

**Exhibit B**

**Consent to Jurisdiction Statement**

Please see attached.

**FORM AA**

**CONSENT TO JURISDICTION STATEMENT**

Filed with the Office of the Commissioner of Insurance of the State of Wisconsin

By

**EVERLY HOLDINGS, LLC, SBL HOLDINGS, INC., SECURITY BENEFIT CORPORATION, ELDRIDGE SBC HOLDINGS LLC, ELDRIDGE INDUSTRIES, LLC, SBT INVESTORS, LLC, NZC CAPITAL LLC and TODD L. BOEHLY**

Name of Affiliates

On Behalf of the Following Insurer

**SETTLERS LIFE INSURANCE COMPANY**

2 East Gilman Street  
Madison, Wisconsin 53703

Date: December 22, 2021

Name, Title, Address and Telephone Number of Individuals to Whom Notices and Correspondence Concerning this Statement Should be Addressed:

William J. Toman  
Quarles and Brady LLP  
33 East Main Street, Suite 900  
Madison, Wisconsin 53703  
Phone: 608-283-2434  
Email: william.toman@quarles.com

Michael Rosenfield  
Sidley Austin LLP  
555 West Fifth Street  
Los Angeles, California 90013  
Phone: 213-896-6076  
Email: mrosenfield@sidley.com

*with copies to:*

George Esposito  
General Counsel  
Everly Holdings, LLC  
One Security Benefit Place  
Topeka, Kansas 66636  
Email: George.Esposito@everlylife.io

Michael Devins  
Sidley Austin LLP  
787 Seventh Avenue  
New York, New York 10019  
Phone: 212-839-8522  
Email: mdevins@sidley.com

## CONSENT TO JURISDICTION

Everly Holdings, LLC, a Delaware limited liability company, SBL Holdings, Inc., a Kansas corporation, Security Benefit Corporation, a Kansas corporation, Eldridge SBC Holdings LLC, a Delaware limited liability company, Eldridge Industries, LLC, a Delaware limited liability company, SBT Investors, LLC, a Delaware limited liability company, NZC Capital LLC, a Delaware limited liability company, and Todd L. Boehly, an individual, intending to become affiliates of Settlers Life Insurance Company, an insurer authorized to do business in the State of Wisconsin, pursuant to the requirements of ch. 617, Stats., do each hereby consent to the jurisdiction of the Commissioner of Insurance and the courts of the State of Wisconsin upon acquiring control of Settlers Life Insurance Company.

*[Remainder of page intentionally blank. Signature pages follows.]*

**SIGNATURE**

Everly Holdings, LLC has caused this statement to be duly signed on its behalf in the City of Topeka and State of Kansas on the 22 day of Dec, 2021.

EVERLY HOLDINGS, LLC

By: [Signature]  
Name: Douglas Wolff  
Title: Chairman of the Board

Attest:

By: [Signature]  
Name: Barry G. Ward  
Title: Treasurer

**CERTIFICATION**

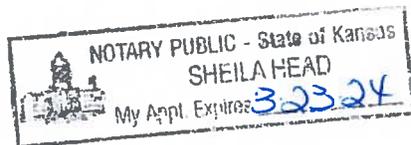
The undersigned deposes and says that (s)he has duly executed the attached statement dated December 22, 2021, for and on behalf of Everly Holdings, LLC; that (s)he is the Chairman of the Board of such company and that (s)he is authorized to execute and file such instrument. Deponent further says that (s)he is familiar with the instrument and the contents thereof, and that the facts therein set forth are true to the best of his/her knowledge, information and belief.

By: [Signature]  
Name: Douglas Wolff  
Title: Chairman of the Board

Subscribed and sworn to this

22nd day of December, 2021.

[Signature]  
Notary Public  
My commission expires on 3-23-24.



**SIGNATURE**

SBL Holdings, Inc. has caused this statement to be duly signed on its behalf in the City of Topeka and State of Kansas on the 22 day of Dec, 2021.

SBL HOLDINGS, INC.

By:   
Name: Douglas Wolff  
Title: Senior Vice President

Attest:

By:   
Name: Barry G. Ward  
Title: SVP, CFO, Treasurer

**CERTIFICATION**

The undersigned deposes and says that (s)he has duly executed the attached statement dated December 22, 2021, for and on behalf of SBL Holdings, Inc.; that (s)he is the Senior Vice President of such company and that (s)he is authorized to execute and file such instrument. Deponent further says that (s)he is familiar with the instrument and the contents thereof, and that the facts therein set forth are true to the best of his/her knowledge, information and belief.

By:   
Name: Douglas Wolff  
Title: Senior Vice President

Subscribed and sworn to this

22nd day of December, 2021.

  
Notary Public  
My commission expires on 3-23-24.



**SIGNATURE**

Security Benefit Corporation has caused this statement to be duly signed on its behalf in the City of Topeka and State of Kansas on the 22 day of Dec, 2021.

**SECURITY BENEFIT CORPORATION**

By: [Signature]  
Name: Douglas Wolff  
Title: Senior Vice President

Attest:

By: [Signature]  
Name: Barry G. Ward  
Title: SVP, CFO, CRO, TREASURER

**CERTIFICATION**

The undersigned deposes and says that (s)he has duly executed the attached statement dated December 22, 2021, for and on behalf of Security Benefit Corporation; that (s)he is the Senior Vice President of such company and that (s)he is authorized to execute and file such instrument. Deponent further says that (s)he is familiar with the instrument and the contents thereof, and that the facts therein set forth are true to the best of his/her knowledge, information and belief.

By: [Signature]  
Name: Douglas Wolff  
Title: Senior Vice President

Subscribed and sworn to this

22nd day of December, 2021.

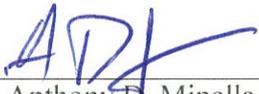
[Signature]  
Notary Public  
My commission expires on 3-23-24.



**SIGNATURE**

Eldridge SBC Holdings LLC has caused this statement to be duly signed on its behalf in the City of Greenwich and State of Connecticut on the 22 day of Dec., 2021.

ELDRIDGE SBC HOLDINGS LLC

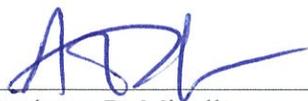
By:   
Name: Anthony D. Minella  
Title: President

Attest:

By:   
Name: Marc Mascola  
Title: Authorized Signatory

**CERTIFICATION**

The undersigned deposes and says that (s)he has duly executed the attached statement dated December 22, 2021, for and on behalf of Eldridge SBC Holdings LLC; that (s)he is the President of such company and that (s)he is authorized to execute and file such instrument. Deponent further says that (s)he is familiar with the instrument and the contents thereof, and that the facts therein set forth are true to the best of his/her knowledge, information and belief.

By:   
Name: Anthony D. Minella  
Title: President

Subscribed and sworn to this

22 day of December, 2021.

  
Notary Public  
My commission expires on 2/28/25.



**SIGNATURE**

Eldridge Industries, LLC has caused this statement to be duly signed on its behalf in the City of Greenwich and State of Connecticut on the 22 day of Dec., 2021.

ELDRIDGE INDUSTRIES, LLC  
By: SBT Investors LLC, its managing member



By: \_\_\_\_\_  
Name: Todd L. Boehly  
Title: Authorized Signatory

Attest:

By:  \_\_\_\_\_  
Name: Marc Mascola  
Title: Witness

**CERTIFICATION**

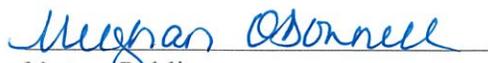
The undersigned deposes and says that (s)he has duly executed the attached statement dated December 22, 2021, for and on behalf of Eldridge Industries, LLC; that (s)he is the Authorized Signatory of such company and that (s)he is authorized to execute and file such instrument. Deponent further says that (s)he is familiar with the instrument and the contents thereof, and that the facts therein set forth are true to the best of his/her knowledge, information and belief.



By: \_\_\_\_\_  
Name: Todd L. Boehly  
Title: Authorized Signatory

Subscribed and sworn to this

22 day of December, 2021.

  
Notary Public  
My commission expires on 2/28/25.



**SIGNATURE**

SBT Investors, LLC has caused this statement to be duly signed on its behalf in the City of Greenwich and State of Connecticut on the 22 day of Dec., 2021.

SBT INVESTORS, LLC



By: \_\_\_\_\_  
Name: Todd L. Boehly  
Title: Member Manager

Attest:

By:  \_\_\_\_\_  
Name: Marc Mascola  
Title: Witness

**CERTIFICATION**

The undersigned deposes and says that (s)he has duly executed the attached statement dated December 22, 2021, for and on behalf of SBT Investors, LLC; that (s)he is the Member Manager of such company and that (s)he is authorized to execute and file such instrument. Deponent further says that (s)he is familiar with the instrument and the contents thereof, and that the facts therein set forth are true to the best of his/her knowledge, information and belief.



By: \_\_\_\_\_  
Name: Todd L. Boehly  
Title: Member Manager

Subscribed and sworn to this

22 day of December, 2021.

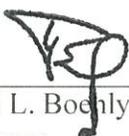
 \_\_\_\_\_  
Notary Public  
My commission expires on 2/28/25.



**SIGNATURE**

NZC Capital LLC has caused this statement to be duly signed on its behalf in the City of Greenwich and State of Connecticut on the 22 day of Dec., 2021.

NZC CAPITAL LLC

By:   
Name: Todd L. Boehly  
Title: Manager

Attest:

By:   
Name: Marc Mascola  
Title: Witness

**CERTIFICATION**

The undersigned deposes and says that (s)he has duly executed the attached statement dated December 22, 2021, for and on behalf of NZC Capital LLC; that (s)he is the Manager of such company and that (s)he is authorized to execute and file such instrument. Deponent further says that (s)he is familiar with the instrument and the contents thereof. and that the facts therein set forth are true to the best of his/her knowledge, information and belief.

By:   
Name: Todd L. Boehly  
Title: Manager

Subscribed and sworn to this  
22 day of December, 2021.

  
Notary Public  
My commission expires on 2/28/25.

**SIGNATURE**

Todd L. Boehly has caused this statement to be duly signed on its behalf in the City of Greenwich and State of Connecticut on the 22 day of Dec., 2021.

TODD L. BOEHLY

Attest:



By: 

Name: Marc Mascola

Title: Witness

**CERTIFICATION**

The undersigned deposes and says that he has duly executed the attached statement dated December 22, 2021, for and on behalf of himself and that he is authorized to execute and file such instrument. Deponent further says that he is familiar with the instrument and the contents thereof, and that the facts therein set forth are true to the best of his knowledge, information and belief.



By: \_\_\_\_\_

Name: Todd L. Boehly

Subscribed and sworn to this

22 day of December, 2021.



Notary Public

My commission expires on 2/08/25.

