

## IMPORTANT INFORMATION

[Date]

[Name]

[Address]

Dear [ ],

### **PROPOSED TRANSFER OF WHOLE OF THE LONG TERM BUSINESS CARRIED ON BY CHUBB LIFE INSURANCE COMPANY LTD. (“CLICL”) ACTING THROUGH ITS HONG KONG BRANCH TO CHUBB LIFE INSURANCE HONG KONG LIMITED (“CHUBB LIFE HK”)**

This letter sets out important information regarding the proposed transfer of the whole of the long term insurance business carried on in Hong Kong by CLICL through its Hong Kong branch to Chubb Life HK which includes long term insurance policies underwritten by CLICL (the “**Transferring Policies**”) and certain assets and liabilities relating to its business (the “**Proposed Transfer**”).

#### **What Does the Proposed Transfer Involve?**

The Proposed Transfer follows the acquisition of Chubb Life HK by Chubb International Investments Limited, a subsidiary of Chubb Limited which is the ultimate parent company of the Chubb group of companies (the “**Chubb Group**”) on 1 July 2022 and a strategic review by the Chubb Group of its long term insurance business in Hong Kong.

As a member of Chubb Life HK, it is important that you understand the details of the Proposed Transfer.

The Proposed Transfer will be carried out in accordance with the statutory process set out in section 24 of the Insurance Ordinance (Chapter 41 of the Laws of Hong Kong) (the “**Insurance Ordinance**”), under which CLICL and Chubb Life HK have made an application to the Court of First Instance in Hong Kong (the “**Hong Kong Court**”) for the sanction of a scheme setting out the terms of the transfer (the “**Hong Kong Scheme**”). That application was made by way of petition (the “**Hong Kong Petition**”) to the Hong Kong Court on 31 July 2023.

As CLICL is a Bermuda company and also registered as an insurer in Bermuda, an application has been made by way of petition (the “**Bermuda Petition**”) to the Supreme Court of Bermuda (the “**Bermuda Court**”) on 25 September 2023 for an order sanctioning a similar scheme of transfer (the “**Bermuda Scheme**”) for the transfer of the Transferring Policies (together with certain assets and all rights and liabilities arising thereunder) under section 25 of the Insurance Act 1978 of Bermuda and its related regulations (the “**Bermuda Insurance Act**”). The terms of the Bermuda Scheme are, in all material respects, the same as the terms of the Hong Kong Scheme. In this letter, references to the “**Schemes**” are to both the Hong Kong Scheme and the Bermuda Scheme.

Further, the Schemes are subject to the consent of the Bermuda Monetary Authority (“**BMA**”) and the Insurance Authority.

The Hong Kong Scheme and the Bermuda Scheme will be considered in the hearing of the Hong Kong Petition in the Hong Kong Court and in the hearing of the Bermuda Petition in the Bermuda Court. The hearing of the Hong Kong Court is scheduled to take place at 10:00 am (Hong Kong time) on 29 November 2023 and the hearing of the Bermuda Petition is expected to take place at 10:00 am (Bermuda time) on 24 November 2023. The Proposed Transfer contemplated under the Schemes will not proceed unless they are approved by the respective courts.

CLICL and Chubb Life HK have appointed an independent actuary, Ms Cindy Chou, a Fellow of the Society of Actuaries and a Member of the American Academy of Actuaries (the “**Independent Actuary**”), to consider the likely effects of the Schemes on the policyholders of CLICL and on the policyholders of Chubb Life HK and to prepare a report based on the financial information of CLICL and Chubb Life HK as at 31 December 2022 for the Hong Kong Court and the Bermuda Court (the “**Independent Expert Report**”). The Independent Actuary was approved for the purposes of such review by the BMA, and the Insurance Authority has confirmed it does not have any objections to that appointment.

The Independent Actuary has also prepared a supplementary report (the “**Supplementary Report**”) to provide an update on the relevant financial information of CLICL and Chubb Life HK as at 30 June 2023 and to confirm there is no change to her conclusions set out in the Independent Expert Report.

A summary of the terms of the Schemes and a summary of the Independent Expert Report are included in Schedules 1 and 2 to this letter. The Independent Expert Report and the Supplementary Report have been uploaded to the website of CLICL and Chubb Life HK at <https://www.chubb.com/hk-en/> (the “**Chubb Life Website**”). These documents will be available on the Chubb Life Website until the end of the Hong Kong Petition hearing of the Hong Kong Court on 29 November 2023.

Any person who alleges that they would be adversely affected by the carrying out of:

- (i) the Hong Kong Scheme is entitled to be heard at the hearing of the Hong Kong Petition by the Hong Kong Court; or
- (ii) the Bermuda Scheme is entitled to be heard at the hearing of the Bermuda Petition by the Bermuda Court.

If you intend to appear at the Hong Kong Petition hearing in the Hong Kong Court and/or the Bermuda Petition hearing in the Bermuda Court, you should give not less than three business days’ prior written notice to CLICL and Chubb Life HK.

Please refer to Schedule 1 – Part 2: “Further Information on the Hearings” for further details.

**Unless you intend to appear at the Hong Kong Petition hearing in the Hong Kong Court or the Bermuda Petition hearing in the Bermuda Court or you intend to object to**

**the Schemes or either of them, there is no need for you to take any action. However, we recommend that you read this letter carefully so that you understand the details of the Proposed Transfer.**

### **When Will the Proposed Transfer Take Effect?**

Subject to the sanctioning of the Hong Kong Scheme by the Hong Kong Court and the Bermuda Scheme by the Bermuda Court, the Schemes are expected to take effect at 12:00 a.m. (Hong Kong Time) on 1 December 2023 or on such other date and/or time as the respective courts shall approve (the “**Effective Date**”).

Unless the Schemes become effective on or before 90 days after the later date on which the Hong Kong Court grants an order sanctioning the Hong Kong Scheme and the Bermuda Court grants an order sanctioning the Bermuda Scheme or such later date and/or time, if any, as CLICL and Chubb Life HK may agree and the Hong Kong Court and the Bermuda Court may allow, the Schemes shall lapse.

### **What is the Effect of the Proposed Transfer?**

If the Hong Kong Court sanctions the Hong Kong Scheme and the Bermuda Court sanctions the Bermuda Scheme, all Transferring Policies will be transferred from CLICL to Chubb Life HK.

After the Proposed Transfer, all the Transferring Policies will be administered by Chubb Life HK, which will become the insurer of such policies in place of CLICL. **All other terms and provisions of the Transferring Policies will remain unchanged.**

We will notify you in writing after the Hong Kong Scheme has been sanctioned by the Hong Kong Court and the Bermuda Scheme has been sanctioned by Bermuda Court respectively and the Schemes have taken effect.

**Please refer to Schedule 1 to this letter for details on the arrangements if the Proposed Transfer contemplated under the Hong Kong Scheme is approved by the Hong Kong Court.**

If the Schemes are not sanctioned by the Hong Kong Court and the Bermuda Court respectively, the Proposed Transfer will not take place and the Transferring Policies will remain with CLICL who will continue to be responsible for such policies, including its administration and servicing. If the Proposed Transfer does not take place, we will notify you in writing.

The Schemes have been structured to ensure that the interests of the policyholders are safeguarded. The Independent Actuary has opined, amongst others, on the likely effects of the Schemes on the reasonable expectations on benefit and levels of service and financial security of the policyholders of CLICL and Chubb Life HK. You are advised to refer to the “**Summary of the Independent Expert Report**” in Schedule 2 of this letter.

CLICL will bear all costs and expenses related to the Independent Actuary. Save as aforesaid, all costs in relation to the preparation of the Schemes, their presentation to the Hong Kong Court and the Bermuda Court for sanction and the implementation of the transfer of the transferring business under the Schemes (including the fees and expenses of any joint legal counsel, counsel for the Insurance Authority, expert or auditor appointed in connection with such transfer and any fees, costs and expenses payable to any court or regulatory authority) with the exception of any internal costs of CLICL will be borne by Chubb Life HK from its shareholders' funds.

### **Further Information**

If you wish to obtain further information, you can:

- inspect copies of this letter, the Hong Kong Petition, the Bermuda Petition, the Schemes, the Independent Expert Report, the Supplementary Report at the offices of CLICL and Chubb Life HK at 35/F, Chubb Tower, Windsor House, 311 Gloucester Road, Causeway Bay, Hong Kong between 9:00am to 6:00pm (Hong Kong time), Monday to Friday, excluding public holidays from the date of this letter until the end of the Hong Kong Petition hearing on 29 November 2023;
- visit the website of CLICL and Chubb Life HK at <https://www.chubb.com/hk-en/> from the date of this letter until the end of the Hong Kong Petition hearing on 29 November 2023 to obtain copies of the above documents;
- obtain the above documents free of charge by writing to the offices of CLICL and Chubb Life HK at 35/F, Chubb Tower, Windsor House, 311 Gloucester Road, Causeway Bay, Hong Kong on or before the date of the Hong Kong Petition hearing on 29 November 2023; and/or
- refer to the "Frequently Asked Questions" ("**FAQs**") as enclosed in this letter.

If you have any questions about the Proposed Transfer, please contact the designated hotline of CLICL and Chubb Life HK at (852) 2894 9833 or writing to the address above to the attention of the Customer Service Centre and marking your envelope with the reference "HCMP 1217 / 2023".

Yours faithfully,

Chubb Life Insurance Company Ltd., Hong Kong branch

Chubb Life Insurance Hong Kong Limited