



First Surname
Name of Company
First Line of Address
Second Line
Town or City
Country / County
Postcode

Our Ref:
Your Ref:

Day Month Year

Dear Sirs,

Proposed transfer of the entire insurance and reinsurance business of The Britannia Steam Ship Insurance Association Limited ("Britannia") to The Britannia Steam Ship Insurance Association Europe m.a. ("Britannia Europe")

We are writing to you as our records show that you are, or have in the past been, a member of Britannia and the holder of an insurance or reinsurance contract in respect of which Britannia is or has been the insurer or reinsurer, or because you are or have been the appointed representative of such a person. If you believe there is any other person interested in such a policy, please provide a copy of this letter and the enclosed or attached documents to such person or persons.

This letter and the enclosed or attached documents give you information concerning the proposed transfer of the entire insurance and reinsurance business of Britannia, including all contracts of insurance and reinsurance in respect of which Britannia is the insurer or reinsurer, to Britannia Europe pursuant to an insurance business transfer scheme under Part VII of the Financial Services and Markets Act 2000 (the "**Scheme**"); the Scheme requires the approval of High Court of England and Wales (the "**Court**"). Britannia is working in close consultation with the Prudential Regulation Authority (the "**PRA**") and the Financial Conduct Authority (the "**FCA**") who are assessing the proposed transfer and will each provide reports to the Court. The process also requires the appointment of an independent expert to give his opinion on the likely impact of the proposed transfer. Simon Sheaf of Grant Thornton UK LLP (the "**Independent Expert**") has been appointed to act as the independent expert in respect of the Scheme and his appointment has been approved by the PRA in consultation with the FCA. Mr Sheaf's overriding duty is to the Court, not to Britannia or Britannia Europe. The Independent Expert has prepared a report (the "**Scheme Report**") of his considerations and findings for the Court to consider.

A statement containing a summary of the Scheme and of the Scheme Report ("**Policyholder Statement**") is enclosed with this letter and together with the Scheme and the Scheme Report can be viewed on Britannia's website at <https://britanniapandi.com/part-vii-transfer/>. Alternatively copies



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THE BRITANNIA STEAM SHIP INSURANCE ASSOCIATION LIMITED
Registered Office: Regis House, 45 King William Street, London EC4R 9AN

Registered in England and Wales No.10340
Authorised by the Prudential Regulation Authority
Regulated by the Financial Conduct Authority and the Prudential Regulation Authority

of these documents can be obtained free of charge by writing to Phillippa Smith at Tindall Riley (Britannia) Limited, Regis House, 45 King William Street, London EC4R 9AN or by e-mail to BritanniaPartVII@tindallriley.com.

Background to the Scheme

The Scheme forms part of Britannia's planning in response to the United Kingdom's exit from the European Union which took place on 31 January 2020. A description of the Scheme and an explanation of its purpose is given under Introduction in the Policyholder Statement.

The Scheme

The summary of the terms of the Scheme set out in the Policyholder Statement describes the effect of the Scheme on policyholders.

The Court will only approve the Scheme if it considers it appropriate in all the circumstances. If approved by the Court, the proposed transfer is expected to take place on 20 February 2021, but as described in the summary, those parts of Britannia's business administered through its branches in Japan, Hong Kong and Singapore may transfer at a later date if Britannia Europe's corresponding branch in any of those jurisdictions has not been established by that date.

If the Court approves the proposed transfer, Britannia Europe will become the insurer or reinsurer, as the case may be, of the transferred contracts of insurance and reinsurance for which Britannia is currently the insurer or reinsurer.

Those contracts of insurance and reinsurance will cease to be governed by Britannia's articles of association and rules, and will instead be governed by Britannia Europe's articles of association and rules. In all material respects, subject to Luxembourg legal requirements, Britannia Europe's articles of association mirror Britannia's articles of association. Britannia Europe has adopted rules pursuant to its articles of association which are identical to Britannia's current rules so the transferred contracts of insurance and reinsurance will remain unchanged. As a result, a holder of a Transferring Policy will be entitled to the same rights and benefits against and be subject to the same obligations to Britannia Europe as prior to the transfer vis-à-vis Britannia.

Further, as Britannia Europe is authorised and regulated by the Commissariat aux Assurances in Luxembourg, a European Union Member State, it is subject to a regulatory regime that implements the Solvency II Directive and is co-ordinated by the European Insurance and Occupational Pensions Authority. Britannia and Britannia Europe are therefore subject to equivalent regulatory regimes.

Members of Britannia who renew their policies on 20 February 2021 will automatically become members of Britannia Europe on that date, save that members whose policies relate to a branch of Britannia for which a corresponding branch of Britannia Europe has not been established by that date will become members of Britannia Europe following establishment of its corresponding branch and the transfer to that branch being made as described above.

After completion of the Scheme, all the assets and reinsurances of Britannia will be available to Britannia Europe to meet the claims and liabilities transferred to it.

Tindall Riley, through its various establishments, will continue to manage the transferred business following the proposed transfer and members and former members will see no change in the

administrative process for making claims and any payments that may be due in settlement of a valid claim.

The Independent Expert's principal conclusion, as set out in the Scheme Report and summarised in the Policyholder Statement, is that no policyholder would be materially adversely affected by the Scheme and that there is no reason why the Scheme should not proceed.

Britannia considers that the transfer of its entire business to Britannia Europe is in the best interests of policyholders. When the Scheme is complete and Britannia Europe is the sole provider of insurance and reinsurance, it is envisaged that Britannia Holdings will no longer be required and can be removed from the structure. Proposals will be put to members following completion of the Scheme.

Views of Members and Policyholders

Any person who believes that they would be adversely affected by the proposed transfer has a right to attend the Court hearing scheduled for 29 January 2021 and make representations, either in person or by a barrister or solicitor-advocate. The hearing is scheduled to take place at The Rolls Building, 7 Rolls Buildings, Fetter Lane, London EC4A 1NL. If you, or your representative, plan to attend the Court hearing, we would ask that you make us aware as soon as possible and where possible no later than ten business days prior to the hearing, so that we can keep you informed of any changes to the hearing, such as time or date or venue.

Any person who objects to, or considers they may be adversely affected by, the Scheme but does not intend to attend the hearing may make representations about the Scheme by giving written notice of such representations to Britannia and Britannia Europe at the address provided below or by calling the dedicated telephone number provided below, in each case as soon as possible and preferably before 22 January 2021. All representations will be provided to the Court at the hearing.

Further Information

Please visit <https://britanniapandi.com/part-vii-transfer/> to find out further information about the proposed transfer. You can also contact Britannia's team by telephone on +44 (0)20 7407 3588 or contact us by email at BritanniaPartVII@tindallriley.com. Please ensure that everyone covered under the contract of insurance or reinsurance is made aware of the proposed transfer.

We recommend that you continue to review the information at <https://britanniapandi.com/part-vii-transfer/>. We will keep it updated as we progress through the transfer process, including details of any changes to Court hearing timings or venues and outcomes. We will also publish a supplementary report of the Independent Expert during January 2021.

There is no need to reply to this letter or take any further action if you have no objection to the Scheme. If you do intend to present any objections, please write to Phillippa Smith at BritanniaPartVII@tindallriley.com or Phillippa Smith at Tindall Riley (Britannia) Limited, Regis House, 45 King William Street, London EC4R 9AN as soon as possible giving the reasons for your objection. Alternatively, please telephone +44 (0)20 7407 3588.

Yours faithfully

Tindall Riley (Britannia) Limited