

September 8, 2022

# **ARGO GROUP Strategic Update**

#### **Forward-Looking Statements**

This presentation and any related oral statements may include forward-looking statements, both with respect to Argo Group International Holdings, Ltd. ("Argo Group", "we", or "our") and its industry, that reflect our current views with respect to future events and financial performance. Forward-looking statements include all statements that do not relate solely to historical or current facts, and can be identified by the use of words such as "expect," "intend," "plan," "believe," "do not believe," "aim," "project," "anticipate," "seek," "will," "likely," "assume," "estimate," "may," "continue," "guidance," "objective," "vision," "strategy," "positioned," "remain optimistic," "path toward," "outlook," "trends," "future," "could," "would," "should," "target," "on track" and similar expressions of a future or forward-looking nature.

There can be no assurance that actual developments will be those anticipated by Argo Group. Actual results may differ materially as a result of significant risks and uncertainties including but not limited to the continuing impact of the novel coronavirus pandemic and related economic matters; changes in the pricing environment including those due to the cyclical nature of the insurance industry; increased competition; the adequacy of our projected loss reserves including development of claims that varies from that which was expected when loss reserves were established, adverse legal rulings which may impact the liability under insurance contracts beyond that which was anticipated when the reserves were established, development of new theories related to coverage which may increase liabilities under insurance contracts beyond that which were anticipated when the loss reserves were established, and reinsurance coverage being other than what was anticipated when the loss reserves were established; changes in tax regulations or laws applicable to us, our subsidiaries, brokers or customers; state, federal and foreign regulations that may impede our ability to charge adequate rates and efficiently allocate capital; changes in insurance regulations in the U.S. or other jurisdictions in which we operate; actions by our competitors, many of which are larger or have greater financial resources than we do; the inability to retain key personnel; natural and/or man-made disasters, including terrorist acts; impact of global climate change; changes in the availability, cost or quality of reinsurance or retrocessional coverage; the inability to collect reinsurance recoverables; a downgrade in our financial strength ratings; changes in general economic and/or industry specific conditions, including inflation or deflation, foreign currency exchange rates, interest rates, and other similar factors; changes in the financial markets that impact investment income and the fair market values of our investments; changes in asset valuations; failure to execute information technology strategies; exposure to an information security breach; failure of outsourced service providers; failure to execute on expense targets; inability to successfully execute our business plan, divestitures, mergers or acquisitions; and costs associated with shareholder activism. Each of the proposed transactions referenced in this presentation is subject to risks and uncertainties, including, but not limited to, that the proposed transactions may be unable to be completed because of the failure to obtain required regulatory approvals or satisfy (or obtain waivers of) the closing conditions and uncertainty as to the timing of completion of the proposed transactions.

For a more detailed discussion of such risks and uncertainties, see Item 1A, "Risk Factors" in Argo Group's Annual Report on Form 10-K and Form 10-K/A for the fiscal year ended December 31, 2021, as supplemented in Part II, Item 1A, "Risk Factors" of Argo Group's subsequent Quarterly Reports on Form 10-Q and in other filings with the Securities and Exchange Commission. The inclusion of a forward-looking statement herein should not be regarded as a representation by Argo Group that Argo Group's objectives will be achieved. Argo Group undertakes no obligation to publicly update forward-looking statements, whether as a result of new information, future events or otherwise. You should not place undue reliance on any such statements.

#### Use of Non-GAAP Financial Information

In presenting the Company's results, management has included and discussed in this presentation certain non-generally accepted accounting principles ("non-GAAP") financial measures within the meaning of Regulation G as promulgated by the SEC. Management believes that these non-GAAP measures, which may be defined differently by other companies, better explain the Company's results of operations in a manner that allows for a more complete understanding of the underlying trends in the Company's business. However, these measures should not be viewed as a substitute for those determined in accordance with generally accepted accounting principles ("U.S. GAAP").

For additional information, please see Argo Group's Current Report on Form 8-K issued on August 8, 2022, which is available on the SEC's website and also at http://www.argolimited.com.

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## 1. Executive Summary

## Transformative Business Strategy Driving Positive Results

Argo will be a <u>pure play</u> U.S. specialty business, having executed 10+ significant actions to <u>simplify</u> its business model, <u>strengthen/de-risk</u> its balance sheet and <u>re-underwrite</u> and drive efficiencies in its core businesses

#### **Actions Taken over Past Two Years:**

- 1 Simplified portfolio
- Announced 10 business exits (2 remaining operating platforms)
- 2 Announced two major risk transfer actions

\$954mm<sup>1</sup> net reserves transferred

Re-underwritten core U.S. specialty business

Average<sup>2</sup> combined ratio for ongoing business of 93.0%

Significantly reduced costs

~280bps reduction in expense ratio<sup>3</sup>

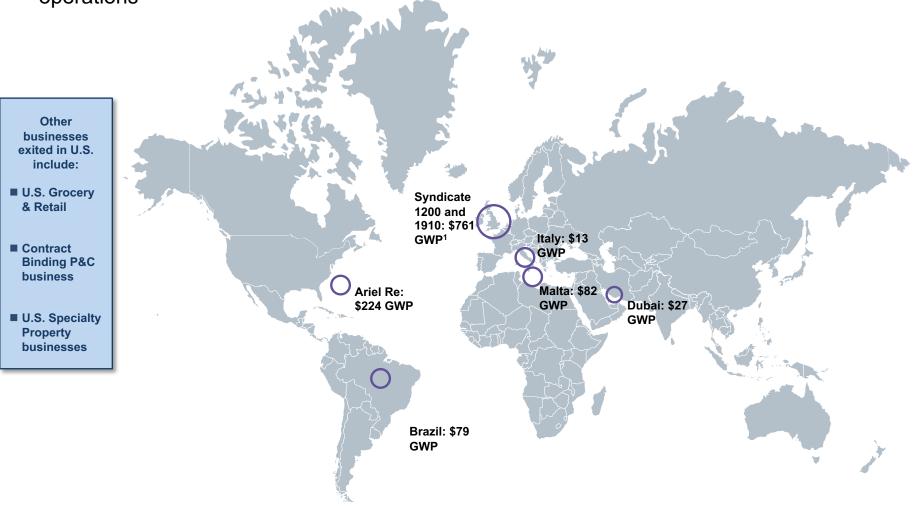
#### **Argo Today:**

- \$2+bn premium pure play U.S. specialty business
- Strong capital position and ongoing business portfolio
- Reduced earnings volatility
- Strengthened balance sheet

Leadership and the Board are fully committed to maximizing shareholder value and are currently reviewing all strategic alternatives

## 1 Completed Significant Business Divestitures to Focus on more Profitable Lines

Announced 10 significant divestitures to exit international businesses including Italy, Brazil and Malta businesses, as well as announced the sale of its Lloyd's syndicate operations



### 2 Announced U.S. LPT Transaction to Reduce Earnings Volatility and Improve Regulatory Capital Position

On August 8, 2022, Argo announced a Loss Portfolio Transfer ("LPT") transaction with Enstar, effective January 1, 2022, covering a majority of the company's U.S. Casualty insurance reserves, including construction, for accident years 2011 through 2019

### **Key Terms**

- \$746mm net reserves transferred at inception
- Additional \$275mm of cover in excess of \$821mm

Argo retains loss corridor of \$75mm above the \$746mm of reserves

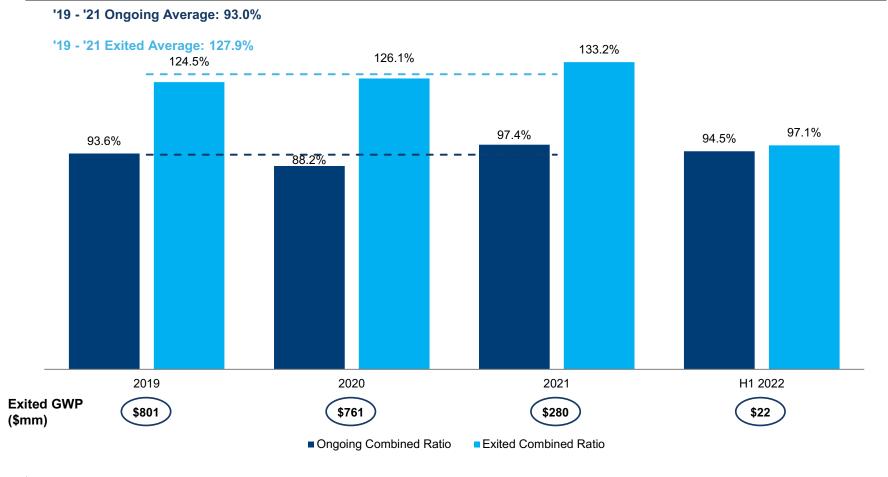
### **Outcome**

- Improved regulatory capital position
- Provides protection against reserve volatility for years 2011 - 2019
- Re-underwrote exposure to the business
  - Exposure to 2020 and 2021 remains with favorable current accident year performances

### Completed Re-underwriting Actions

Re-underwriting actions focused on on-going profitable business

#### Argo Ongoing vs. Exited Combined Ratio<sup>1</sup>

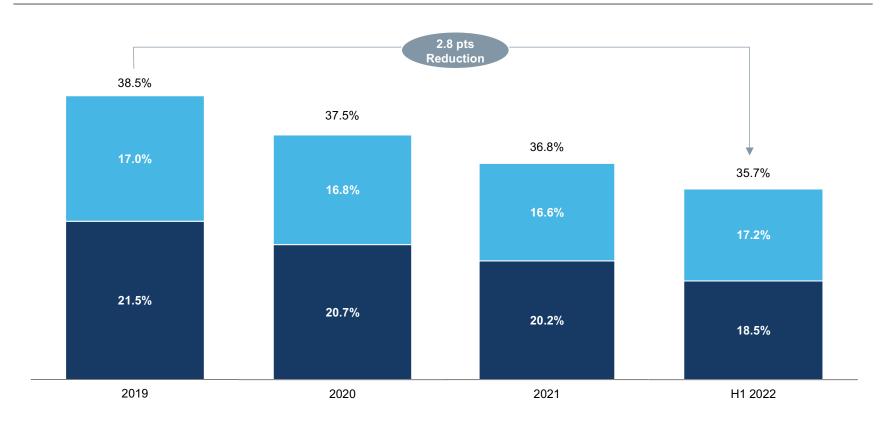


<sup>&</sup>lt;sup>1</sup>Ongoing includes ongoing U.S. plus Bermuda and exited includes exited U.S. (U.S. Specialty Property, Contract Binding, Argo Insurance), Brazil, Europe and Reinsurance. Syndicate 1200 and Run-Off Lines are not reflected in either ongoing or exited business.



### Successfully Reduced Expense Ratio by Nearly 3 **Points**

#### **Expense Ratio**



■ Non-Acquisition Expense Ratio ■ Acquisition Expense Ratio



## 2. Argo Profile

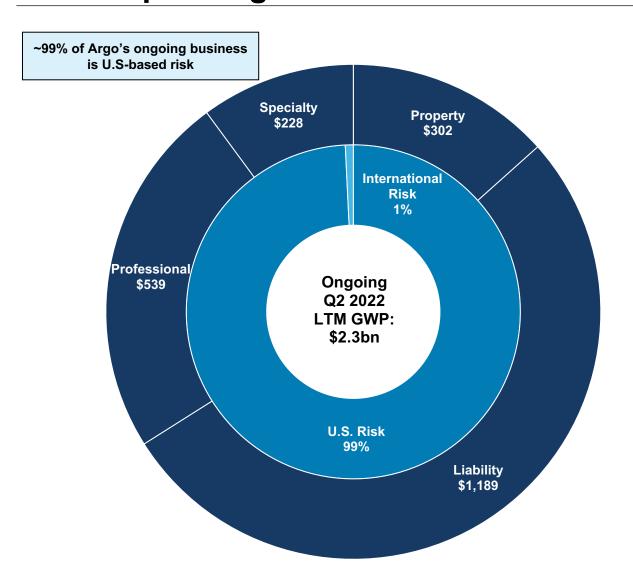
### **Argo Key Highlights**

Following completion of these transactions, Argo will be a pure play U.S. specialty business with solid fundamentals focused on underwriting expertise and strong growth momentum

- 1 Diversified specialty insurer operating in profitable business segments
- Pure play U.S. focused risk / underwriting
- 3 Strong growth momentum in on-going businesses
- 4 Business repositioning is substantially complete with reduced risk exposures
- 5 Strong balance sheet and capital position



# Pure Play U.S. Specialty Insurer Operating in Profitable Business Segments



### Argo's Competitive Advantages

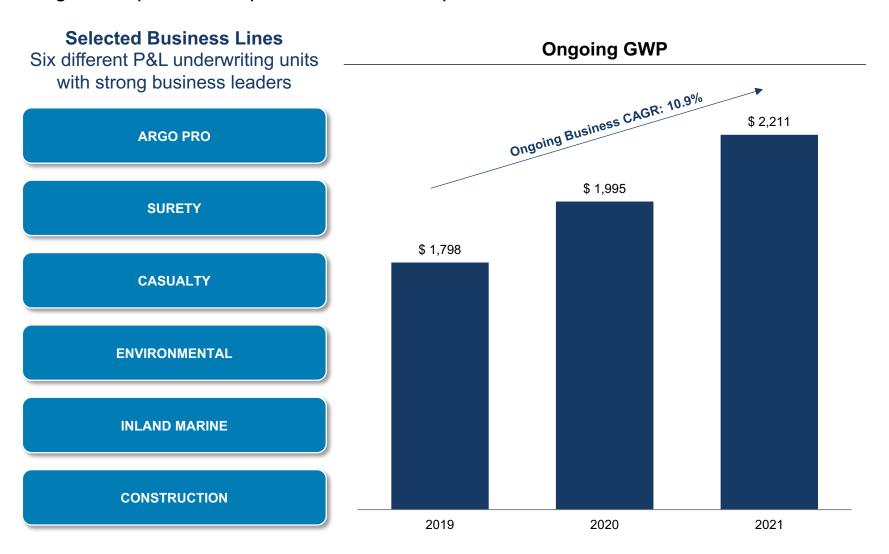
- Diversified risk profile with limited CAT exposure
- ✓ Deep, longstanding, multichannel distribution relationships: retail, wholesale and managing general agents (MGA)
- ✓ Talented underwriting and claims personnel
- Partner with producers by providing highly specialized counsel and industry knowledge
- ✓ Innovative and customized solutions

\$ in millions.

### 3

### **Strong Growth Momentum in On-going Businesses**

Argo has optimized its portfolio to focus on profitable and scalable businesses

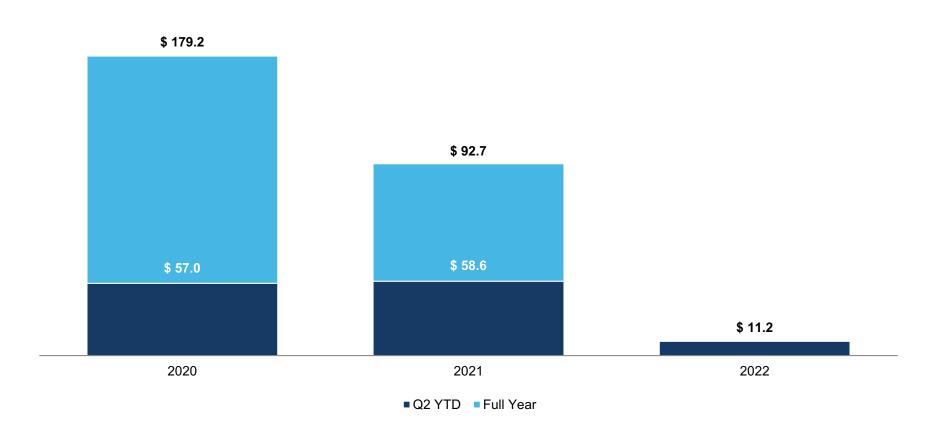




# Business Repositioning is Substantially Complete with Reduced Risk Exposures

Argo has significantly reduced CAT exposure and liability exposure through strategic business exits

#### **Reduction in Catastrophe Losses**



\$ in millions.

### Strong Balance Sheet and Capital Position

~\$3.9bn Pro Forma Q2 2022 Invested Assets<sup>1</sup> ~\$33.80 / ~\$41.10 Pro Forma Q2 2022 BVPS (inc. / ex. AOCI)<sup>1</sup> 70%+
Pro Forma YE2021 US Loss
Reserves Attributable to

2020/2021 Current Accident Year<sup>2</sup>

- Sale of Lloyd's business Provides enhanced capital position from transaction proceeds and capital release
- LPT Transaction with Enstar provides protection against reserve volatility and provides Argo with additional capital flexibility
- Ratings for AM Best and S&P are of A- / A- respectively for Argo
- 60%+ reduction in 1 in 250 year probable maximum loss (PML) in property businesses since 2018



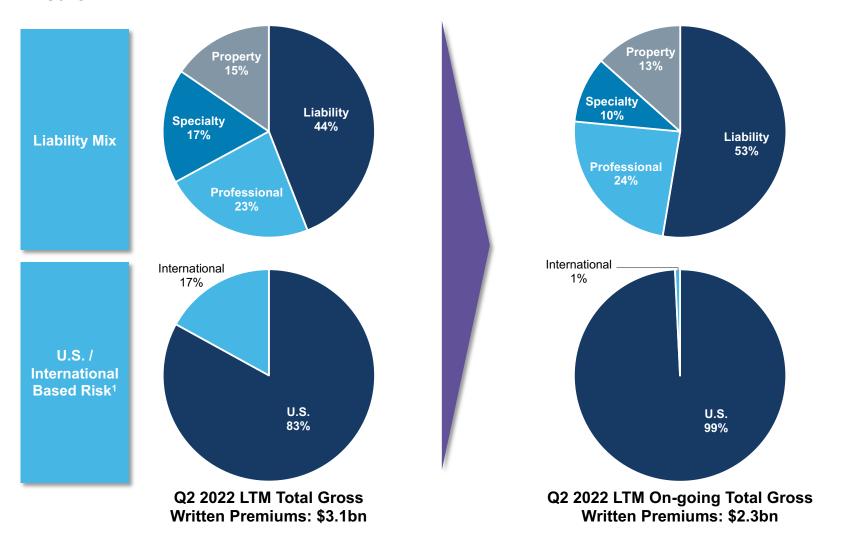
# 3. Overview of Syndicate 1200 Transaction

### Sale of Argo's Lloyd's Business

### On September 8, 2022, Argo entered into a definitive agreement for the sale of Argo Underwriting Agency Limited (including each of its subsidiaries), which incorporates Argo's Lloyd's Syndicate 1200 business to Westfield **Transaction** Westfield is a U.S.-based mutual insurance company focused on personal and commercial Summary lines Transaction strengthens Argo's financial position, simplifies corporate structure and drives greater efficiencies by facilitating increased focus on on-going business lines Total purchase price of \$125mm<sup>1</sup> **Purchase Price** Westfield to replace Funds at Lloyd's, including the FAL supported by Argo Re Ltd. of \$136.9mm and Multiples Implied transaction multiples: P/TBV of 1.16x or P/BV of 0.81x as of Q1 2022<sup>1</sup> Expected to close in the first half of 2023 Timing for Subject to customary closing conditions and regulatory approvals, including Lloyd's of Closing London, UK Prudential Regulation Authority and UK Financial Conduct Authority

### **Post-Sale Pro Forma Business Mix**

Sale of Syndicate 1200 achieves Argo's transformation into a pure play U.S. specialty insurer



<sup>18</sup> 



# 4. Overview of LPT Transaction

### **U.S. Loss Portfolio Transfer Key Terms**

	Key Points
Accelerates Argo's Derisking Plans	<ul> <li>Enstar will reinsure a number of Argo's direct U.S. casualty insurance portfolios, including construction, relating to the accident years 2011 to 2019</li> </ul>
	<ul> <li>Provides protection against reserve volatility and provides Argo with additional regulatory capital flexibility</li> </ul>
	Allows Argo to remain focused on pursuing profitable growth as a U.S. specialty insurer with leading positions in specialty markets
Transaction Structure	<ul> <li>Enstar's subsidiary will provide ground up cover of \$746 million of U.S. Casualty reserves at inception</li> <li>Additional \$275 million of cover in excess of \$821 million</li> <li>Policy limit of \$1.1 billion</li> <li>Argo retains a loss corridor of \$75 million above the \$746 million of reserves</li> <li>Argo anticipates recognizing an after-tax charge for approximately \$100 million in connection with this transaction in the third quarter of 2022</li> </ul>
Timing	Closing of the transaction is subject to regulatory approval and other customary closing conditions and is expected to be completed in the second half of 2022



# 5. Update on Strategic Alternatives Process

# Continued Focus on Exploring Strategic Alternatives and Maximizing Shareholder Value

- Initiated on April 28, 2022, Argo's exploration of strategic alternatives has progressed significantly under the Board's Strategic Review Committee
  - Executed on strategic transactions with Westfield and Enstar
    - Transactions have simplified corporate structure, enhanced fundamentals of Argo's core U.S. specialty businesses, strengthened capital and reduced reserve volatility
  - J. Daniel Plants, Chief Investment Officer of Voce Capital Management LLC and Argo's largest active shareholder, appointed as independent member of the Company's board of directors and Chairperson of the Strategic Review Committee
  - Board continues to be advised by leading financial and legal advisors, Goldman Sachs and Skadden Arps

Board continues to actively consider a range of options for Argo, including, among other things, a potential sale, merger or additional strategic transactions

### **Key Takeaways**

Argo will be a **pure play** U.S. specialty business, having executed 10+ significant actions to **simplify** its business model, strengthen/de-risk its balance sheet and re-underwrite and drive efficiencies in its core businesses

The Board continues to review all strategic alternatives, including a potential sale or merger of the company, to <a href="mailto:maximize shareholder">maximize shareholder</a>
<a href="mailto:walue">value</a>