

SELLER DISCLOSURE SCHEDULE

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Section 1.1(b)

Net Worth Statement Methodologies

1) **Overview:**

This Section 1.1(b) of the Seller Disclosure Schedule constitutes the Net Worth Statement Methodologies under the Agreement.

For purposes of the Agreement, "Purchase Price" means an amount equal to (i) \$1,050,000,000 (ii) plus (if positive) or less the absolute value (if negative) of (A) the Adjusted Statutory Net Worth as of the Net Worth Statement Time less (B) \$769,989,161.

2) **The Reference Net Worth Statement:**

The Reference Net Worth Statement was prepared as of September 30, 2018. The starting point for the Reference Net Worth Statement was the balance sheet of the Ameriprise Property Casualty Insurance Company (the "Company"), as filed with the Wisconsin Office of the Commissioner of Insurance, and which was prepared in accordance with statutory accounting principles ("SAP") in effect as of September 30, 2018 (the "Reference Balance Sheet") and applied in a manner consistent with the annual audited statutory financial statements of the Company as of and for the year ended December 31, 2017. The line items in the Reference Balance Sheet as shown in the Reference Net Worth Statement have meanings and descriptions in accordance with SAP applied in a manner consistent with the annual audited statutory financial statements of the Company as of and for the year ended December 31, 2017.

The Adjusted Statutory Net Worth for the Reference Net Worth Statement equals the "surplus as regards policyholders" shown in the Reference Balance Sheet, adjusted to reflect the following additions and/or subtractions (as the case may be and as shown in the calculation in Section 1.1(c) of the Seller Disclosure Schedule):

1. The exclusion from the surplus calculation, and therefore the calculation of the Reference Net Worth Statement, of the following items as set forth in the Reference Balance Sheet:
 - (a) Assets Page, Line Item 18.2 relative to "[n]et deferred tax asset" (the "Reference Excluded Tax Assets");
 - (b) Liabilities Page, Line Item 7.2 relative to "[n]et deferred tax liability" (the "Reference Excluded Tax Liabilities").

For the avoidance of doubt, the Assets Page Line Item 18.1 relative to "[c]urrent federal and foreign income tax recoverable and interest thereon" and the Liabilities Page Line Item 7.1 relative to "[c]urrent federal and foreign income taxes" shall, in each case, be included in the surplus calculation, and therefore the calculation of the Reference Net Worth Statement, but the Parties acknowledge and agree that they intend to treat these line items similar to Intercompany Accounts that Seller and its Affiliates shall settle, discharge, offset, pay, repay, terminate or extinguish in full in cash prior to the Net Worth Statement Time, pursuant to Section 5.10 of the Agreement, or after the Net Worth Statement Time as Indemnified Taxes.

2. An adjustment equal to (a) the fair value (as defined by SAP Statement of Statutory Accounting Principles No. 100 Fair Value applied in a manner consistent with past practices of the Company) of Bonds held by the Company and its subsidiary Ameriprise Insurance Company excluding, to the extent already reflected in surplus as regards policyholders on the Reference Balance Sheet, the fair value of bonds rated 3, 4, 5 and 6 by the Securities Valuation Office of the National Association of Insurance Commissioners minus the amortized cost of such bonds, minus (b) the value of the Bonds held by the Company and its subsidiary Ameriprise Insurance Company as shown in the Reference Balance Sheet.

This amount shall be added to the “surplus as regards policyholders” in the Reference Balance Sheet (if positive) or the absolute value of this amount shall be subtracted from the “surplus as regards policyholders” in the Reference Balance Sheet (if negative) (the “Reference Fair Value Adjustment”).

3) The Estimated Net Worth Statement and the Closing Net Worth Statement:

The Estimated Net Worth Statement and the Closing Net Worth Statement shall be prepared and calculated as of the Net Worth Statement Time in the same manner as set forth herein for the Reference Net Worth Statement, except using figures and amounts calculated as of the Net Worth Statement Time. The starting point for the Estimated Net Worth Statement and the Closing Net Worth Statement shall be a balance sheet of the Company as of the Net Worth Statement Time, prepared in accordance with SAP in effect as of the Net Worth Statement Time (in each case, a “Subsequent Reference Balance Sheet”) and applied in a manner consistent with the annual audited statutory financial statements of the Company as of and for the year ended December 31, 2017. The line items in any Subsequent Reference Balance Sheet shall have meanings and descriptions in accordance with SAP applied in a manner consistent with the annual audited statutory financial statements of the Company as of and for the year ended December 31, 2017.

For the avoidance of doubt, the parties acknowledge and agree that the Estimated Net Worth Statement and the Closing Net Worth Statement will each be calculated without giving effect to any purchase price accounting adjustment attributable to the consummation of the Acquisition or the Section 338(h)(10) Election.

The Adjusted Statutory Net Worth for the Estimated Net Worth Statement and the Closing Net Worth Statement shall equal the “surplus as regards policyholders” shown in the corresponding Subsequent Reference Balance Sheet, adjusted to reflect the following additions and/or subtractions (as the case may be and as shown in the calculation below):

1. A dollar-for-dollar reduction in “surplus as regards policyholders” for any Liabilities incurred or paid, by or on behalf of an Acquired Company in connection with the Agreement, any Ancillary Agreement or the transactions contemplated thereby, including, without limitation, any (i) employee performance or incentive bonuses, transaction bonuses, retention payments, unaccrued vacation liabilities, or similar compensation due or paid to any directors, officers or employees of the Acquired Companies or their Affiliates (including, for the avoidance of doubt, any such Liabilities under the Ameriprise Financial Annual Incentive Award Plan attributable to the portion of the plan year preceding the Net Worth Statement Time), and (ii) any financial or legal advisory fees or expenses, or any incremental accountant fees or expenses, incurred in connection with the transactions contemplated by the Agreement, and in the case of (i) and (ii), which are not reflected on, reserved for on, or taken into account in the preparation of, the Net Worth Statement at issue or the corresponding Subsequent Reference Balance Sheet (collectively, the “Unaccounted Liabilities”);
2. The exclusion from the surplus calculation, and therefore the calculation of the Net Worth Statement at issue, of the following items as set forth in the corresponding Subsequent Reference Balance Sheet:
 - (a) Assets Page Line Item 18.1 relative to “[c]urrent federal and foreign income tax recoverable and interest thereon” and Assets Page, Line Item 18.2 relative to “[n]et deferred tax asset” (collectively, the “Excluded Tax Assets”);
 - (b) Liabilities Page Line Item 7.1 relative to “[c]urrent federal and foreign income taxes,” Liabilities Page, Line Item 7.2 relative to “[n]et deferred tax liability,” and any other amounts relating to income Taxes (excluding premium Taxes) which are reported on a consolidated, combined or unitary Tax Return of Seller and/or its Affiliates (other than the Acquired Companies) and that are described in the definition of Indemnified Taxes in the Agreement (collectively, the “Excluded Tax Liabilities”).

3. An adjustment equal to (a) the fair value (as defined by SAP Statement of Statutory Accounting Principles No. 100 Fair Value applied in a manner consistent with past practices of the Company) of Bonds held by the Company and its subsidiary Ameriprise Insurance Company excluding, to the extent already reflected in surplus as regards policyholders on the corresponding Subsequent Reference Balance Sheet, the fair value of bonds rated 3, 4, 5 and 6 by the Securities Valuation Office of the National Association of Insurance Commissioners minus the amortized cost of such bonds, minus (b) the value of the Bonds held by the Company and its subsidiary Ameriprise Insurance Company as shown in the corresponding Subsequent Reference Balance Sheet. This amount shall be added to the “surplus as regards policyholders” in the corresponding Subsequent Reference Balance Sheet (if positive) or the absolute value of this amount shall be subtracted from the “surplus as regards policyholders” in the corresponding Subsequent Reference Balance Sheet (if negative) (the “Fair Value Adjustment”); and

For the Closing Net Worth Statement only:

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Calculation of Adjusted Statutory Net Worth for Estimated Net Worth Statement and Closing Net Worth Statement:

Surplus as regards policyholders in the Subsequent Reference Balance Sheet	\$[x]
Minus: Unaccounted Liabilities (if any)	[x]
Minus: Excluded Tax Assets	[x]
Plus: Excluded Tax Liabilities	[x]
Plus or Minus: Fair Value Adjustment	[x]
[REDACTED]	[REDACTED]
Adjusted Statutory Net Worth	\$[x]

Section 1.1(c)

Reference Net Worth Statement

[Attached]

ASSETS

	Current Statement Date			4 December 31 Prior Year Net Admitted Assets
	1 Assets	2 Nonadmitted Assets	3 Net Admitted Assets (Cols. 1 - 2)	
1. Bonds.....	1,591,058,038		1,591,058,038	1,573,511,367
2. Stocks:				
2.1 Preferred stocks.....			0	
2.2 Common stocks.....	52,685,304	3,894,636	48,790,668	48,289,495
3. Mortgage loans on real estate:				
3.1 First liens.....	36,549,451		36,549,451	29,888,908
3.2 Other than first liens.....			0	
4. Real estate:				
4.1 Properties occupied by the company (less \$.....11,351,465 encumbrances).....	939,516		939,516	899,888
4.2 Properties held for the production of income (less \$.....0 encumbrances).....			0	
4.3 Properties held for sale (less \$.....0 encumbrances).....			0	
5. Cash (\$.....(49,945,806)), cash equivalents (\$.....38,099,020) and short-term investments (\$.....0).....	(11,846,786)		(11,846,786)	(18,758,354)
6. Contract loans (including \$.....0 premium notes).....			0	
7. Derivatives.....			0	
8. Other invested assets.....			0	
9. Receivables for securities.....			0	
10. Securities lending reinvested collateral assets.....			0	
11. Aggregate write-ins for invested assets.....	0	0	0	0
12. Subtotals, cash and invested assets (Lines 1 to 11).....	1,669,385,524	3,894,636	1,665,490,888	1,633,831,304
13. Title plants less \$.....0 charged off (for Title insurers only).....			0	
14. Investment income due and accrued.....	16,809,658		16,809,658	15,463,218
15. Premiums and considerations:				
15.1 Uncollected premiums and agents' balances in the course of collection.....	3,514,037	1,145	3,512,892	1,475,888
15.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due (including \$.....0 earned but unbilled premiums).....	94,089,623		94,089,623	89,167,149
15.3 Accrued retrospective premiums (\$.....0) and contracts subject to redetermination (\$.....0).....			0	
16. Reinsurance:				
16.1 Amounts recoverable from reinsurers.....	9,324,454		9,324,454	15,017,114
16.2 Funds held by or deposited with reinsured companies.....			0	
16.3 Other amounts receivable under reinsurance contracts.....	274,916		274,916	270,000
17. Amounts receivable relating to uninsured plans.....			0	
18.1 Current federal and foreign income tax recoverable and interest thereon.....	614,789		614,789	8,848,666
18.2 Net deferred tax asset.....	20,793,021	1,884,135	18,908,886	19,714,382
19. Guaranty funds receivable or on deposit.....			0	
20. Electronic data processing equipment and software.....	7,435,110	4,991,492	2,443,618	2,743,201
21. Furniture and equipment, including health care delivery assets (\$.....0).....	3,279,331	3,258,965	20,366	27,681
22. Net adjustment in assets and liabilities due to foreign exchange rates.....			0	
23. Receivables from parent, subsidiaries and affiliates.....	3,772,023		3,772,023	3,372,163
24. Health care (\$.....0) and other amounts receivable.....			0	
25. Aggregate write-ins for other than invested assets.....	1,144,208	1,139,848	4,360	4,503
26. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 12 through 25).....	1,830,436,696	15,170,222	1,815,266,475	1,789,935,270
27. From Separate Accounts, Segregated Accounts and Protected Cell Accounts.....			0	
28. Total (Lines 26 and 27).....	1,830,436,696	15,170,222	1,815,266,475	1,789,935,270

DETAILS OF WRITE-INS

1101.			0	
1102.			0	
1103.			0	
1198. Summary of remaining write-ins for Line 11 from overflow page.....	0	0	0	0
1199. Totals (Lines 1101 thru 1103 plus 1198) (Line 11 above).....	0	0	0	0
2501. Prepaid expenses.....	1,139,848	1,139,848	0	
2502. Misc Receivable.....	4,360		4,360	4,503
2503.			0	
2598. Summary of remaining write-ins for Line 25 from overflow page.....	0	0	0	0
2599. Totals (Lines 2501 thru 2503 plus 2598) (Line 25 above).....	1,144,208	1,139,848	4,360	4,503

IDS PROPERTY CASUALTY INSURANCE COMPANY
LIABILITIES, SURPLUS AND OTHER FUNDS

	1 Current Statement Date	2 December 31 Prior Year
1. Losses (current accident year \$.....279,171,000).....	521,187,262	498,143,740
2. Reinsurance payable on paid losses and loss adjustment expenses.....		
3. Loss adjustment expenses.....	106,866,347	113,090,688
4. Commissions payable, contingent commissions and other similar charges.....		
5. Other expenses (excluding taxes, licenses and fees).....	27,736,121	27,652,292
6. Taxes, licenses and fees (excluding federal and foreign income taxes).....	3,783,029	6,466,810
7.1 Current federal and foreign income taxes (including \$.....(59,770) on realized capital gains (losses)).....	2,276,443	
7.2 Net deferred tax liability.....		
8. Borrowed money \$.....0 and interest thereon \$.....0.....		
9. Unearned premiums (after deducting unearned premiums for ceded reinsurance of \$.....22,391,743 and including warranty reserves of \$.....0 and accrued accident and health experience rating refunds including \$.....0 for medical loss ratio rebate per the Public Health Service Act).....	343,851,732	322,181,380
10. Advance premium.....	8,075,731	7,442,458
11. Dividends declared and unpaid:		
11.1 Stockholders.....		
11.2 Policyholders.....		
12. Ceded reinsurance premiums payable (net of ceding commissions).....	8,982,048	22,113,359
13. Funds held by company under reinsurance treaties.....		
14. Amounts withheld or retained by company for account of others.....	1,272,764	167,299
15. Remittances and items not allocated.....		
16. Provision for reinsurance (including \$.....0 certified).....		
17. Net adjustments in assets and liabilities due to foreign exchange rates.....		
18. Drafts outstanding.....		
19. Payable to parent, subsidiaries and affiliates.....	9,001,866	9,924,947
20. Derivatives.....		
21. Payable for securities.....		
22. Payable for securities lending.....		
23. Liability for amounts held under uninsured plans.....		
24. Capital notes \$.....0 and interest thereon \$.....0.....		
25. Aggregate write-ins for liabilities.....	1,477,990	2,114,584
26. Total liabilities excluding protected cell liabilities (Lines 1 through 25).....	1,034,511,333	1,009,297,556
27. Protected cell liabilities.....		
28. Total liabilities (Lines 26 and 27).....	1,034,511,333	1,009,297,556
29. Aggregate write-ins for special surplus funds.....	0	0
30. Common capital stock.....	5,000,000	5,000,000
31. Preferred capital stock.....		
32. Aggregate write-ins for other than special surplus funds.....	0	0
33. Surplus notes.....		
34. Gross paid in and contributed surplus.....	630,839,908	630,839,908
35. Unassigned funds (surplus).....	144,915,234	144,797,806
36. Less treasury stock, at cost:		
36.10.000 shares common (value included in Line 30 \$.....0).....		
36.20.000 shares preferred (value included in Line 31 \$.....0).....		
37. Surplus as regards policyholders (Lines 29 to 35, less 36).....	780,755,142	780,637,714
38. Totals (Page 2, Line 28, Col. 3).....	1,815,266,475	1,789,935,270

DETAILS OF WRITE-INS

2501. Unclaimed Property.....	3,024,889	2,649,703
2502. Payable to states.....	(1,546,899)	(535,119)
2503.		
2598. Summary of remaining write-ins for Line 25 from overflow page.....	0	0
2599. Totals (Lines 2501 thru 2503 plus 2598) (Line 25 above).....	1,477,990	2,114,584
2901. Incremental DTA.....		
2902.		
2903.		
2998. Summary of remaining write-ins for Line 29 from overflow page.....	0	0
2999. Totals (Lines 2901 thru 2903 plus 2998) (Line 29 above).....	0	0
3201.		
3202.		
3203.		
3298. Summary of remaining write-ins for Line 32 from overflow page.....	0	0
3299. Totals (Lines 3201 thru 3203 plus 3298) (Line 32 above).....	0	0

Calculation of Adjusted Statutory Net Worth for Reference Net Worth Statement:

Surplus as regards policyholders in the Reference Balance Sheet	\$780,755,142
Minus: Reference Excluded Tax Assets	18,908,886
Plus: Reference Excluded Tax Liabilities	0
Plus: Reference Fair Value Adjustment	8,142,905
Adjusted Statutory Net Worth	\$769,989,161

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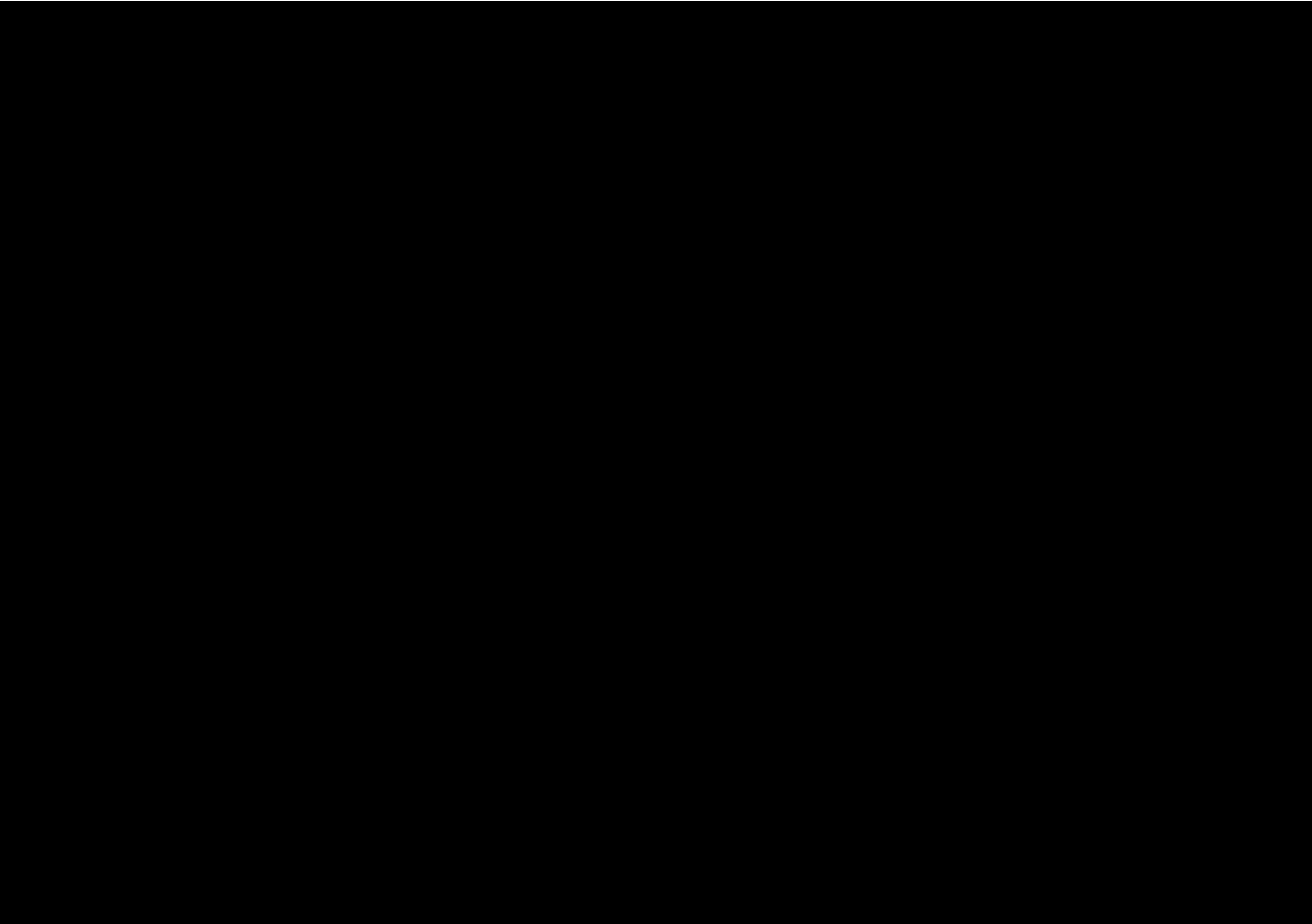
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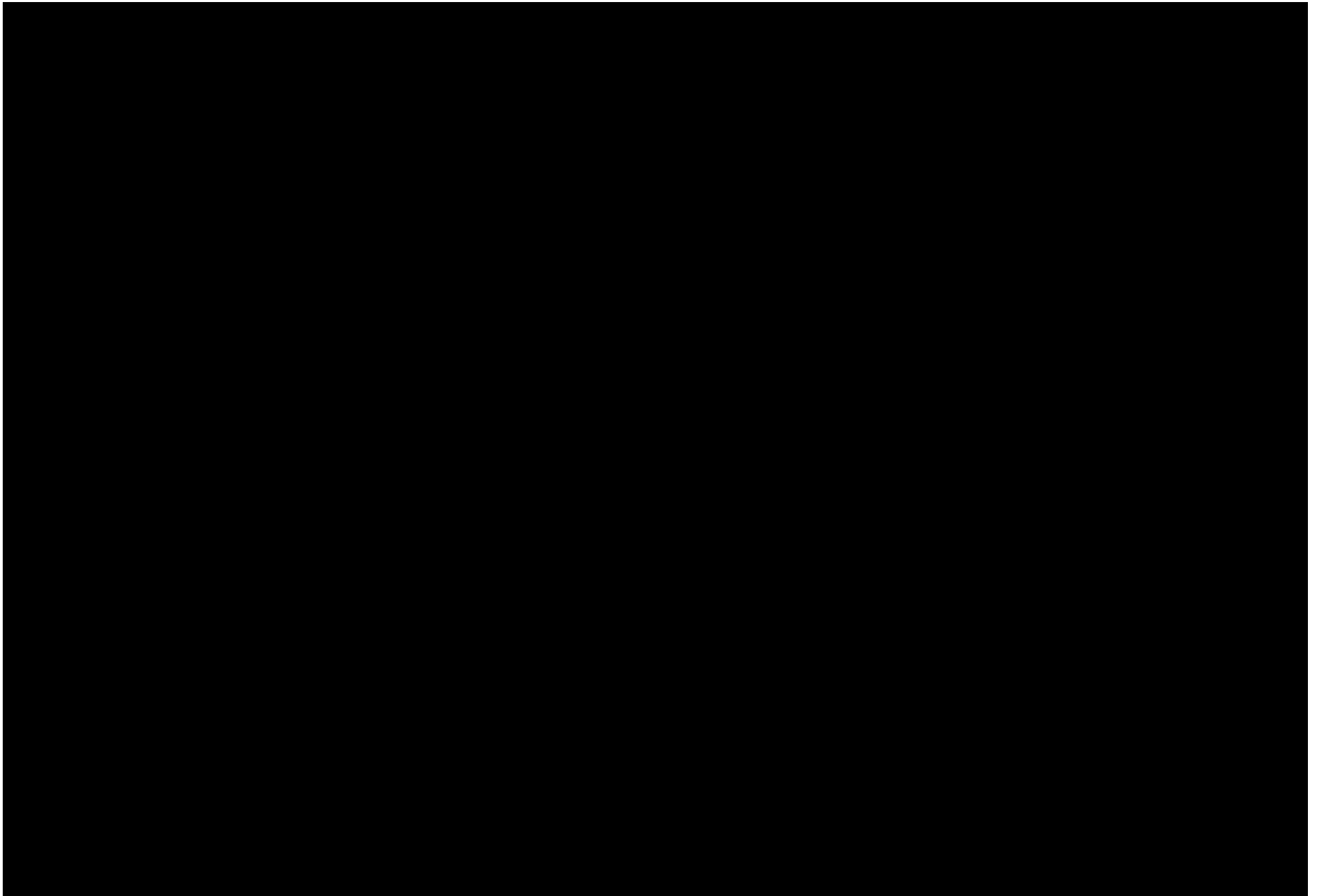
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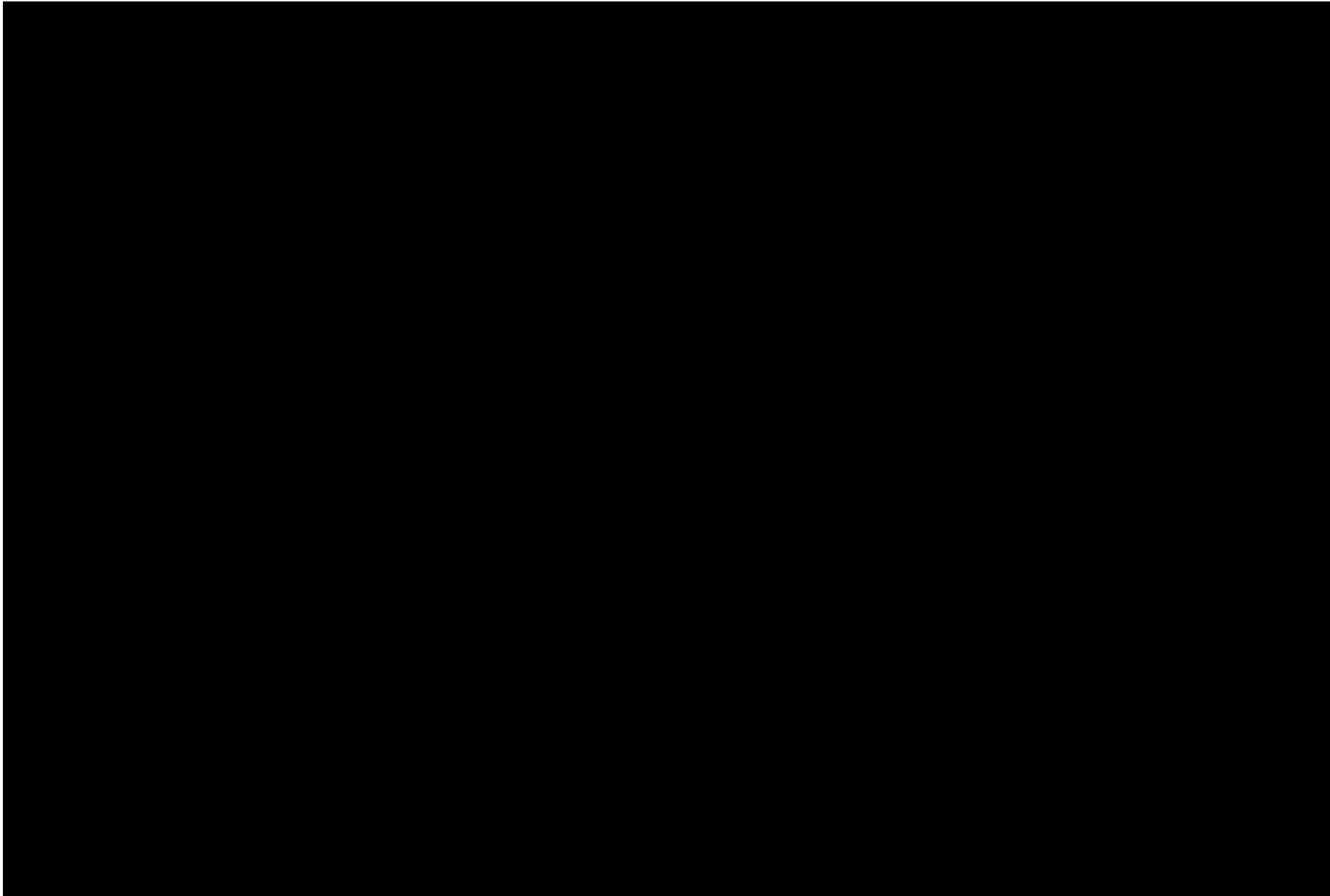
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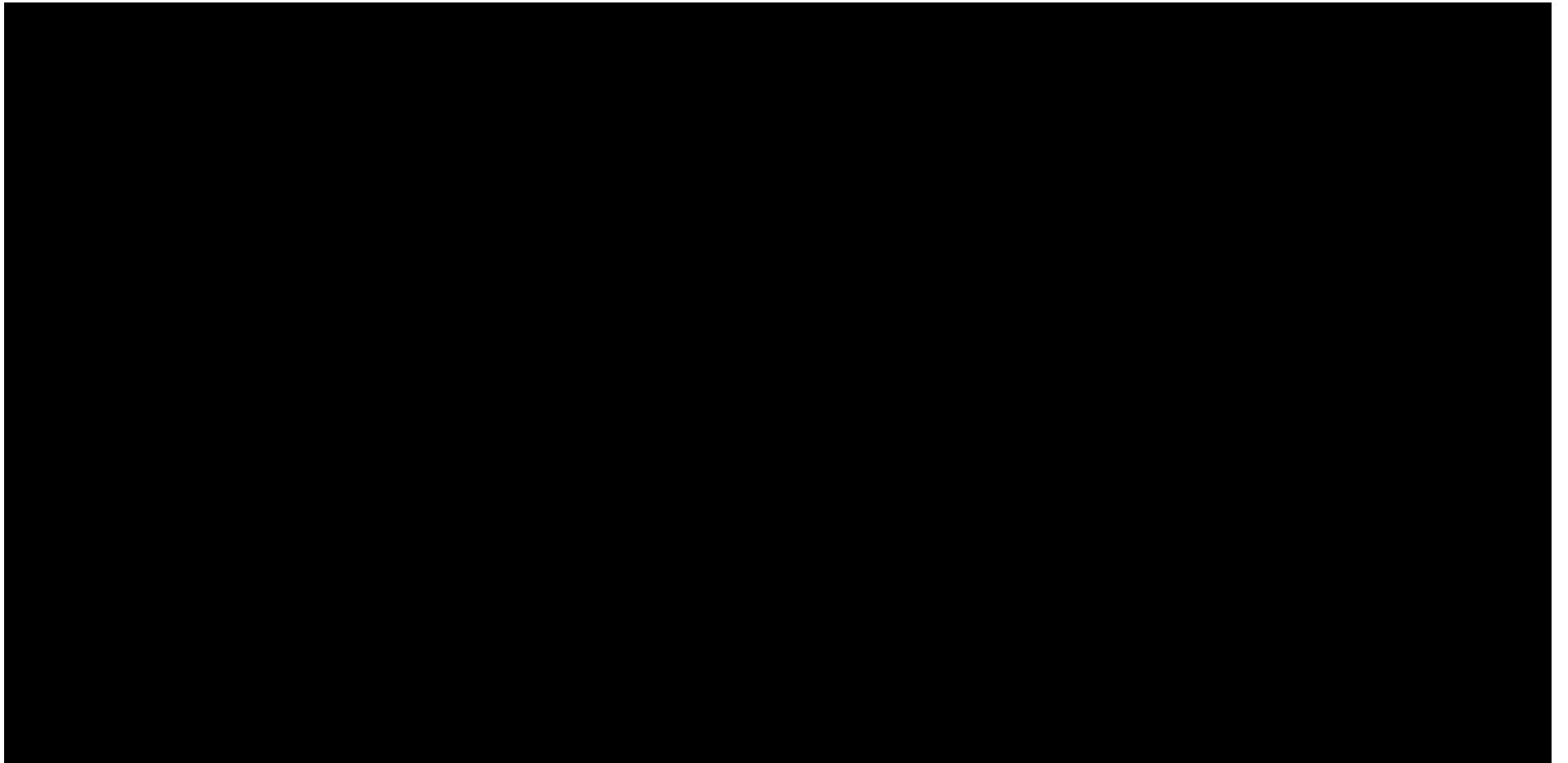
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