



RSA Insurance Group plc
20 Fenchurch Street,
17th Floor,
London
EC3M 3AU
UK

**You may be required to take action
in respect of this letter.**

**If you have any questions please
visit our website
www.rsagroup.com/brexit**

or call us on +44(0) 121 415 0953

**or email us on
RSABrexit@Equiniti.com**

Dear Sir/Madam,

Proposed transfer of business in response to Brexit

Our records show that your company has or might have an insurance policy or insurance policies written or assumed by the United Kingdom (**UK**) establishment of Royal & Sun Alliance Insurance plc (**RSAL**) insuring whole or in part risks located in the European Economic Area (**EEA**) states other than the UK (the **London Business**), or has a claim or claims in respect of such policies.

We are writing to provide you with important information regarding the proposed transfer of the London Business, including your policies and/or claims, and certain other business to RSA Luxembourg S.A. (**RSAL**), a subsidiary of RSAL incorporated in Luxembourg. RSAL is authorised by the Luxembourg Minister of Finance and supervised by the Commissariat Aux Assurance (**CAA**), the Luxembourg insurance regulator.

The proposed transfer is subject to regulatory and legal approvals and, if approved, is currently expected to take effect immediately following midnight (UK time) on 1 January 2019.

Please note that your policy/ies and/ or claim(s) will transfer to RSAL only to the extent they relate to a risk or risks located in an EEA state other than the UK. To the extent that your policy/ies and/ or claim(s) relate to a risk or risks located in the UK or another non-EEA jurisdiction, they will remain insured by RSAL.

Background

As a result of the UK's prospective withdrawal from the European Union (**EU**) (commonly known as "Brexit"), RSAL is taking the necessary steps to establish a new legal entity in Luxembourg, RSAL, and proposes to transfer the EEA Branch Business and the London Business to RSAL. These changes are required to ensure that we are able to continue to service our European business following Brexit. If the proposed transfer does not take place and the UK does withdraw from the EU, then it may not be legally permissible for RSAL to continue to pay valid claims in respect of its EEA risks following Brexit.

The transfer process

The proposed transfer is being effected under UK law through an insurance business transfer scheme (**Scheme**) pursuant to Part VII of the UK Financial Services and Markets Act 2000.

RSAL and RSAL have approved the Scheme and have consulted closely with their regulators in the UK, the Prudential Regulation Authority (**PRA**) and the Financial Conduct Authority (**FCA**), and in Luxembourg, the CAA. The PRA, after consulting with the FCA, has approved the appointment of an Independent

Expert who, in accordance with UK law, is required to review the Scheme and report on its impact on policyholders and other interested parties. A summary of the Independent Expert's report is provided within the enclosed booklet.

For the Scheme to become effective, the High Court of Justice of England and Wales (the **Court**) must sanction the Scheme. The Court hearing for this purpose is expected to take place on 29 November 2018 and it is proposed that the Scheme will take effect at immediately after midnight (UK time) on 1 January 2019 (the **Effective Time**).

How does this transfer affect you?

The Scheme will split the existing policies and substitute RSAL as the insurer for the risks located in an EEA state other than the UK in place of RSAI. RSAI will continue to insure any risks located in the UK and non-EEA jurisdictions. You will, therefore, be a policyholder of both RSAI and RSAL. This split will have no other effect on the cover provided under your policy/ies and/or claim(s), and you will continue to have the same rights, benefits and obligations and be subject to the same terms and conditions, including all applicable policy limits, as before.

There will be no changes to your main point of contact under your policy/ies and/or claim(s). You should continue to contact them in respect of your policy/ies and/or claim(s) after the Scheme takes effect.

What do you need to do?

You are encouraged to carefully consider the material contained within this letter and its enclosures.

If you are aware of anyone else who has an interest in and/or is entitled to benefits under your policy/ies and/or claim(s), such as a subsidiaries, affiliates or claimants, please ensure that they are also given the opportunity to review this letter and enclosed documents. Alternatively, please provide us with their contact details so that we can contact them.

You are not required to take any action in respect of the Scheme. However if you believe that you would be adversely affected by the Scheme, you may raise these concerns with us in writing or over the telephone and we will make a record of your concerns and communicate these to the PRA and the FCA, the Independent Expert and the Court. You are also entitled to make representations to the Court and/or have your objections heard in person or by counsel at the Court hearing to sanction the Scheme.

The Court hearing for the Scheme is currently scheduled to take place on 29 November 2018 at The Rolls Building, Fetter Lane, London, EC4A 1NL. Updates on the Court hearing will be made available on www.rsagroup.com/brexit (the **RSA website**), which will be updated should the Court hearing date change.

Further Information

If you would like any further information or have any comments or queries about the Scheme, you can contact us using the methods set out below. In order to help direct your query to us, please clearly state or mark your query with the following reference '**RSA BREXIT**'.

- Write to us at RSA UK & International, 20 Fenchurch Street, London, EC3M 3AU; or
- Email us at RSABrexit@Equiniti.com; or
- Call the RSA Brexit Transfer contact centre on +44(0) 121 415 0953. The helpline will be open from 08:00 to 18:00 (UK time) on Monday to Fridays. Calls may be recorded.



Any other general queries relating to your policy/ies and/or claim(s) that do not relate to the Scheme should continue to be made to your usual contact or using the contact details set out in your policy document(s).

The Independent Expert's full report and, when available, supplemental report can be found on the RSA website and are also available free of charge on request. These documents are available in English, French, German, Spanish and Dutch languages.

Further updates relating to the Scheme, including any changes to the Court hearing date, will be posted on the RSA website, so you may wish to check for updates. If the transfer is approved, it will be announced on the RSA website.

Yours faithfully,

For and on behalf of

Royal & Sun Alliance Insurance plc