

**IN THE HIGH COURT OF JUSTICE
BUSINESS AND PROPERTY
COURTS OF ENGLAND AND WALES
COMPANIES COURT (ChD)**

CR-2019-004716

**IN THE MATTER OF
THE EQUITABLE LIFE ASSURANCE SOCIETY
AND
IN THE MATTER OF
UTMOST LIFE AND PENSIONS LIMITED
AND
IN THE MATTER OF
THE FINANCIAL SERVICES AND MARKETS ACT 2000**

NOTICE

NOTICE IS HEREBY GIVEN that, on 15 July 2019, The Equitable Life Assurance Society (the “**Transferor**”) and Utmost Life and Pensions Limited (the “**Transferee**”) made an application (the “**Application**”) to the High Court of Justice, Business and Property Courts of England and Wales, Companies Court in London (the “**Court**”) pursuant to section 107(1) of the Financial Services and Markets Act 2000 (as amended) (“**FSMA**”) for an Order:

- (1) under section 111 of FSMA sanctioning an insurance business transfer scheme for the transfer to the Transferee of certain insurance business and related assets and liabilities written by the Transferor (the “**Transferring Business**”) in accordance with the Order and without any further act or instrument (the “**Transfer**”); and
- (2) making ancillary provision in connection with the Transfer pursuant to sections 112 and 112A of FSMA.

The Transfer is conditional on the approval of the Court of the proposed scheme of arrangement between the Transferor and certain with-profits policyholders under Part 26 of the Companies Act 2006 (the “**Scheme**”). Further details are available at www.equitable.co.uk (the “**Website**”).

The following documents are available free of charge and can be downloaded from the Website:

- (a) a copy of a report on the terms of the Transfer prepared in accordance with section 109 of FSMA, by the Transfer Independent Expert, Richard Baddon, whose appointment has been approved by the Prudential Regulation Authority (the “**TIE Report**”), in consultation with the FCA;
- (b) the full Transfer document; and
- (c) Explanatory Booklet Part A and Part B (which contains a summary of the terms of the Scheme, the Transfer, a summary of the TIE Report and a question and answer document about the Transfer).

Supporting documents and any further news about the Transfer will be posted on the Website so you may wish to check for updates. You can also request free copies of any of these documents by writing to or telephoning the Transferor using the contact details below.

The Application is due to be heard on 22 November 2019 by a Judge of the Chancery Division of the High Court at the Rolls Building, Fetter Lane, London EC4A 1NL. If approved by the Court, it is currently proposed that the Transfer will take effect on 1 January 2020.

Any person who claims that he or she may be adversely affected by the carrying out of the Transfer has a right to attend the hearing and express their views either in person or by a legal representative.

Any person who claims that he or she may be adversely affected by the Transfer or the Scheme but does not intend to attend the hearing may make representations about the Transfer or the Scheme by telephone or in writing to the solicitors named below or the Transferor using the contact details set out below.

Any person who intends to appear at the hearing or make representations by telephone or in writing is requested (but is not obliged) to notify his or her objections as soon as possible and preferably at least five days before the hearing of the Application on 22 November 2019 to the solicitors named below or to the Transferor using the contact details set out below.

If the Transfer is sanctioned by the Court, it will result in the transfer to the Transferee of all the contracts, property, assets and liabilities relating to the Transferring Business; notwithstanding that a person would otherwise be entitled to terminate, modify, acquire or claim an interest or right or to treat an interest or right as terminated or modified in respect thereof. Any such right will only be enforceable to the extent the Order of the Court makes provision to that effect.

Transferor contact information:

Telephone number (Individuals): 0330 159 1530 (or, if resident outside the UK, on +44 (0)1296386242).

Telephone number (Group Trustees): 0330 159 1531 (or, if resident outside the UK, on +44 (0)1296 385225).

Telephone number (Holders of German Policies): 01803 234 630.

The helpline will be open from 9.00 a.m. to 5.00 p.m. on Monday to Friday UK time (excluding bank holidays).

Postal address: Freshfields Bruckhaus Deringer LLP, 65 Fleet Street, London EC4Y 1HS (please mark any correspondence FAO: Craig Montgomery and Kevin Whibley). Email: equitable@freshfields.com

Transferee contact information:

Telephone number: 0808 168 5354 (or, if resident outside the UK, on +44 (0)1892 510 033).

The helpline will be open between the hours of 9.00 a.m. and 5.00 p.m. on Monday to Friday UK time (excluding bank holidays).

Postal address: Utmost House, 6 Vale Avenue, Tunbridge Wells, Kent, TN1 1RG.

Email: transfer@utmost.co.uk

Freshfields Bruckhaus Deringer LLP

Postal address: 65 Fleet Street, London, EC4Y 1HS

Ref: 168073:0001/GHFS/CXM

Solicitors for the Transferor