. These two committees oversee management of enterprise risk, the allocation of risk capital, identification of major risks facing the Group, monitoring of the Group's risk profile in relation to its risk appetite, and oversight of the development of strategies to manage identified risks. The committees review risk management actions taken by the Group and review compliance with the risk management policies. In addition, the Board Investment Committee and Group Management Investment and Credit Committee assist the Board by providing oversight of investment risk management exposure policies and guidelines.

The Group Risk Director is responsible for overseeing that all risks to which Resolution Life is exposed are well understood and managed. The Group Risk Director reports regularly to the Board and Board Risk Committee on the risk profile of the Group relative to its risk appetite. The Group's risk and compliance policies set out the minimum standards required of all subsidiaries, and accompanying compliance attestations ensure adherence to Group standards amongst both executive officers (responsible for implementation) and all Group staff in general. Each policy is assigned to an executive policy owner who is responsible for ensuring the relevant policy is current or, where required, recommending changes.

Moreover, the executive policy owners are tasked with establishing guidelines that set out the specific procedures or methods by which the policy is to be complied with, and ensuring the Group has processes in place to implement the policies and guidelines.



Risk strategy and appetite

Resolution Life's risk strategy and risk preferences are aligned with its business strategy. The risk strategy sets out the Group's risk philosophy, desired risk outcomes and risk preferences. It sets out qualitative statements and provides visibility on how risk management is incorporated consistently across all levels of the business. The risk strategy is reviewed and approved annually by the Board as part of the strategy review and strategic planning process.

The risk strategy and risk management processes support the Group in making appropriate risk-based decisions. This ensures that, in its acquisitions and reinsurance deals, the Group only accepts risks that are aligned with its business strategy and will thereby deliver risk-adjusted returns for shareholders within the risk appetite set by the Board.

In delivering its business strategy the Group has defined the following risk strategy principles:

- The Group only takes on risks that it understands and can price appropriately, where the Group has particular expertise or can use business partners to access expertise – so that it provides superior risk-adjusted returns to shareholders. The Group aims to optimise risk-adjusted return at the aggregate level, recognising diversification and correlation effects, where material.
- Geographic focus: the Group business strategy is focused on acquiring or reinsuring life insurance companies in mature markets, particularly Asia, Australasia, Europe, the UK and the US.
- In-force business focus: the Group business strategy is primarily focused on acquiring or reinsuring closed blocks of business (closed books) with new business of a primary insurer only as a transitional accommodation to facilitate a transaction, or to meet contractual requirements within existing contracts. In 2023 Resolution Life added flow reinsurance business to its capabilities in response to the needs of the primary life insurance industry in both Asia and the US.
- The risk strategy ensures that each business, once owned, is managed to optimise risk-adjusted returns within Group approved risk limits. Each business will deliver policyholder commitments in a secure and well capitalised environment. Businesses set solvency risk buffers and manage risks within tolerance to meet risk appetite and retain the freedom to pursue their strategy.
- The Group considers the risk profile of each business Platform (including that of insurance companies it may potentially acquire), taking into account its characteristics, the available regulatory and economic capital and any collateral requirements in the relevant insurance company.
- The derivation and allocation of risk limits will be made annually, and work will be undertaken within each business to demonstrate that it is operating within limits and that it is able to meet the core risk appetite metrics, given its actual risk profile.
- Operational risk should be minimised and/or mitigated, taking into account the cost versus benefit of doing so.

Risk preferences support the Group in setting the overarching risk appetite by providing the context for the Group's allocation of risk capital and the level of the risk budget and risk tolerance levels. Risk preferences are linked to the overarching risk strategy principles and describe the types of risks that the Group prefers and those that it seeks to avoid or minimise. They also help the Group to articulate the level of risk exposure to target in respect of any risk.

Resolution Life's risk appetite has been set by reference to the Group's business and risk strategy, including its risk preferences and the need for risk appetite to balance the expectations of all Group stakeholders. It has been designed to capture the various risk and stakeholder lenses. These are set out in the diagram below, together with the main objective for each metric. The risk appetite supports strategic decisions and day-to-day risk management. It provides a mechanism for monitoring and managing risk in order to deliver the Group's business strategy. As such, the risk appetite and supporting limits and targets are an important filter that is applied to the Group's acquisition strategy.

Risk strategy and appetite

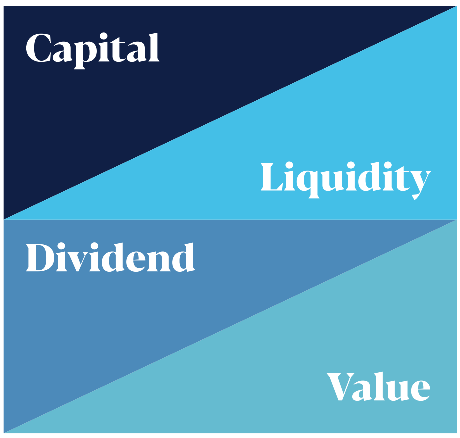
Capital at Risk target: minimum level and target operating range at insurance entity level only

Main objectives
Ensure sufficient capital to: deliver the Group's acquisition strategy in all but severe-to-extreme scenarios; achieve and maintain investment-grade credit rating in underlying entities; and minimise risk of regulatory intervention in insurance entities

Remittance at Risk: minimum loss percentage/amount

Holding Company cash: minimum level

Main objectives
Ensure that the volatility of dividends, as driven by volatility in operating entity remittances, currency translation impacts and level of Holding Company cash, is consistent with shareholder expectations



Liquidity coverage ratio: minimum ratio

Main objectives
Ensure that the Group and all entities have sufficient liquid assets to meet financial obligations to all stakeholders as they fall due, under business-as-usual as well as stressed scenarios

Value at Risk: maximum loss percentage/amount

Main objectives
Ensure that shareholder value at risk is consistent with shareholder expectations around economic value protection/volatility

Reputation

Ensure that an appropriate risk and control culture is developed that supports the Group's operation as a responsible business, and supports protecting the Group's reputation

Governance structure

The Group's risk appetite, including risk limits and risk tolerance limits, may evolve over time and is reviewed and approved annually by the Board as part of strategic and business planning processes.

The impact of new transactions on the Group's risk profile is evaluated against the risk appetite so that Resolution Life is not exposed to risks which are either undesirable or outside the risk appetite agreed with the Board. The Group, through its Platforms, actively manages risk in the acquired businesses within the same risk appetite to deliver the value anticipated at underwriting.

Risk management processes

The Group Risk Management Framework sets out the minimum requirements in respect of the key risk management processes. Resolution Life expects to continue to embed its risk management across the Group over the next few years, thereby enhancing its processes.

Risk identification

The Group and each Platform have processes to maintain a catalogue identifying all reasonably foreseeable and relevant risks facing the business. They also have processes in place to regularly evaluate the potential impact of all the identified risk types.

Risk measurement/assessment

The Group and each Platform have processes to evaluate and measure all identified risks, both qualitatively and, where appropriate quantitatively, regularly throughout the year. The measurement process includes an evaluation or comparison of the risk exposure to the stated risk appetite tolerances.

The risk wheel below sets out how Resolution Life measures and manages its material risks. Resolution Life measures and reports on risk exposures with relevant metrics, reported in a consistent format and on a regular basis. This provides a sound basis for monitoring the Group's risk profile in relation to its risk appetite. Trends as well as the absolute risk level are important indicators.

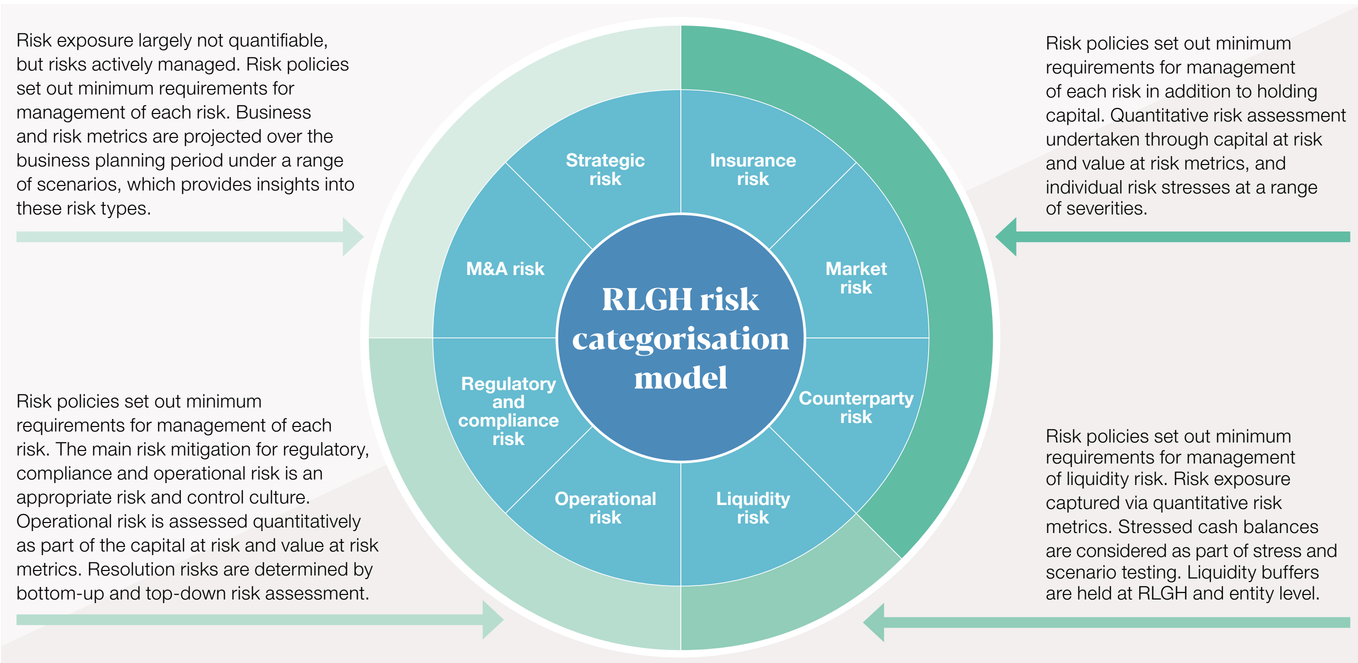
Stress and scenario testing is performed at least annually, and the impact on key metrics from new transactions is an integral part of the deal analysis process.

Risk management (evaluation and response)

Risk evaluation occurs through regular review of risk exposures in relation to the risk appetite, discussion by senior management, and consideration of the optimal risk return positioning. Risk exposures are considered on a gross basis, prior to risk mitigation, as well as net of risk mitigation. This is because risk mitigation often results in transformation of risk, in contrast to risk elimination. Where risk exposures are outside risk appetite, nearing appetite limits or deteriorating quickly, appropriate risk response and risk mitigation measures are approved and implemented.

The appropriate risk mitigation response is developed from discussion and consideration of alternative strategies, including consideration of cost versus reward. Common risk management strategies include:

- Hedging
- Asset-liability management actions
- Repositioning of the investment portfolio or changing allocation of new assets;
- Allocation of additional risk capital
- Product management or re-pricing actions
- Business portfolio management through reinsurance, acquisition or divestitures; and
- Maintenance of a liquidity cushion.



Risk monitoring

Risk exposures are monitored on an ongoing basis. Where appropriate, control points are established for heightened monitoring, and limits are established that should not be breached. The risk management system includes early warnings or triggers that allow timely consideration of, and adequate response to, material risks. Key risk indicators are used to monitor risk on a day-to-day basis.

The Platforms monitor and report to the Group on their risks on an ongoing basis in line with risk appetite, Group standards and policies, so that risks can be identified and managed proactively and without undue delay. Risk monitoring and reporting is carried out by the responsible managers in the first line of defence, with appropriate oversight and assurance from the second and third lines of defence.

Risk reporting

The overall assessment of risks and the related action plans are reported to the Board Risk Committee (BRC), the Board and senior management, using qualitative and quantitative indicators. The documented risk escalation process ensures risk issues are reported within established reporting cycles, and for urgent risk issues to be reported as needed outside them. Members of the Group Risk function attend Platform risk committees, and work closely with Platform risk teams to ensure Group Risk reporting presents an accurate assessment of both Group-wide and Platform-specific risks.

To enable effective monitoring by the executive policy owners, Resolution Life maintains a comprehensive process for reporting on all material risks to the BRC, including a comparison of risk exposures to the risk limits, which include early-warning indicators, and reporting on breaches.

Each executive policy owner certifies annually to the BRC whether the Group is, in his or her opinion, in material compliance with the requirements of the policy within his or her area of responsibility.

Emerging risks

The Group regularly considers emerging risks by working closely with Platform risk teams to identify horizon risks (regulatory change, new laws, factors affecting policyholder behaviour, etc.) which might impinge on Resolution Life over the planning period. A virtual ‘emerging risk wall’ is used to brainstorm and share a long list across businesses, from which topics are chosen for further assessment and a deep dive on a regular basis.

Risk culture

The Group promotes a strong risk and control culture, with good risk behaviours that include risk awareness and discipline, transparency and clear accountabilities.

A strong risk culture supports embedding an appropriate risk appetite, such that risk is given careful consideration in all decision-making processes. In addition, a strong risk culture encourages the challenging of all assumptions, calculations and results in a business process.

2.5.2 How risk management and solvency self-assessment systems are implemented and integrated into the Group’s operations

Risk strategy is implicit in the Group’s business strategy and the Group solvency self-assessment (GSSA) brings this out more explicitly. The GSSA is an integral part of the Group’s existing business management, risk management, business planning and decision-making processes. The GSSA includes all the ongoing processes for risk identification, risk assessment and measurement, risk management, risk monitoring and risk reporting that are in place across the Group. Transactions and material projects are evaluated using the risk and value metrics to ensure an efficient allocation of capital.

Capital and other risk exposure metrics, methodology and results are challenged and reviewed as part of the GSSA. This includes the regulatory capital, liquidity, earnings and cash flow profiles and value delivery over the business planning horizon. This allows the Group to view risk through different lenses and shows which risks impact our one-year view differently from multi-year creeping risks, and longer-term capitalised balance sheet risks.

Stress and scenario testing at Group and entity level is determined with reference to the Group’s overall strategy, and the macro-economic environment that the Group operates in. The results relative to risk appetite are integral to decision making.

The Group’s most material risks are reported as ‘top risks’ and each has an assigned executive owner. Risk mitigation and action plans are considered regularly at the BRC.

2.5.3 Relationship between the solvency self-assessment, solvency needs, and capital and risk management systems of the insurance group

The GSSA considers three elements that are aligned with its risk, capital and liquidity management frameworks. The three elements are:

- Ensuring that each insurance entity is sufficiently capitalised to meet its local statutory solvency and liquidity requirements on an ongoing basis and under reasonably foreseeable but severe scenarios in line with the Group’s appetite. The assessment is supported by annual entity-level stress-testing, covering all core quantitative risk appetite metrics, as well as a Group-level value at risk assessment.
- Ensuring appropriate capital fungibility to avoid trapped capital; and sufficient Group holding company liquidity to meet holding company expenses and debt servicing, and support the Group’s dividend policy.
- Ensuring sufficient capital and funding to support the Group’s growth agenda. This element is strategic in nature and does not pose a capital and liquidity risk that needs to be assessed through stress and scenario testing.

2.5.4 Group solvency self-assessment approval process

The GSSA is performed by the Group Risk function with contributions from other Group functions and the Platforms. The Group operates a series of management oversight committees which together provide governance over all steps in the GSSA process. The Board is responsible for oversight of the GSSA procedures and responsible for the GSSA report, which documents the outcome and results of the GSSA processes to support Board decision making. The GSSA is reviewed and approved by the Board at least annually, or earlier if there is a significant change in risk profile.

2.6 Internal controls

2.6.1 Internal control system

Resolution Life's internal control system is designed to provide reasonable assurance that its operations are effectively controlled, it is compliant with applicable laws and regulations, and its financial reporting is reliable. The Board is ultimately responsible for overseeing the adequacy and effectiveness of the risk management and internal control system. In practice, the oversight and management of the internal control system necessarily involves participation of the Board, the Audit Committee, the Board Risk Committee, senior management, finance, risk, compliance, legal, line managers, internal audit and various committees.

Primary responsibility for ensuring day-to-day oversight of the internal control system lies with the Group ExCo, senior management and key functions holders (e.g. risk, compliance). The Group promotes the importance of appropriate controls by:

- Ensuring that staff members are aware of their role in the internal control system (for example through communication and training)
- Ensuring a consistent and adequate implementation of the internal control system across Resolution Life (for example, through a partnership between the first and second line functions, the Risk and Control Self Assessment process and Platforms' attestations to Group policies)
- Continually reviewing the adequacy of the internal control system through various mechanisms (e.g. risk and control self-assessments, internal control over financial reporting assessments, controls testing)
- Establishing, monitoring and reporting mechanisms for decision-making processes.

Please see section 2.5 (Risk management and solvency self-assessment) for a description of the internal control system relating to the risk function.

2.6.2 Compliance function

The Board retains ultimate responsibility for compliance; however, the day-to-day responsibility for compliance lies with the Group Head of Compliance.

The Group Head of Compliance ensures:

- Effective relationships with key regulators and industry groups in order to anticipate and manage new regulatory, legislative and industry developments applicable to the Group
- Implementation of appropriate policies and procedures, and monitoring of existing policies and procedures. This is to ensure compliance with regulatory and legislative obligations (including delivering training to employees, at least once a year, to keep employees up to date on new or updated policies and guidelines)
- Providing compliance risk management expertise, to ensure business initiatives maintain compliance whilst achieving business objectives.

The Group's compliance framework ensures there is effective oversight of the activities of the Group, taking into consideration the nature, scale and complexity of its business. This includes:

- Compliance with all laws, standards and regulations that apply to our business, including the BMA Group Supervision Rules 2011 and related regulations
- Providing the business Platforms with clear guidance on the requirements and principles they should adopt in their own local Compliance Frameworks and policies
- Embedding compliance management into business processes and controls
- Exercising effective oversight of all Group functions
- Ensuring adequate resources to implement the Compliance Management Framework
- Striving to constantly find ways to improve our compliance procedures.

The Board Audit Committee and Board Risk Committee receive quarterly updates from the Group's legal and compliance functions in respect of monitoring the Group's compliance activities. Such reporting is designed to provide the committees with sufficient comfort that the Group has complied with all requisite regulatory and legal requirements; and, where necessary, to highlight any occasions on which the Group may have deviated (in a material and/or nonmaterial manner) from such requirements.

2.7 Internal audit

The internal audit function provides independent, risk-based, objective assurance and advice over the control environment in place to manage key risks. It assists the Group to meet its objectives by bringing a systematic and disciplined approach to the evaluation and improvement of the effectiveness of risk management, internal controls, and governance processes.

Internal audit has free and unrestricted access to all records, data, information, physical properties, and personnel pertinent to conducting any engagement and has direct access to the Board through the Board's Audit Committee. To ensure internal audit remains independent, internal auditors will have no direct operational responsibility or authority over any of the activities they review. Accordingly, internal auditors will not implement internal controls, develop procedures, install systems, or engage in other activities that may impair their judgement. Internal audit's responsibilities are outlined in the Internal Audit Charter, as approved by the Board Audit Committee.

The internal audit plan is presented and approved, at a minimum, on an annual basis by the Board Audit Committee and key findings are reported to the Board Audit Committee.

2.8 Actuarial function

The key roles and responsibilities of the Group actuarial function include:

- Overseeing the estimation of policyholder obligations, including assessing the adequacy of methodologies and assumptions for regulatory and financial reporting, including Economic Balance Sheet and US GAAP reporting on a Group consolidated basis
- Assisting in the completion of regulatory filings
- Assisting with the pricing and deal underwriting processes
- Contribution to the effective implementation of the Risk Management Framework.

The production of GAAP financials is supported by advice from suitably qualified professionals, both internal and external to the Group. Actuarial assumptions are set by local actuaries appointed under the terms of local regulations and approved by the local boards. Consistent assumptions will generally be used for both local and Group reporting, as adjusted for the requirements of the relevant reporting basis. Oversight of those assumptions at the Group level is provided by the Group Valuation Actuary (who is also the Approved Actuary in line with the requirements of the BMA Group Supervision Rules). This procedure ensures independence and objectivity.

2.9 Outsourcing

2.9.1 Key functions and outsourcing guidelines

The Group has chosen to outsource some of its operational functions and activities in order to take advantage of economies of scale and external expertise. The Group maintains oversight of these outsourced functions and activities in line with its Outsourcing and Third-Party policy, which is owned by the Group COO. The following key functions and activities have been outsourced or partially outsourced (either not across all the Group, or only partially at local level):

- Investment management
- IT infrastructure
- Operations related to digital transformation.

The Group has adopted an Outsourcing and Third-Party policy, which establishes a consistent and prudent risk management framework in relation to the management of outsourcing arrangements and ensuring compliance with relevant regulatory requirements. The policy covers the entire outsourcing lifecycle, from identifying the need for outsourcing through relationship management, to providing processes to effectively manage the risks associated with outsourcing relationships.

2.9.2 Material intra-group outsourcing

There are intercompany service agreements in place between Resolution Life Group companies that enable the Platforms to access other parts of the Group. The service agreements are in line with the Group's Outsourcing and Third-Party policy, hence ensuring that the services provided are adequate, and in line with the wider risk management frameworks at both local and Group levels. The agreements are regularly reviewed.

The service agreements mainly pertain to support with activities such as:

- Assisting with business development
- Providing due diligence support and advice on new reinsurance transactions
- Collecting and analysing information on the performance of Platform portfolio investments
- Assisting in connection with other research, operational and administrative matters relating to Platforms
- Advising on M&A and related activities
- Providing other strategic advice.

2.10 Any other material information

There is no other material information to report.

Risk profile

3

The Group has a diversified risk profile, with increasing geographic diversification and a good split between insurance and market risk. Within each category of insurance and market risk there is a balanced mix of the different types of risks.

While our overall risk exposure and its geographical spread has increased, the capital resources held against it have also grown, such that we remain within our risk preferences and appetite. In general, we have increased our exposure to the broad risk types that already existed within our portfolio, achieving a better balance across them, rather than exposing the Group to new risks.

All our Platforms maintained surplus capital consistently within the conservative ranges we set to make sure we stay well capitalised throughout the economic cycle. We generated profits that were used to fund new transactions and support dividend payments.

3.1 Principal risk types

The Group Risk Director works with each functional area of the Platforms and the chief risk officers of the relevant Platforms to ensure that we properly identify, assess and manage all material risks. The Group Risk Director updates the risk profile and submits it to the Board's Risk Committee and the Board regularly, as part of the risk report.

Resolution Life is exposed to three main types of risks:

- Risks that are actively taken as part of insurance or asset management operations which are quantifiable and where capital is held to back the risk exposure. These largely include insurance, market (including investment credit) and counterparty risk. While the Group holds capital for operational risk, the key mitigation is strong processes and controls.
- Risks that we don't explicitly hold capital for but that we monitor and control, given their significance. These largely include liquidity (although the Group and platforms hold liquidity cash buffers and have access to revolving credit facilities to ensure that liquidity risk is appropriately managed and mitigated), regulatory and compliance, M&A and transaction, refinancing, strategic and sustainability risk.
- Reputational risk which is not considered a separate risk category but rather represents a possible consequence of any risk type, aside from the potential financial and compliance impact.

3.2 Risk mitigation

Insurance and asset management risks

Our risk appetite allocation specifically identifies insurance risk, financial market risk and counterparty and investment credit risks as measurable and quantifiable. These risks are defined as follows:

Risk type	Risk preference	Mitigation
Insurance risk arises from coverage provided for mortality (death), longevity (annuity) and morbidity (illness and disability) in acquired closed books of business. In addition to potential shock events (such as a severe pandemic), it includes underlying risks inherent in life and health contracts that arise because mortality, morbidity or lapse experience deviate from expectations.	We accept insurance risks as these are risks that are inherent in building an insurance book. We set target risk preferences measured as prospective value at risk according to our skills in underwriting and pricing. Limits have been set that reflect the Group's preferences for not having significant risk concentrations. As such, the Group does not have an appetite to be disproportionately exposed to any individual insurance risk type.	• Underwriting books of life insurance businesses prior to acquisition. • Recruitment and investment in the skills and modelling capabilities which understand insurance risk. • The Group does not have any concentration of demographic risk across its businesses, given geographic diversification and expected diversification between mortality and longevity risks. • Regular risk exposure monitoring, reporting and escalation processes are in place, allowing for potential remediation actions to be undertaken if required. • Strong claims management and reinsurance are a standard element of our risk framework. • At Group level, as we continue to grow, we expect diversification between different types and geographic locations of insurance risk to increase.
Financial market risk represents the potential impact on assets or liabilities that may arise from movements in financial market prices or rates, such as equity prices, credit spreads, hedge fund prices, real estate prices, commodity prices or foreign exchange rates. Financial market risk originates from two main sources: investment activities, and the sensitivity of the economic value of liabilities to financial market fluctuations.	We actively seek some market risks as part of insurance and asset management operations. We set target risk preferences measured as prospective value at risk.	• Risk appetites set to limit exposures to key market risks. • Active asset management and use of derivatives to hedge portfolios against adverse market movements (for example, protective puts) or to reduce the reinvestment risk (for example, by using forwards, swaps, forward starting swaps or swaptions). • Active asset and liability duration matching.
Financial market risk – interest rate levels and volatility: The long-dated liabilities in the portfolios contribute to interest rate risk, in particular when they cannot be fully matched by available investments due to long maturities. However, we cannot eliminate the risk entirely and the Group's profitability may be adversely affected by interest rate levels and volatility. The Group may be required to reinvest assets in securities bearing lower interest rates, which in turn could compress its interest margins and decrease profitability. Conversely, the Group may be required to liquidate fixed income investments at a time when market prices for those assets are depressed because of increases in interest rates.	We have a low appetite for interest rate risk.	• Imposition of constraints on the amount of investment risk that can be taken. Those constraints operate at different levels, and will have been developed on a bottom-up basis, but are also tested top down to make sure implications at an entity level are well understood. • Each business will operate within defined investment guidelines which reflect the particular circumstances of the business it has written historically, or which has been added by way of transactions. For example, for Resolution Re, it will have agreed investment guidelines for the collateral accounts with each of the counterparties under their respective re-insurance agreements. Each collateral account will then be monitored to ensure compliance with the investment guidelines. • The Group has set a 'capital at risk' appetite for each entity to ensure that there is sufficient capital to deliver an appropriate buffer over regulatory solvency requirements when considered in isolation.

Risk profile

Risk type	Risk preference	Mitigation
Operational risks		
Operational risk arises from unintended effects, either financial or non-financial such as additional regulatory oversight, resulting from inadequate or failed internal processes, people and systems or from external events. This includes legal risk. Given that the Platforms are mostly autonomous in terms of operations, concentration of operational risks is limited to either Group-led processes (e.g., group reporting) or a small number of areas where Group-wide programmes and suppliers impact most or all Platforms.	We have limited appetite for operational risk and will seek to ensure that such risk is controlled through the application of the three lines of defence (first line, risk and compliance, internal audit). Within the first line it is expected that each business Platform will operate a risk and control self-assessment process through which it will ensure that the residual risk is reduced to acceptable levels – i.e., balancing the cost of implementing further controls against the benefit and risk reductions achieved.	• Maintenance of a strong control environment to limit these risks as far as possible. • Where we outsource some of our operations, we undertake thorough due diligence in advance of appointment and then have a strong oversight programme. • Preparation for potential operational risk events is regularly carried out through both tabletop and drill exercises.

Other significant risks

We're also exposed to other risks that we don't explicitly hold capital for but that we monitor and control given their significance. These are set out in the table below.

Investment credit risk arises from investment and treasury activities, structured transactions and reinsurance.	We seek investment credit risk as it is a natural part of building up an asset portfolio to support life insurance liabilities. Our investment managers actively leverage the structural investment advantages credit portfolios confer against long-dated, relatively illiquid liabilities, enabling us to earn investment returns. We set target risk preferences measured as prospective value at risk.	• Fixed-income portfolios should be diversified across different issuers, asset types, industries, maturities, credit ratings and geographies. • Maximum limits will be set around the level of permitted concentration to single entities, individual asset classes, individual industries and credit ratings, to ensure a well-balanced and diversified portfolio. • Working closely with outsourced investment management partners to make investments in order to generate an adequate risk adjusted return. • Credit risk hedging. • Credit risk management to monitor and assess credit risk.
Counterparty risk reflects the potential financial loss that may arise due to the diminished creditworthiness or default of counterparties of Resolution Life or of third parties.	We work with strongly rated and stable counterparties, and diversify counterparty exposures where appropriate.	• Concentration risk exposure to counterparties through investment assets is limited through the investment guidelines. • Reinsurance counterparty exposure is limited under the counterparty risk exposure policies of each of the businesses. • Derivative counterparty risk exposures are limited by the operation of central clearing and daily settlement.
Liquidity risk represents the possibility that, despite holding liquidity capital buffers throughout the Group, Resolution Life would be unable to meet expected and unexpected cash flow and collateral needs without affecting either daily operations or our financial condition.	We have a very low appetite for insufficient liquidity to meet our obligations to customers, suppliers and other stakeholders.	• Liquidity capital buffers are held throughout the Group. Each legal entity of the Group manages liquidity risk locally and Group head office manages the overall holding company liquidity risk. • The minimum requirements for managing and mitigating liquidity risk take into account the following: – Maintenance of minimum liquidity coverage ratios and minimum levels of liquid assets to deliver financial obligations to all stakeholders even under stress scenarios – Compliance with regulatory requirements – Rating agency requirements – Short-term and longer-term liquidity needs of the business. • Maintaining committed borrowing facilities from banks. • Commercial paper issuance. • Conservative management in aligning asset and liability cash flows.

Risk type	Risk preference	Mitigation
Regulatory and compliance risk arises from non-compliance with existing laws, regulatory and legal requirements or lack of preparation on future changes to laws (including tax) and regulations in the jurisdictions in which we operate.	We are committed to complying with all laws, standards and regulations that apply to our business, including the BMA Group Supervision Rules 2011 and related regulations. We aim to follow best practices in areas of accountability, transparency and business ethics. Good environmental, social and governance (ESG) considerations form an integral part of market standards. At the core of these efforts are integrity issues and the reputation risk the Group faces in its activities. We have no appetite for deliberate non-compliance with existing and upcoming laws, standards and regulations that apply to its businesses. We acknowledge that in rare circumstances unintended non-compliance may arise. Any breaches should be escalated quickly, and appropriate remedial or disciplinary action should be taken according to the relevant procedures if breaches are identified. In addition, root cause analysis will be performed to identify any process or control enhancements that may be required.	• Open, transparent and regular dialogue with regulators and advisors together with investors in order to ensure compliance with regulatory and legal requirements and expectations. • Participation in regulatory and industry working groups. • Compliance with all laws, standards and regulations that apply to our business, including the BMA Group Supervision Rules 2011 and related regulations. • Providing the businesses with clear guidance on the requirements and principles they should adopt in their own local compliance frameworks and policies. • Embedding compliance management into business processes and controls. • Exercising effective oversight of all Group functions.
M&A risk: Given the nature of our business model, acquisitions and transactions are effectively the Group's new business. We are exposed to M&A and transaction risk which includes uncertainty or loss arising from not fully understanding or appreciating the size, scope and complexities of businesses that we acquire. The risk relates to transactions and is short term in nature. After acquisition, the risk migrates to strategic and/or operational execution risk.	We have very low appetite for material reputational and financial risk arising from M&A activity. As such, we apply strong controls and governance.	• Risk oversight of this activity is supported by a centre of excellence comprising highly skilled staff and leading advisory teams.
Strategic risk represents the possibility that poor strategic decision making, execution or response to industry changes or competitor actions could harm our competitive position and thus our franchise value.		• Robust annual strategic planning process. • Strong governance and gatekeeping surrounding key business decisions and investments. • Group-wide enterprise risk management processes considering strategic and emerging risks on a regular basis.
Sustainability risk comprises the environmental, social and ethical risks that may arise from individual business transactions or the way we conduct our operations.		• In 2022, we became a signatory to the United Nations-backed Principles for Responsible Investment, set up a Management ESG committee chaired by the Group Risk Director, and included ESG as a standing agenda item on the RLGH Board Risk Committee. • A Responsible Investment policy was endorsed by the RLGH Board Investment Committee in November 2022. • ESG has dedicated senior resources at Group level who manage the Global ESG programme and who coordinate all ESG activity with owners in each Platform.
Refinancing risk represents the risk that we are not able to refinance the full quantum of the ongoing debt funding amount we utilise on appropriate terms and pricing.		• Resolution Life ensures debt maturity dates are dispersed and maintains strong relationships with banking partners. • Resolution Life continually explores all funding opportunities, not restricted to debt capital markets.

3.3 Material risk concentrations

Resolution Life has policies governing risk concentrations in relation to counterparties, credit quality and asset classes. Adherence to these policies is monitored by the Board Risk Committee and the Board. The Group is compliant with these policies and has not determined any material risk concentrations.

3.4 Investment in assets in accordance with the prudent person principle

The prudent person principle as outlined in the BMA's Insurance Code of Conduct, provides that a Bermuda-registered insurer, in determining the appropriate investment strategy and policy, may only assume investment risks that it can properly identify, measure, respond to, monitor, control and report, while taking into consideration its capital requirements and adequacy, short-term and long-term liquidity requirements, and policyholder obligations.

Resolution Life's fundamental investment principle is to invest available funds in a diversified portfolio of assets, acknowledging our commitment to environmental and social responsibility to ensure policyholder commitments are met while contributing to the overall growth and profitability of the Group. This responsible investment principle is captured in the Group's investment risk management policy (and the associated subsidiary investment policies) which have been adopted by the Board. The Group Risk Director as executive policy owner, reports to the BRC and the Board on the Group's compliance with these policies on an annual basis.

The risk appetite framework establishes allowable asset risk, exposures and limits for investment related asset classes. These are approved annually by the BRC and provide the ultimate portfolio constraints on the Group's assets.

To implement its investment strategy, Resolution Life employs the services and expertise of external investment management strategic partners who are bound by comprehensive investment management agreements and investment guidelines for asset classes and limits. Compliance with these guidelines is reported on a quarterly basis by the investment managers.

3.5 Stress testing and sensitivity analysis to assess material risks

Each business Platform produces a business plan annually which will typically be of at least five years' duration. As part of the risk management process, the risk team will identify and consider the material risks associated with the strategic objectives and business plan.

Having identified these risks, the Platforms undertake stress and scenario planning at least annually. This supports the Group's objective of demonstrating that they are operating in accordance with the agreed risk metrics, and helps determine the risk budgets and risk limits which will be applied to each Platform from that moment on.

Resolution Life's risk appetite is approved annually by the Board. The risk appetite specifies the maximum allowable economic loss for each risk type individually and for various combinations of risk types, assuming a series of pre-defined loss scenarios with pre-defined severity levels. The risk appetite and tolerance limits allow for correlation and diversification effects.

The Group stress-testing policy describes the stress scenarios that require stress testing to be performed. The stress scenarios are designed to assess the most material risks faced by the Group and ensure that it remains within its overall risk capacity as set by the Board. Risk capacity is measured by evaluating the impact of predefined stresses on the Group's capital, liquidity and dividend capacity positions.

It is expected that in the normal course of business, risk stresses will be applied to each of the components of the risk taxonomy for which capital is held.

When updating and changing the business plan annually, Platforms consider any anticipated change in their risk profile. They may also need to include scenario analysis over the duration of the business plan in order to consider the prospective impact of such changes. These scenarios may either be set in the Group instructions (e.g. as a result of identifying a likely global macroeconomic risk, such as inflation), or may simply be required locally for the Platform board or regulators.

Risk limits and stress testing are considered at three severity levels:

a) **Adverse stress scenario** – This scenario measures the impact of an 'average recession/stress' period on all risk measures. This may be thought of as a 1 in 10 scenario. For economic risks, the scenario is calibrated to the average recession/stress period. For mortality and other non-market risks, the shock is also calibrated to the 1 in 10 level, although the calibration is more approximate. The scenario is assumed to occur over a 12-month period.

b) **Severe stress scenario** – This scenario measures the impact of a more severe recession/stress period on all risk measures. This may be thought of as a 1 in 40 scenario (similar to the 2008-2009 period). For mortality and other non-market risks, the shock is also calibrated to the 1 in 40 level, although the calibration is more approximate. The scenario is assumed to occur over a 12-month period.

c) **Extreme stress scenario** – This scenario is meant to measure the impact of a scenario 'as bad or worse' than we've ever experienced, on the capital measure only. This may be thought of as a 1 in 200 scenario for both economic and non-market risks. The scenario is assumed to occur over a 12-month period.

In connection with supporting the Group's strategy, Resolution Life has put in place certain debt financing arrangements which requires Resolution Life to satisfy certain debt covenants on an ongoing basis.

Similarly, albeit even more remote, there are recapture triggers which may potentially be invoked in the event of covenant breaches which are enshrined in agreements under which we have accepted reinsurance liabilities. This counterparty protection is generally well out of the money and below the risk limits that we have set for our 1 in 40 stresses. Nonetheless, the level of such covenants and the financial consequences of a breach are well understood and monitored on an ongoing basis.

3.6 Any other information

There is no other material information to report.

Solvency valuation

4

4.1 Valuation bases, assumptions and methods to derive the value of each asset class

The economic valuation principles outlined in this document are to measure assets and liabilities on a fair value basis. Fair value is the price the Group would receive when selling an asset or paying to transfer a liability in an orderly transaction between market participants as at the measurement date. The hierarchy for inputs used in determining fair value maximises the use of observable inputs and minimises the use of unobservable inputs, by requiring that observable inputs be used when available.

The Group uses the following valuation methods and assumptions to determine fair value for assets held directly and assets supporting funds withheld at interest.

4.1.1 Publicly traded securities

The fair values of publicly traded securities are based on prices obtained from the Group's investment managers, which have been validated against independent pricing services. The investment managers obtain market quotations for identical securities in an active market, or similar securities in an active market, or identical securities in an inactive market. In certain instances, the investment managers will apply their own proprietary internal model which is based on observable market inputs for determining the fair value of securities that are not actively traded.

The investment managers maintain a price source hierarchy which prioritises market prices obtained in active and reliable primary markets. To validate the prices supplied by the investment managers, the Group's review process includes a comparison of prices obtained from independent pricing sources for the same investments. Where the price comparison exceeds the Group's pricing tolerance limits, the Group will obtain additional price quotes to determine which price is an outlier and select the price that most accurately reflects market values. Where the pricing comparison exceeds the tolerances and there is no further tertiary source available, the more conservative price is selected.

The Group's management reviews and approves the pricing comparison each quarter.

Solvency valuation

4.1.2 Non-publicly traded securities

The fair value of non-publicly traded securities, which include commercial mortgage loans, private placements and alternative investments, are determined using generally accepted valuation methodologies and inputs, and assumptions appropriate to each security. For example, the valuation of commercial mortgage loans is based on a discounted cash flow valuation approach, where the cash flows used in the calculation consider the regular interest, amortisation and prepayment provisions of the loan.

4.1.3 Investment funds

Certain of the Group's investment funds are priced based on market-accepted valuation models and use significant unobservable inputs, which include material non-public financial information, estimated future cash flows and demographic assumptions.

4.1.4 Cash and cash equivalents

This category includes cash on hand, amounts due from banks, and certain money market securities, held in the ordinary course of business with maturities of three months or less when purchased. The carrying amount of cash equals fair value. The fair value of cash equivalents is based on quoted market prices.

4.1.5 Derivative instruments

The fair value of financial instruments traded in active markets (such as publicly traded derivatives) is based on quoted market prices (current bid or offer price). The fair value of financial instruments not traded in an active market (e.g. over-the-counter derivatives) is determined using valuation techniques. Valuation techniques include net present value techniques, option pricing models, discounted cash flow methods, and comparison to quoted market prices or dealer quotes for similar instruments. The models use a number of inputs, including the credit quality of counterparties, foreign exchange spot and forward rates, yield curves of the respective currencies, currency basis spreads between the respective currencies, interest rate curves and forward rate curves of the underlying instruments. Some derivative contracts are significantly cash collateralised, thereby minimising both counterparty risk and the Group's own non-performance risk.

4.1.6 Segregated assets

The assets held in separate accounts are reported at the fair values of the underlying investments in the segregated accounts. The underlying investments include investment funds, short-term investments, equities, cash, fixed maturities and derivatives.

4.2 Valuation of Technical Provisions

Technical Provisions represent the value of in-force liabilities as at 31 December 2023, which are calculated in line with the Economic Balance Sheet valuation principles as set out in Schedule XIV of the Group Solvency Rules and the guidance set out in the BMA's Guidance Note. The Technical Provisions are the sum of a Best Estimate Liability (BEL) and a Risk Margin (RM). The BEL is intended to represent an average expectation of insurance cash flows, both inflows and outflows, while the RM reflects an allowance for the risk of uncertainty inherent in the best estimate cash flows and is intended to reflect the compensation that an insurer requires to bear this risk.

As at 31 December 2023 and 2022, the Technical Provisions are as follows, which for presentational purposes also include policyholder balances and other similar segregated account balances:

$m	2023	2022
Gross BEL	**63,341**	68,097
Reinsurance Rec.	**(2,543)**	(11,713)
Net BEL	**60,798**	56,384
Risk Margin	**757**	655
Total	**61,555**	**57,039**

The valuation methods used to determine the BEL vary by Platform. In particular, each Platform has utilised existing projection models used for local statutory reporting, with appropriate adjustments to reflect BMA requirements. Note that valuation of reinsurance receivables is covered in section 4.3.

Regardless of the method employed, the same types of cash flows are used in determining the BEL:

- Future policyholder premiums
- Benefit payments to cedants, policyholders, and beneficiaries, including an allowance for any discretionary benefits
- Various expenses (administrative, claims management, acquisition, investment, overhead).

RLUS and Res Re primarily used the BMA's Scenario Based Approach (SBA), using best estimate cash flows and the projected performance of the respective Platform's assets under eight interest rate stress scenarios. The SBA is most appropriate for blocks of business with a well-defined asset/liability management programme, allowing for use of the asset portfolios backing the liabilities to be projected in accordance with local investment practices. The discount rates are defined based upon both the existing asset pools as well as reinvested assets throughout the projection. The BEL is set as the most severe scenario of the eight scenarios.

RLUS holds a small variable annuity block which is valued using risk neutral stochastic calculations to adequately capture the cost of market related guarantees.

RLA employs the 'standard scenario' approach, which represents a liability-only model utilising discount rates supplied by the BMA.

The risk margin is calculated using the cost of capital approach and a risk-free discount rate term structure.

The BEL for the Group is the sum of BEL from the individual Platforms. The RM is calculated at a Group level, taking into consideration diversification benefits.

4.3 Recoverables from reinsurance contracts valuation bases

Reinsurance recoverables are calculated using the same principles as those used to calculate the gross reserves. The cash flows underlying the recoverable are based on unbiased prevailing assumptions and take into account all future cash flows needed to settle future insurance obligations. In addition, per the BMA guidance, an explicit addition to BEL is required to reflect the probability of reinsurer default and the associated loss given such default.

4.4 Valuation bases, assumptions and methods of other liabilities

All the following are held using US GAAP principles:

- Financial liabilities (collateral held, deposits, repurchase agreements and borrowings).
- Insurance and reinsurance payables. These payables relate to claims arising out of insurance and reinsurance operations and other operational payables.
- Other accounts such as accounts payable, accruals, tax payable, deferred tax assets/liabilities.

Deferred tax assets/liabilities use US GAAP principles, adjusted for BEL differences and assumption differences to arrive at the deferred tax assets/liabilities for EBS reporting.

Bermuda enacted a Corporate Income Tax (CIT) Act on 27 December 2023. The enacted law introduces a 15% corporate income tax on Bermuda businesses that are part of multinational enterprise groups with annual revenue of €750 million or more. The effective date for the CIT is 1 January 2025, except for certain provisions for which the commencement date is 1 January 2024. Accounting standards require the effects of changes in tax laws or rates to be recognised in the period in which the law is enacted, regardless of the effective date of the tax. As such, this has been reflected in the Group's financial statements. The BMA has however, instructed firms not to reflect the impact of the CIT in the Bermudian statutory statement of Economic Balance sheet at year-end 2023.

4.5 Other information to report

There is no other material information to report.

Capital management

5

5.1 Eligible capital

5.1.1 Capital management policy

Resolution Life's primary capital management objectives are to prudently manage its capital resources in order to meet regulatory capital requirements, ensure payment of policyholder and other obligations in defined stress scenarios, and generally to maintain the confidence of stakeholders.

The BMA has established rules for the Minimum Solvency Margin (MSM) as well as for the Enhanced Capital Requirements (ECR) via the promulgation of its Insurance Prudential Standards. The Group recognises that, in order to maintain the confidence of stakeholders and to effectively pursue its business strategy, it will need to maintain capital in excess of the minimum regulatory capital requirements.

The Group needs to maintain minimum operating capital at a level of more than 120% of the ECR at all times. The Group aims, however, to maintain operating capital at levels significantly higher than the 120% threshold, which ensures a high likelihood that this minimum will continue to be met even after stress events as set out within the Group risk appetite and stress-testing policies. The Board-approved target operating capital ranges allow the Group to operate within a range which it believes would be considered reasonable for a regulated life insurance group.

The Group recognises that capital provides a buffer that is expected to absorb variations in experience. Actual capital ratios may fall below the target level during and following periods of stress, and target capital levels are set accordingly. For business planning purposes, capital needs are determined through stress testing under the pre-defined stress-test scenarios described in the Group's risk appetite and stress-testing policy. For each pre-defined stress-test scenario, the Group is required to meet minimum capital levels after such a scenario. Resolution Life performs stress testing on a regular basis and reports the forecasted level of capital and capital ratios to the Board Risk Committee. If a potential breach of the target capital levels were anticipated, remedial strategies will be activated.

5.1.2 Categorisation of eligible capital

The BMA has a three-tiered capital system to assess the quality of capital resources that an insurance group has available to meet its capital requirements. The tiered capital system classifies all capital instruments into one of three tiers based on their 'loss absorbency' characteristics, with the highest quality capital classified as Tier 1 capital and lesser quality capital classified as either Tier 2 capital or Tier 3 capital. Only Tier 1 and Tier 2 capital are admissible to cover the Minimum Solvency Margin (MSM), whereas all tiers of capital are admissible to cover the ECR, subject to percentage admissibility limits defined by the BMA.

Available capital has been adjusted to reflect, where applicable, the limited accessibility of the assets. As at 31 December 2023 and 2022, Resolution Life's eligible capital was categorised as shown in the table below:

Eligible capital	2023 ($m)	2022 ($m)
Tier 1	**5,088**	4,114
Tier 2	**247**	362
Tier 3	**0**	250
Total Eligible Capital	**5,335**	**4,726**

At 31 December 2023, Resolution Life's eligible capital was primarily categorised as Tier 1, the highest quality capital, mainly consisting of common share capital and share premium, and statutory surplus. Tier 2 capital of $247m related to two subordinated debt instruments. A $250m subordinated debt instrument which qualified as Tier 3 capital as at 31 December 2022 and $100m of preferred shares which were treated as Tier 2 capital as at 31 December 2022, were redeemed in September 2023 and October 2023, respectively.

As at 31 December 2023, the Group's eligible capital for its MSM and ECR was categorised as follows:

	MSM Limit	ECR Limit	MSM, $m	ECR, $m
Tier 1	80% (min)	60% (min)	5,088	5,088
Tier 2	20% (max)	40% (max)	247	247
Tier 3		15% (max)	0	0
			5,335	**5,335**

Under the percentage admissibility limits for the ECR defined by the BMA as at 31 December 2023, the Group has unused incremental Tier 2 capacity available of $934m and unused incremental Tier 3 capacity available of $443m.

5.1.3 Eligible capital that is subject to transitional arrangements

No eligible capital is subject to transitional arrangements.

5.1 4 Factors affecting encumbrances on the availability and transferability of capital to meet the ECR

The Group has a number of reinsurance agreements which operate with collateral requirements and a ring-fenced participating long-term insurance fund in RLA. Encumbrances have been allowed for in respect of these in line with BMA requirements when determining the eligible capital available to meet the ECR.

5.1 5 Identification of ancillary capital instruments approved by the BMA

As at 31 December 2023, $345m of Tier 1 capital related to long-term investment credit approved by the BMA as ancillary capital.

The following debt facilities were also approved by the BMA as being Tier 2 ancillary capital:

- A$300m (c.$204m) 15 year Tier 2 subordinated debt facility issued by AMP Life Limited in December 2020, with a first call date five years from issuance. As at 31 December 2023, the facility contributed $124m to the Tier 2 ancillary amount.
- $123m 15 year subordinated debt facility issued by Security Life of Denver Insurance Company Ltd in January 2021, with a first call date five years from issuance. As at 31 December 2023, the facility contributed $123m to the Tier 2 ancillary amount.

5.1.6 Differences in shareholder equity as stated in the financial statements versus the available capital and surplus

A reconciliation between the total equity balance as per the Group's US GAAP financial statements and total eligible own funds as at 31 December 2023 is shown below. The most significant differences are due to the impact of employing economic-based technical provision valuation techniques, the reclassification of subordinated liabilities, the non-admissibility of deferred acquisition costs, and the adjustments to fair value basis in accordance with Economic Balance Sheet valuation techniques of certain assets not on a fair value basis under US GAAP.

Amounts in millions of USD	2023	2022
US GAAP total shareholder equity	**8,794**	**(2,904)**
Reclassification of non-controlling interests	**(741)**	(362)
Non-admitted assets net of tax	**(616)**	(143)
Debt instruments approved as statutory capital	**253**	466
Insurance and financial asset and liabilities valuation differences	**7,254**	11,017
Non-admissibility of deferred acquisition costs and value of business acquired	**(10,283)**	(2,941)
Net deferred tax on valuation differences	**802**	(95)
Other	**(128)**	(312)
Eligible own funds on an EBS basis	**5,335**	**4,726**

5.2 Regulatory capital requirements

The table below shows the Group's regulatory capital requirement as at 31 December 2023:

Regulatory capital requirements	$m
BSCR	2,952
MSM	1,427
ECR	2,952

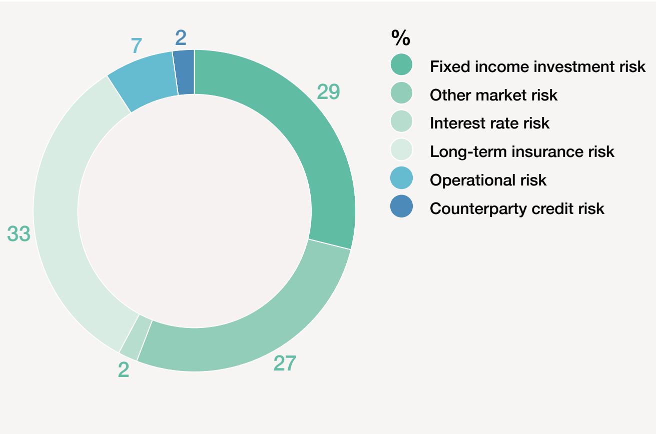
The ECR is determined based on the maximum of the MSM and the Bermuda Solvency Capital Requirement (BSCR).

The MSM is assessed as the aggregate MSM for each of the qualifying entities in the Group. The MSM for each qualifying entity is given by the minimum solvency requirements, calculated in accordance with the local regulatory capital regime.

Resolution Life uses the BMA BSCR Model to determine the ECR. The BSCR regime is a risk-based assessment of capital requirements. The capital requirements are calculated by applying factors of stresses to a measure of exposure, where those factors or stresses are prescribed by the BMA. The capital requirements are then aggregated using a correlation matrix to allow for covariance between risk factors. The correlation factors used are prescribed by the BMA. The BSCR model includes risk modules for market, credit, property & casualty (P&C) insurance, long-term insurance and operational risk. Resolution Life does not write any P&C risk, and as such the P&C risk module is not used. The Group uses only the new capital regime to determine the capital requirements.

The chart below shows the composition of the Group's undiversified ECR by BSCR risk category as at 31 December 2023.

Undiversified ECR by risk



The largest component of the undiversified ECR is market risk, which is dominated by fixed income risk. Other market risks include equity, property and concentration risk. There are only low levels of interest rate risk in the ECR.

Long-term insurance risk is the second-largest component and covers mortality, longevity, morbidity, variable annuity guarantee and other long-term risks. Operational risk and credit risk represent smaller proportions of the overall undiversified ECR.

5.2.1 Identification of any non-compliance with the MSM and the ECR

Not applicable.

5.2.2 Description of the amount and circumstances surrounding the non-compliance, the remedial measures and their effectiveness

Not applicable.

5.2.3 Where the non-compliance is not resolved, a description of the amount of the non-compliance

Not applicable.

5.2.4 Approved internal capital model

Not applicable. The Group has not applied to use an internal capital model to determine its regulatory capital requirements.

5.2.5 Capital coverage ratio

The table below shows the Group's capital coverage ratio as at 31 December 2023.

	2023		2022	
EBS solvency position, $m	**MSM**	**ECR**	**MSM**	**ECR**
Eligible capital	5,335	5,335	4,476	4,726
Capital requirement	1,427	2,952	1,433	2,624
Coverage ratio	374%	181%	312%	180%

At the reporting date, the capital coverage ratio comfortably exceeds the minimum solvency target level set by the BMA (120% of ECR).

5.3 Any other material information

There is no other material information to report.

Description of subsequent events

6

6.1 Other subsequent events

In relation to our Australasian business, Resolution Life Australia Ltd (RLAL) received various notices in late December 2023 and late January 2024 from NM Super terminating various policies that make up the Master Trust business with effect from 1 April 2024. While acknowledging this notification, RLAL continues to seek remedy in the courts and directly with NM Super and the outcome of these actions remains uncertain. Further details are provided in our consolidated financial accounts.

On 28 March 2024, the Bermuda Monetary Authority published amendments to the Prudential Standards, following consultation with the industry, widely known as Consultation Paper 2, or CP2. These new Standards were not in force during 2023, but will apply to the Group going forwards.

On 4 April 2024, Resolution Life NOHC Pty Ltd entered into an agreement with Suncorp Group to acquire its New Zealand life insurance company, Asteron Life New Zealand (Asteron Life) for $244m. The acquisition will provide Resolution Life with significant scale and capability in the New Zealand market.

On 30 April 2024 the BMA notified the Group that it has been designated an Internationally Active Insurance Group.

Declaration

We declare that to the best of our knowledge and belief, the information in this FCR fairly represents the financial condition of the Group in all material respects.

Clive Cowdery
Founder and Executive Chairman

14 June 2024

Peter Grewal
Group Risk Director

14 June 2024

Glossary

Best Estimate Liability

The BEL represents the expected present value of future cash flows related to insurance and reinsurance obligations in force at reporting date. The best estimate liability is calculated on a gross and net of reinsurance basis, i.e. with and without a deduction for a recoverable amount from reinsurance contracts.

Bermuda Solvency Capital Requirement

The BSCR regime is a risk-based assessment of capital requirements that an insurance company is to hold. The capital requirements are calculated by applying factors of stresses to a measure of exposure, where those factors or stresses are prescribed by the BMA. The capital requirements are then aggregated using a correlation matrix to allow for covariance between risk factors. The correlation factors used are prescribed by the BMA. The BSCR model includes risk modules for market, credit, property & casualty (P&C) insurance, long-term insurance and operational risk. Resolution Life does not write any P&C risk, and as such the P&C risk module is not used. The Group uses only the new capital regime to determine the capital requirements.

Designated Insurer

The Designated Insurer is the lead insurer for the members of the insurance group operating in Bermuda. The Designated Insurer has the duty to facilitate and maintain compliance by the group with the BMA requirements, and thus is integral to the BMA's framework for group supervision.

Economic Balance Sheet

Capital regime promulgated by the BMA, where assets and liabilities are determined on a best-estimate fair market value basis.

Eligible Capital

Relates to the value of the Group's total statutory economic capital and surplus, as defined and calculated in accordance with Schedule XIV of the Group Prudential Standards, and is available to support the Company's Enhanced Capital Requirement (ECR).

Enhanced Capital Requirement

Maximum of BSCR and MSM.

Group solvency self-assessment

The GSSA is a governance, risk management and solvency assessment exercise with its findings documented in a report to the Board, and submitted to the BMA annually. The objective of the GSSA is to deliver a set of processes constituting a tool for decision-making and strategic analysis for Board and management, in line with the BMA's Group Solvency Rules and Resolution Life's internal requirements.

Minimum Solvency Margin

The prescribed minimum amount by which the value of the assets of the Company must exceed the value of its liabilities.

Risk appetite

Risk appetite refers to the Group's relative desire to take specific risks in its pursuit of the objectives it deems to have value or reward. It comprises a set of qualitative principles and quantitative limits that establish the Group's risk preferences, risk tolerances and risk limits.

Risk Margin

The Risk Margin is an allowance for the risk of non-hedgeable uncertainty inherent in the best estimate cash flows, and is intended to reflect the compensation that an insurer needs to bear this risk.

Scenario Based Approach

An approach for determining the BEL using best estimate cash flows and the projected performance of the Group's assets under the most severe of eight interest rate stress scenarios. The SBA is most appropriate for blocks of business with a well-defined asset/liability management programme, allowing for use of the asset portfolios backing the liabilities to be projected in accordance with local investment practices. The discount rates are defined based upon both the existing asset pools as well as reinvested assets throughout the projection.

Standard Scenario Approach

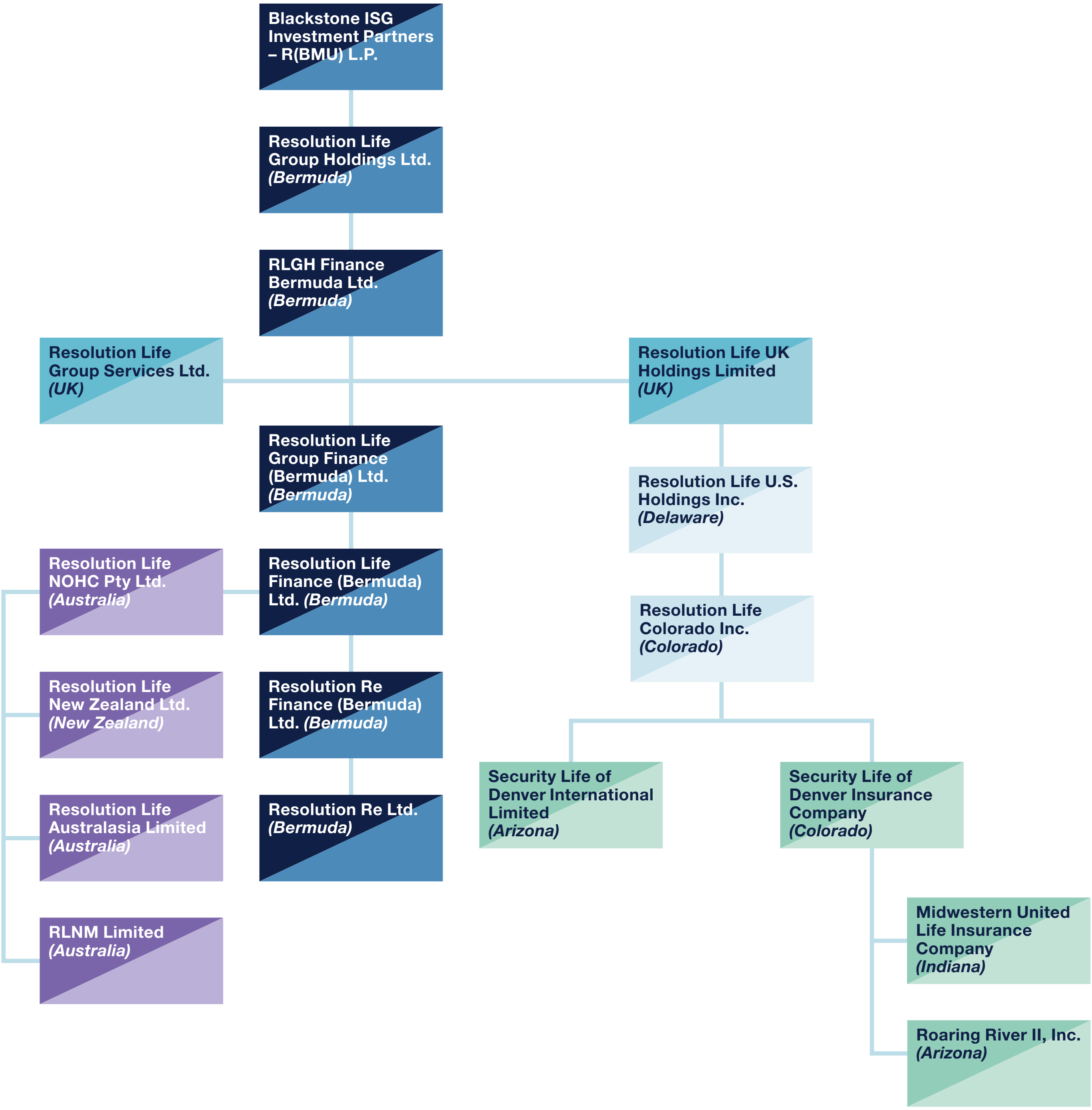
An approach for determining the BEL that uses best estimate cash flows and a discount rate consistent with the BMA requirements. Such an approach is appropriate for blocks of business where asset/liability management is less pertinent.

Technical Provisions

The sum of the BEL and the RM.

Appendix Group structure chart

Simplified Resolution Life Group Structure[1]



1 Simplified. Shareholdings indicate 100% ownership unless stated otherwise.

Resolution Life

www.resolutionlife.com