



OVERVIEW OF STRATEGIC DELIVERY

STEVE MURRAY, GROUP CHIEF EXECUTIVE OFFICER

FINANCIAL OUTCOMES

DAVID RIMMINGTON, GROUP FINANCE DIRECTOR

AREAS OF FOCUS, OUTLOOK AND SUMMARY

STEVE MURRAY, GROUP CHIEF EXECUTIVE OFFICER

PRESENTERS



Steve Murray

Group Chief Executive Officer > 20 years of industry experience



David Rimmington

Group Finance Director > 25 years of industry experience









18.A

COMPLETION OF THE ACQUISITION OF CONSERVATRIX IN THE NETHERLANDS ON 1 JANUARY 2023⁽¹⁾

COMPLETED THE INTEGRATION OF ROBEIN LEVEN INTO WAARD AND THE SANLAM INTEGRATION INTO COUNTRYWIDE ASSURED REMAINS ON TRACK

GROUP BASE CASH GENERATION OF £83M GROUP COMMERCIAL CASH GENERATION OF £47M

ESULT

STRONG SOLVENCY AT 197%, WELL ABOVE USUAL OPERATING RANGE

PRO FORMA⁽¹⁾ ECV PER SHARE OF 354p (FY2021 416p)

2022 COMMERCIAL NEW BUSINESS PROFITS OF £9.5M

3% FULL YEAR DIVIDEND INCREASE, OUR 18TH YEAR OF CONSECUTIVE RISES

Notes:

⁽¹⁾ As Conservatrix completed on 1 January 2023, it is not included in our 2022 YF results. However, pro forma estimates have been provided where appropriate



CAPITAL ACTIONS

RAISED £200M OF TIER 2 DEBT TO SUPPORT THE GROUP'S M&A STRATEGY

REDUCED EXPOSURE TO FX VOLATILITY THROUGH EXECUTION OF AN FX HEDGE AS PART OF OUR ONGOING TREASURY MANAGEMENT ACTIVITY

SUSTAINABILITY

WE SET OUR LONG TERM SUSTAINABILITY TARGETS:

- A NET ZERO EMITTER: NET ZERO FINANCED EMISSIONS BY 2050 AND NET ZERO OPERATIONAL EMISSIONS BY 2028;
- AN INVESTOR IN POSITIVE SOLUTIONS; AND
- AN INCLUSIVE ENVIRONMENT FOR ALL EMPLOYEES, CUSTOMERS AND STAKEHOLDERS

INTEGRATIONS WELL ADVANCED WITH CAPACITY TO UNDERTAKE FURTHER DEALS



	SANLAM LIFE & PENSIONS UK LIMITED (CASLP)	ROBEIN LEVEN NV	CONSERVATRIX
Date of completion	April 2022	April 2022	January 2023
Day 1 EcV gain	£15m	£6m (initially reported as £1m)	£21m ⁽¹⁾ (initially reported as £18m)
Discount to EcV ⁽²⁾	19%	21%	34%(3)
Steady state annual cash generation	£5m	£lm	£4m
Closed book type	Unit linked products	Savings, mortgages & annuities	Savings, annuities & funeral products
Update	Part VII expected to complete at the end of 2023 and will generate further synergies	Integration into Waard now complete	Policy migration now complete
Integration status	On track	Complete	Largely complete

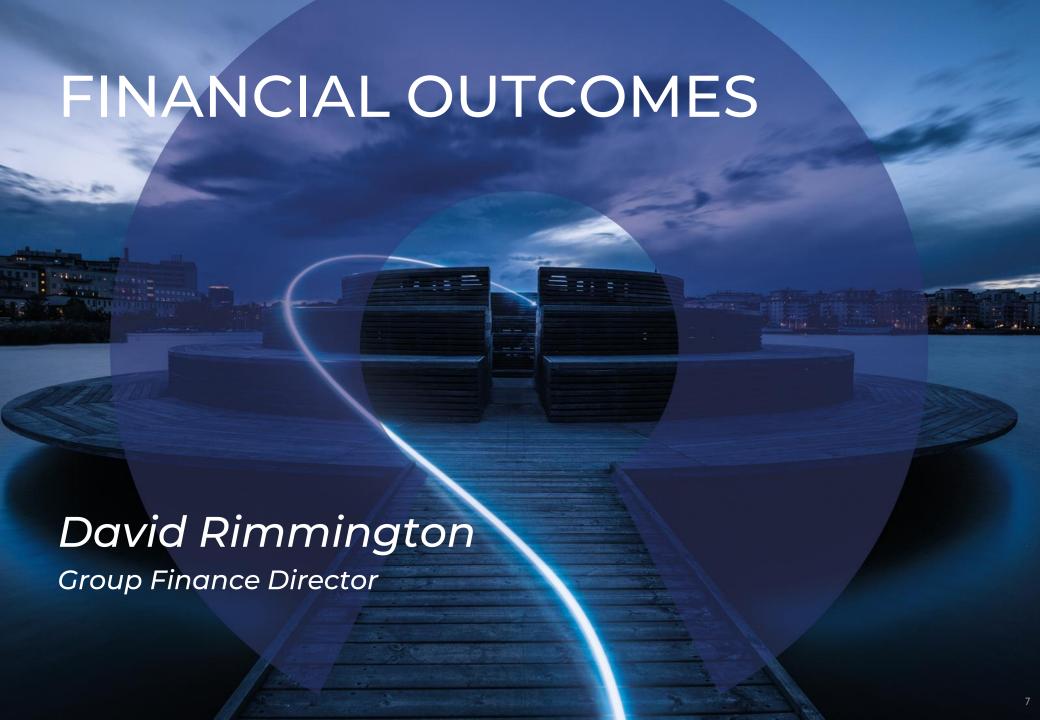
Notes

(1) EcV gain for Conservatrix is estimated.

Discount to EcV represents that which was quoted in the announcement.

(3) Conservatrix discount to EcV quoted as initial EcV gain estimate (£18m) divided by the gain plus the capital injection of £35m.

M&A pipeline remains strong





MARKET CONTEXT & FINANCIAL HIGHLIGHTS

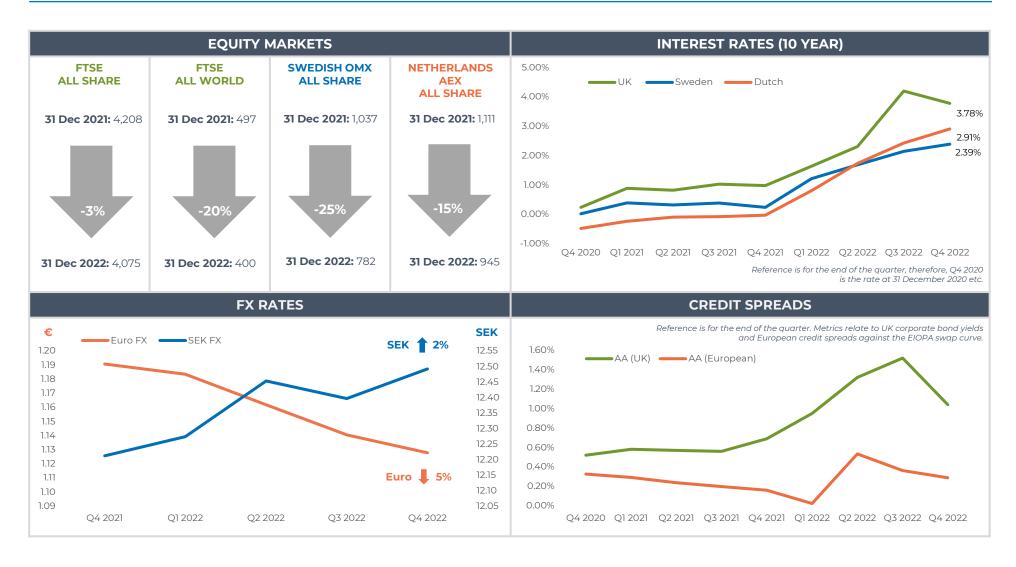
CASH GENERATION

SOLVENCY

GROWTH

IFRS 17





Macro impacts have significantly affected the 2022 results

MACRO ECONOMIC IMPACTS ON THE GROUP IN LINE WITH SENSITIVITIES



Over the course of 2022, economic impacts significantly affected the results, the main movements of which are explained in the table below:

MACRO	DIRECTION OVER 2022	CASH GENERATION	ECV	IN LINE WITH SENSITIVITIES?(1)
Equities	-	With SA ⁽²⁾ : +£16m Without SA ⁽²⁾ : -£12m	-£67m	✓
Bond yields		+£22m	+£10m	✓
Credit spreads		-£12m	-£19m	✓
FX	SEK €	+£5m	+£6m	✓
Inflation		-£6m	-£6m	✓

Notes:

(1) The determination of whether the impact is in line with sensitivities assumes a level of tolerance.

Economic value has been significantly impacted from the fall in equities and widening credit spreads over 2022

⁽²⁾ SA refers to the symmetric adjustment. The Solvency II capital requirement calculation includes an adjusting factor that reduces or increases the level of the equity capital required depending on historical market conditions. Following periods of market growth, the factor tends to increase the level of capital requirement becomes less onerous.



Financial performance			FY 2022		FY 2021	
Dividends	Dividends per share		23	3.28p	22.60p	
Cash generation(1)	Base Divisional Group Divisional Commercial Group		£61.9m £82.7m £25.9m £46.6m		£31.1m £20.3m £58.5m £53.0m	
IFRS	Profit before tax		£(146.9)m		£28.8m	
New business	Commercial new business profit		£9.5m		£9.6m	
Financial position	n		31 Dec 2022	31 Dec 2022 proforma ⁽²⁾	31 Dec 2021	
Solvency	Solvency ratio Solvency surplus		197% £298.4m	182% £287.2m	152% £190.7m	
Economic value	Economic value Economic value per share		£511.7m £3.40	£532.3m £3.54	£624.2m £4.16	
Assets	Assets under management		£10.6bn	£11.0bn	£9.1bn	
Leverage	Leverage ratio		37.6% ⁽³⁾		6.4%	

Notes:

- (1) Base cash generation excludes day 1 impacts of acquisitions and day 1 tier 2 debt impacts. Commercial cash takes base cash and removes the symmetric adjustment impact and WP restriction changes.
 (2) Proforma includes the impacts of Conservatrix which completed on 1 January 2023.
- (3) We do not expect gearing to materially change post acquisition of Conservatrix.

Strong cash generation in the year supports a further 3% increase in dividend



MARKET CONTEXT & FINANCIAL HIGHLIGHTS

CASH GENERATION

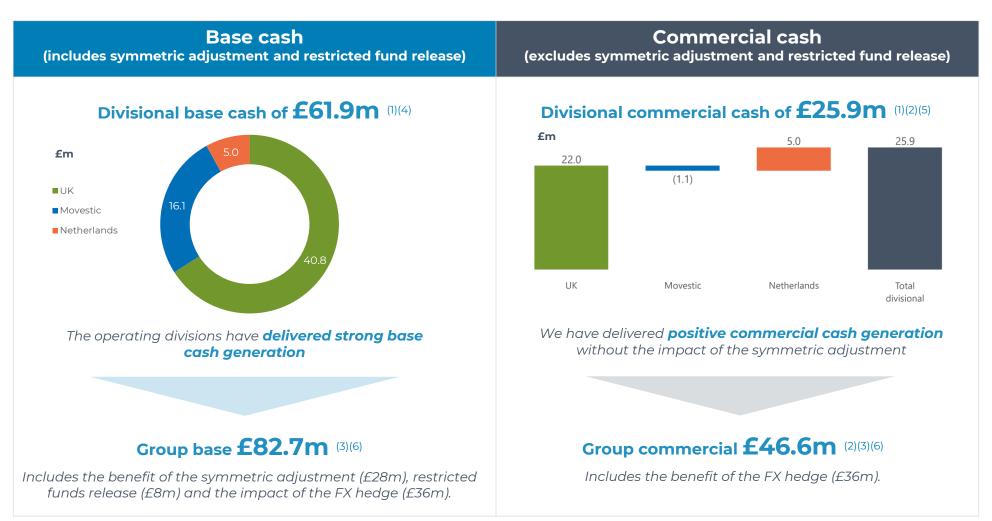
SOLVENCY

GROWTH

IFRS 17

STRONG BASE AND COMMERCIAL CASH GENERATION DELIVERED IN THE YEAR





Notes:

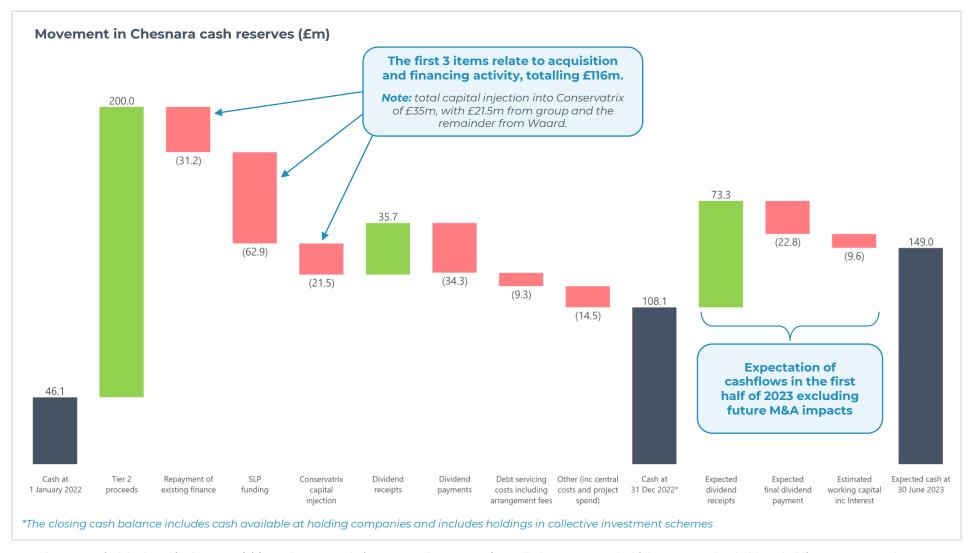
- Divisional cash generation excludes: 'Chesnara and other activities', and all acquisition impacts
- (2) Definition of commercial cash generation included in section D of the financial statements
- (3) Excluding the day 1 impact of acquisitions and day 1 tier 2 impacts

- Base divisional results best illustrate the level of dividend paying potential that has emerged in the period
- Commercial divisional total better reflects how effective the businesses have been at generating surplus from business operations
- (6) Group totals are more relevant if we are focusing on the headline solvency movements

Strong cash generation delivered by the group despite tough economic conditions

SIGNIFICANT CASH RESERVES TO FUND FUTURE M&A

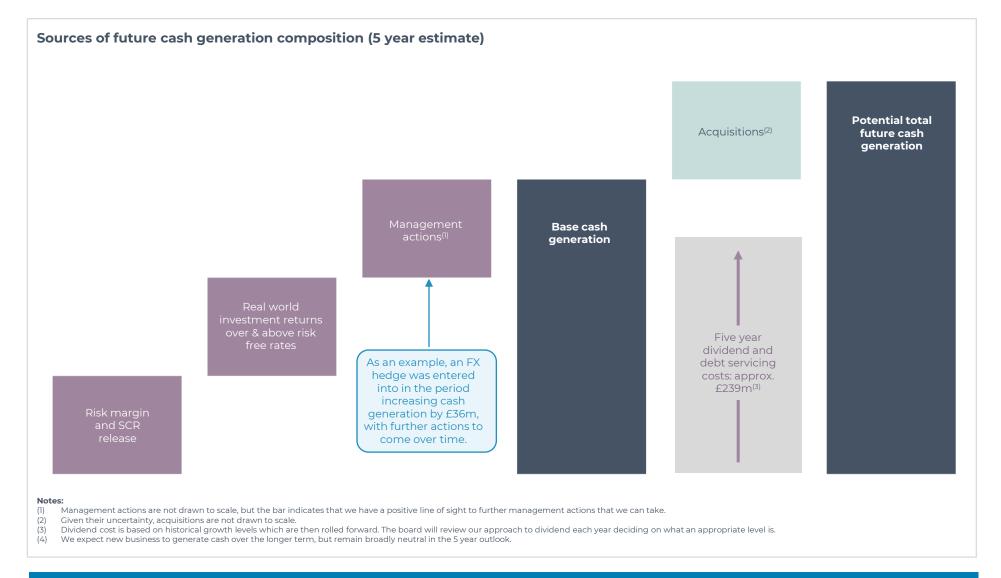




Total group capital deployed in the 3 acquisitions of CASLP, Robein Leven and Conservatrix totalled over £110m, of which £85m was funded from holding company cash reserves

Chesnara has firepower of over £100m to fund future acquisitions post Conservatrix





We have a strong line of sight to sources of cash generation that more than cover our estimated cumulative dividend and debt servicing costs



MARKET CONTEXT & FINANCIAL HIGHLIGHTS

CASH GENERATION

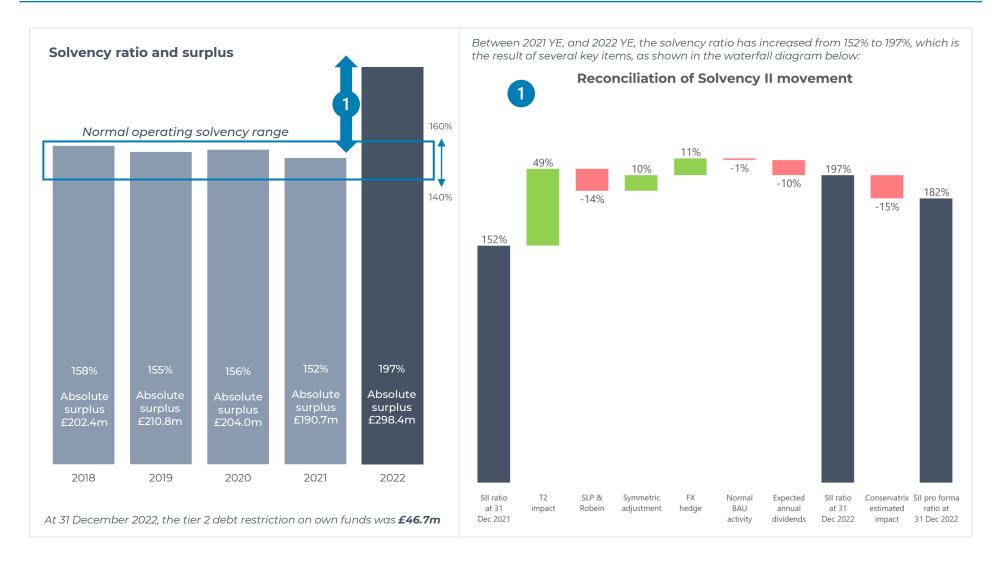
SOLVENCY

GROWTH

IFRS 17

SOLVENCY MATERIALLY ABOVE NORMAL OPERATING RANGE POST CONSERVATRIX





Significant headroom for M&A remains despite tough economic conditions in 2022



MARKET CONTEXT & FINANCIAL HIGHLIGHTS

CASH GENERATION

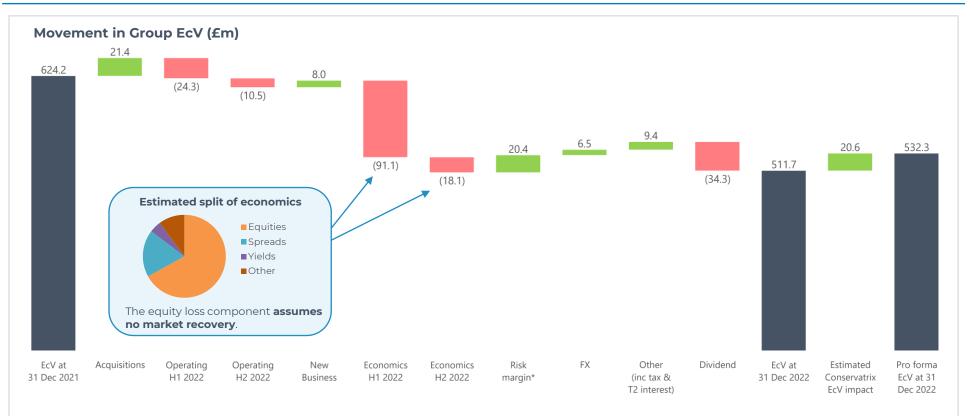
SOLVENCY

GROWTH

IFRS 17

EXTRAORDINARY MARKET IMPACTS HAD AN ADVERSE IMPACT ON VALUE





The EcV result is sensitive to investment market conditions, primarily equities and credit spreads.

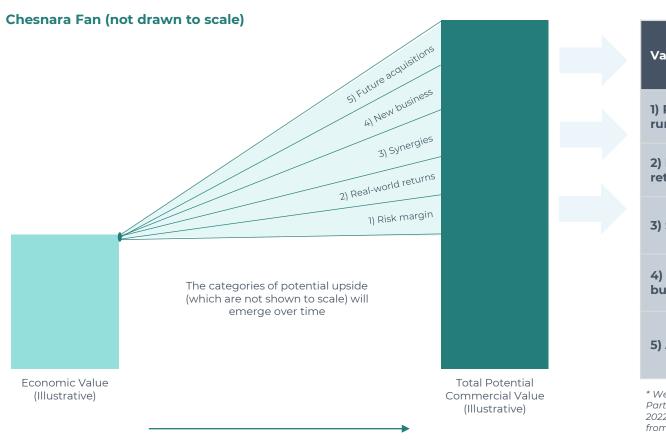
The reported operating losses are mainly driven by Scildon coupled with some central group expenses, including project costs:

- Key drivers of Scildon operating losses were lapse and mortality experience, and the resultant strengthening of assumptions.
- Movestic operating losses from pension transfers out were reduced.
- The UK division reported a small operating loss in the year, primarily from expense assumption strengthening.

*It is assumed that the movement in risk margin is largely yields driven

In line with our sensitivities, economic value has been impacted by significant equity falls and spreads widening





Value driver	Value created during 2022	Impact
1) Risk margin run off	✓	£20m
2) Real world returns	×	£(109)m
3) Synergies*	✓	>£10m
4) New business	✓	£8m
5) Acquisitions	✓	Day 1 gain: £21m (£42m on a pro forma basis)

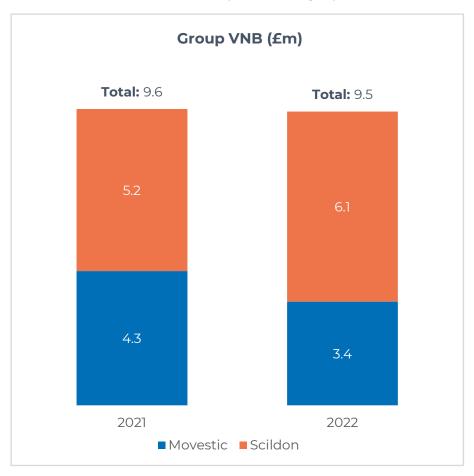
^{*} We expect future EcV synergies post completion of the Part VII of CASLP into Countrywide Assured. Within the 2022 results, Waard recognised a £4m synergy benefit from the completion of Robein Leven integration.

The components of the Chesnara Fan continue to drive value in the business, despite short term volatility arising from economic movements

NEW BUSINESS PROFITS REMAIN STEADY DESPITE TOUGH MARKET CONDITIONS



New business is one of the Group's 3 strategic pillars and is a contributor to EcV growth.



MOVESTIC

- Occupational market share increased to 4.1%
- Custodian market share of 9.5%⁽¹⁾
- Unit linked sales increased by 14% compared to 2021
- Swedish transfer market opened up in the second half of 2022 which provides an opportunity to increase transfers in
- Movestic named fund insurance company of the year by Söderberg & Partners⁽²⁾

SCILDON

- Term market share of 18.2%(3) (2021: 16.1%)
- Awarded a 5 star rating for lifestyle products by independent trade body, Moneyview

Notes:

- (1) Market share is in respect of YTD 2022
- Söderberg & Partners named Movestic in its annual traffic light report as the company of the year in unit-linked insurance
- (3) Market share data is YTD to December 2022

New business continues to increase EcV with positive contributions from both divisions



MARKET CONTEXT & FINANCIAL HIGHLIGHTS

CASH GENERATION

SOLVENCY

GROWTH

IFRS 17

September 2023 – HY 2023 results prepared on an IFRS



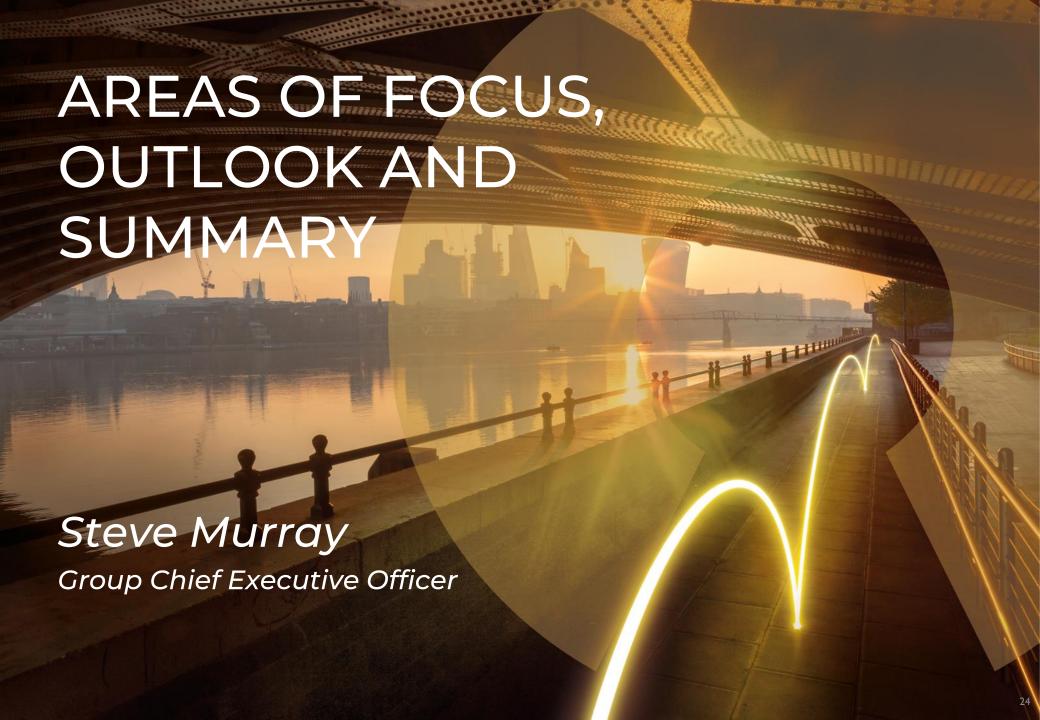
IFRS 4 V IFRS 17 (INC IFRS 9) - 1 JAN 2022 POSITION **IMPACT** Reconciliation of movement in equity The transition to IFRS 17 results in: £108m No change to solvency ratio or cash generation £458m No change to group EcV £29m £435m £(124)m $\pm(35)$ m **No change** to dividend expectation **No change** to our group acquisition strategy or capability for future M&A Existina insurance AVIF Expected is derecognised No change to the expected profitability and future new value of future as no longer profit allowed under business projections IFRS17 IFRS 4: IFRS 17: Remeasurement Creation Creation Other asset shareholder shareholder of liabilities of CSM of risk changes inc deferred equity 1 Jan 2022 adjustment tax and AVIF equity 1 Jan 2022 TIMELINE **EXPECTATION OF 2022 IMPACT** 2022 IFRS 4 results showed a loss before tax of £147m. March 2023 – Initial unaudited view of the opening partly due to the accounting mismatch for Scildon. Group balance sheet presented on an IFRS 17 basis leverage on this basis is 37.6%. • 2022 IFRS 17 results are not yet finalised; however, we have

IFRS 17 results in no change to the group's growth ambition, value or cash generation

performed a high level roll forward for Scildon which

estimates that the leverage impact under IFRS 17, using net equity plus net CSM, would be lower than under IFRS 4.

17 basis







MAXIMISE THE VALUE FROM EXISTING **BUSINESS**

- 1 million policies post completion of Conservatrix
- Continued strong cash generation
- Further management actions executed during the year such as the FX hedge
- · Ongoing opportunities to drive further cost synergies

ACQUIRE LIFE AND PENSION BUSINESSES

- 3 transactions completed in the past 12 months
- · Financially robust with strong solvency
- f200m Tier 2 Bond issue provides financing capacity for M&A
- Strong governance and track record with regulators
- Positive M&A pipeline

ENHANCE VALUE THROUGH PROFITABLE **NEW BUSINESS**

- Swedish transfer rates normalised with positive sales start to the year
- · Increasing market share in the Swedish custodian market
- Continued strong market share in Dutch term assurance market

SUSTAINABILITY: We are committed to becoming a sustainable group and being net zero by 2050

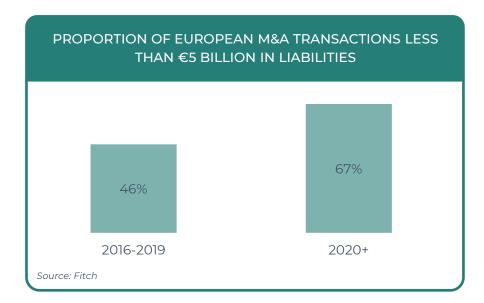
We have the skills and the capability to run insurance books of business at scale for benefit of customers, shareholders and our other stakeholders

SCOPE OF M&A OPPORTUNITIES IS INCREASED, DRIVEN BY PORTFOLIO TRANSACTIONS



WIDER RANGE OF POTENTIAL TRANSACTION STRUCTURES HAS EXPANDED CHESNARA'S POTENTIAL M&A MARKET

- M&A transactions have developed from historical focus on sale of legal entities or entire legacy books
- Portfolio transfers and reinsurance are more common as life insurers look to simplify product ranges
- Size of market is therefore now larger than previous narrow view of defined closed blocks
- Portfolio transactions less competitive given requirement for existing platform



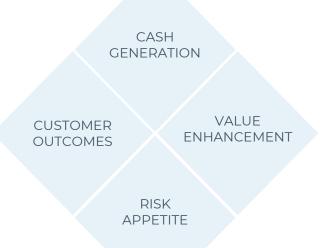




OUR KEY STRENGTHS

- UK listing and high standards of governance
- Positive and long-standing relationships with multiple regulators
- Strong record of customer service
- Comfortable managing wide range of books including unit linked, life insurance, with profit and individual annuities
- Less likely to be a material competitor on new business than some other consolidators
- Flexibility on approach to managing assets / investment management

OUR KEY CRITERIA FOR M&A



FINANCING CAPACITY OFFERS ABILITY TO FUND LARGE, TRANSFORMATIONAL DEALS

- Existing cash resources of over £100m
- Further debt capacity includes £100m RCF (with £50m accordion)
- Investment grade rating provides access to the debt capital markets
- Equity financing from shareholders or via vendors taking stake in enlarged group
- Working in partnerships



During 2022, we set our groupwide commitments and long term sustainability targets.

OUR COMMITMENTS

- 1. We commit to supporting a sustainable future
- We commit to making a positive impact
- 3. We commit to creating a fairer world

OUR LONG TERM TARGETS

- A net zero emitter: net zero financed emissions by 2050 and net zero controllable operational emissions by 2028
- 2. An investor in **positive solutions**
- 3. An **inclusive environment** for all employees, customers and stakeholders

We will set further interim targets during 2023

More information is available in our group Annual Sustainability Report

We have committed to becoming a sustainable group



Strong cash generation of £83m and 3% increase in full year dividend

New business profits of £9.5m despite tough market conditions over the year

Clear line of sight to future cash generation which more than covers potential future dividend and interest payments



Multiple levers available with a positive outlook for future M&A

Strong and resilient solvency at 197%

New sustainability commitments and long term targets announced







WHO WE ARE

- Chesnara plc was formed in 2004 and is listed on the London Stock Exchange.
- The group is a European life and pensions consolidator, having successfully completed twelve acquisitions to date.
- We are focused on three key markets: UK, Sweden and the Netherlands
- Our new business franchises in Sweden and the Netherlands complement the group's long-term cash flow generation.



FINANCIAL KEY METRICS

31 December 2022



Group Solvency II Ratio: 197%



On a pro forma basis, FUM expected to increase to 11.0bn including the impact of Conservatrix

THREE CORE STRATEGIC OBJECTIVES

MAXIMISE THE VALUE FROM EXISTING BUSINESS

- Efficient management of existing customers and financial resources to optimise long-term cash flow
- Key strategy across all three geographies – UK, Netherlands and Sweden

ACQUIRE LIFE AND PENSION BUSINESSES

 Disciplined M&A framework identifies opportunities that enhance value over the long-term

ENHANCE VALUE THROUGH PROFITABLE NEW BUSINESS

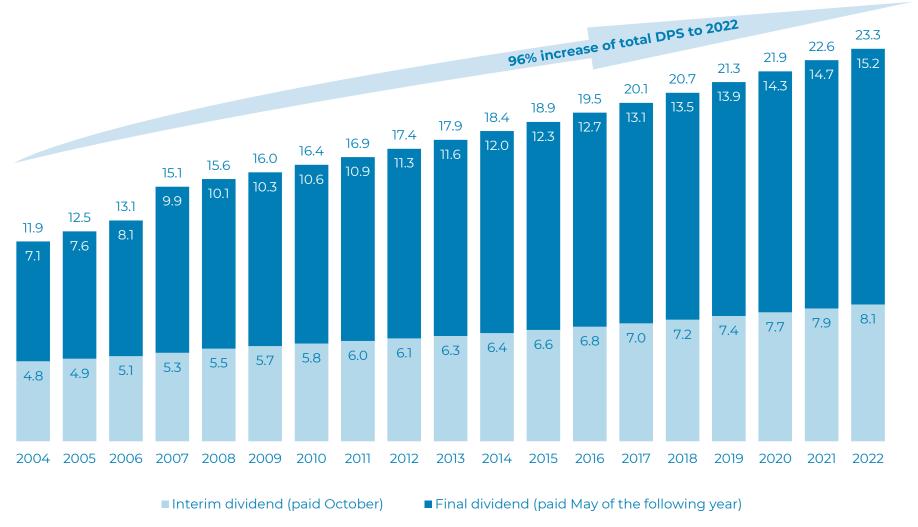
- New business franchises in Sweden and the Netherlands
- Focused on delivering long-term cash flow accretion for the group

Notes:

1. Geographical split for UK includes other group activities



Dividend History (pence per share)



The strength of our business model has enabled us to increase our dividend by 3% and we have strong line of sight to future cash generation



BASE CASH GENERATION: £82.7m DIVISIONAL BASE CASH GENERATION: £61.9m

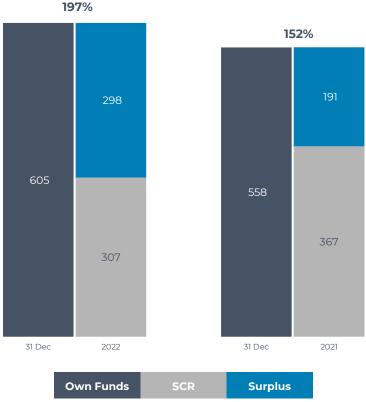
COMMERCIAL CASH GENERATION: £46.6m DIVISIONAL COMMERCIAL CASH GENERATION: £25.9m

	UK	SWEDEN	NETHERLANDS				
£m			WAARD	SCILDON	DIVISIONAL TOTAL	GROUP ADJUSTMENTS	TOTAL
Base cash generation	40.8	16.1	8.4	(3.4)	61.9	20.8	82.7
Symmetric adjustment	(10.9)	(17.2)			(28.2)		(28.2)
WP restriction look through	(7.8)				(7.8)		(7.8)
Commercial cash generation	22.0	(1.1)	8.4	(3.4)	25.9	20.8	46.6

Strong base and commercial cash generation delivered by the group







- Increase to 197% driven largely by tier 2 debt
- Our normal solvency operating range remains between 140% and 160%
- The group does **not utilise transitionals** in its results.
- Closing solvency stated after deducting the £22.8m
 final dividend

We remain well capitalised at both a group and subsidiary level

APPENDIX 5: IFRS PRE TAX PROFIT & TOTAL COMPREHENSIVE INCOME



IFRS result breakdown	FY 2022 £m	FY 2021 £m
Operating activities	(10.5)	40.7
Economic activities	(151.8)	(11.8)
Portfolio acquisition impact	15.4	(O.1)
(Loss)/Profit before tax	(146.9)	28.8
Tax	48.6	(1.5)
(Loss)/Profit after tax	(98.3)	27.3
Foreign exchange	5.8	(23.9)
Other comprehensive income	0.6	0.4
Total comprehensive income	(91.9)	3.8

- Pre-tax loss of £146.9m with economic conditions underpinning the results.
- The economic loss in the year, largely reflects adverse investment market factors, particularly the adverse impact of interest rate rises upon the value of investments in the Netherlands.
- It is important to remember that inherent within the result there is an accounting mismatch in Scildon because assets are fair valued but liabilities have some locked assumptions.
- IFRS net assets reduced significantly during the year, as did cash generated from operating activities, which also decreased period on period.
- The operating loss includes the adverse impact of increased debt financing costs within Chesnara, arising from the Tier 2 debt issuance in the year.
- The result includes the profit on acquisitions of £15.4m (Sanlam Life and Pensions UK £9.6m, Robein Leven £5.8m).

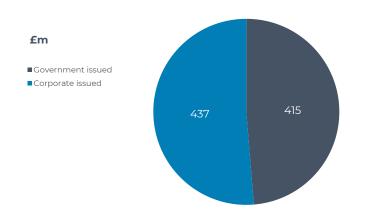
Tough economic conditions have created IFRS losses across all divisions

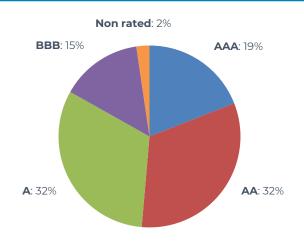


BREAKDOWN OF INVESTMENT PORTFOLIO BY ASSET CLASS

CREDIT QUALITY OF NON-LINKED & SHAREHOLDER DEBT SECURITIES

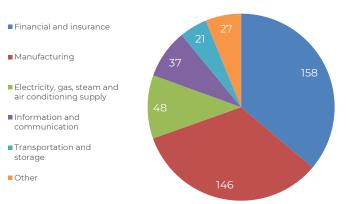
Total non linked assets of £852m at the end of 2022



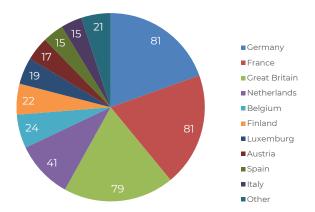


CORPORATE ISSUED - SECTOR SPLIT (£m)

GOVERNMENT ISSUED - GEOGRAPHICAL AREA SPLIT (£m)



Total value of nonlinked assets (corporate issued): £437m Total value of non linked assets (government issued): £415m

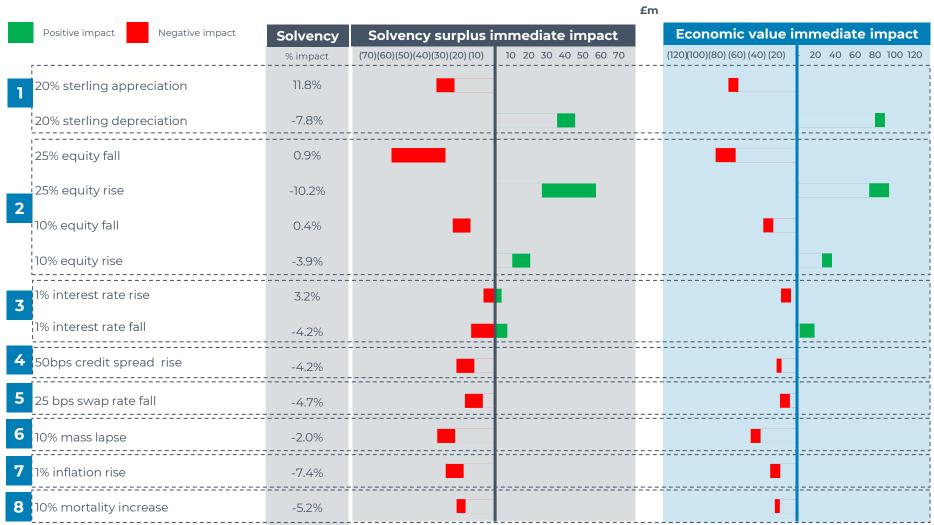


Low risk investment portfolio, with strong weighting towards high quality fixed income assets



The charts below provide some insight into the potential range of impacts of certain sensitivities that the group is exposed to, covering surplus and economic value

Whilst cash generation has not been shown in the diagrams below, the impact of these sensitivities on the group's solvency surplus has a direct read across to the immediate impact on cash generation. Each individual bar in the diagram illustrates the estimated impact range (£m) of the respective sensitivities and whether that impact is positive (green) or negative (red). Further details are provided on the following slide.





Explanatory notes on the sensitivities on the previous slide are provided below:

- 20% sterling appreciation/depreciation: A sterling appreciation reduces the value of surplus in our overseas divisions and any overseas investments in our UK entities, however this is mitigated by the group currency hedge, so the overall impact on solvency surplus is small. The impact of a sterling depreciation is not symmetrical because the currency hedge only removes a limited amount of upside potential.
- Equity sensitivities: The equity rise sensitivities cause both Own Funds and SCR to rise, as the value of the funds exposed to risk is higher. The increase in SCR can be larger than Own Funds, resulting in an immediate reduction in surplus, depending on the starting point of the symmetric adjustment. The converse applies to an equity fall sensitivity, although the impacts are not fully symmetrical due to management actions and tax. The Tier 2 debt value also changes materially in these sensitivities. The change in symmetric adjustment can have a significant impact (25% equity fall: -£12m to the SCR, 25% equity rise: +£39m to SCR). The EcV impacts are more intuitive as they are more directly linked to Own Funds impact. CA and Movestic contribute the most due to their large amounts of unit-linked business, much of which is invested in equities.
- Interest rate sensitivities: An interest rate rise currently has a more adverse effect on group economic value than an interest rate fall. This is a change in exposure following the rise in interest rates over 2022. However, group solvency is still less exposed to rising interest rates as a rise in rates causes capital requirements to fall, increasing solvency.
- 50bps credit spread rise: A credit spread rise has an adverse impact on surplus and future cash generation, particularly in Scildon due to corporate and non-local government bond holdings that form part of the asset portfolios backing non-linked insurance liabilities. The impact on the other divisions is less severe.
- 25bps swap rate fall: This sensitivity measures the impact of a fall in the swap discount curve with no change in the value of assets. The result is that liability values increase in isolation. The most material impacts are on CA and Scildon due to the size of the non-linked book.
- 10% mass lapse: In this sensitivity Own Funds fall as there are fewer policies on the books, thus less potential for future profits. This is largely offset by a fall in SCR, although the amount of eligible Tier 2 capital also falls. The division most affected is Movestic as it has the largest concentration of unit-linked business.
- 1% inflation rise: This sensitivity measures a permanent increase in inflation in every future year over and above our modelled assumptions. Such a rise in inflation increases the amount of expected future expenses. This is capitalised into the balance sheet and hits the solvency position immediately.
- 8 10% mortality increase: This sensitivity has an adverse impact on surplus and cash generation, particularly for Scildon due to their term products.

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