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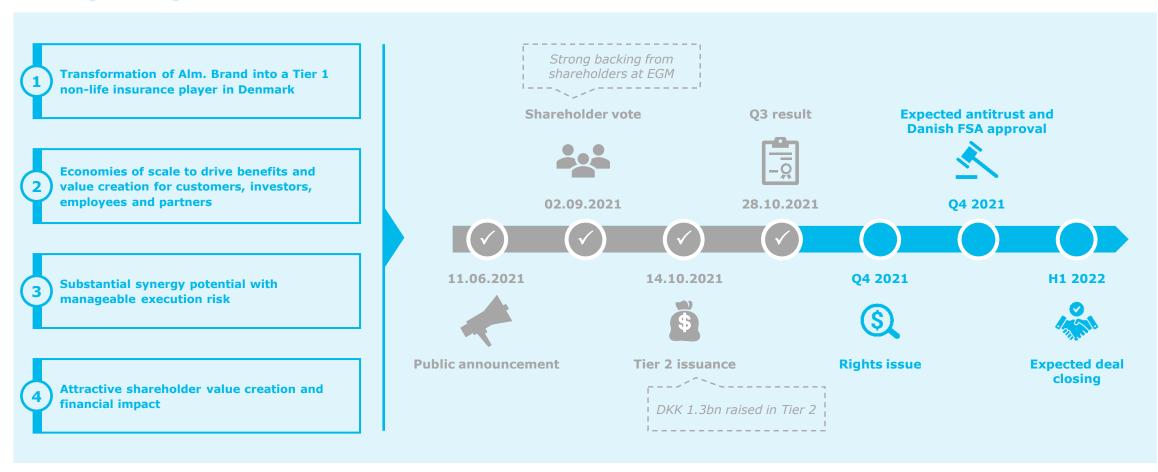
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## Update on the acquisition timeline

The acquisition process is on track





## Continued strong activity post acquisition with focus on optimizing the business and driving value

**1** Sale of Life and Pension







Nordic I&P (Buyer)

DKK 1,100m (Deal value)

**DKK ~900m** (Capital freed up)

- On 1 October 2021, Alm. Brand entered into a conditional agreement with Nordic I&P to sell Liv og Pension for DKK 1,100m
- The sale triggers an accounting gain of close to DKK 565m before payment of transaction-related costs
- The sale will free up capital in a total amount of c.

  DKK 900m. The freed-up capital has been used to reduce the size of the offering

2 Fitch A+ rating and Tier 2 issuance

A+ / A



**Fitch**Ratings

DKK 1.3bn (Tier 2)

- Fitch assigned an Insurer Financial Strength (IFS) rating of 'A+' to Alm. Brand A/S's core operating subsidiary Alm. Brand Forsikring A/S, and a Long-Term Issuer Default Rating (IDR) of 'A' to Alm. Brand A/S
- On 7 October 2021, Alm. Brand issued Tier 2 capital certificates for an amount of DKK 1.3bn at a variable interest rate of 3M CIBOR + 1.50% p.a. and with a maturity of ten years with optional early redemption five years after the date of issuance

(3) Separation and integration of Codan Denmark



- The new Codan Denmark received its insurance license end of September 2021. Separation of Codan's activities is expected in H1 2022
- Transaction Service Agreements are progressing as planned
- Integration program in place with external advisors and internal team having significant insight of Codan reducing integration and execution risk

Significant progress in transforming the group from financial conglomerate into leading pure-play non-life insurer



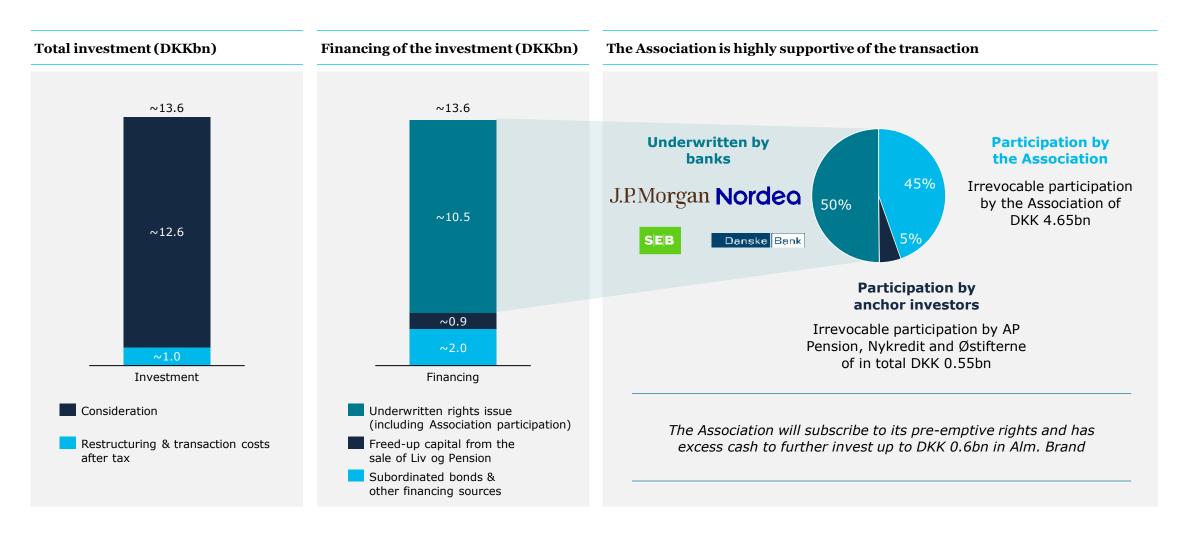


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## Financing of the transaction with support from the Association



Note: Alm. Brand af 1792 fmba ("The Association")



## Alm. Brand af 1792 fmba

#### Foundation / governance

**45%** 

of the share capital is held by the Association >50%

Ambition of a long-term shareholding above 50%



#### **400,000 members**

...all of whom are customers of Alm. Brand Forsikring

#### Share buyback programme

The principal shareholder, Alm. Brand af 1792 fmba has participated proportionally in all the share buyback programmes since 2015 to maintain its previous ownership of around 58%

#### Supporting shareholder in the transformation of Alm. Brand

- Freed up capital of c. DKK 900m through the sell-down of 21m shares in August will allow the Association to fully subscribe in the rights issue
- Additionally, the Association has excess cash to further invest up to DKK 0.6bn in Alm. Brand

#### Foundation objectives



#### **Competitive insurance company**

The Foundation's long-term interest is to ensure Alm. Brand A/S is a competitive insurance company in the Danish market



#### **Supports a strong management team**

Rasmus Werner Nielsen appointed as CEO of Alm. Brand to lead new strategy for Alm. Brand A/S



#### **Contribution to members of the Foundation**

The foundation furthermore aims to contribute to its members by investing in preventive measures and services or via direct payout to policyholders

Note: Alm. Brand af 1792 fmba ("The Association")



# Rights issue overview and expected timetable of principal events

Overview	
Issuer	■ Alm. Brand A/S
Listing venue	Nasdaq Copenhagen A/S
Offer	<ul> <li>Capital increase comprising an offering and the admission to trading on the regulated market Nasdaq Copenhagen A/S with pre-emptive rights for the existing shareholders of Alm. Brand A/S</li> </ul>
structure	<ul> <li>Remaining Shares in Rights Issue are fully underwritten by J.P. Morgan and Nordea as Joint Global Coordinators and Joint Bookrunners and by SEB and Danske Bank as Joint Bookrunners</li> </ul>
	<ul><li>DKK 10,472m corresponding to 1,387,026,000 new shares</li></ul>
Offer size & terms	<ul> <li>Subscription price of DKK 7.55 per share with a subscription ratio of 9:1</li> </ul>
terms	<ul> <li>Participation by the Association of DKK 4.65bn¹</li> </ul>
	Public Offering in Denmark
Distribution	<ul> <li>Private placements in certain other jurisdictions, including the US, to QIBs within the meaning of Rule 144A</li> </ul>
Timin a	Launch: 8 November 2021
Timing	<ul> <li>Prospectus based on Q3 2021 financials</li> </ul>
Lock-up	■ 180 days for Alm. Brand A/S, the Management and the Association
Syndicate	Joint Global Coordinators: J.P. Morgan and Nordea
	<ul> <li>Joint Bookrunners: SEB and Danske Bank</li> </ul>

Expected timetable of principal events			
Publication of prospectus	8 Nov		
Last day of trading in existing shares including pre- emptive rights	10 Nov		
First day of trading in existing shares without pre- emptive rights	11 Nov		
Rights trading period commences	11 Nov		
Allocation time of pre-emptive rights	12 Nov		
Subscription period for new shares commences	15 Nov		
Rights trading period closes	24 Nov		
Subscription period for new shares closes	26 Nov		
Publication of the results of the offering	30 Nov		
Registration of the capital increase	2 Dec		
Completion of the offering	2 Dec		
Official listing of and trading of the new shares under the existing ISIN code	6 Dec		





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### **Transaction overview**

#### **Transaction**



Agreement to acquire Codan (DK) & Privatsikring ("Codan") from Tryg/Intact

#### **Consideration**



DKK 12.586bn (c. EUR 1.69bn) in cash<sup>1</sup>

### **Synergies**



Significant pre-tax run-rate expenses and claims synergies of DKK ~600m per annum expected to be fully realised by 2025

#### **Timetable**



Closing expected in H1 2022



## Unique strategic combination in the attractive Danish non-life insurance market

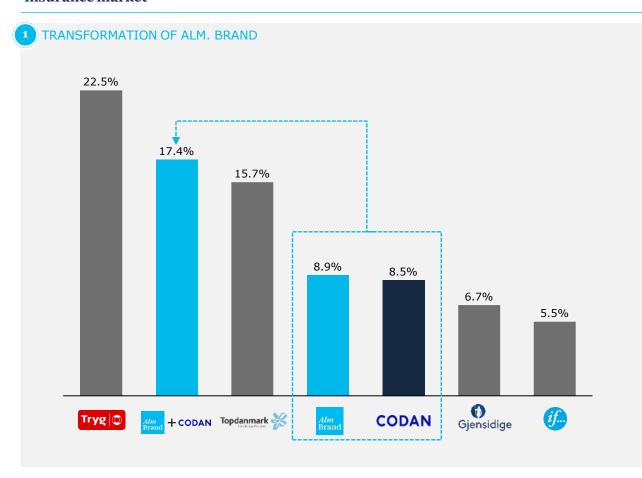


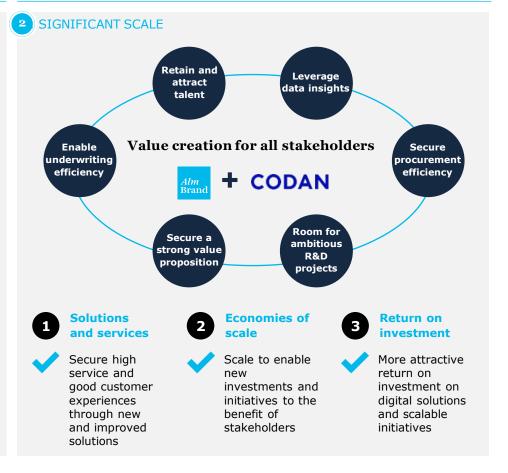


# The acquisition transforms Alm. Brand with economies of scale driving benefits and value creation

The proposed transaction creates the  $\mathbf{2}^{nd}$  largest player in the attractive Danish non-life insurance market

#### Future proof platform to provide superior stakeholder value

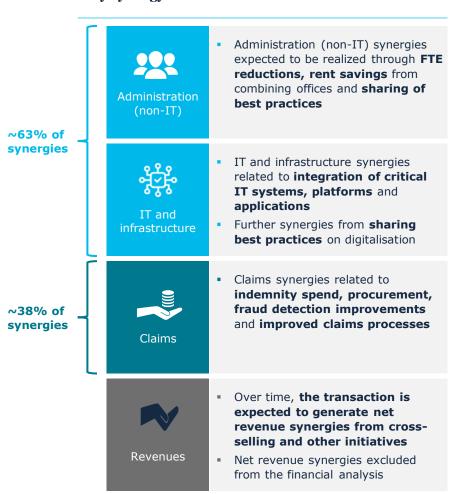




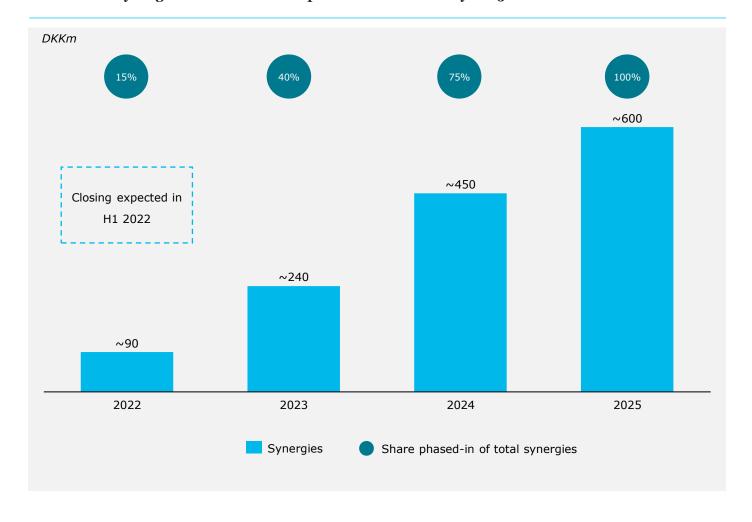


## Considerable upside from tangible, in-market cost synergies which are to be fully realised by 2025

#### Key synergy drivers



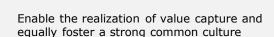
#### Pre-tax cost synergies of DKK ~600m expected to be realised by 2025

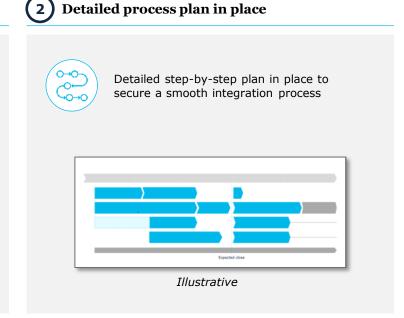


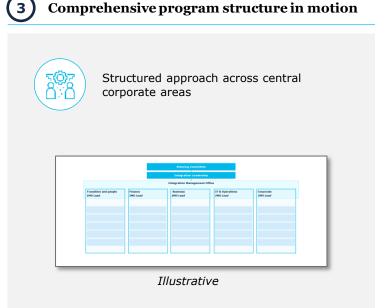


## Integration planning is on track – execution risk further reduced by deep knowledge of Codan's business









Deep knowledge of Codan combined with the support from highly experienced PMI consultants minimises the integration risk



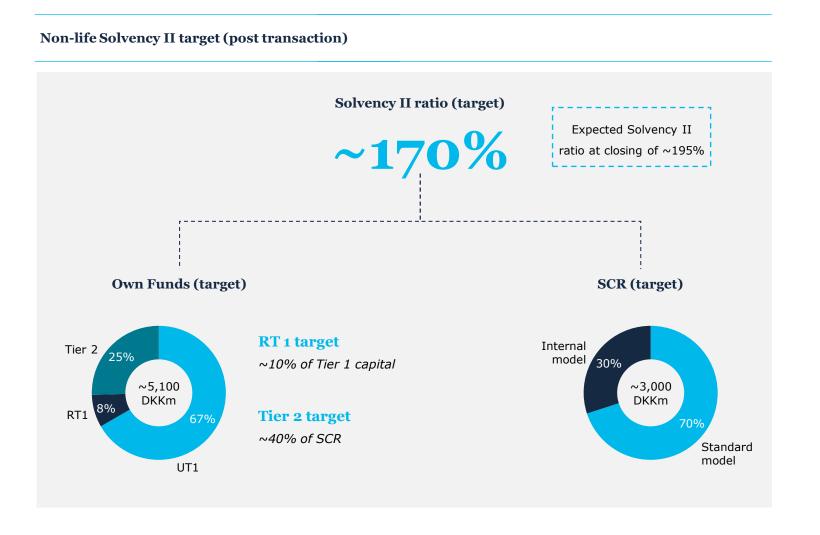


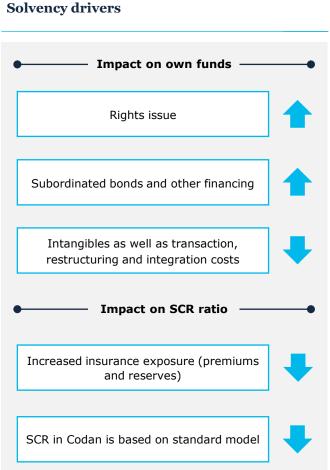
Minimises the execution risk of the integration process

Immediately after closing Codan DK will become an integral part of the integration process



### Robust solvency position maintained post transaction



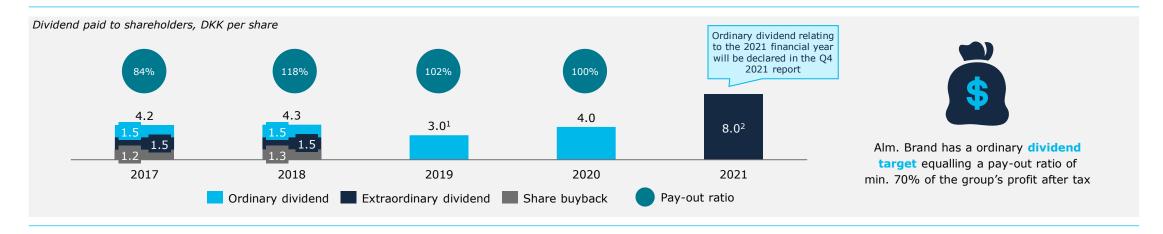




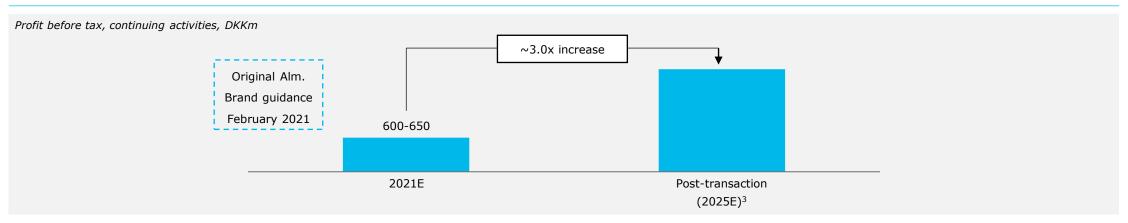


# Significant increase in dividend capacity through expected earnings growth and strong capital position

In previous years, Alm. Brand has paid out a stable dividend to shareholders...



...where dividend capacity will increase as pro-forma profit is expected to grow considerably





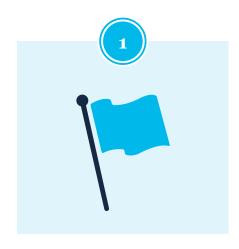


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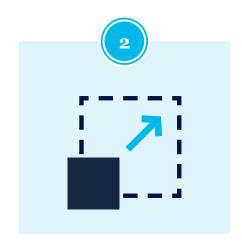
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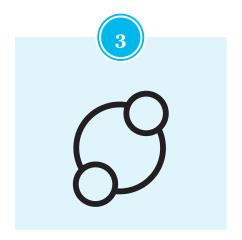
## Unique strategic acquisition in the attractive Danish non-life insurance market



Transformation of Alm. Brand into a Tier 1 non-life insurance player in Denmark



Economies of scale to drive benefits and value creation for customers, investors, employees and partners



Substantial pre-tax synergy potential (DKK ~600m) with manageable execution risk



Attractive shareholder value creation and financial impact



## Key next steps relating to the rights issue

**11 Nov** 



Rights trading period commences

**15 Nov** 



Subscription period for new shares commences

**24 Nov** 



Rights trading period closes

**26 Nov** 



Subscription period for new shares closes

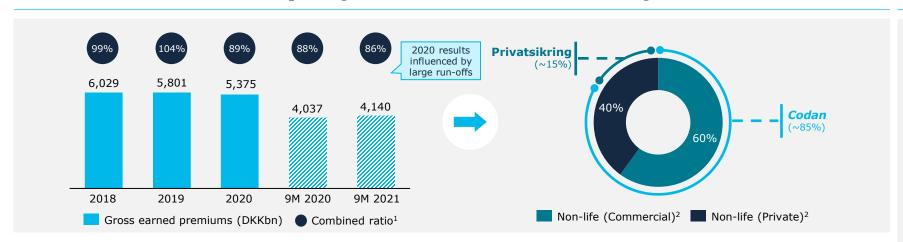


**Appendix** 



### **Introduction to Codan**

#### Codan is a traditional non-life insurer operating under two brands (Codan and Privatsikring)



#### Non-life insurance





#### Codan at a glance



Headquartered in Copenhagen with ~1,000<sup>5</sup> employees



Established in 1916 and fourth largest insurance company in DK with a market share of ~9%

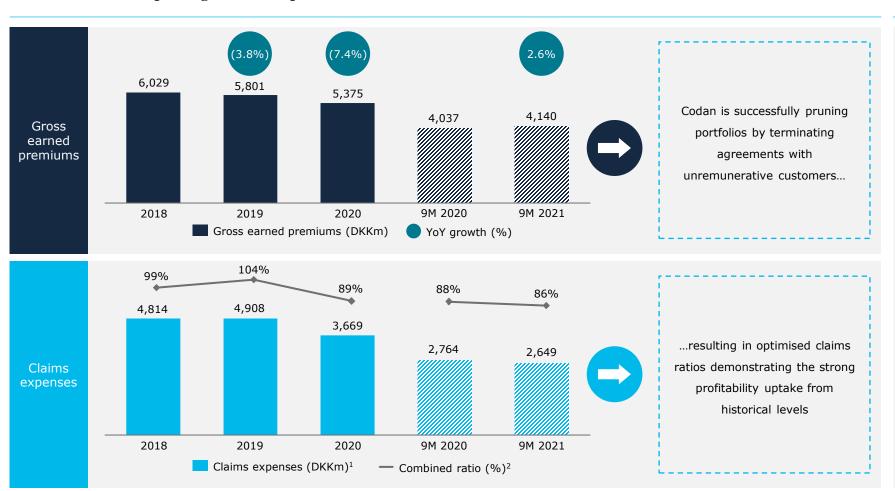


Assists around
240,000 households
and 50,000
corporate customers



## Significant value upside from improved standalone performance in Codan

#### Codan is on track improving standalone performance



#### Financial factors going forward





# Codan's key capabilities include modern operating platform with best-in-class claims handling



#### Modern policy administration platform

- Multi-year program to be leveraged from 2021 onward, replacing core and claims platforms within a unified IT setup powered by TIA
- Strong foundation to focus on customer and product development with best-in-class "timeto-market"
- Best-in-class micro tariffing techniques employed

#### **Faster**

time-to-market

Lower cost to connect

to new services

#### **Customer-centric**

delivery model

Operational efficiency time-to-market

**Harvest** 

10 years of investments



#### Digitised claims handling

- Proprietary process handling tool digitising and streamlining internal processes
- Single customer service platform for external partners, customers and employees
- Highly automated end-to-end claims experience
- Deep insight and case handling on complex claims
- Market leading claims efficiency on claims per FTE

#### 38%

of claims are filed online

#### 80%

uses online claims portal

#### **Scaleable**

digital foundation

4.3x

customer login to universe per claim

#### 20%

decrease in calls per claim

#### **Process automation drives efficiency**

- Investments in robotic process automation (RPA) to automate back office processes and manual customer tasks
- Outsourcing agreements leveraged where appropriate
- Strong productivity gains through process automation
- Lower costs and increased customer satisfaction

#### 67% of vehicle damage evaluation

fully automated without human involvement ... vs. **38%** industry benchmark

#### **Claims handled per FTE**

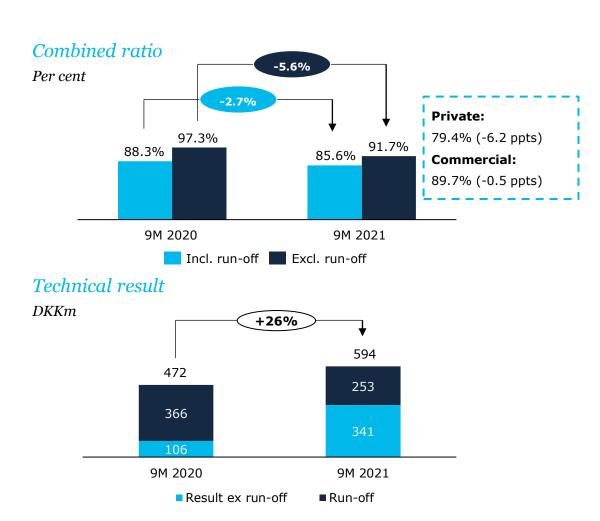
1,365 (personal) and 685 (commercial) on avg.

... vs. 1,058 and 557 DK market avg.



### **Continued positive trend in Codan**

- Growth in premiums of 2.6% to DKK 4.1bn for 9M 2021
- Positive trends from H1 continued combined ratio
   excluding run-offs continued to improve in Q3
- Technical result developed favourably
- Strong improvement in combined ratio of 5.6 %-points driven by significant reduction in major claims by 4.8 %-points and supported by positive development in underlying business development
- Highly satisfactory overall performance

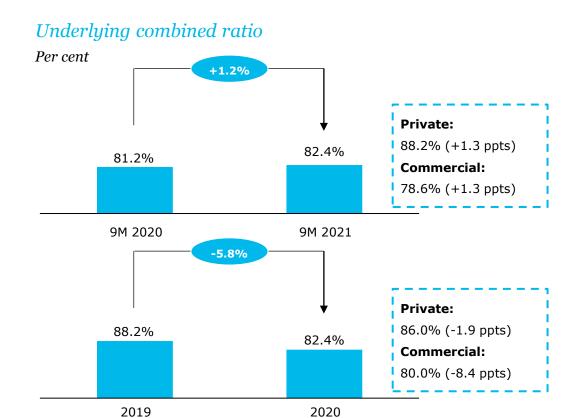


Note: Figures based on prospectus following the basis of preparation



## Codan's combined ratio has significantly been impacted by major claims

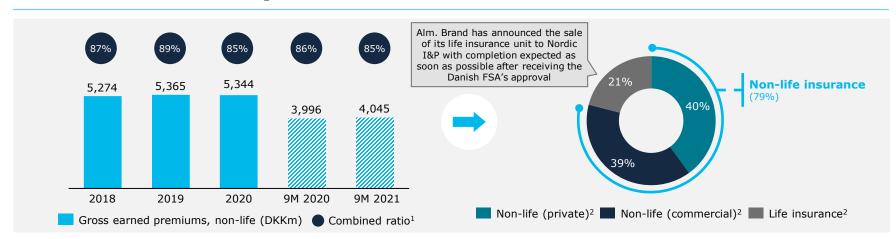
- ✓ In the period 9M 2021, the underlying combined ratio of Codan increased marginally by 1.2 percentage points to 82.4% from 81.2% in 9M 2020
- The slight increase in combined ratio is driven by an increasing gross expense ratio in the private segment from 22.6% in 9M 2020 to 28.2% in 9M 2021, which is a result of investments in strategic partnerships
- The increase in the private segment's gross expense ratio resulted in an increase in the group's gross expense ratio of 1.8 percentage points, from 19.8% in 9M 2020 to 21.6% in 9M 2021
- Major claims decreased significantly in the period, driven by a favourable development in the commercial segment, as a result of the initiatives put in place to improve Codan's performance





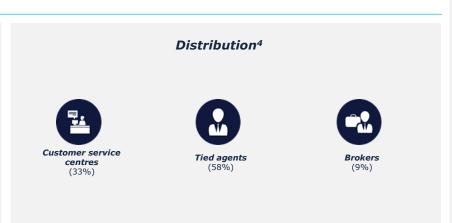
## Alm. Brand today

#### Provides non-life and life insurance products in Denmark



#### Non-life insurance





#### Alm. Brand at a glance



Headquartered in **Copenhagen** with ~1,400 employees



Established in 1792 and third largest insurance company in DK with a market share of ~9%



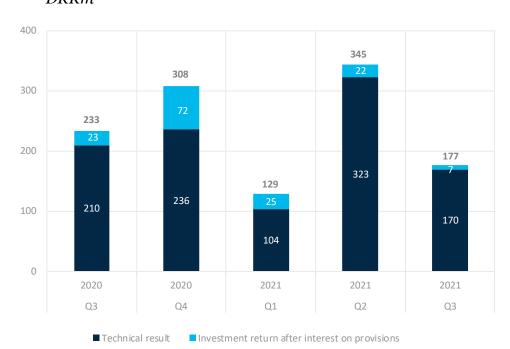
Non-life insurance assists around **360,000** households and **90,000** corporate customers. Life insurance around **70,000** customers



## Highlights of Alm. Brand's Q3 non-life insurance results

- Satisfactory Q3 performance with strong profitability in underlying business
- COVID-19 impact reduced in step with the reopening of society
- Overall, claims expenses for the more volatile items, i.e. weather-related and major claims, were higher than last year's figure
- Run-off gains made a DKK 33 million contribution
- Positive investment result, but lower than last year

## Profit/loss before tax DKKm





# Highlights of Alm. Brand's Q3 non-life insurance results – gross premium income

- Growth materialising as implemented initiatives feed through to premium income
- Favourable trend driven by Commercial, but Private also showing signs of improvement
- Contributions from a wide range of initiatives, including partnerships, campaigns and price adjustments
- Continued focus on profitable growth

#### Growth in gross premium income

#### Per cent, y/y



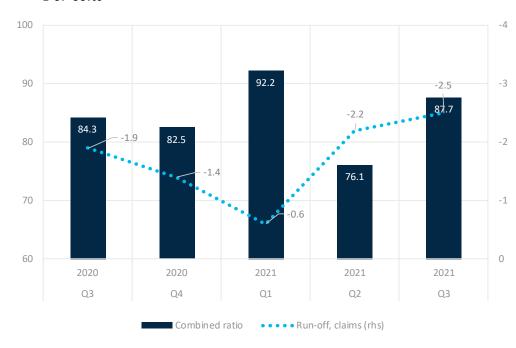


## Highlights of Alm. Brand's Q3 non-life insurance results – combined ratio

- Underlying combined ratio excluding COVID-19 effect improved by 200 bps to 76.7
- COVID-19 reduced to 0.7 of a percentage point
- Underlying combined ratio was largely on a par with last year
- Claims ratio was 70.8 -> higher than in Q3 2020 due to higher weather-related claims expenses and change in risk margin after annual recalibration
- Expense ratio was 16.9, including costs related to partnerships entered into

#### Combined ratio and run-off result

#### Per cent





# Highlights of Alm. Brand's Q3 non-life insurance results – major claims and weather-related claims

- Rainy and windy weather conditions resulted in higher weatherrelated claims expenses, but still within expected normal range
- Major claims expenses impacted by a single major claim, which, however, is expected to be limited to about DKK 30 million through Alm. Brand's reinsurance programme
- Expenses for major claims and weather-related claims totalled DKK 172 million in Q3 2021, against DKK 139 million in the same period of 2020

## Expenses for major and weather-related claims Per cent

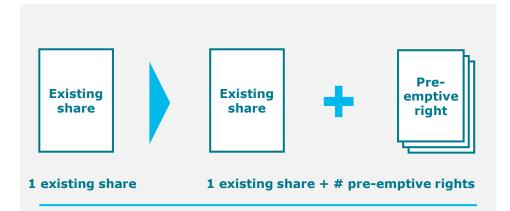




## Rights issue illustrated



#### Allocation of rights to shareholders



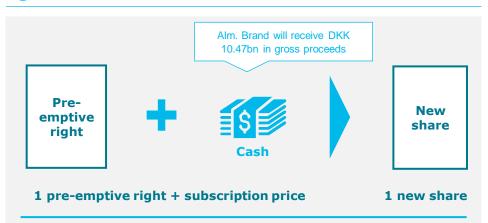
**Allocation of rights:** Each holder of existing shares will be allocated 9 preemptive rights for each existing share

 Each pre-emptive rights will have a value in the market which is subject to rights issue terms

**Rights trading period**: Between 11<sup>th</sup> of November 2021 at 9.00 a.m. CET and 24<sup>th</sup> of November 2021 at 5.00 p.m. CET

- Pre-emptive rights will be traded on the Nasdaq Copenhagen
- Shareholders can sell excess rights if they do not want to participate fully or in part
- New investors can participate by purchase of rights

#### 2 Subscription for new shares



**Subscription period:** Between 15<sup>th</sup> of November 2021 at 9.00 a.m. CET and 26<sup>th</sup> of November 2021 at 5.00 p.m. CET

- All Danish retail shareholders will receive information on the rights issue and terms from their custodian banks
- This will also include information on how to subscribe and deadlines
- Most banks will sell the rights on behalf of the investors at the last day of the rights trading period if the investor do not respond to the instruction letter



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On 11 June 2021 the Company announced that it had entered into a binding agreement with Intact Financial Corporation ("Intact") and Tryg A/S ("Tryg"), through their jointly owned subsidiary Scandi JV 2 Co A/S (the "Seller"), whereby Alm. Brand will acquire the Danish business of Codan Forsikring A/S ("Codan Denmark") by acquiring the total issued and outstanding share capital of Chopin Forsikring A/S (a Danish regulated entity to which the business as conducted by Codan Forsikring A/S and Privatsikring A/S relating to the Danish insurance business, including the assets and liabilities relating to Danish insurance business of Codan Forsikring A/S, and such other assets and liabilities, will be transferred through a demerger. Certain information in this presentation as to the commercial, financial, operational, and legal position of Codan Denmark has been received by Codan Forsikring and/or has been extracted from publications, reports or other documentation prepared by Codan Forsikring A/S, the Seller or others. The Company cannot give any assurance as to the accuracy or completeness of such data.

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