

Appendix I

Summary of the terms of the Scheme

This section explains what happens if the proposed transfer (the “**Transfer**”) of part of the insurance business of Canada Life Limited (“**Canada Life**”) to Countrywide Assured plc (“**Countrywide**”) takes place under Part VII of the Financial Services and Markets Act 2000. The Transfer will not proceed unless an order sanctioning the Scheme is given by the Court.

You can view the full Scheme document, which contains detailed technical information on our website at www.canadalife.co.uk/onshore-bond-transfer

Transfer of business

If approved, on 7 December 2025 (the “**Effective Date**”), Canada Life will transfer certain policies (the “**Transferring Policies**”) and associated assets and liabilities (the “**Transferring Business**”) to Countrywide. This means that from the Effective Date, Countrywide will be the insurer of the Transferring Policies and will be responsible for them, instead of Canada Life.

Rights and Obligations under the Transferring Policies

If approved, on the Effective Date, Countrywide will acquire all the rights, benefits, obligations, and liabilities of Canada Life in relation to the Transferring Policies. To the extent described in the Scheme, the policyholders of the Transferring Policies will be entitled to the same rights, benefits and obligations with Countrywide as they had with Canada Life, before the Scheme took effect.

If approved, the Scheme will also operate to transfer the CanRetire Flexible Drawdown Plan policies (the “**FDP Policies**”) from the CanRetire Personal Pension Scheme to the Countrywide Assured personal pension scheme. The FDP Policies constitute a part of the Transferring Policies. If approved, on the Effective Date, each policyholder with an FDP Policy will be admitted as a member or beneficiary of Countrywide’s personal pension scheme.

In addition to the Transferring Policies, certain other contracts of Canada Life, as specified in the Scheme, will also transfer to Countrywide from the Effective Date. This means that, from the Effective Date, they will be between Countrywide and the relevant third party to those contracts.

Replacement policies or policies with options

If you have a policy which has an option or other right which entitles you to take out a new, additional or replacement policy you will still be able to exercise any such option or right after the proposed transfer has taken effect. However, if your new insurer, Countrywide, is not issuing the exact policies that your current insurer would issue if you exercised this option or right prior to the proposed transfer taking effect it may offer you the nearest equivalent policy that it is then providing its customers. In offering policyholders the nearest equivalent policy, the Board of Countrywide must be satisfied that this will not have a material adverse effect on policyholders or treat them unfairly, and will not lead to policyholders incurring an increase in tax liability.

Residual Policies

There may be a small number of policies which do not transfer to Countrywide on the Effective Date (“**Residual Policies**”). This may be because the Court refuses to transfer the policy, because the Court does not have the jurisdiction to transfer the policy, or because Countrywide and Canada Life agree to delay the transfer of the policy. We do not expect there to be any Residual Policies.

Any Residual Policies will transfer to Countrywide if it becomes possible to transfer them at a later date. If this is the case, these policies will be dealt with in the same way as if they transferred to Countrywide on the Effective Date.

If we are unable to transfer a Residual Policy, to the extent possible, Canada Life will treat these policies for all practical purposes the same way as if they had been transferred to Countrywide, by way of a reinsurance arrangement between Countrywide and Canada Life.

Data Protection

Under the Scheme, Countrywide will take over the rights, obligations and liabilities of Canada Life in respect of personal data which:

- relates to the Transferring Business;
- is controlled by Canada Life; and
- is subject to the relevant data protection legislation.

This means that Countrywide will become the data controller of this information and will be subject to the same duty to respect the confidentiality and privacy of such information as Canada Life was as data controller. As the new data controller, Countrywide will use any personal data in the same way as Canada Life did.

The Scheme also means that any consents provided by a person to Canada Life in respect of data protection will be binding on Countrywide in the same way.

Continuity of legal proceedings

The Scheme allows, to the extent described in the Scheme, for any legal proceedings or applications to any authority that are pending by or against Canada Life in respect of the Transferring Business to be continued by or against Countrywide instead of Canada Life. Countrywide undertakes to comply with the Dispute Resolution Complaints section of the FCA handbook which would apply to any proceedings, order or award of the Financial Ombudsman Service. If there are any legal proceedings or applications to any authority pending by or against Canada Life in relation to Residual Policies, such proceedings or applications will be continued by or against Countrywide, if and until the Residual Policies transfer to Countrywide.

Mandates and other instructions

From the Effective Date, all premiums attributable to the Transferring Policies will be payable to Countrywide. Any mandates (including, where applicable, direct debits) or instructions or authorities relating to amounts payable in respect of the Transferring Policies will take effect, on the Effective Date, as if made to Countrywide.

In the case of Residual Policies, premiums will be payable to Countrywide following the date on which the relevant Residual Policy is transferred under the Scheme.

Costs and Expenses

All costs associated with the Scheme will be borne by Canada Life and Countrywide and will not be passed onto policyholders.

Effective Date

The Scheme is proposed to become effective on 7 December 2025 at 23:59 GMT in accordance with an order of the Court, or on such other time and date as the parties may agree. Unless the Scheme becomes operative in its entirety on or before 23:59 on 7 March 2026 (or such later date and/or time as the Court may permit), the Scheme will lapse.

Modifications to the Scheme

Once the Scheme has been sanctioned, Countrywide may apply to the Court for its consent to amend the terms of the Scheme provided Canada Life, the FCA, and the PRA have been notified and have the right to be heard at any Court hearing. Consent is not required for any amendments which are minor, technical or required due to a change in law or regulation.

Governing Law

The Scheme is governed by and construed in accordance with English law.