Audited Financial Statements

## Kuvare Life Re Ltd.

For the Years Ended December 31, 2022 and 2021 With Report of Independent Auditors

## Audited Financial Statements

## For the Years Ended December 31, 2022 and 2021

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Report of Independent Auditors
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## Report of Independent Auditors

The Board of Directors Kuvare Life Re Ltd.

#### Opinion

We have audited the financial statements of Kuvare Life Re Ltd. (the Company), which comprise the balance sheets as of December 31, 2022 and 2021, and the related statements of operations and comprehensive income, changes in shareholder's equity and cash flows for the years then ended, and the related notes (collectively referred to as the "financial statements").

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Company at December 31, 2022 and 2021, and the results of its operations and its cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

#### **Basis for Opinion**

We conducted our audits in accordance with auditing standards generally accepted in the United States of America (GAAS). Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are required to be independent of the Company and to meet our other ethical responsibilities in accordance with the relevant ethical requirements relating to our audits. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

#### **Responsibilities of Management for the Financial Statements**

Management is responsible for the preparation and fair presentation of the financial statements in accordance with accounting principles generally accepted in the United States of America, and for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free of material misstatement, whether due to fraud or error.

In preparing the financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about the Company's ability to continue as a going concern for one year after the date that the financial statements are available to be issued.



#### Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free of material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with GAAS will always detect a material misstatement when it exists. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Misstatements are considered material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the financial statements.

In performing an audit in accordance with GAAS, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control. Accordingly, no such opinion is expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the financial statements.
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about the Company's ability to continue as a going concern for a reasonable period of time.



We are required to communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit, significant audit findings, and certain internal control-related matters that we identified during the audit.

Ernst + Young Ltd.

Hamilton, Bermuda April 28, 2023

### **Balance Sheets**

### As at December 31, 2022 and 2021

(expressed in U.S. dollars)

	December 31, 2022 \$	December 31, 2021 \$
Assets		
Cash and cash equivalents	10,948,745	2,137,325
Restricted cash	164,810,552	18,488,702
Short term investments (note 5)	-	16,639,591
Fixed maturity securities, at fair value (notes 3 and 5)	102,682,967	89,621,593
Fixed maturity securities, available for sale, at fair value		
(notes 3 and 5)	220,647,262	-
Other investments (note 3)	33,736,825	28,767,967
Derivative assets (note 5)	12,987,450	-
Embedded derivative assets (notes 4 and 5)	-	205,604,460
Funds withheld assets (note 4)	2,950,414,208	2,849,283,992
Total cash and invested assets	3,496,228,009	3,210,543,630
Accrued investment income	3,757,914	1,312,246
Accounts receivable (note 10)	182,898,431	23,769,293
Reinsurance recoverable (note 4)	363,088,866	-
Deferred acquisition costs (note 6)	77,618,271	48,233,196
Total assets	4,123,591,491	3,283,858,365
Liabilities		
Future policy benefit reserves (note 4)	3,016,925,128	2,280,916,381
Deposit liability (note 4)	374,587,792	408,794,434
Deferred ceding commission	8,236,577	8,364,698
Embedded derivative liabilities (notes 4 and 5)	438,040,589	-
Deferred profit liabilities (note 7)	49,223,160	74,471,154
Funds withheld liabilities (note 4)	361,407,860	-
Due to affiliates (note 10)	35,240,049	34,500,835
Accounts payable and accrued expenses (note 10)	14,506,742	10,621,587
Total liabilities	4,298,167,897	2,817,669,089
Shareholder's equity		
Share capital (note 8)	250,000	250,000
Additional paid-in capital (note 8)	132,119,428	132,119,428
Retained earnings (deficit)	(290,596,704)	333,819,848
Accumulated other comprehensive (loss) income	(16,349,130)	
Total shareholder's equity	(174,576,406)	466,189,276
Total liabilities and shareholder's equity	4,123,591,491	3,283,858,365

Director

### Statements of Operations and Comprehensive Income For the years ended December 31, 2022 and 2021

(expressed in U.S. dollars)

	December 31, 2022	December 31, 2021
	\$	\$
Revenues		
Premium income	323,847,363	282,679,184
Investment income from funds withheld	138,338,022	125,046,963
Realized (losses) gains from funds withheld	(8,529,326)	48,492,497
Derivatives (losses) gains from funds withheld	(6,861,246)	3,891,791
Unrealized gains (losses) on embedded derivative	(643,645,049)	(34,542,275)
Amortization of deferred profit liability (note 7)	7,724,099	8,404,893
Investment management expenses (note 10)	(12,479,200)	(13,585,995)
Net investment income	16,101,286	6,381,910
Realized (losses) gains on investments	(2,461,211)	1,047,608
Unrealized losses on investments	(14,185,145)	(434,379)
Derivatives losses	(2,647,566)	-
Total (losses) revenues	(204,797,973)	427,382,197
Benefits and Expenses		
Claims and other insurance expenses	334,958,734	308,854,597
Interest credited to policyholder account balances and deposit	001,700,701	, ,
liability expenses	29,043,643	54,498,530
Amortization of deferred acquisition costs (note 6)	43,630,204	40,847,045
Amortization of deferred commission	2,450,048	5,507,730
Net foreign exchange losses	1,793,430	-
Operating expenses (note 10)	7,742,520	3,830,043
Net (loss) income	(624,416,552)	13,844,252
Other Comprehensive loss		
Unrealized losses on available for sale securities	(16,349,130)	
Total other comprehensive loss	(16,349,130)	
Total comprehensive (loss) income	(640,765,682)	13,844,252

### Statements of Changes in Shareholder's Equity For the years ended December 31, 2022 and 2021

(expressed in U.S. dollars)

	Share capital \$	Additional paid-in- capital \$	Retained earnings (deficit) \$	Accumulated other comprehensive income (loss) \$	Total \$
Balance, December 31, 2020	250,000	132,119,428	319,975,596	-	452,345,024
Net income	-	-	13,844,252	-	13,844,252
Balance, December 31, 2021	250,000	132,119,428	333,819,848		466,189,276
Net loss Other comprehensive loss	-	-	(624,416,552) -	- (16,349,130)	(624,416,552) (16,349,130)
Balance, December 31, 2022	250,000	132,119,428	(290,596,704)	(16,349,130)	(174,576,406)

### Statements of Cash Flows

## For the years ended December 31, 2022 and 2021

(expressed in U.S. dollars)

	December 31, 2022 \$	December 31, 2021 \$
Cash flows from operating activities	`	<u>.</u>
Net (loss) income	(624,416,552)	13,844,252
Adjustments to reconcile net income (loss) to net cash flows		
(used in) generated by operating activities:		
Realized and unrealized gains on investments	19,293,922	(613,229)
Unrealized losses on embedded derivatives	643,645,049	34,542,275
Changes in assets and liabilities:		
Funds withheld assets	(101,130,216)	(151,074,984)
Accrued investment income	(2,445,668)	(601,854)
Accounts receivable	(159,129,138)	(17,944,833)
Reinsurance recoverable	(363,088,866)	-
Deferred acquisition costs	(29,385,075)	(48,233,196)
Future policy benefit reserves	736,008,747	181,016,043
Deposit liability	(34,206,642)	(30,015,041)
Deferred ceding commission	(128,121)	(201,933)
Deferred profit liabilities	(25,247,994)	(8,404,893)
Funds withheld liabilities	361,407,860	-
Accounts payable and accrued expenses	3,885,155	5,910,031
Net cash generated by (used in) operating activities	425,062,461	(21,777,362)
Cash flows from investing activities		
Purchase of securities at fair value	(54,177,091)	(42,883,089)
Purchase of securities available for sale	(236,981,783)	-
Purchase of derivatives	(10,064,140)	-
Sale of securities at fair value	30,116,136	60,353,835
Sale of securities available for sale	438,473	
Net cash (used in) generated by investing activities	(270,668,405)	17,470,746
Cash flows from financing activities		
Proceeds from promissory note	26,700,000	4,745,786
Repayment of promissory note	(27,544,766)	-
Accrued interest from promissory note	1,583,980	149,556
1 7	,	
Net cash (used in) provided by financing activities	739,214	4,895,342
Change in cash, cash equivalents and restricted cash	155,133,270	588,726
Cash, cash equivalents and restricted cash - beginning of period		20,037,301
Cash, cash equivalents and restricted cash - end of period	175,759,297	20,626,027
Supplemental disclosures:		
Security transfers for promissory note	_	29,605,493
Interest paid on promissory note	- 1,395,771	29,000, <del>1</del> 90 -
increase puta on promotory note	1,070,171	

#### 1. Organization and corporate structure

Kuvare Life Re Ltd. ("the Company", we, our or us) was incorporated as a Bermuda exempted company with limited liability on May 27, 2016 and registered as a Class E insurer under The Insurance Act 1978 of Bermuda, effective October 3, 2016.

The Company is solely owned by Kuvare UK Holdings Limited, a holding company incorporated under the laws of England and Wales. Kuvare Holdings LP, ("Kuvare LP") a Cayman Islands exempted limited partnership is the direct shareholder of Kuvare UK Holdings Limited, which is ultimately held by management and long-term investors who have committed capital to Kuvare LP.

The Company has entered into eight separate quota share reinsurance agreements with third party cedants since its inception. The Company's reinsurance transactions have been executed on either a Coinsurance, Funds Withheld or Modified Coinsurance ("modco") basis. Reserves assumed represent annuity products including fixed deferred and fixed indexed annuity contracts, the fixed component of variable annuity contracts, structured settlement contracts and preneed contracts. The Company cedes, on a funds withheld basis, certain of it fixed deferred annuity, fixed indexed annuity and preneed contracts.

#### 2. Summary of significant accounting policies

#### a) Basis of preparation

These financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America ("US GAAP"). The preparation of financial statements in conformity with US GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosures of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period.

#### b) Investments

The Company's investment portfolio comprises fixed maturity securities and other investments in the form of limited partnerships or similar legal structures. These are classified as trading or available-for-sale (AFS) and recorded at fair value through profit and loss or as a component of accumulated other comprehensive income (loss) respectively. Investment income is recognized as it accrues or is legally due. Investment income on fixed maturity securities includes coupon interest, as well as the amortization of any premium and the accretion of any discount. Changes in the fair value of the Company's investments classified as trading and realized gains (losses) on AFS securities are included in net realized and unrealized gains (losses) on investments within the statement of operations. Changes in the fair value of the Company's investments classified as AFS are included in unrealized gains (losses) on AFS securities within other comprehensive income (loss). Realized investment gains and losses are recognized on a first-in first-out ("FIFO") basis.

Short-term investments consist of financial instruments with maturities of greater than three months but less than twelve months when purchased. These are stated at fair value or amortized cost, which approximates fair value.

The Company records investments on a trade date basis, with any unsettled trades at year end recorded in accounts receivable or accounts payable and accruals on the balance sheet.

The fair value of certain of the Company's other investments, which principally include private credit and equity investments, is generally established on the basis of the net valuation criteria established by the managers of such investments in accordance with the governing documents of such investments. Certain of the Company's fund managers, fund administrators, or both, are unable to provide final fund valuations as of the Company's current reporting date. The typical reporting lag experienced by the Company to receive a final net asset value report is up to three months.

In circumstances where there is a reporting lag between the current period end reporting date and the reporting date of the latest fund valuation, the Company estimates the fair value of these funds by starting with the prior month or quarter-end fund valuations, adjusting these valuations for actual capital calls, redemptions or distributions and then estimating the return for the current period. In circumstances in which the Company estimates the return for the current period, all information available to the Company is utilized.

Management evaluates available-for-sale debt securities for other-than-temporary impairment ("OTTI") on at least a quarterly basis, and more frequently when economic or market concerns warrant such evaluation.

U.S. GAAP specifies that: (a) if an entity does not have the intent to sell a debt security prior to recovery and (b) it is more likely than not that it will not have to sell the debt security prior to recovery, the security would not be considered other than temporarily impaired unless there is a credit loss. When an entity does not intend to sell the security and it is more likely than not that the entity will not have to sell the security before recovery of its cost basis, it will recognize the credit component of an OTTI of a debt security in earnings and the remaining portion in other comprehensive income. The credit loss component recognized in earnings is identified as the amount of principal cash flows not expected to be received over the remaining term of the security as projected based on cash flow projections.

#### c) Funds withheld

Funds withheld assets represent a receivable for amounts contractually withheld by ceding companies in accordance with reinsurance agreements in which we act as reinsurer or a modified coinsurer in the case of modco transactions. Although the assets in funds withheld and modco trusts are legally owned by the ceding company, the assets are separated from the general accounts of the cedants and all economic rights and obligations on the assets accrue to the Company.

Funds withheld liabilities represent a payable for amounts contractually withheld by the Company in accordance with reinsurance agreements in which we act as cedant or a modified coinsurer in the case of modco transactions. Although the assets in funds withheld and modco trusts are legally owned by the Company, the assets are separated from the general accounts of the Company and all economic rights and obligations on the assets accrue to the reinsurers.

The underlying agreements contain embedded derivatives as discussed in derivatives.

#### d) Derivative Instruments

The Company's derivative instruments are primarily used to hedge certain risks experienced in our ongoing operations, including equity market risk associated with fixed indexed annuity products, and foreign exchange risks associated with assets purchased to back non-dollar denominated liabilities. Derivatives are instruments that derive their values from underlying asset

prices, indices, foreign exchange rates, reference rates and other inputs or a combination of these factors. Derivatives may be privately negotiated contracts, which are usually referred to as over-the-counter, or "OTC," derivatives, or they may be listed and traded on an exchange, or "exchange-traded".

Derivatives are carried at estimated fair value on the balance sheet, with changes in fair value recognized in derivative gains (losses) within the statement of operations. We elect to present any derivatives subject to master netting provisions on a net basis.

#### e) Embedded Derivatives

Authoritative guidance for derivatives and hedging (ASC Topic 815) states that an embedded derivative shall be separated from the host contract and accounted for as a derivative if the economic characteristics and risks of the embedded derivative instrument are not clearly and closely related to the economic characteristics and risk of the host contract.

The coinsurance funds withheld and modco reinsurance agreements with the Cedants and Reinsurers results in an embedded derivative as the assets backing the liabilities are retained by the Cedants and the Company respectively, but their underlying value is determined by factors separate from the host contract, namely interest rate and credit spread movement impacting the valuation of the underlying investments in the funds withheld and modco accounts. The embedded derivative was initially valued at zero and subsequently valued based on the change in fair value of the underlying funds withheld and modco assets.

Fixed indexed annuity liabilities contain an embedded derivative resulting from change in value of liabilities related to the reference market index performance. The fair value of the embedded derivative is computed as the present value of benefits attributable to the excess of the projected policy contract values over the projected minimum guaranteed contract values. The projections of policy contract values are based on assumptions for future policy growth, which include assumptions for expected index credits, interest rates and policyholder behavior. The projections of minimum guaranteed contract values include the same assumptions for policyholder behavior as are used to project policy contract values. The embedded derivative cash flows are discounted using a risk free interest rate increased by a non-performance risk spread, adjusted for the Company's own credit rating. Changes in the fair value of the embedded derivative are included in interest-sensitive life and investment-type contract liabilities.

#### f) Reinsurance

The Company assumes and cedes insurance and investment contracts under coinsurance, funds withheld and modco basis. Reinsurance accounting is applied for ceded and assumed transactions when risk transfer provisions have been met. To meet risk transfer requirements, a long-duration reinsurance contract must transfer insurance risk and subject the reinsurer to a reasonable possibility of a significant loss. Those contracts that do not meet risk transfer are accounted for as investment type contracts. In the normal course of business, the Company seeks to diversify risk and limits its overall financial exposure through reinsurance.

Assets and liabilities assumed or ceded under coinsurance, funds withheld, or modco are presented gross on the balance sheets.

Accounting for reinsurance requires the use of assumptions, particularly related to the future performance of the underlying business and the potential impact of counterparty credit risks. We attempt to minimize our counterparty credit risk through the structuring of the terms of our reinsurance agreements, including the use of trusts, and we monitor credit ratings of counterparties, where relevant, for signs of declining credit quality.

#### *g*) Deferred acquisition costs

Costs that are related directly to the successful acquisition of new and renewal insurance business are deferred to the extent they are recoverable from future gross profits. Deferred acquisition costs ("DAC") primarily consists of commissions paid. Periodic testing is performed to determine if DAC is recoverable, if it is determined that DAC is not recoverable, a cumulative charge is recorded to the current period. The DAC for interest-sensitive life and investment-type contracts is amortized over the life of the policies in proportion to the present value of the estimated gross profit amounts expected to be realized. Estimates of future gross profits are based on assumptions using accepted actuarial methods. Amortization is recorded as an expense within the statement of operations. DAC for limited pay contracts is amortized over the premium paying period, in proportion to anticipated premium income.

#### h) Deposit liability

The Company has determined that one of its reinsurance agreements does not meet all criteria to be accounted for as reinsurance and therefore the Company has accounted for the contract in accordance with FASB ASC Topic 720 using the deposit method of accounting with the funds withheld balance representing an asset and a separate deposit liability that represents reserves as determined under the reinsurance agreement. At inception, the funds withheld, or deposit liability is measured based on consideration paid or received, less any explicitly identified premiums or fees to be retained by the insurer or reinsurer. Any commission paid is recorded as a contra-liability offsetting the deposit liability and amortized to expense over the life of the business. The amount of the funds withheld or liability and any balances receivable from or payable to the Cedant will be adjusted at subsequent reporting dates by calculating the effective yield on the deposit to reflect actual payments to date and expected future payments with a corresponding credit or charge to interest income or expense.

#### i) Future policy benefit reserves

Liabilities for future benefits on interest-sensitive life and investment-type contract liabilities, including fixed deferred annuities, fixed indexed annuities and the fixed annuity component of reinsured variable annuity contracts are carried at the accumulated contract holder values without reduction for potential surrender or withdrawal charges. These are equal to the balance that accrue to the benefit of the policyholders as of the financial statement date (commonly referred to as the account value), including policyholders' accumulated net deposits plus interest credited, indexed related credited amounts on fixed indexed annuity products and investment performance less policyholder withdrawals, fees and policy charges. The liability for fixed indexed annuities consists of a combination of the underlying account value and an embedded derivative value.

Where applicable, liabilities for future benefits on interest-sensitive life and investment-type contract liabilities also include a sales inducement liability ("SIL") associated with the maturity

benefit at the end of the term. The SIL accrues to the set maturity benefit based on projected inforce values over time, and is accrued for interest, adjusted for actual decrements in each period.

Liabilities for future benefits on life and structured settlement contracts are established using accepted actuarial valuation methods based on assumptions related to future claim costs, investment yields, mortality, withdrawals and maintenance expenses, determined when the policies were assumed. An additional provision is made to allow for potential adverse deviation for some assumptions. Once established, assumptions on these contracts are locked in at inception and not modified unless a premium deficiency exists. The Company periodically reviews actual and anticipated experience compared to the assumptions used to establish future policy benefit reserves. If the net GAAP liability (gross reserves less DAC, if any) is less than the present value of expected future gross premiums, then a premium deficiency reserve is recognized until the net GAAP liability is equal to the present value of expected future gross premiums. The future pattern of benefit reserve changes is modified to reflect the updated assumptions related to future claim costs, investment yields, mortality, withdrawals and maintenance expenses, determined without an additional provision for potential adverse deviations.

Due to the many assumptions and estimates used in establishing reserves and the long-term nature of the reinsurance contracts, the reserving process, while based on standard actuarial practices, is inherently uncertain.

Future policy benefit reserves are not reduced for amounts ceded under reinsurance agreements which are reported as reinsurance recoverable on the balance sheet.

#### *j*) Deferred profit liabilities

At inception of block reinsurance transactions, the excess of the assets received over the sum of the reserves reinsured and ceding commission, is deferred and recognized as a deferred profit liability (DPL). The DPL for life and structured settlement contracts are amortized over the life of the policies in proportion to the expected annuity payments to be made throughout the benefit period. The DPL for interest-sensitive life and investment-type contracts is amortized over the life of the policies in proportion to the present value of the estimated gross profit amounts expected to be realized. Estimates of future gross profits are based on assumptions using accepted actuarial methods. Amortization is recorded in income within the statement of operations.

#### k) Recognition of revenues and related expenses

The amounts collected on interest-sensitive life and investment-type reinsurance contracts are considered deposits and are recognized as part of the future policy benefit reserves. Premiums related to life and structured settlement reinsurance contracts are recognized as revenue when due.

Interest-sensitive life and investment-type benefits include interest credited to policyholder account values, policy administration and benefit claims incurred in the period in excess of related policyholders' account balances.

#### 1) Fair value measurements

Authoritative guidance for *Fair Value Measurements and Disclosures* defines fair value, establishes a framework for measuring fair value, establishes a fair value hierarchy based on the inputs used to measure fair value and enhances disclosure requirements for fair value measurements. In compliance with these principles, the Company has categorized its financial instruments, based on the priority of the inputs to the valuation technique, into a three level hierarchy. The fair value

hierarchy gives the highest priority to quoted prices in active markets for identical assets or liabilities (Level 1) and the lowest priority to unobservable inputs (Level 3). If the inputs used to measure fair value fall within different levels of the hierarchy, the category level is based on the lowest priority level input that is significant to the fair value measurement of the instrument. In accordance with the authoritative guidance for Fair Value Measurements and Disclosures, assets and liabilities recorded at fair value on the balance sheet are categorized as Level 1, 2 and 3.

- Level 1 Unadjusted quoted prices in active markets for identical assets or liabilities. The Company defines an active market as a market in which transactions take place with sufficient frequency and volume to provide pricing information on an ongoing basis.
- Level 2 Quoted prices in markets that are not active or valuation techniques that require inputs that are observable either directly or indirectly for substantially the full term of the asset or liability. Level 2 inputs include the following:
  - Quoted prices for similar assets or liabilities (other than quoted prices in Level 1) in active markets;
  - Quoted prices for identical or similar assets or liabilities in non-active markets;
  - Inputs other than quoted market prices that are observable; and
  - Inputs that are derived principally from or corroborated by observable market data through correlation or other means for substantially the full term of the assets or liabilities.
- Level 3 Prices or valuation techniques that require inputs that are both unobservable and significant to the overall fair value measurement. These valuations, whether derived internally or obtained from a third party, use critical assumptions that are not widely available to estimate market participant expectations in valuing the asset or liability. When available, the estimated fair value of securities is based on quoted prices in active markets that are readily and regularly obtainable. When quoted prices in active markets are not available, the determination of estimated fair value may be based on market standard valuation methodologies (pricing models), including discounted cash flow methodologies, matrix pricing, or other similar techniques, as well as significant management judgement or estimation.

#### m) Cash and cash equivalents

Cash and cash equivalents include deposits, money-market funds and short-term highly liquid investments (maturity of less than ninety days from the date of acquisition) that are readily convertible to known amounts of cash and which are subject to an insignificant risk of change in value.

Restricted cash consists of cash held as part of pledged assets and as additional collateral to further secure the obligations of the Company under the Coinsurance, Funds Withheld and Modified Coinsurance Retrocession Agreements with the Cedants, pursuant to Trust Agreements between the Company and the Cedants. Restricted cash is reported as a separate line item on the balance sheet.

#### n) Income taxes

At the present time, no taxes are levied in Bermuda on the Company's receipts, dividends, capital gains, gifts or net profit. In the event that such taxes are levied, the Company has received an undertaking from the Bermuda Government exempting it from all such taxes until March 31, 2035.

#### o) Foreign Currency Transactions

Foreign currency transactions, revenue and expense items denominated in a currency other than the functional currency are converted into the functional currency at the average rates of exchange for the period. Monetary assets and liabilities denominated in currencies other than the functional currency are remeasured into the functional currency at the rates of exchange at the balance sheet dates. The resulting foreign exchange transaction gains or losses are included in net foreign exchange gains (losses) in the Statement of Operations. Non-monetary assets and liabilities denominated in foreign currency are not subsequently remeasured.

#### p) Recent accounting pronouncements

#### Long duration contracts

In August 2018, the FASB issued ASU 2018-12, Financial Services-Insurance (Topic 944): Targeted Improvements to the Accounting for Long-Duration Contracts. The objective of this guidance is to improve, simplify and enhance the financial reporting of long-duration contracts by providing financial statement users with useful information in a timely and transparent manner. The primary changes include: (1) more timely recognition of assumption changes in the liability for future policy benefits and use of a current rate for the discounting of future cash flows; (2) standardization and improvement in the accounting for certain market-based options or guarantees associated with deposit (or account balance) contracts (referred to as market risk benefits); (3) simplification of the amortization of deferred acquisition costs; and (4) enhanced disclosures. As per ASU 2020-11, Financial Services – Insurance (Topic 944): Effective Date and Early Application, the effective date of this standard is fiscal years beginning after December 15, 2024. Certain provisions of the update are required to be adopted on a fully retrospective basis, while others may be adopted on a modified retrospective basis. Early adoption is permitted. The Company is currently evaluating the impact of this guidance on the financial statements.

#### Financial Instruments – Credit Losses

In June 2016, the FASB issued new guidance on the measurement of credit losses on financial instruments, including reinsurance recoverables. This guidance replaces the incurred loss impairment methodology with one that reflects expected credit losses. The measurement of expected credit losses should be based on historical loss information, current conditions and reasonable and supportable forecasts. The new guidance also requires that a credit impairment on a debt security be recognized as an allowance going forward, such that improvements in expected future cash flows after an impairment will no longer be reflected as a prospective yield adjustment through net investment income, but as a reversal of the previous impairment that is recognized immediately. In addition, the guidance requires enhanced disclosures. The effective date of this standard is fiscal years beginning after December 15, 2022. Early adoption is permitted. The Company is currently evaluating the impact of this guidance on the financial statements.

#### Leases

In February 2016, the FASB issued ASU 2016-02, Leases, that requires lessees to recognize lease assets and lease liabilities arising from operating leases in the statement of financial position, similar to the treatment of finance (capital) leases. The guidance is effective for annual periods beginning after December 15, 2020. The Company adopted the standard effective January 1, 2021. The adoption of this new guidance did not have a significant impact on the financial statements.

#### 3. Fixed maturity securities and other investments

As of December 31, 2022, the Company's fixed maturity securities holdings were approximately \$323.3 million (2021 – \$89.6 million).

The amortized cost, gross unrealized gains and losses, and estimated fair value of fixed maturity securities, available for sale are shown below:

	December 31, 2022			
	Amortized Cost \$	Gross unrealized gains \$	Gross unrealized losses \$	Fair value \$
Fixed maturity securities, AFS	i	<u></u>	i	·
Government & agencies	15,705,080	-	(526,710)	15,178,370
Corporate bonds	80,005,663	90,845	(6,113,906)	73,982,602
Asset-backed securities	93,406,452	149,282	(2,306,132)	91,249,602
Mortgage-backed securities	44,444,088	366	(8,056,766)	36,387,688
Preferred stocks	3,750,000	99,000	-	3,849,000
Total	237,311,283	339,493	(17,003,514)	220,647,262

The amortized cost and estimated fair value of fixed maturity securities, available for sale by contractual maturities are shown below:

	Decembe	December 31, 2022	
	Amortized F		
	cost	value	
Fixed maturity securities, AFS	\$_	\$	
Due less than one year	-	-	
Due after one year through to five years	33,054,376	32,866,228	
Due after five years through to ten years	18,291,687	17,378,740	
Due after ten years	48,114,680	42,765,004	
Asset-backed and mortgage-backed securities <sup>1</sup>	137,850,540	127,637,290	
Total	237,311,283	220,647,262	

<sup>&</sup>lt;sup>1</sup> Asset-backed and mortgage-backed securities, generally, have a legal stated maturity that does not correspond to the underlying cash flows and are shown as a separate category as a result.

The following table illustrates the fair value and gross unrealized losses of fixed maturity securities, available for sale, aggregated by investment category and length of time that individual securities have been in a continuous unrealized loss position:

	December 31, 2022					
	Less than	12 months	12 mor	ths or more	Total	
		Gross		Gross		Gross
	Fair	unrealized	Fair	unrealized	Fair	unrealized
	value	losses	value	losses	value	losses
	\$	\$	\$	\$	\$	\$
Fixed maturity						
securities, AFS						
Government & agencies	15,178,370	(526,710)	-	-	15,178,370	(526,710)
Corporate bonds	61,135,146	(6,113,906)	-	-	61,135,146	(6,113,906)
Asset-backed securities	69,016,187	(2,306,132)	-	-	69,016,187	(2,306,132)
Mortgage-backed securities	31,399,707	(8,056,766)	-	-	31,399,707	(8,056,766)
Total	176,729,410	(17,003,514)	-	-	176,729,410	(17,003,514)

At December 31, 2022, there were 58 (2021 – Nil) fixed maturity securities, available for sale, that were in an unrealized loss position. Of this total Nil (2021 – Nil) were in an unrealized loss position 12 months or more. These unrealized losses related principally to current market interest rates for similar types of securities and overall economic and financial market conditions which existed during this time. In aggregate, gross unrealized losses as a percentage of amortized cost are 7.2% (2021 – Nil) as at December 31, 2022.

The following table sets forth certain information regarding the investment ratings of the Company's fixed maturity securities portfolio as of December 31, 2022. Investment ratings are obtained from Moody's, Fitch, Standard & Poor's or other nationally recognized statistical rating organizations for each investment security.

	December 31, 2022		Decen	nber 31, 2021
	Fair value	Percentage	Fair value	Percentage
Rating	\$	of total	\$	of total
Fixed maturity securities, AFS				
AFS AAA	28,598,513	12.96%	-	-
AA	28,476,191	12.91%	-	-
А	66,136,910	29.97%	-	-
BBB	94,614,913	42.88%	-	-
BB	2,820,735	1.28%	-	-
Total	220,647,262	100.00%	-	-

## **Kuvare Life Re Ltd.** Notes to Financial Statements **For the years ended December 31, 2022 and 2021**

(expressed in U.S. dollars)

	December 31, 2022		Decer	nber 31, 2021
Rating	Fair value \$	Percentage of total	Fair value \$	Percentage of total
Fixed maturity securities, trading				
AAA	807,210	0.79%	491,757	0.55%
AA	332,525	0.32%	469,543	0.52%
А	22,201,599	21.62%	15,510,039	17.31%
BBB	42,692,811	41.58%	40,029,097	44.66%
BB	28,287,462	27.55%	33,121,157	36.96%
NR	8,361,360	8.14%	-	-
Total	102,682,967	100.00%	89,621,593	100.00%

Contractual maturities summary

	December 31, 2022	December 31, 2021
Fixed maturity securities, trading	<u> </u>	\$
Due less than one year	-	-
Due after one year through to five years	18,956,078	12,963,289
Due after five years through to ten years	6,950,031	9,903,425
Due after ten years	17,356,274	15,336,571
Asset-backed and mortgage-backed securities <sup>1</sup>	59,420,584	51,418,308
Total	102,682,967	89,621,593

The Company holds other investments representing limited partnerships investments. The Company had unfunded commitments totalling \$15,992,275 as at December 31, 2022 (2021 – \$15,531,698). Investments in limited partnerships are generally non-redeemable or subject to lock-up periods on repurchase.

The Company's investments, primarily consisting of private credit and equity strategies, will generally liquidate in combination with the maturity/sale of the underlying investments, or upon redemption following expiration of the Company's lock-up period.

# 4. Funds withheld, reinsurance recoverable, deposit liabilities, future policy benefit reserves and embedded derivatives

The following table summarizes the Company's funds withheld, reinsurance recoverable, deposit liabilities, future policy benefit reserves and embedded derivatives by accounting classification.

	December 31, 2022			
_	Total		Life and	Interest
		Deposit Accounting	structured settlement	sensitive life and investment
	\$			type
Assets:				
Funds withheld assets	2,950,414,208	386,791,927	1,393,722,663	1,169,899,618
Reinsurance	363,088,866	-	213,651,535	149,437,331
Liabilities:				
Future policy benefit reserves	3,016,925,128	-	1,353,964,153	1,662,960,975
Deposit liability	374,587,792	374,587,792	-	-
Embedded derivative liabilities	438,040,589	60,334,712	191,108,240	186,597,637
Funds withheld	361,407,860		209,423,355	151,984,505

	December 31, 2021			
-	Total	Deposit Accounting	Life and structured settlement	Interest sensitive life and investment
	\$			type
Assets:				
Funds withheld assets	2,849,283,992	422,633,882	1,191,285,967	1,235,364,143
Embedded derivative	205,604,460	57,723,643	92,583,214	55,297,603
Liabilities:				
Future policy benefit reserves	2,280,916,381	-	1,126,248,720	1,154,667,661
Deposit liability	408,794,434	408,794,434	-	-

### **Kuvare Life Re Ltd.** Notes to Financial Statements **For the years ended December 31, 2022 and 2021**

(expressed in U.S. dollars)

#### 5. Fair value measurements

The fair values of financial instruments have been determined by using available market information and the valuation techniques described below. Considerable judgment is often required in interpreting market data to develop estimates of fair value. The use of different assumptions or valuation techniques may have a material effect on the estimated fair value amounts. The following table presents the carrying amounts and estimated fair values of the Company's financial instruments at December 31, 2022 and 2021.

	December 31, 2022		December 31, 2021	
	Carrying value	Estimated fair value	Carrying value	Estimated fair value
Assets:	<b>J</b>	D		5_
Short term investments	-	-	16,639,591	16,639,591
Fixed maturity securities, trading, fair value	102,682,967	102,682,967	89,621,593	89,621,593
Fixed maturity securities, AFS, fair value	220,647,262	220,647,262	-	-
Derivative assets	12,987,450	12,987,450	-	-
Embedded derivative assets	-	-	205,604,460	205,604,460
	336,317,679	336,317,679	311,865,644	311,865,644
Liabilities:				
Fixed index annuities - embedded derivatives*	24,730,082	24,730,082	16,915,221	16,915,221
Embedded derivative liabilities	438,040,589	438,040,589		
	462,770,671	462,770,671	16,915,221	16,915,221

\*Embedded derivatives related to fixed indexed annuities are included in interest-sensitive life and investment-type contract liabilities.

The following tables present the Company's hierarchy for its financial instruments measured at fair value on a recurring basis as of December 31, 2022.

	Fair value measurements using:			
	Total	Level 1	Level 2	Level 3
December 31, 2022	\$	\$	\$	\$
Fixed maturity securities, trading,				
fair value:				
Government & agencies	175,101	-	175,101	-
Corporate bonds	34,512,543	-	34,512,543	-
Municipals	213,379	-	213,379	-
Asset-backed securities	47,869,246	-	47,869,246	-
Mortgage-backed securities	11,551,338	-	11,551,338	-
Collateral loans	8,361,360	-	8,361,360	-
Fixed maturity securities, AFS, fair				
value:				
Government & agencies	15,178,370	-	15,178,370	-
Corporate bonds	73,982,602	-	73,982,602	-
Asset-backed securities	91,249,602	-	91,249,602	-
Mortgage-backed securities	36,387,688	-	36,387,688	-
Preferred stocks	3,849,000	-	3,849,000	-
Derivative assets	12,987,450	-	12,987,450	-
Total assets	336,317,679	-	336,317,679	-
Fixed index annuities - embedded derivatives	24,730,082	-	-	24,730,082
Embedded derivative liabilities	438,040,589	-	438,040,589	-
Total liabilities	462,770,671	-	438,040,589	24,730,082

		Fair value measurements using:		
	Total	Level 1	Level 2	Level 3
December 31, 2021	\$	\$	\$	\$
Fixed maturity securities, trading,				
fair value:				
Government & agencies	236,498	-	236,498	-
Corporate bonds	37,689,828	-	37,689,828	-
Municipals	276,959		276,959	
Asset-backed securities	51,171,867	-	51,171,867	-
Mortgage-backed securities	246,441	-	246,441	-
Short term investments	16,639,591	-	16,639,591	-
Embedded derivative assets	205,604,460	-	205,604,460	-
Total assets	311,865,644	-	311,865,644	-
Fixed index annuities - embedded				
derivatives	16,915,221			16,915,221

Valuations for the Company's fixed maturity securities and derivative assets and liabilities are generally based on third party pricing services for identical or comparable assets or through the use of valuation methodologies using observable market inputs and are classified as Level 2. Based on the typical volumes and the lack of quoted market prices for fixed maturity securities, third party pricing services normally derive the security prices through recent reported trades for identical or similar securities making adjustments through the reporting date based upon available observable market information. Typical inputs include, but are not limited to, reported trades, benchmark yields, issuer spreads, bids, offers, credit default assumptions, and/or estimated cash flows and prepayment speed assumptions. If there are no recent reported trades, the third party pricing services are valued using quoted market prices for exchange-traded derivatives or third-party broker valuations for over-the-counter derivatives, where all significant valuation inputs are corroborated by market evidence.

Valuations for embedded derivatives related to fixed indexed annuities and included in interestsensitive life and investment-type contract liabilities include significant unobservable inputs associated with economic and actuarial assumptions for policyholder behaviour.

#### **Level 3 Financial Instruments**

The following table is a reconciliation for all level 3 financial instruments measured at fair value on a recurring basis, for the year ended December 31, 2022.

	December 31, 2022 \$	December 31, 2021 \$
Fixed maturity securities		
Balance at the beginning of year	-	10,229,200
Realized and unrealized gains (losses) included		
in net income	-	(229,200)
Purchases	-	-
Sales and Settlements	-	(10,000,000)
Net transfers into (out of) Level 3	-	-
Balance at the end of year	-	-
Change in unrealized gains (losses) included in		
net income, relating to instruments held at the		
end of the year	-	(229,200)

As of December 31, 2022, included in future policy benefit reserves are embedded derivative liabilities of \$24,730,082 (2021: \$16,915,221) related to fixed indexed annuities. Amounts included in claims and other insurance expenses for the year amounted to \$7,814,860 (2021: \$16,915,221).

The valuation technique and significant unobservable inputs used in the determination of fair value of embedded derivative liabilities related to fixed index annuities includes i) policyholder behaviour, reflecting mortality, lapse/surrender, annuitizations and partial withdrawals assumptions ii) non-performance risk reflecting credit and illiquidity spreads in excess of observable inputs such as treasury yields, adjusted for the Company's own credit risk based on our public credit rating.

There were no transfers between levels for the year ended December 31, 2022.

#### 6. Deferred acquisition costs

The following summarizes a roll-forward of deferred acquisition costs.

	Year Ended December 31, 2022 \$	Year Ended December 31, 2021 \$
Balance at the beginning of year	48,233,196	-
Additions	102,973,890	89,080,241
Ceded Reinsurance	(29,958,611)	-
Amortization	(43,630,204)	(40,847,045)
Balance at the end of year	77,618,271	48,233,196

#### 7. Deferred profit liabilities

The following summarizes a roll-forward of deferred profit liabilities.

	Year Ended December 31, 2022 \$	Year Ended December 31, 2021 \$
Balance at the beginning of year	74,471,154	82,876,047
Additions	1,940,933	-
Change in estimate	(19,464,828)	-
Amortization	(7,724,099)	(8,404,893)
Balance at the end of year	49,223,160	74,471,154

#### 8. Share capital and additional paid-in capital

#### Authorized and Issued share capital

The authorized and issued share capital of the Company is \$250,000 divided into 250,000 ordinary shares, par value \$1 each.

#### Additional paid-in capital

During the year ended December 31, 2022, the Company received \$nil (2021: nil) by way of additional capital contributions from its shareholder.

#### 9. Statutory requirements

The Company operates in Bermuda and is subject to Bermuda's Insurance Account Rules, amendments thereto and related Regulations (the "Act"). Under the Act, the Company is prohibited from declaring or paying in any fiscal year dividends of more than 25% of its prior year's statutory capital and surplus without prior approval from the Bermuda Monetary Authority (BMA). Similarly, approval from the BMA is required before any reduction of statutory capital by more than 15% compared to the previous year statutory capital. The primary difference between financial statements prepared for insurance regulatory authorities and statements prepared in accordance with US GAAP is that financial statements prepared for the insurance regulatory authorities apply prudential filters to the US GAAP financial statements in order to derive the Statutory Financial Statements. Prudential filters refer to adjustments to eliminate non-admitted assets including goodwill and other similar

intangible assets, not considered admissible for solvency purposes; and to include certain off balance sheet assets and liabilities such as guarantees and other instruments that do not relate to insurance contracts.

The Company is licensed as a Class E Long term insurer under the Act and is required to maintain a minimum statutory solvency margin equal to the greater of a minimum solvency margin (MSM) and a percentage of the Enhanced Capital Requirement (ECR). The MSM is equal to the greater of (i) \$8 million (ii) 2% of the first \$500 million of assets plus 1.5% of assets above \$500 million or (iii) 25% of ECR. The ECR is calculated based on a standard risk-based capital model developed by the Bermuda Monetary Authority (BMA). At December 31, 2022 and 2021, the Company's statutory capital and surplus exceeded the minimum solvency margin.

The Bermuda Solvency Capital Requirement (BSCR) employs a standard mathematical model that can relate more accurately the risks taken on by (re)insurers to the capital that is dedicated to their business. Insurers and reinsurers may adopt the BSCR model or, where an insurer or reinsurer believes that its own internal model better reflects the inherent risk of its business, an in-house model approved by the BMA. The Company has adopted the standard BSCR model. At December 31, 2022 and 2021, the Company's enhanced capital requirement (ECR) and target capital level of 120% of ECR have both been met.

#### **10.** Related parties

As of December 31, 2022 included in accounts payable and accruals is an amount of \$3,008,591 (2021: \$3,378,482) relating to accrued cost sharing fees payable to Kuvare US Holdings, Inc ("KUS"), a Delaware corporation, for certain services provided to the Company at agreed costs and fees pursuant to a Master Services Agreement by and among Kuvare US Holdings, Inc., the Company, Kuvare Insurance Services Ltd. and other parties. Amounts recognised in operating expenses and investment management expenses in the period amounted to \$13,322,200 (2021: \$13,100,550).

As of December 31, 2022 included in accounts receivable is an amount of \$501,644 (2021:\$860,294) relating to accrued cost sharing fees payable from Kuvare Bermuda Re Ltd ("KBR"), a Bermuda regulated company under common control, for certain services provided by the Company at agreed costs and fees pursuant to a Master Services Agreement by and among KBR and the Company. Amounts recognised in operating expenses in the period amounted to \$501,644 (2021: \$860,294).

The Company entered into borrowing agreements with KUS and KBR. Borrowings under these agreements accrue interest at Libor, plus the relevant lending rate applicable to the parent company, plus 1% per annum and are due up to 10 years from the date of the agreements. As of December 31, 2022, the total amount due to affiliates under these agreements amounted to \$269,737 and \$34,970,312 (2021 - \$5,051,343 and \$29,449,492) to KUS and KBR respectively. Interest expensed in the period amounted to \$2,979,751 (2021: \$149,556).

As of December 31, 2022, included in funds withheld, are surplus notes to the principal amounts of \$10,000,000 and \$5,000,000 respectively, from GILICO and United Life Insurance Company ("ULIC"), both Iowa regulated insurers that are under common control. The surplus notes accrue interest at 6% and 5.5% per annum and mature on December 31, 2049 and June 30, 2051 respectively. Amounts included in investment income from funds withheld for the year amounted to \$875,000 (2021: \$473,264).

Effective April 2020, the Company entered into a stop-loss arrangement with a related party. Premium of \$0.3 million (2021: \$1.2 million) is recognised in income for the year. The treaty concluded during the current year. The Company evaluates the expected future cash flows and would establish a reserve to the extent supported by future cash-flows.

#### 11. Commitments and Contingencies

The Company has an undrawn letter of credit for \$20,000,000 as of December 31, 2022 (2021: nil) issued for the benefit of one of our reinsurance cedants that expires December 22, 2023.

#### 12. Concentration of credit risk

The Company is a party to financial instruments with a concentration of credit risk in the normal course of business. The creditworthiness of any counterparty is evaluated by the Company, taking into account credit ratings assigned by rating agencies. The credit approval process involves an assessment of factors including, among others, the counterparty and country and industry credit exposure limits. Collateral may be required, at the discretion of the Company, on certain transactions based on the creditworthiness of the counterparty and the nature of the liabilities. The areas where significant concentrations of credit risk may exist include fixed maturity securities, derivatives, funds withheld and reinsurance balances recoverable and receivable (collectively, "reinsurance assets"). For reinsurance assets, the risk of loss is mitigated by the Company's ability to offset amounts owed to the ceding and reinsuring companies with the amounts owed to the Company from them. Mitigating factors include using financially sound custodians, investment grade collateral with further investment guidelines governing the quality of the portfolio, ceding companies with high credit rating, reinsurance agreements on a funds withheld basis and ability to offset amounts owed to ceding and reinsuring companies with amounts due from them.

#### Fixed maturity securities

The Company's investments are managed following prudent standards of diversification. The Company attempts to limit its credit exposure by purchasing a diversified pool of high quality fixed maturity securities to maintain an investment grade average portfolio that can be pledged as collateral or support retained earnings. As of December 31, 2022 and December 31, 2021 the credit ratings of the securities purchased were detailed in Note 3.

#### Other investments

Certain of the Company's limited partnership investments are invested in alternative credit strategies. The Company manages its credit exposure by investing with high quality managers with proven track records. In certain instances, these alternative credit strategies have been rated investment-grade by Nationally Recognized Statistical Ratings Organizations (NRSROs).

#### Derivative Assets

The Company diversifies the counterparties to its derivative contracts to reduce credit exposure, in addition to entering transactions with creditworthy counterparties. Where possible, we maintain collateral arrangements and use master netting agreements that provide for a single net payment from one counterparty to another at each due date and upon termination.

#### Funds withheld assets

The assets are held and managed by the Cedants, well-established reinsurance groups and insurance companies with operations in Bermuda and the United States with A ratings (Excellent). In addition,

the risk of loss is mitigated by the Company's ability to offset amounts owed to the Cedants with the amounts owed to the Company by the Cedants.

#### Reinsurance recoverable

The underlying assets are held and managed by the Company. We mitigate credit risk by requiring collateral and credit enhancements in various forms, including structuring the terms of our reinsurance agreements on a funds withheld basis and the use of trusts. In addition, the risk of loss is mitigated by the Company's ability to offset amounts owed to the Reinsurers with the amounts owed to the Company by the Reinsurers.

#### Cash, cash equivalents and restricted cash

Risk of loss with respect to cash and cash equivalents is primarily mitigated by usage of money market funds that have underlying investments in US Treasuries. Cash balances held directly with banks are monitored on a frequent basis and only used for coverage of operating expenses.

#### Accounts receivable

Risk of loss with respect to receivables is managed primarily by the Company's strategy to work with highly rated counterparties. The reinsurance cedants of the company are generally rated A or higher by third party rating agencies. Further, non-delivery of reinsurance premium would generally constitute a breach of contract by these carriers which would lead to termination of these treaties.

#### 13. Subsequent events

The Company has evaluated the effects of events subsequent to December 31, 2022, for recognition and disclosure, through to April 28, 2023, which is the date the financial statements were available to be issued. There were no material events that occurred subsequent to December 31, 2022.