

STATEMENT OF PARTICULARS

TRANSFER OF GENERAL INSURANCE BUSINESS UNDER FINANCIAL SERVICES ACT 2019

(1) MILLENNIUM INSURANCE COMPANY LIMITED

TO

(2) MIC INSURANCE COMPANY S.A.

1.INTRODUCTION TO THE TRANSFER

This document has been prepared to provide an overview of the proposed transfer by Millennium Insurance Company Limited as detailed below. Please read the contents of this document carefully.

Millennium Insurance Company Limited (“**MICL**”) proposes to transfer all insurance policies (including all rights and obligations thereunder) underwritten by it (the “**Transferring Business**”) to MIC Insurance Company S.A. (“**MIC Insurance**”) (the “**Proposed Transfer**”). This means that your insurance policy (or policies), as underwritten by MICL, would be included within the Proposed Transfer. The Proposed Transfer would not however include any insurance policies which may expire prior to completion of the Proposed Transfer.

The Proposed Transfer is subject to and conditional on receipt of all regulatory approvals, including the prior approval of the Gibraltar Financial Services Commission (“**GFSC**”) under Chapter 2, Part 23 of the Financial Services Act 2009 (the “**Act**”).

MICL has submitted an application for approval of the Proposed Transfer to the GFSC under the Act (the “**Application**”). The Proposed Transfer will not therefore take place until MICL has satisfied all the requirements of the Act and the GFSC provides its formal approval to the Application. This document, referred to as a Statement of Particulars, provides you with important information regarding the proposed Transfer and details of MICL’s Application to the GFSC.

It is important that you read the entirety of this document to understand the background to the Proposed Transfer and your rights arising thereunder.

2.MILLENNIUM INSURANCE COMPANY LIMITED - PROPOSED TRANSFEROR

The proposed transferor, MICL, is a private company limited by shares registered in Gibraltar under incorporation number 82939 and with registered office address at 13 Ragged Staff Wharf, Queensway Quay, Gibraltar. The business of MICL is that of a general insurance business company.

MICL has permission from the GFSC under the Act to carry on in Gibraltar general insurance business in the following classes: 1,2,7,8,9,13,14,15,16 and 17 pursuant to Annex I of Directive 2009/138/EC of the European

Parliament and of the Council of 25 November 2009 on the taking-up and pursuit of the business of Insurance and Reinsurance (the “**Solvency II Directive**”).

MICL is also authorised under the Solvency II Directive to provide insurance services, on a freedom of services basis, in the following countries: Austria, Belgium, Bulgaria, Croatia, Cyprus, Czech Republic, Denmark, Estonia, Finland, France, Germany, Greece, Hungary, Iceland, Ireland, Italy, Latvia, Liechtenstein, Lithuania, Luxembourg, Malta, the Netherlands, Norway, Poland, Portugal, Romania, Slovakia, Slovenia, Spain, Sweden and the United Kingdom.

Further details and background on MICL may be accessed on MICL’s website www.micinsurance.net.

3.MIC INSURANCE COMPANY S.A - PROPOSED TRANSFEREE

The proposed transferee under the Transfer is MIC Insurance, a company incorporated in France as a limited liability company (‘société anonyme’) which has been authorised by the French Prudential Supervision and Resolution Authority (the “**ACPR**”) pursuant to Article L. 321-1 of the French Insurance Code to carry on general insurance business in 1,2,8,9,13,15,16 and 17 Insurance Classes as per Annex I of the Solvency II Directive.

MIC Insurance is in the process of being authorised under the Solvency II Directive and French regulation by the ACPR in the required insurance classes necessary to receive the Transferring Business from MICL. The approval of the GFSC to the Proposed Transfer is therefore subject to MIC Insurance first obtaining authorisation for the transfer portfolio from the ACPR.

4.RATIONALE FOR THE PROPOSED TRANSFER

MICL provides insurance products throughout the European Union on a Freedom of Services basis, with the main markets in which it operates however being those of France and Spain. The Portfolio Transfer has been proposed by MICL due to the potential implications arising from the United Kingdom and Gibraltar’s withdrawal from the European Union (now widely referred to as “**Brexit**”).

In addition, no extension has been agreed to the transition period for Brexit between the UK and EU meaning that current transitional arrangements for mutual market access will cease on 31 December 2020.

The Proposed Transfer is therefore intended to ensure that it will be possible for MICL to service and administer your insurance policy despite any impact of Brexit. MICL therefore proposes to ensure that it is able to continue servicing its policyholders by transferring all of its insurance policies to MIC Insurance.

5.HOW IS THE TRANSFER TAKING PLACE?

In accordance with the Act, a Gibraltar insurance company is permitted to undertake a transfer of general insurance business to another insurance company registered within the European Union. The transfer process therefore allows for the policies of one insurance company to be transferred to another insurer, subject to certain conditions, such as GFSC approval.

The legal requirements of the transfer process include:

- advertising the intention of the parties to transfer the transferring insurance policies;
- making documents regarding the transfer available for inspection; and
- the sending of notices and details regarding the transfer to policyholders.

The Proposed Transfer will be subject to regulatory oversight by the GFSC, which will also consult with the supervisory authorities of the EEA States where MICL's policyholders are situated, or where risks to be transferred are situated (as applicable).

The legal terms and conditions of the Proposed Transfer will be set out within a Portfolio Transfer Agreement governed by the laws of Gibraltar. A draft copy of the Portfolio Transfer Agreement has been submitted to the GFSC as part of the Application. Amongst other effects, the Portfolio Transfer Agreement will provide for the transfer of the Transferring Business from MICL to MIC Insurance as a result of which all rights, liabilities and obligations thereunder shall transfer to MIC Insurance.

6.WHEN WILL THE TRANSFER TAKE PLACE?

The Proposed Transfer will be completed at the earliest opportunity following receipt of regulatory approvals and is expected to take during the 1st Quarter of 2021.

Should the Proposed Transfer be approved, the decision of the GFSC and execution of the Portfolio Transfer Agreement would also be advertised in Gibraltar and the EEA in accordance with applicable legal requirements of national law.

7.EFFECT OF THE TRANSFER

Impact on Policyholders

It is the view of MICL that the Proposed Transfer will be to your overall benefit and the benefit of all MICL policyholders. Based on the actuarial review conducted by MICL, it does not consider that there would be any material adverse impact on MICL's policyholders as a result of the Proposed Transfer. It is also important to note that all costs involved in the Proposed Transfer will be borne by MICL and MIC Insurance.

Policy Terms and Conditions

Furthermore, as part of the Proposed Transfer, the rights and obligations of MICL under the Transferring Business will be transferred, without any material changes, to MIC Insurance. There will therefore be no material changes to the terms and conditions of your insurance policy or the current service standards and arrangements for your policy.

Your insurance cover with MICL, including all rights, liabilities and obligations under your policy will transfer automatically to MIC Insurance upon the Proposed Transfer taking legal effect. This means that, on completion of the Proposed Transfer, MICL will no longer have any further obligations to you under your insurance policy as all obligations will have been transferred to MIC Insurance.

Policy Documentation

There will be no obligation to re-issue you with any policy documentation. Your existing insurance policy will remain legally valid and will be updated by MIC Insurance the next time you make a change to your policy, or at renewal (if applicable), whichever is the earliest. Please also note that the renewal date of your policy will remain unchanged.

Claims and Complaints

The Proposed Transfer would also have no detrimental effect on any claims or complaints which you may have already made in relation to your policy. Any procedures relating to the manner in which to make any such claims or complaints under your policy would also remain largely unaltered by the Proposed Transfer since current administrative arrangements will continue.

Actuarial Validation Report

The transfer process is designed to protect the interests of policyholders and is subject to close scrutiny by regulatory authorities, such as the GFSC. In relation to the Proposed Transfer and at the request of the GFSC, MICL has commissioned a detailed Actuarial Validation Report on the potential impact on policyholders of the Proposed Transfer. This Actuarial Validation Report, which has been shared with the GFSC, has concluded that there would be no material impact on policyholders.

Data Protection

To the extent that MICL currently holds or processes any of your personal data, MICL may be a Data Controller of your personal data for the purposes of applicable data protection legislation. However, please note that any such personal data controlled or processed by MICL will, on the effective date of the Proposed Transfer, be transferred to MIC Insurance.

Once your insurance policy has been transferred under the Proposed Transfer, MIC Insurance would, in the place of MICL, become the Data Controller of any personal data relating to the policy. MIC Insurance will use your

personal data in accordance with its privacy notice which will be available at <https://www.micinsurance.net/en/privacy-policy-and-terms-of-use/> or as otherwise notified to you.

No action required

You are not required to take any action in order for the Proposed Transfer to take effect.

8.REPRESENTATIONS TO THE GIBRALTAR FINANCIAL SERVICES COMMISSION (GFSC)

As a policyholder included within the scope of the Proposed Transfer, you have the right to make written representations to the GFSC, if you wish to do so, but are under no obligation to do so.

Any representations concerning the Proposed Transfer should be submitted in writing to the GFSC either by post at: Gibraltar Financial Services Commission, Suite 3, Ground Floor, Atlantic Suites, Europort Avenue, Gibraltar or by email to: commsandinternationalaffairs@gfsc.gi. Any such representations should be made to the GFSC within sixty (60) days of the first publication of the legal notice published by MICL in connection with the Proposed Transfer.

If you believe that you may suffer adverse consequences, then you should exercise your legal right to make representations to the GFSC. If you however have no objections to the Proposed Transfer, then you do not need to take any action.

9.FURTHER INFORMATION ON THE TRANSFER

If you would like any further information in relation to the Proposed Transfer, please contact MICL on its website www.micinsurance.net, by email at transfer@micinsurance.net; by phone on +44 20 3769 9863; or by submitting your written queries by post to the offices of MICL situated at 13 Ragged Staff Wharf, Queensway Quay, Gibraltar.

Please also note that for any queries relating to your insurance policy as from the effective date of the Proposed Transfer, you may continue using the existing contact details set out in your policy.