REMUNERATION POLICY

of the following financial companies of the Alm. Brand Group:

Alm. Brand af 1792 fmba
Alm. Brand A/S
Alm. Brand Forsikring A/S
Alm. Brand Bank A/S
Alm. Brand Liv og Pension A/S

Version of 2013

Remuneration policy of the financial companies of the Alm. Brand Group comprising members of the boards of directors and the management boards and other employees whose professional activities have a material impact on the companies' risk profiles.

The financial companies of the Alm. Brand Group comprise:
Alm. Brand af 1792 fmba
Alm. Brand A/S
Alm. Brand Forsikring A/S
Alm. Brand Bank A/S
Alm. Brand Liv og Pension A/S

1. Background and purpose

This remuneration policy was laid down in pursuance of sections 71(1)(ix) and 77 a and 77 d of the Danish Financial Business Act (in the following referred to as the "FBA") and the executive order on remuneration policy applicable from time to time as well as disclosure requirements with respect to remuneration in financial enterprises and financial holding companies (in the following referred to as the "Executive Order").

This remuneration policy was laid down on the basis of an overall assessment of the size of the company, its organisation and the scope and complexity of its activities. The purpose is to have a remuneration policy that is consistent with and promotes sound and effective risk management, and which is aligned with the company's strategy, values and goals and considers the interests of customers and investors.

2. Commencement

This remuneration policy governs all agreements on remuneration to the individuals listed below entered into on or after 1 January 2011.

This remuneration policy also governs any agreements already entered into as from such time as they are extended or renewed, cf. section 28(7) of Danish Act no. 1556 of 21 December 2010 to amend the financial business act, the prevention of money laundering and terrorist financing act, the securities trading act, the coinage act and various other acts (in the following referred to as the "Act").

3. Individuals comprised

This remuneration policy comprises members of the boards of directors and the management boards and other employees whose activities have a material impact on the companies' risk profiles (in the following referred to as "risk takers") as well as employees performing other special functions in the form of control functions, auditing and the actuarial function.

The remuneration policy does not apply to remuneration solely governed by collective agreement.

At least once annually, the boards of directors will consider which employees should be comprised by the definition of risk takers and the definition of other special functions and hence by this remuneration policy.

Such consideration will be based on an assessment of the following criteria:

- section 2 of the Executive Order, including
- the authority and/or lending authority conferred on the individual employees, since such employees are believed to be able to expose the company to financial risk, and such risk may be deemed to be of a material nature
- the leading role of the relevant employee in control functions or risk-mitigating functions
- employees authorised to perform transactions involving the group's funds are comprised by this remuneration policy.

Accordingly, the employees listed below are deemed to have a material impact on the companies' risk profiles:

- the Senior Vice President, Commercial Lines
- the Senior Vice President, Private Lines
- the Senior Vice President, Claims
- the Chief Financial Officer
- the management of the Business Support department
- the management of the Reinsurance department
- chief actuaries
- the management of the Risk Management department

- the management of the Markets department
- the management of the Asset Management department
- the management and employees of the Treasury department
- the management and employees of the Equities department
- the management of the Sales department
- individuals employed in the Trading department who are authorised to perform transactions involving the funds of customers and the funds of the group
- individuals employed in the Prop department, which primarily performs transactions involving the funds of the group
- the management of the Credit Secretariat

Other special functions:
The Group employees listed below are deemed to be involved in control functions, auditing and the actuarial function:

- individuals employed in the Risk Management department
- individuals employed in the Internal Audit department
- individuals employed in the Compliance department
- Individuals employed in the actuarial department

The list of the above individuals is available from the HR department.

4. Remuneration of board members
As part of the companies' annual reports, the board fees paid for the recently ended financial year are approved annually by shareholders at the annual general meeting, and with respect to Alm. Brand af 1792 fmba, by the committee of representatives.

Board members only receive fixed remuneration in the form of a non-pensionable fee.

Board members are not eligible for any variable remuneration or participation in any incentive programmes of any kind.

The fees paid to board members are intended to reflect the scope of the board work and the responsibility related to serving on the board.

Furthermore, the board fees are determined at a level intended to be consistent with the market level according to publicly available surveys relating to peer companies.

5. Remuneration of management board members
The remuneration of management board members is determined by the boards of directors.

The boards of Alm. Brand Forsikring A/S and Alm. Brand Liv og Pension A/S have delegated such authority to their chairmen.

Fixed salary
The members of the management boards of Alm. Brand A/S and other companies receive a fixed basic salary that is intended to be commensurate with the tasks to be performed and the member's responsibility and to be competitive with the remuneration of other, comparable positions in the financial sector.
In addition to this salary, the companies provide pension contributions, and their remuneration also includes a company car of an appropriate size, free telephone and other customary salary components (health insurance, health examinations and alarms).

The remuneration of management board members is adjusted every two years.

Agreements may be made between Alm. Brand A/S, Alm. Brand Forsikring A/S and Alm. Brand Liv og Pension A/S and the management boards of these companies which stipulate that a fixed part of the fixed base salary will be paid by way of share options in accordance with section 1.1.1., 11 of CEBS' “Guidelines on Remuneration Policies and Practices”.
The part of the fixed salary (excluding pension and other salary components) that can be paid by way of share options may be 13%.

One-off fees
As a general rule, Alm. Brand does not award variable salary to management board members.

However, in exceptional cases, one-off fees may be awarded in accordance with the provisions of section 77a of the FBA and the related executive order applicable from time to time. A one-off fee may only be awarded if the management board member in question has been subject to extraordinary work-related strain throughout a period of time due to the nature of the work. One-off fees may only be awarded as directed by the companies' board of directors.

Any resolution to award a one-off fee will be subject to section 139 of the Danish Companies Act. A one-off fee to members of the management board of Alm. Brand A/S assumes prior approval by the shareholders in general meeting.

6. Remuneration of other employees whose activities have a material impact on the companies' risk profiles (in the following referred to as "risk takers").

The immediate superior will determine the salary for each individual risk taker.

Risk takers who are members of Alm. Brand's group coordination team (in the following referred to as "ABKO")

Fixed salary
Risk takers who are also members of ABKO receive a fixed basic salary that is intended to be commensurate with the tasks to be performed and the risk taker's responsibility and to be competitive with the remuneration of other, comparable positions in the financial sector. In addition to this salary, the companies provide pension contributions, and their remuneration also includes a company car of an appropriate size, free telephone and other customary salary components (health insurance, health examinations and alarms or newspapers).

The remuneration is adjusted every two years.

Agreements may be made between Alm. Brand A/S, Alm. Brand Forsikring A/S and Alm. Brand Liv og Pension A/S and the risk takers of these companies who are members of ABKO which stipulate that a fixed part of the fixed base salary will be paid by way of share options in accordance with section 1.1.1., 11 of CEBS' “Guidelines on Remuneration Policies and Practices”.

The part of the fixed salary (excluding pension and other salary components) that can be paid by way of share options may be 13%.

Other risk takers
Other risk takers receive appropriate fixed remuneration and ancillary fixed salary components such as pension, insurance schemes, etc. The salary is intended to be commensurate with the tasks to be performed and the risk taker's responsibility and to be competitive with the remuneration of other, comparable positions in the financial sector.

Generally for all risk takers: One-off fees
As a general rule, Alm. Brand does not award variable salary to risk takers.

However, in exceptional cases, one-off fees may be awarded in accordance with the provisions of section 77a of the FBA and the related executive order applicable from time to time. A one-off fee of an appropriate amount may only be awarded if the risk taker in question has been subject to extraordinary work-related strain throughout a period of time due to the nature of the work. One-off fees may only be awarded as directed by the companies' boards of directors.

7. Remuneration of other employees having special functions
The immediate superior will determine the salary for each individual employee.

Employees involved in control functions, auditing and the actuarial function receive fixed remuneration by way of a fixed salary and ancillary fixed salary components such as pension, insurance schemes, etc.

Variable salary
Employees involved in control functions and auditing through their employment with the Risk Management department, the Internal Audit department or the Compliance department may be remunerated by way of appropriate variable salary in addition to the fixed salary. However, the variable salary may not depend on the performance of the department(s) which the employees in question monitor.

Actuaries employed in the companies' respective actuarial departments may be remunerated by way of appropriate variable salary in addition to the fixed salary. In such case, the variable salary will depend on the employee's role given that the variable salary may not depend on the performance of the department.

8. Pension benefits
No grants are made of pension benefits that are wholly or partly comparable with variable salary.

9. Guidelines for severance pay
A mutual notice of termination has been agreed between Alm. Brand A/S and the management board. The other companies and management board members have agreed on a notice of termination of 12 months on the part of the companies and six months on the part of the management board members.

As regards the companies' risk takers, the nature of the notices of termination agreed upon varies. However, the maximum length of notice is equivalent to that agreed between the companies and the management board.

Severance pay
With respect to agreements on severance pay entered into or renegotiated on or after 1 January 2011 between Alm. Brand A/S or other companies and executive officers and risk takers of such companies, the severance pay agreed may not exceed an amount corresponding to two years' salary.

An agreement on severance pay is currently in force between Alm. Brand A/S and its management board, according to which the management board members are entitled to severance pay corresponding to 36 months' remuneration in the event of termination caused by Alm. Brand A/S. This agreement was made prior to 1 January 2011.

Severance agreements are currently in force between Alm. Brand Forsikring A/S, Alm. Brand Bank A/S and Alm. Brand Liv og Pension A/S, respectively, and the executive officers of these companies as well as risk

takers who are members of ABKO. The severance agreements imply that in the event of termination by the respective companies, the executive officers and risk takers are entitled to receive severance pay of an amount corresponding to up to 12 months' remuneration.
In the event that the employment relationship is terminated due to material breach by a management board member or a risk taker, no severance pay will be paid.

No agreements on severance pay are made between the companies and the respective boards of directors.

10. Remuneration committee, etc.
The boards of directors of Alm. Brand A/S and Alm. Brand Forsikring A/S will each set up a remuneration committee.
Remuneration committees are set up under section 77c(4) of the FBA. The committees perform the following tasks, which are specified in a set of rules of procedure:

- to recommend the remuneration policy for the boards of directors, management boards and other key risk takers and any amendments thereof for approval by the boards of directors
- to make proposals to the boards of directors on the remuneration to board members and management board members and ensure that such proposals are in compliance with the company's remuneration policy and the assessment of the performance of the individuals concerned
- to ensure that the remuneration policy approved, including business procedures, complies with legislation and is observed
- to review the list of key risk takers
- to monitor the remuneration of the management of the Risk Management department, the management of the Compliance department and the Group Chief Auditor
- to monitor that information in the annual report on the remuneration of the boards of directors and management boards is correct, true and adequate.

In companies that have not set up a remuneration committee, the respective boards of directors oversee that the remuneration of the management of the Risk Management department, the management of the Compliance department and the Group Chief Auditor is monitored. The HR department performs the monitoring task on behalf of the respective boards of directors.

11. Publication
This remuneration policy is published on the group's website. In their oral reports presented at the annual general meeting, the chairmen of the boards of directors provide an account of the remuneration of members of the board of directors and the management board. Such report must contain information about remuneration in the previous financial year and the expected remuneration for the current and next financial year.

The decision as to how the information relating to the remuneration policy should be published rests with the management boards.

Such publication must meet the requirements of section 15 of the Executive Order applicable from time to time.

12. Updating
The HR department is responsible for updating the remuneration policy.

The remuneration committees are responsible for the preparatory work.

The remuneration policy is subject to annual approval by the boards of directors.

13. Approval by the general meeting
Any amendments to the remuneration policy are subject to the approval at the companies' next meeting of the committee of representatives and annual general meetings, respectively.

14. Compliance with the remuneration policy
The Internal Audit department is responsible for revising the remuneration policy to reflect the limitations following from clause 9 above, Remuneration committee etc.

This is done by:

- sample testing a number of specific salary agreements, including salary agreements that include variable salary schemes and
- reviewing the compliance with other formal requirements of the remuneration policy.

Once annually, the Internal Audit department reports to the boards of directors on the results.

As approved at the board meeting of Alm. Brand af 1792 fmba held on 2013

_____	_____
Chairman	Deputy Chairman
Jørgen H. Mikkelsen	Boris N. Kjeldsen

As approved at the board meeting of Alm. Brand A/S held on 2013

_____	_____
Chairman	Deputy Chairman
Jørgen H. Mikkelsen	Boris N. Kjeldsen

As approved at the board meeting of Alm. Brand Forsikring A/S held on 2013

_____	_____
Chairman	Deputy Chairman
Søren Boe Mortensen	Anne Mette Barfod

As approved at the board meeting of Alm. Brand Bank A/S held on 2013

_____	_____
Chairman	Deputy Chairman
Jørgen H. Mikkelsen	Boris N. Kjeldsen

As approved at the board meeting of Alm. Brand Liv og Pension A/S held on 2013

_____	_____
Chairman	Deputy Chairman
Søren Boe Mortensen	Anne Mette Barfod