MOODY'S INVESTORS SERVICE

CREDIT OPINION

6 September 2022

Update

Send Your Feedback

RATINGS

Resolution Life Australasia Limited

Domicile	New South Wales, Australia
Long Term Rating	A3
Туре	Insurance Financial Strength
Outlook	Stable

Please see the <u>ratings section</u> at the end of this report for more information. The ratings and outlook shown reflect information as of the publication date.

Contacts

Francesco Mirenzi +61.2.9270.8176 VP-Sr Credit Officer frank.mirenzi@moodys.com

Chen Huang +852.3758.1553 Associate Managing Director chen.huang@moodys.com

CLIENT SERVICES

Americas	1-212-553-1653
Asia Pacific	852-3551-3077
Japan	81-3-5408-4100
EMEA	44-20-7772-5454

Resolution Life Australasia Limited

Update to credit analysis

Summary

Resolution Life Australasia Limited's ("Resolution Life") A3 insurance financial strength rating ("IFSR") reflects the company's very strong capitalisation, improving profitability and strong asset-liability management. We expect that the company will continue to maintain very high levels of capital, providing strong support to its credit profile. The company also maintains high levels of liquid assets relative to the liquidity characteristics of its liabilities. In part, the company's liquidity profile benefits from a large block of participating business that is predominantly long dated in nature and in our view has low liquidity requirements. Resolution Life's profitability continues to improve, reflecting higher and more stable experience profits.

Credit strengths

- » Very high levels of regulatory capital, well above the minimum regulatory capital requirements.
- » Improving profitability.
- » Strong asset-liability matching leading to high levels of liquidity.

Credit challenges

» As a closed book of in-force life insurance policies, the company's financial performance is dependent on planned profits to emerge over time from its existing customer base and is therefore sensitive to potential price competition that could lead to elevated levels of policy lapses.

Rating outlook

Resolution Life's outlook is stable reflecting our view that the company will maintain high levels of capital adequacy and will exhibit an improving earnings profile.

Factors that could lead to an upgrade

The ratings could be upgraded if (1) return on capital improves to 8% on a sustainable basis, (2) an increase in capital adequacy such that regulatory capital coverage is above 2.5x.

This report was republished on 7 September 2022 with an updated title of Update to credit analysis from Update following outlook change to stable.

Factors that could lead to a downgrade

The ratings could be downgraded if (1) the profitability of the company's protection products deteriorate, reflected by high experience losses with further strengthening of assumptions behind the best estimate liability, (2) the company reduces capital such that regulatory capital coverage falls below 1.8x, or (3) there is a material increase in the Resolution Life Group's financial leverage to be consistently above 30%.

Profile

Resolution Life, headquartered in Sydney, Australia, is a wholly owned subsidiary of the Resolution Life Group. Resolution Life provides various financial products and services, including income protection and conventional life insurance products.

Detailed credit considerations

Market Position and Brand: Baa - Focus on its customer service in order to preserve its brand and reputation as a closed-life book As a closed-life book, Resolution Life will see its market share reduce over time as it will receive only recurring premiums on its in-force book. Nonetheless, the company still has a sizeable domestic market position.

Resolution Life is Australia's largest life insurer by gross assets with a dominant market position in legacy superannuation and investment products. In terms of Wealth Protection net policy revenue for 2021, the company was the 7th largest in Australia. However, we believe this measure is conservative as the company cedes a large proportion of its gross premiums to reinsurers and therefore on a gross basis is likely to have a much larger market share than reflected in the regulatory statistics.

In February 2022, Resolution Life announced it would acquire the Superannuation and Investments business of AIA Australia Limited. This acquisition would add c.AUD8.2 billion in assets under management and administration. We believe this acquisition is positive for Resolution Life's domestic Australian franchise, entrenching its market position and the additional scale could lead to future efficiency gains.

Distribution: Baa - Distribution is less relevant, expect more focus on customer service

As a closed life book, Resolution Life does not require distribution to sell new products and would rely heavily on a direct employed workforce to maintain customer service. However, as many products may have been originally distributed through third-party financial advisers, these advisers may still have input in the client relationship with regards to providing financial advice.

Product Focus and Diversification: A - Diversified product offering, with a long tail of participating policies

Resolution Life has three main lines of business; retirement income (participating book), individual risk, and group risk products. The historical performance of the individual risk products has been relatively weak, suffering from high levels of claims and policy lapses in previous years, driving down their profitability.

However these products account for only a small portion of insurance reserves. The company's participating book is much larger. We consider the participating book to be relatively low risk as these policies do not carry guaranteed investment returns, other than capital protection (i.e. protection against negative returns). Crediting rates on this portfolio is determined annually and generally move in line with investment markets. Furthermore, life fund has significant loss absorbing reserves available through the unvested policyholder bonuses. These are discretionary policy bonuses which are yet to be allocated to policyholders and are available to absorb investment market losses in subsequent years.

Asset Quality: A - Significant exposure to high risk assets, but mitigated by hedging strategies and loss absorbing reserves

Resolution Life's high risk assets (as defined by Moody's) are high relative to the company's shareholder capital. A high level of equity investments backing traditional life policies exposes the company to potential equity market volatility, which may negatively impact profitability and capital if investment losses are not shared with the policyholder. However market hedges and loss absorbing reserves provide a strong cushion against potential losses.

This publication does not announce a credit rating action. For any credit ratings referenced in this publication, please see the issuer/deal page on https://ratings.moodys.com for the most updated credit rating action information and rating history.

Resolution Life actively manages the equity exposure using put options and short futures positions to provide protection from equity market declines. Additionally the company also uses derivatives to protect against changes in long-term interest rates. These hedging strategies provide significant downside protection to both profitability and capital.

The company also has significant loss absorbing reserves available through the unvested policyholder bonuses. These are discretionary policy bonuses which are yet to be allocated to policyholders and are available to absorb investment market losses in subsequent years. We calculate that unvested policyholder bonuses represented c.12% of the company's total life insurance contract liabilities net of reinsurance for fiscal year 2021.

Capital Adequacy: A - Regulatory capital position is very strong and we expect high levels of capital will be maintained over time

Resolution Life has the strongest regulatory capital position amongst the largest Australian life insurance companies with assets over AUD2.0 billion. As at 31 December 2021 Resolution Life held regulatory capital equivalent to 2.82x, which is well above the asset-weighted average regulatory capital cover of 2.25x of the Australian life insurance industry for the same period. We expect the company will continue to maintain very high levels of capital, well above the minimum prescribed capital requirement even as regulatory capital requirements are likely to reduce as its life insurance liabilities mature.

The company's capital position in part benefits from a significant amount of unvested policyholder entitlements and shareholder retained profits within the statutory fund, which can be used to absorb losses and act as a capital buffer for the company's block of participating policies. In addition to its good level of on balance sheet capital, the run-off nature of the its operations and lack of new business strain allows for organic capital generation to provide an additional buffer against stress events.

Profitability: Baa - Earnings likely to stabilize, claims and lapse rates better than plan

Resolution Life's profitability has stabilized with the company reporting AUD222m of net profit for fiscal year 2021 (AUD234m in fiscal year 2020). As experience profits have improved and best estimate assumptions for the company were strengthened as part of Resolution's acquisition of the company in 2020, we believe the risk of further strengthening or experience losses is low. The reinsurance arrangements in place should provide further protection from earnings volatility. The combination of these factors should lead to more stable and predictable profit margins and experience profits over time.

Additionally, the announced acquisition of AIA's Superannuation and Investments will add scale to the company and over time could improve efficiency metrics leading to higher levels of profitability.

Liquidity and Asset-liability Management: A - Good asset-liability matching

Resolution Life holds a significant portion of investments backing its non-linked liabilities in cash, equity securities, and fixed-income instruments, which we consider liquid assets. We consider liquidity to be strong. Liquidity is very high as the company maintains high levels of liquid assets relative to the liquidity characteristics of its liabilities. In part, the company's liquidity profile benefits from a large block of participating business that is predominantly long dated in nature and in our view has low liquidity requirements.

With regard to asset and liability management (ALM), the company has a process that employs interest rate derivatives to manage the duration mismatch between its investment portfolio and insurance liabilities. As a result of its effective derivatives hedging strategy, the net impact from interest movements on the company's earnings and capital is manageable.

Resolution Life measures its liquidity risk estimating the timing of future net cash outflows resulting from insurance contract liabilities. This includes estimated future surrenders, death and disability claims and maturity benefits, offset by expected future premiums or contributions and reinsurance recoveries.

Financial Flexibility: A - Modest financial leverage, with access to capital constrained by private ownership

We assess financial flexibility on the consolidated basis of Resolution Life Group Holdings Ltd.

Resolution Group's financial flexibility is good, supported by moderate financial leverage, good cash interest coverage and strong support from its investor base. The Group's debt is currently held at the various operating entities and intermediate holding companies and is in the form of bank term loan facilities, with the exception of subordinated debt that has been issued by Resolution Life Australasia Limited and surplus notes issued by Security Life of Denver. Over time we expect the Group to adopt a more conventional funding structure, with debt being issued at the holding company level in addition to at individual subsidiaries in some cases.

While the Group maintains strong support from its panel of institutional investors, evidenced by its ability to raise approximately \$4.8 billion in equity capital investment since inception, financial flexibility is held back by the Group's lack of track record of accessing public debt and equity markets.

ESG considerations

Social

In line with our general view for the sector, Reesolution Life has a low exposure to Environmental risks and moderate exposure to Social risks. See our Environmental and Social risks heatmaps for further information.

Life insurers have a moderate overall exposure to social risk. Through its insurance operations, Resolution Life faces social risks through the handling of customer information, and the underwriting implications of changing demographics. Demographic and societal trends would impact how insurers manage mortality, longevity and morbidity risks. On the other hand, given it runs a closed book, the impact of changing consumer preferences on distribution channels would not be as relevant for Resolution Life.

Governance

Like all other corporate clients, the credit quality of Resolution Life is influenced by a wide range of governance-related issues, relating to financial, managerial, ownership or other factors, all of which can be exacerbated by regulatory oversight and intervention.

Whilst governance is highly relevant we have no particular concerns regarding governance risks for Resolution Life. The company has established an appropriate risk management and governance framework, with a focus on both financial and non-financial risks. The company has both management and board level committees covering strategic risk, operational risk, insurance risk, liquidity, credit and market risk and operational risk.

Rating methodology and scorecard factors

Exhibit 1

Resolution Life Australasia Limited

Financial Strength Rating Scorecard [1][2]	Aaa	Aa	Α	Baa	Ba	В	Caa	Score	Adj Score
Business Profile								Α	Baa
Market Position and Brand (15%)								A	Baa
-Relative Market Share Ratio			Х						
Distribution (10%)								Baa	Baa
-Distribution Control				Х					
-Diversity of Distribution				Х					
Product Focus and Diversification (10%)								А	A
-Product Risk		Х							
-Life Insurance Product Diversification				Х					
Financial Profile								Baa	A
Asset Quality (10%)								Caa	A
-High Risk Assets % Shareholders' Equity							Х		
-Goodwill & Intangibles % Shareholders' Equity[3]					Х				
Capital Adequacy (15%)								А	A
-Shareholders' Equity % Total Assets			Х						
Profitability (15%)								Baa	Baa
-Return on Capital (5 yr. avg.)				Х					
-Sharpe Ratio of ROC (5 yr.)					Х				
Liquidity and Asset/Liability Management (10%)								Aa	A
-Liquid Assets % Liquid Liabilities		Х							
Financial Flexibility (15%)								Aa	A
-Adjusted Financial Leverage[3]		Х							
-Total Leverage[3]		Х							
-Earnings Coverage (5 yr. avg.)[3]		Х							
-Cash Flow Coverage (5 yr. avg.)[3]									
Operating Environment								Aaa - A	Aaa - A
Preliminary Standalone Outcome								A3	A3

[1] Information based on IFRS financial statements as of fiscal year ended December 31, 2021. [2] The Scorecard rating is an important component of the company's published rating, reflecting the standalone financial strength before other considerations (discussed above) are incorporated into the analysis. [3] Information based on US GAAP financial statements of Resolution Life Group Holdings Ltd as of fiscal year ended December 31, 2021.

Source: Moody's Investors Service

Ratings

Exhibit 2	
Category	Moody's Rating
RESOLUTION LIFE AUSTRALASIA LIMITED	
Rating Outlook	STA
Insurance Financial Strength	A3

Source: Moody's Investors Service

© 2022 Moody's Corporation, Moody's Investors Service, Inc., Moody's Analytics, Inc. and/or their licensors and affiliates (collectively, "MOODY'S"). All rights reserved. CREDIT RATINGS ISSUED BY MOODY'S CREDIT RATINGS AFFILIATES ARE THEIR CURRENT OPINIONS OF THE RELATIVE FUTURE CREDIT RISK OF ENTITIES, CREDIT COMMITMENTS, OR DEBT OR DEBT-LIKE SECURITIES, AND MATERIALS, PRODUCTS, SERVICES AND INFORMATION PUBLISHED BY MOODY'S (COLLECTIVELY, "PUBLICATIONS") MAY INCLUDE SUCH CURRENT OPINIONS. MOODY'S DEFINES CREDIT RISK AS THE RISK THAT AN ENTITY MAY NOT MEET ITS CONTRACTUAL FINANCIAL OBLIGATIONS AS THEY COME DUE AND ANY ESTIMATED FINANCIAL LOSS IN THE EVENT OF DEFAULT OR IMPAIRMENT. SEE APPLICABLE MOODY'S RATING SYMBOLS AND DEFINITIONS PUBLICATION FOR INFORMATION ON THE TYPES OF CONTRACTUAL FINANCIAL OBLIGATIONS ADDRESSED BY MOODY'S CREDIT RATINGS. CREDIT RATINGS DO NOT ADDRESS ANY OTHER RISK, INCLUDING BUT NOT LIMITED TO: LIQUIDITY RISK, MARKET VALUE RISK, OR PRICE VOLATILITY. CREDIT RATINGS, NON-CREDIT ASSESSMENTS ("ASSESSMENTS"), AND OTHER OPINIONS INCLUDED IN MOODY'S PUBLICATIONS ARE NOT STATEMENTS OF CURRENT OR HISTORICAL FACT. MOODY'S PUBLICATIONS MAY ALSO INCLUDE QUANTITATIVE MODEL-BASED ESTIMATES OF CREDIT RISK AND RELATED OPINIONS OR COMMENTARY PUBLISHED BY MOODY'S ANALYTICS, INC. AND/OR ITS AFFILIATES. MOODY'S CREDIT RATINGS, ASSESSMENTS, OTHER OPINIONS AND PUBLICATIONS DO NOT CONSTITUTE OR PROVIDE INVESTMENT OR FINANCIAL ADVICE, AND MOODY'S CREDIT RATINGS, ASSESSMENTS, OTHER OPINIONS AND PUBLICATIONS ARE NOT AND DO NOT PROVIDE RECOMMENDATIONS TO PURCHASE, SELL, OR HOLD PARTICULAR SECURITIES. MOODY'S CREDIT RATINGS, ASSESSMENTS, OTHER OPINIONS AND PUBLICATIONS DO NOT COMMENT ON THE SUITABILITY OF AN INVESTMENT FOR ANY PARTICULAR INVESTOR. MOODY'S ISSUES ITS CREDIT RATINGS, ASSESSMENTS AND OTHER OPINIONS AND PUBLISHES ITS PUBLICATIONS WITH THE EXPECTATION AND UNDERSTANDING THAT EACH INVESTOR WILL, WITH DUE CARE, MAKE ITS OWN STUDY AND EVALUATION OF EACH SECURITY THAT IS UNDER CONSIDERATION FOR PURCHASE, HOLDING, OR SALE.

MOODY'S CREDIT RATINGS, ASSESSMENTS, OTHER OPINIONS, AND PUBLICATIONS ARE NOT INTENDED FOR USE BY RETAIL INVESTORS AND IT WOULD BE RECKLESS AND INAPPROPRIATE FOR RETAIL INVESTORS TO USE MOODY'S CREDIT RATINGS, ASSESSMENTS, OTHER OPINIONS OR PUBLICATIONS WHEN MAKING AN INVESTMENT DECISION. IF IN DOUBT YOU SHOULD CONTACT YOUR FINANCIAL OR OTHER PROFESSIONAL ADVISER.

ALL INFORMATION CONTAINED HEREIN IS PROTECTED BY LAW, INCLUDING BUT NOT LIMITED TO, COPYRIGHT LAW, AND NONE OF SUCH INFORMATION MAY BE COPIED OR OTHERWISE REPRODUCED, REPACKAGED, FURTHER TRANSMITTED, TRANSFERRED, DISSEMINATED, REDISTRIBUTED OR RESOLD, OR STORED FOR SUBSEQUENT USE FOR ANY SUCH PURPOSE, IN WHOLE OR IN PART, IN ANY FORM OR MANNER OR BY ANY MEANS WHATSOEVER, BY ANY PERSON WITHOUT MOODY'S PRIOR WRITTEN CONSENT.

MOODY'S CREDIT RATINGS, ASSESSMENTS, OTHER OPINIONS AND PUBLICATIONS ARE NOT INTENDED FOR USE BY ANY PERSON AS A BENCHMARK AS THAT TERM IS DEFINED FOR REGULATORY PURPOSES AND MUST NOT BE USED IN ANY WAY THAT COULD RESULT IN THEM BEING CONSIDERED A BENCHMARK.

All information contained herein is obtained by MOODY'S from sources believed by it to be accurate and reliable. Because of the possibility of human or mechanical error as well as other factors, however, all information contained herein is provided "AS IS" without warranty of any kind. MOODY'S adopts all necessary measures so that the information it uses in assigning a credit rating is of sufficient quality and from sources MOODY'S considers to be reliable including, when appropriate, independent third-party sources. However, MOODY'S is not an auditor and cannot in every instance independently verify or validate information received in the rating process or in preparing its Publications.

To the extent permitted by law, MOODY'S and its directors, officers, employees, agents, representatives, licensors and suppliers disclaim liability to any person or entity for any indirect, special, consequential, or incidental losses or damages whatsoever arising from or in connection with the information contained herein or the use of or inability to use any such information, even if MOODY'S or any of its directors, officers, employees, agents, representatives, licensors or suppliers is advised in advance of the possibility of such losses or damages, including but not limited to: (a) any loss of present or prospective profits or (b) any loss or damage arising where the relevant financial instrument is not the subject of a particular credit rating assigned by MOODY'S.

To the extent permitted by law, MOODY'S and its directors, officers, employees, agents, representatives, licensors and suppliers disclaim liability for any direct or compensatory losses or damages caused to any person or entity, including but not limited to by any negligence (but excluding fraud, willful misconduct or any other type of liability that, for the avoidance of doubt, by law cannot be excluded) on the part of, or any contingency within or beyond the control of, MOODY'S or any of its directors, officers, employees, agents, representatives, licensors or suppliers, arising from or in connection with the information contained herein or the use of or inability to use any such information. NO WARRANTY, EXPRESS OR IMPLIED, AS TO THE ACCURACY, TIMELINESS, COMPLETENESS, MERCHANTABILITY OR FITNESS FOR ANY PARTICULAR PURPOSE OF ANY CREDIT RATING, ASSESSMENT, OTHER OPINION OR INFORMATION IS GIVEN OR MADE BY MOODY'S IN ANY FORM OR MANNER WHATSOEVER.

Moody's Investors Service, Inc., a wholly-owned credit rating agency subsidiary of Moody's Corporation ("MCO"), hereby discloses that most issuers of debt securities (including corporate and municipal bonds, debentures, notes and commercial paper) and preferred stock rated by Moody's Investors Service, Inc. have, prior to assignment of any credit rating, agreed to pay to Moody's Investors Service, Inc. for credit ratings opinions and services rendered by it fees ranging from \$1,000 to approximately \$5,000,000. MCO and Moody's Investors Service also maintain policies and procedures to address the independence of Moody's Investors Service credit rating processes. Information regarding certain affiliations that may exist between directors of MCO and rated entities, and between entities who hold credit ratings from Moody's Investors Service and have also publicly reported to the SEC an ownership interest in MCO of more than 5%, is posted annually at <u>www.moodys.com</u> under the heading "Investor Relations — Corporate Governance — Director and Shareholder Affiliation Policy."

Additional terms for Australia only: Any publication into Australia of this document is pursuant to the Australian Financial Services License of MOODY'S affiliate, Moody's Investors Service Pty Limited ABN 61 003 399 657AFSL 336969 and/or Moody's Analytics Australia Pty Ltd ABN 94 105 136 972 AFSL 383569 (as applicable). This document is intended to be provided only to "wholesale clients" within the meaning of section 761G of the Corporations Act 2001. By continuing to access this document from within Australia, you represent to MOODY'S that you are, or are accessing the document as a representative of, a "wholesale client" and that neither you nor the entity you represent will directly or indirectly disseminate this document or its contents to "retail clients" within the meaning of section 761G of the Corporations Act 2001. MOODY'S credit rating is an opinion as to the creditworthiness of a debt obligation of the issuer, not on the equity securities of the issuer or any form of security that is available to retail investors.

Additional terms for Japan only: Moody's Japan K.K. ("MJKK") is a wholly-owned credit rating agency subsidiary of Moody's Group Japan G.K., which is wholly-owned by Moody's Overseas Holdings Inc., a wholly-owned subsidiary of MCO. Moody's SF Japan K.K. ("MSFJ") is a wholly-owned credit rating agency subsidiary of MJKK. MSFJ is not a Nationally Recognized Statistical Rating Organization ("NRSRO"). Therefore, credit ratings assigned by MSFJ are Non-NRSRO Credit Ratings. Non-NRSRO Credit Ratings are assigned by an entity that is not a NRSRO and, consequently, the rated obligation will not qualify for certain types of treatment under U.S. laws. MJKK and MSFJ are credit rating agencies registered with the Japan Financial Services Agency and their registration numbers are FSA Commissioner (Ratings) No. 2 and 3 respectively.

MJKK or MSFJ (as applicable) hereby disclose that most issuers of debt securities (including corporate and municipal bonds, debentures, notes and commercial paper) and preferred stock rated by MJKK or MSFJ (as applicable) have, prior to assignment of any credit rating, agreed to pay to MJKK or MSFJ (as applicable) for credit ratings opinions and services rendered by it fees ranging from JPY100,000 to approximately JPY550,000,000.

MJKK and MSFJ also maintain policies and procedures to address Japanese regulatory requirements.

REPORT NUMBER 1340071

CLIENT SERVICES

Americas	1-212-553-1653
Asia Pacific	852-3551-3077
Japan	81-3-5408-4100
EMEA	44-20-7772-5454

MOODY'S INVESTORS SERVICE