



Dear Reinsurer,

PROPOSED TRANSFER OF THE ENTIRETY OF THE UK GENERAL INSURANCE AND REINSURANCE BUSINESS OF FM INSURANCE COMPANY LIMITED TO FM INSURANCE EUROPE S.A., UK BRANCH

We are writing to you, on behalf of ourselves, FM Insurance Company Limited (referred to in this letter as “us” or “FMI”), and FM Insurance Europe S.A. UK Branch (“**FMIE UK Branch**”), because our records show that you or an entity within your group currently reinsures or previously reinsured certain policies of FMI that form part of the UK general insurance and reinsurance business which is proposed to be transferred to FMIE UK Branch (the “**Proposed Transfer**”).

As part of the Proposed Transfer, the reinsurance you provide in respect of these policies, either in whole or in part (to the extent that it relates to FMI) (the “**Transferring Business**”) will also be transferred to FMIE UK Branch and accordingly we are writing to you to inform you of this change. The Proposed Transfer is subject to UK court approval, as explained further below.

The Proposal

The Proposed Transfer must be approved by the High Court of Justice of England and Wales (the “**High Court**”) before it can proceed. The Proposed Transfer will be implemented through an insurance business transfer under Part VII of the Financial Services and Markets Act 2000 (the “**Scheme**”), which will be submitted for approval to the High Court. The court hearing to consider and, if thought fit, approve the Proposed Transfer, is currently scheduled for 20 November 2024. If the Proposed Transfer is approved by the High Court, it is proposed that it will take place on 30 November 2024 and your policies will transfer to FMIE UK Branch on 30 November 2024.

The Proposed Transfer will have no impact on the rights and obligations set out within the relevant reinsurance policy.

How are you protected?

Your interests, and the interests of the underlying policyholders, are being looked after by a rigorous review process which includes:

- close consultation with the UK’s Prudential Regulation Authority (the “**PRA**”) and Financial Conduct Authority (the “**FCA**”);
- the appointment of an independent expert (the “**Independent Expert**”) to produce a report for the High Court on the likely impact of the Proposed Transfer on policyholders which concludes that:
 - the Scheme will not materially adversely affect the security of benefits to policyholders of either FMI or FMIE UK Branch;
 - the Scheme will not have any impact on service standards experienced by the policyholders of either FMI or FMIE UK Branch; and
 - the Scheme will not result in a change in the way in recoveries are managed under the reinsurance programmes relevant to the Transferring Business. The administration of the Transferring Business, including the management and handling of claims, will be performed by FMIE UK Branch following the Scheme, using the same processes used prior to the Scheme, so the magnitude and timing of recoveries claims against reinsurance contracts to be transferred by the Scheme will be unaffected by the Scheme; and
- the approval of the Proposed Transfer by the High Court.

The High Court will only approve the Proposed Transfer if it is satisfied that it is fair to policyholders as a whole and that it meets all of the necessary legal requirements. The High Court will take into account the opinion of the PRA and FCA, the opinion of the Independent Expert and any representations made by interested parties who are concerned that they would be adversely affected by the Proposed Transfer.

Enclosed documents

You will find enclosed a communication pack containing further information about the Proposed Transfer, which we encourage you to read carefully. The communication pack contains:

- an Information Document containing:
 - a summary of the Scheme document setting out the terms of the Proposed Transfer;
 - a summary of the Independent Expert's report; and
 - notice of the Proposed Transfer and further information on the court hearing;
- and a set of frequently asked questions and answers (the "Q&A").

What should you do next?

Unless you have any concerns about this proposal, or wish to object to the Proposed Transfer, you do not have to take any further action.

If you are concerned that the Proposed Transfer could adversely affect you, you have the right to make written representations and/or to appear at the court hearing or to instruct a legal representative to appear at the hearing and make representations on your behalf. We have explained the process for raising concerns at question 12 of the Q&A document.

The court hearing to consider and, if thought fit, approve the Proposed Transfer, is currently scheduled for 20 November 2024 at the High Court, 7 Rolls Buildings, Fetter Lane, London EC4A 1NL. The court hearing may take place remotely via Microsoft Teams or another teleconferencing service. We will update the dedicated website for the Proposed Transfer at www.fm.com/uk/regulatory/Insurance-Business-Transfer (the "Website") in advance of the hearing to confirm whether it will be held virtually or in person. It is requested that if you intend to attend the hearing (whether in person or via a representative), you inform FMI and FMIE UK Branch in writing via the contact details provided on the Website as soon as possible and preferably before 11 November 2024 and set out the nature of any objection you may have. This will enable us to provide notification of any changes to the hearing (including any details that are necessary to attend the hearing remotely) and, where possible, to address any concerns raised in advance of the hearing.

Further information

If you have any questions or concerns about the Proposed Transfer, you can find more information, including the full Independent Expert's report, on the Website.

You can request free copies of any of the documents or ask any further questions you may have by contacting us. You can write to us at Compliance Officer at FM Insurance Company Limited, Voyager Place, Shoppenhangers Road, Maidenhead, SL6 2PJ, UK, email at partviienquiries@fmglobal.co.uk or by calling us on +44 20 7480 4050.

If the Proposed Transfer is approved by the High Court, it will take place on 30 November 2024, and the Website will be updated to confirm this. If the court hearing dates change the Website will be updated to confirm this, so you may wish to check for updates from time to time.

If you would like this information in large print or in Braille or on a USB drive please call us on +44 20 7480 4050.

Yours sincerely,

FM Insurance Company Limited
On behalf of itself and FM Insurance Europe S.A., UK Branch