



downlands

[DATE]

Dear Sir / Madam

THIS LETTER AND ITS ENCLOSURES ARE IMPORTANT – PLEASE READ THEM CAREFULLY
Aviva Insurance Limited (“Aviva”) (in relation to certain business originally written by London & Edinburgh Insurance Company Limited (formerly London & Edinburgh General Insurance Company Limited) (“L&E”)) – proposed insurance business transfer

This letter is being sent to you as our records show that you are a reinsurer and/or retrocessionaire in relation to certain business, as referred to below, originally written by L&E (now part of Aviva). We are writing to provide you with important details in relation to the proposed transfer of your reinsurance contract.

Introduction

L&E was acquired by The Hartford Financial Services Group, Inc. (the “**Hartford Group**”), a US-based Fortune 500 insurance and investment group, in 1970 and sold to Norwich Union Insurance Limited (now part of the Aviva group) in 1998. Subsequently, certain portfolios of business for which the Hartford Group is responsible were transferred by L&E to Aviva in 2011. The Hartford Group continued to retain ultimate financial responsibility in relation to certain business written by L&E described below through contractual arrangements between the Hartford Group and Aviva (the “**L&E Business**”) following both the sale and transfer referred to above. The Transfer (as defined below) that is now being proposed relates to the L&E Business for which the Hartford Group retains ultimate financial responsibility.

DLM House
Downlands Business Park
Lyons Way
Worthing
West Sussex
BN14 9RX

Downlands Liability Management Limited Registered in England No.3625107
Registered Office - DLM House, Downlands Business Park, Lyons Way, Worthing, West Sussex BN14 9RX

CLOSURE MANAGEMENT & CUSTOMISED SERVICES

The Hartford Group includes other insurance and reinsurance business written by other members of the Hartford Group that is administered in the UK. All of this business, including the L&E Business, is in run-off. The Hartford Group is proposing that any such business is consolidated and transferred into a single UK-incorporated, regulated group company: Hartford Financial Products International Limited (“**HFPI**”), which is also in run-off.

Specifically the L&E Business to be included in the Transfer (as defined below) comprises business originally written by L&E in pooling arrangements through the following underwriting agents:

- BD Cooke and Partners between 1948 and 1968;
- HS Weavers (Underwriting) Agencies between 1972 and 1976;
- Tower Underwriting Management (also known as “Old Tower”) between 1967 and 1972;
- Highlands Underwriting Agents (also known as “Tower X”) between 1973 and 1978; and
- Westminster Marine Insurance Managers between 1960 and 1977.

In addition, L&E also wrote some business in the London market in its own name. In terms of the L&E Business to be included as part of the Transfer, written before 1 January 1992, this generally relates to direct US and reinsurance business written from the 1940’s to the 1970’s.

The Transfer

The consolidation will formally take place by way of an insurance business transfer scheme under Part VII of the Financial Services and Markets Act 2000 (the “**Transfer**”).

To become effective the Transfer must be approved by the High Court of Justice in England (the “**Court**”). The Court will consider whether the Transfer is fair and, in doing so, will take into account the views of the UK regulators, the Prudential Regulation Authority (“**PRA**”) and the Financial Conduct Authority (“**FCA**”), as well as the opinion of an Independent Expert, whose appointment has been approved by the PRA and the FCA, and any objections received from affected parties.

The Court hearing is currently scheduled for 13 October 2015 and, if approved, it is expected that the Transfer will become effective on 15 October 2015.

In addition to the L&E Business, the other UK insurance and reinsurance businesses of the Hartford Group that will be transferred to HFPI are:

1. all business written by Excess Insurance Company Limited; and
2. business within the UK branch of the Hartford Fire Insurance Company, a Connecticut incorporated insurer.

The Transfer will include all corresponding assets, including reinsurance assets, matching the insurance and reinsurance policies to be transferred.

Action required

You are not required to take any action in relation to the Transfer. If approved by the Court, the above businesses will automatically transfer to HFPI. The existing run-off manager, Downlands Liability Management Limited (“DLM”), will continue to manage the business. Accordingly, there will be no change to the notification of inwards claims, the claims agreement process and the calculation, cession and collection of reinsurance recoveries. Set-off rights that exist prior to the Transfer will be preserved.

However, if you believe that you will be adversely affected by the Transfer, you have the right to make written representation to the Court or be heard at the Court hearing to approve the Transfer (in person or by legal representation). The Court hearing is currently scheduled to take place on 13 October 2015 at the Rolls Building, Royal Courts of Justice, 7 Rolls Buildings, Fetter Lane, London EC4A 1NL, UK. Any person who intends to appear at the Court, or to make representations in writing, is requested to notify the Hartford Group’s solicitors, Freshfields Bruckhaus Deringer LLP, as soon as possible and ideally at least 2 days before the Court hearing at 65 Fleet Street, London, EC4Y 1HS (Ref 138865-0034/GHFS/NAG/LEH). You can also call or write to DLM using the contact details set out under “Further information” below. We will bring any representations received to the attention of the PRA, FCA and Court at the hearing when it decides whether to grant its approval of the Transfer.

Further information

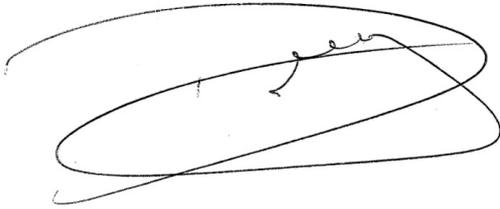
To help you to consider how the Transfer may affect you, a summary of the key terms of the Transfer is provided in the enclosed booklet along with a summary of the Independent Expert’s report. A set of frequently asked questions and answers and a legal notice setting out the date of the Court hearing and further details of how you can object to the Transfer are also included.

If you would like any further information or copies of the Transfer documents, free of charge, or have any other queries relating to the Transfer please contact the DLM helpline on +44(0)1903 836 822, or by email to HartfordPartVII@downlandsliaability.com, or in writing to Roland Jackson, Downlands Liability Management Limited, DLM House, Downlands Business Park, Lyons Way, Worthing, West Sussex BN14 9RX. The helpline will be open between the hours of 9.00 a.m. and 5.30 p.m. from Monday to Friday UK time. When calling the helpline number outside of these hours, please leave a short message stating the nature of your query and your contact details and DLM will endeavour to return your call within 48 hours (excluding Saturdays, Sundays and Bank Holidays).

Alternatively, copies of all documents relating to the Transfer, including the full terms of the legal document that will give effect to the Transfer and the full report of the Independent Expert, can be downloaded, free of charge, from the Transfer website at www.downlandsliaability.com. Updates regarding the Transfer will be posted onto the website from time to time including any changes to the date of the Court hearing and a copy of any supplemental report prepared by the Independent Expert.

We would encourage any person to discuss with us any queries that they may have regarding the Transfer as soon as possible.

Yours faithfully

A handwritten signature in black ink, consisting of several overlapping loops and a central scribble, enclosed within a large, irregular oval shape.

David S Rooney
Managing Director of Downlands Liability Management Limited
For and on behalf of
Aviva Insurance Limited (as legal transferor of the L&E Business)