

Exhibit CE-4-5

**Audited Consolidated Financial Statements of SBL Holdings for the Year Ended December
31, 2020**

Please see attached.

CONSOLIDATED FINANCIAL STATEMENTS

SBL Holdings, Inc. and Subsidiaries
Years Ended December 31, 2020, 2019 and 2018
With Report of Independent Auditors

SBL Holdings, Inc. and Subsidiaries

Consolidated Financial Statements

Years Ended December 31, 2020, 2019 and 2018

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Report of Independent Auditors

The Board of Directors
SBL Holdings, Inc.

We have audited the accompanying consolidated financial statements of SBL Holdings, Inc. and subsidiaries (the Company), which comprise the consolidated balance sheets as of December 31, 2020 and 2019, and the related consolidated statements of operations, comprehensive income, changes in stockholders' and member's equity and cash flows for each of the three years in the period ended December 31, 2020, and the related notes to the consolidated financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in conformity with U.S. generally accepted accounting principles; this includes 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.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audits. We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements 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 entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.



Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the consolidated financial position of SBL Holdings, Inc. and subsidiaries at December 31, 2020 and 2019, and the consolidated results of its operations and its cash flows for each of the three years in the period ended December 31, 2020, in conformity with U.S. generally accepted accounting principles.

Ernst + Young LLP

April 8, 2021

SBL Holdings, Inc. and Subsidiaries

Consolidated Balance Sheets

	December 31,	
	2020	2019
	<i>(In Thousands, except as noted)</i>	
Assets		
Investments:		
Fixed maturities, available for sale (\$29,152.0 million and \$25,009.0 million in amortized cost for 2020 and 2019, respectively; includes \$241.8 million and \$1,142.9 million related to consolidated variable interest entities for 2020 and 2019, respectively)	\$ 29,236,023	\$ 25,040,353
Trading fixed maturities at fair value	328,065	306,549
Equity securities at fair value	351,428	29,073
Notes receivable from related parties	1,364,160	940,177
Mortgage loans (includes \$0.0 million and \$528.8 million related to consolidated variable interest entities for 2020 and 2019, respectively)	1,235,007	1,551,541
Policy loans	68,745	76,345
Cash and cash equivalents (includes \$0.1 million and \$27.0 million related to consolidated variable interest entities for 2020 and 2019, respectively)	1,269,950	1,986,602
Short-term investments	5,346	2,400
Call options	630,336	580,618
Other invested assets	1,224,917	862,052
Total investments	<u>35,713,977</u>	<u>31,375,710</u>
Accrued investment income	414,293	314,845
Accounts receivable	222,957	265,675
Reinsurance recoverable	2,002,183	2,058,082
Deferred income tax asset	—	9,562
Property and equipment, net	51,134	52,818
Deferred policy acquisition costs	837,185	555,756
Deferred sales inducement costs	275,228	208,316
Value of business acquired	1,166,983	1,308,682
Goodwill	98,977	98,977
Other assets	195,218	182,210
Separate account assets	<u>5,539,060</u>	<u>5,570,880</u>
Total assets	<u>\$ 46,517,195</u>	<u>\$ 42,001,513</u>

See accompanying notes.

SBL Holdings, Inc. and Subsidiaries

Consolidated Balance Sheets (continued)

	December 31,	
	2020	2019
	<i>(In Thousands, except as noted)</i>	
Liabilities and stockholders' and member's equity		
Liabilities:		
Policy reserves and annuity account values	\$ 34,203,193	\$ 30,601,542
Funds withheld	357,449	329,224
Accounts payable and accrued expenses (includes \$2.1 million and \$21.7 million related to consolidated variable interest entities for 2020 and 2019, respectively)	218,772	177,779
Deferred income tax liability	879	—
Senior notes	394,205	393,218
Credit facility	545,975	361,191
Surplus notes	117,337	118,244
Mortgage debt	6,078	9,838
Debt from consolidated variable interest entities	8,836	345,681
Option collateral	500,673	531,970
Other liabilities	237,904	45,463
Separate account liabilities	5,539,060	5,570,880
Total liabilities	42,130,361	38,485,030
Stockholders' and member's equity:		
Common stock	—	—
Preferred stock	360,070	—
Contributed capital	2,337,727	2,310,528
Accumulated other comprehensive income (loss)	111,688	38,677
Retained earnings	1,577,349	1,167,278
Total stockholders' and member's equity	4,386,834	3,516,483
Total liabilities and stockholders' and member's equity	\$ 46,517,195	\$ 42,001,513

See accompanying notes.

SBL Holdings, Inc. and Subsidiaries

Consolidated Statements of Operations

	Year Ended December 31,		
	2020	2019	2018
	<i>(In Thousands)</i>		
Revenues:			
Net investment income	\$ 1,760,591	\$ 1,702,714	\$ 1,620,474
Asset-based and administrative fees	117,891	117,597	122,918
Other product charges	223,949	211,934	213,276
Change in fair value of options, futures and swaps	88,796	358,408	(284,687)
Net realized/unrealized gains (losses), excluding impairment losses on available for sale securities	141,218	42,507	(5,679)
Total other-than-temporary impairment losses on available for sale securities and other invested assets	(16,295)	—	(6,823)
Other revenues	66,398	51,589	59,807
Total revenues	2,382,548	2,484,749	1,719,286
Benefits and expenses:			
Index credits and interest credited to account balances	596,444	641,019	735,726
Change in fixed index annuity embedded derivative and related benefits	(77,707)	103,926	(425,255)
Other benefits	529,647	343,328	346,656
Total benefits	1,048,384	1,088,273	657,127
Commissions and other operating expenses	360,875	346,836	320,458
Amortization of deferred policy acquisition costs, deferred sales inducement costs, and value of business acquired, net of imputed interest	339,554	331,245	198,978
Interest expense	84,586	114,961	134,472
Total benefits and expenses	1,833,399	1,881,315	1,311,035
Income before income tax expense	549,149	603,434	408,251
Income tax expense	109,785	122,445	58,135
Net income	\$ 439,364	\$ 480,989	\$ 350,116

See accompanying notes.

SBL Holdings, Inc. and Subsidiaries

Consolidated Statements of Comprehensive Income

	Year Ended December 31,		
	2020	2019	2018
	<i>(In Thousands)</i>		
Net income	\$ 439,364	\$ 480,989	\$ 350,116
Other comprehensive income (loss), net of tax:			
Net unrealized gains (losses) on			
available for sale securities	1,456	385,840	(521,876)
Net effect of unrealized gains and losses on:			
Deferred policy acquisition costs, value of business			
acquired and deferred sales inducement costs	10,695	(83,945)	120,823
Policy reserves and annuity account values	60,860	(101,216)	112,990
Total other comprehensive income (loss), net of tax	73,011	200,679	(288,063)
Comprehensive income (loss)	\$ 512,375	\$ 681,668	\$ 62,053

See accompanying notes.

SBL Holdings, Inc. and Subsidiaries

Consolidated Statements of Changes in Stockholders' and Member's Equity

	Common Stock	Preferred Stock	Contributed Capital	Accumulated Other Comprehensive Income	Retained Earnings	Total
	<i>(In Thousands)</i>					
Balance at January 1, 2018	\$ —	\$ —	\$ 1,973,008	\$ 125,195	\$ 337,127	\$ 2,435,330
Net income	—	—	—	—	350,116	350,116
Other comprehensive income, net	—	—	—	(288,063)	—	(288,063)
Contribution from parent	—	—	250,000	—	—	250,000
Change in accounting principle	—	—	—	866	(866)	—
Balance at December 31, 2018	—	—	2,223,008	(162,002)	686,377	2,747,383
Net income	—	—	—	—	480,989	480,989
Other comprehensive loss, net	—	—	—	200,679	—	200,679
Contribution from parent	—	—	87,520	—	—	87,520
Distributions/dividends paid	—	—	—	—	(88)	(88)
Balance at December 31, 2019	—	—	2,310,528	38,677	1,167,278	3,516,483
Net income	—	—	—	—	439,364	439,364
Other comprehensive loss, net	—	—	—	73,011	—	73,011
Contribution from parent	—	—	30,141	—	—	30,141
Distributions/dividends paid	—	—	—	—	(20,125)	(20,125)
Distribution of subsidiary	—	—	(2,942)	—	(9,168)	(12,110)
Preferred stock issuance	—	360,070	—	—	—	360,070
Balance at December 31, 2020	\$ —	\$ 360,070	\$ 2,337,727	\$ 111,688	\$ 1,577,349	\$ 4,386,834

See accompanying notes.

SBL Holdings, Inc. and Subsidiaries

Consolidated Statements of Cash Flows

	Year Ended December 31,		
	2020	2019	2018
	<i>(In Thousands)</i>		
Operating activities			
Net income	\$ 439,364	\$ 480,989	\$ 350,116
Adjustments to reconcile net income to net cash and cash equivalents provided by (used in) operating activities:			
Index credits and interest credited to account balances	596,444	641,019	735,726
Policy acquisition costs deferred	(446,911)	(285,441)	(258,726)
Amortization of deferred policy acquisition costs, deferred sales inducement costs, and value of business acquired, net of imputed interest	339,554	331,245	198,978
Net realized/unrealized losses (gains) of investments	(124,923)	(42,507)	12,502
Change in fair value of options, futures and swaps	(88,796)	(358,408)	284,687
Change in fixed index annuity embedded derivative and related benefits	(77,707)	103,926	(425,255)
Amortization of investment premiums and discounts	(10,381)	(13,868)	(55,112)
Depreciation and amortization	10,294	8,000	12,465
Net sales (purchases) of trading fixed maturities at fair value	(14,202)	(5,750)	9,128
Net sales (purchases) of equity securities at fair value	(92,223)	(14,702)	49,790
Change in funds withheld liability	28,225	6,516	929
Deferred income taxes	(8,967)	(60,878)	402
Change in annuity guarantees	527,760	350,323	337,657
Change in reinsurance recoverable	55,899	109,160	187,739
Change in accounts receivable	(24,774)	46,149	131,564
Change in accounts payable	49,931	(1,659)	(339,181)
Change in other liabilities	(29,989)	(44,361)	(224,891)
Other changes in operating assets and liabilities	(108,750)	(250,240)	(393,560)
Net cash and cash equivalents provided by (used in) operating activities	1,019,848	999,513	614,958
Investing activities			
Sales, maturities, or repayments of investments:			
Fixed maturities available for sale	8,267,761	7,019,761	10,745,338
Mortgage loans	782,894	649,244	811,391
Call options	316,425	347,510	546,234
Notes receivable from related parties	4,371,555	5,548,872	7,473,695
Other invested assets	40,133	258,940	159,718
	13,778,768	13,824,327	19,736,376
Acquisitions of investments:			
Fixed maturities available for sale	(12,461,981)	(10,197,000)	(11,709,143)
Mortgage loans	(748,872)	(484,164)	(532,940)
Call options	(308,625)	(59,328)	(329,323)
Notes receivable from related parties	(4,762,417)	(3,323,394)	(6,715,429)
Other invested assets	(306,687)	(445,067)	(306,604)
	(18,588,582)	(14,508,953)	(19,593,439)

See accompanying notes.

SBL Holdings, Inc. and Subsidiaries

Consolidated Statements of Cash Flows (continued)

	Year Ended December 31,		
	2020	2019	2018
	<i>(In Thousands)</i>		
Net sales (purchases) of property and equipment	\$ (1,069)	\$ (50)	\$ (3,422)
Net sales (purchases) of short-term investments	37,611	332,733	(307,400)
Net decrease (increase) in policy loans	7,601	4,990	(20,594)
Net cash and cash equivalents provided by (used in) investing activities	(4,765,671)	(346,953)	(188,479)
Financing activities			
Payments on credit facility, surplus notes, notes payable related to commission assignments, notes payable, mortgage debt, and debt from consolidated VIEs	(413,825)	(444,223)	(424,362)
Issuance of credit facility, senior notes, preferred stock and debt from consolidated VIEs	910,070	400,000	44,800
Cash dividends paid to parent	(32,235)	(88)	—
Capital contribution from parent	30,141	87,520	250,000
Net change in repurchase agreements	—	(302,898)	302,898
Deposits to annuity account balances	4,376,166	2,679,471	2,312,403
Withdrawals from annuity account balances	(1,841,146)	(2,023,529)	(2,915,786)
Net cash and cash equivalents provided by (used in) financing activities	3,029,171	396,253	(430,047)
Increase (decrease) in cash and cash equivalents	(716,652)	1,048,813	(3,568)
Cash and cash equivalents at beginning of period	1,986,602	937,789	941,357
Cash and cash equivalents at end of period	\$ 1,269,950	\$ 1,986,602	\$ 937,789
Supplemental disclosures of cash flow information			
Cash paid during the period for:			
Interest	\$ 103,010	\$ 119,657	\$ 116,612
Income taxes	\$ 124,865	\$ 177,768	\$ 124,719
Supplemental disclosure of non-cash information			
Cash received in the prior year for policies issued in the current year	\$ 7,299	\$ 21,422	\$ 18,009
Securities purchased not yet settled in cash	\$ 24,506	\$ 33,444	\$ 31,019
Securities sold not yet settled in cash	\$ 42,527	\$ 110,019	\$ 19,756
Deconsolidation of a VIE	\$ 275,929	\$ —	\$ —
Distribution of subsidiary	\$ 12,110	\$ —	\$ —

In 2018, the policy loans related to the separate account funding agreements were refinanced with a related party. This resulted in a non-cash transfer from policy loans of \$405.4 million and accrued investment income of \$16.0 million to notes receivable from related parties.

See accompanying notes.

SBL Holdings, Inc. and Subsidiaries

Notes to Consolidated Financial Statements

Years Ended December 31, 2020, 2019 and 2018

1. Nature of Operations, Basis of Presentation and Significant Accounting Policies

Nature of Operations

The operations of SBL Holdings, Inc., together with its subsidiaries and consolidated variable interest entities (VIEs) (see Note 3) (referred to herein, collectively, as the Company), consist primarily of marketing and distributing annuities, retirement plans, and other related products throughout the United States. Security Distributors, LLC (SD), a subsidiary of Security Benefit Life Insurance Company (SBLIC), is a registered broker/dealer with the Securities and Exchange Commission (SEC) and is a member of the Financial Industry Regulatory Authority.

Effective January 29, 2020, the Company converted to a corporation under Kansas law and changed its name to SBL Holdings, Inc. Prior to this, the Company was named SBL Holdings, LLC. The conversion did not have a material impact as the Company had previously elected to reflect the effect of federal and state income taxes of it and its subsidiaries in the financial statements as if it were not a disregarded entity.

The Company offers a diversified portfolio of products comprised primarily of individual and group annuities, including fixed, fixed index, and variable annuities, and retirement plan products through multiple distribution channels, and acts as a third-party administrator in the servicing of retirement plans.

Basis of Presentation

The financial statements of the Company are presented on a consolidated basis and include the operations of the Company and its wholly owned subsidiaries, SBLIC, its wholly owned subsidiaries and consolidated VIEs (see Note 3), for which SBLIC is considered to be the primary beneficiary, and the accounts of First Security Benefit Life Insurance and Annuity Company of New York (FSBL); Security Financial Resources, Inc. (SFR); Genessee Insurance Agency, LLC; and Dunbarre Insurance Agency, LLC. All intercompany accounts and transactions have been eliminated in the consolidation.

SBL Holdings, Inc. and Subsidiaries

Notes to Consolidated Financial Statements (continued)

1. Nature of Operations, Basis of Presentation and Significant Accounting Policies (continued)

On January 28, 2020, Security Benefit Business Services, LLC (SBBS) was distributed from the Company to Security Benefit Corporation (SBC). The distribution did not have a material impact on the Company.

Use of Estimates

The preparation of the consolidated financial statements and accompanying notes in conformity with U.S. generally accepted accounting principles (GAAP) requires management to make estimates and assumptions that affect amounts reported and disclosed. Significant estimates and assumptions include the valuation of investments; valuation of derivative financial instruments; determination of other-than-temporary impairments (OTTIs) of investments; amortization of deferred policy acquisition costs (DAC), deferred sales inducement costs (DSI), and value of business acquired (VOBA); calculation of liabilities for future policy benefits; calculation of income taxes and the recognition of deferred income tax assets and liabilities; and estimating future cash flows on certain structured securities. Management believes that the estimates used in preparing its consolidated financial statements are reasonable.

The COVID-19 pandemic (the Pandemic) has caused significant social and economic problems worldwide. Those problems include constraints on the operations of businesses, decreases in consumer mobility and activity, increases in unemployment rates and volatility in many equity and fixed-income markets. The constraints have been caused or exacerbated by governmental responses, including lockdowns, and private-sector responses, including reductions of economic activities. Though the Company's business has been affected by the Pandemic, such as increases in volatility in its investment portfolio, its overall impact on Company operations has been minimal. The Company cannot predict the length and severity of the Pandemic or its longer-term effects on the Company. Our estimates and assumptions could change in the future as circumstances change.

Investments

Fixed maturity investments include bonds, asset-backed securities, and redeemable preferred stock. Fixed maturity investments are classified as available for sale and carried at fair value, with related unrealized gains and losses reflected as a component of accumulated other comprehensive income or loss (AOCI) in the consolidated statements of comprehensive income, net of adjustments related to DAC, DSI, VOBA, and policy reserves and annuity account values

SBL Holdings, Inc. and Subsidiaries

Notes to Consolidated Financial Statements (continued)

1. Nature of Operations, Basis of Presentation and Significant Accounting Policies (continued)

and applicable income taxes. The adjustment related to DAC, DSI, VOBA, and policy reserves and annuity account values represents the impact from treating the unrealized gains or losses as if they were realized.

Equity securities include mutual funds, common stock, and non-redeemable preferred stock. Equity investments not accounted for under the equity method or the measurement alternative are carried at fair value, with related unrealized gains and losses recognized as a component of the net realized/unrealized gains/(losses) in the consolidated statements of operations.

The Company has elected the measurement alternative for certain equity investments that do not have readily determinable fair value and do not qualify for the practical expedient under ASC 820 to estimate fair value using the net asset value per share. Under the alternative, the investments are measured at cost, less any impairment, plus or minus changes resulting from observable price changes in orderly transactions for an identical or similar investment of the same issuer. These financial instruments are included in other invested assets on the consolidated balance sheets.

The Company has a variable interest in various types of securitization entities, which are deemed VIEs. An entity is a VIE if the equity at risk is not sufficient to support its activities, if the equity holders lack a controlling financial interest or if the entity is structured with non-substantive voting rights. When the Company is determined to be the primary beneficiary of a VIE, the Company consolidates the entity into the financial statements. The primary beneficiary of a VIE is defined as the enterprise with (1) the power to direct the activities of a VIE that most significantly impact the entity's economic performance and (2) the obligation to absorb losses of the VIE or the right to receive benefits from the VIE that could potentially be significant to the VIE. Accordingly, the Company would not consolidate a VIE when it is not the primary beneficiary. On an ongoing basis, the Company assesses whether it is the primary beneficiary of VIEs in which it has a relationship.

Investments in joint ventures and partnerships are reported in other invested assets and are generally accounted for using the equity method. In applying the equity method, the Company records its share of income or loss reported by equity investees.

SBL Holdings, Inc. and Subsidiaries

Notes to Consolidated Financial Statements (continued)

1. Nature of Operations, Basis of Presentation and Significant Accounting Policies (continued)

The Company classified as trading or elected the fair value option for certain fixed maturity securities that are segregated to support the funds withheld reinsurance liability (see Note 10). The change in fair value of these financial instruments is recognized as a component of net realized/unrealized gains (losses) in the consolidated statements of operations.

Realized capital gains and losses on sales of investments are determined using the specific identification method. Unrealized capital gains and losses related to trading securities are reported as a component of net realized/unrealized gains (losses) in the consolidated statements of operations. OTTI's are reported separately in the consolidated statements of operations.

To the extent the Company determines that an equity security accounted for under the measurement alternative or equity method is deemed other-than-temporarily impaired, the difference between carrying value and fair value is charged to earnings. For debt securities, if the Company intends to sell the security or it is more likely than not the Company will be required to sell the security before the recovery of the amortized cost basis, the Company recognizes an OTTI equal to the difference between the amortized cost and fair value in net income. For debt securities where the Company does not expect to recover the amortized cost basis, and the Company does not plan to sell nor is it more likely than not that the Company would be required to sell before recovery of the amortized cost basis, the Company bifurcates the OTTI and reports the credit portion of the loss recognized in net income, and the noncredit portion is recognized in other comprehensive income (OCI).

The credit loss component of a debt security impairment is estimated as the difference between amortized cost and the present value of the expected cash flows of the security. The methodology and assumptions for establishing the best estimate cash flows vary depending on the type of security. For fixed rate securities, the present value is determined using the best estimate cash flows discounted at the effective interest rate implicit to the security just prior to impairment. For variable rate securities, the present value is determined using the best estimate cash flows discounted at the variable rate that exists as of the date the cash flow estimate is made. The asset-backed securities cash flow estimates are based on bond-specific facts and circumstances that may include collateral characteristics such as: expectations of delinquency and default rates, loss severity, asset spreads, and prepayment speeds, as well as structural support, including subordination and guarantees.

SBL Holdings, Inc. and Subsidiaries

Notes to Consolidated Financial Statements (continued)

1. Nature of Operations, Basis of Presentation and Significant Accounting Policies (continued)

Commercial and residential mortgage loans are generally reported at cost, adjusted for amortization of premiums or accrual of discounts, computed using the interest method, net of valuation allowances. Interest income is accrued on the principal amount of the loan based on the loan's contractual interest rate. Interest income, as well as prepayment of fees and the amortization of the related premium or discount, is reported in net investment income in the consolidated statements of operations. The Company reviews the mortgage loan portfolio using a collectively evaluated impairment methodology to determine the need for a general allowance, which is based upon the Company's evaluation of the probability of collection, historical loss experience, delinquencies, and other factors. If the Company determines through management's evaluation of the mortgage loan portfolio that an individual loan has an elevated specific risk profile, the Company will then individually assess the loan for impairment and may assign a specific loan loss allowance.

Policy loans are reported at unpaid principal.

Cash and cash equivalents includes operating cash, other investments with original maturities of 90 days or less, and money market funds principally supported with cash and cash equivalent funds. Short-term investments are carried at market value and represent fixed maturity securities with initial maturities of greater than 90 days but less than one year.

The Company has agreed to provide a short-term loan facility through bridge or revolver loans to borrowers until permanent financing can be secured or an existing obligation or project is completed. The Company generally receives a commitment fee on unfunded amounts and interest on the amounts funded. Open commitments on bridge loans and revolvers are disclosed in Note 15.

Asset and Liability Derivatives

The Company hedges certain exposures to interest rate risk, foreign exchange risk, and equity market risk by entering into derivative financial instruments. All of the derivative financial instruments are recognized as an asset or liability on the consolidated balance sheets at estimated fair value. For derivative instruments not receiving hedge accounting treatment but that are economic hedges, the gain or loss is recognized in net income during the period of change.

SBL Holdings, Inc. and Subsidiaries

Notes to Consolidated Financial Statements (continued)

1. Nature of Operations, Basis of Presentation and Significant Accounting Policies (continued)

The Company issues certain products that contain a derivative that is embedded in the product, and must be accounted for under Accounting Standards Codification (ASC) 815, *Derivatives and Hedging* (ASC 815). Under ASC 815, the Company assesses whether the embedded derivative is clearly and closely related to the host contract. The Company bifurcates embedded derivatives from the host instrument for measurement purposes when the embedded derivative possesses economic characteristics that are not clearly and closely related to the economic characteristics of the host contract and a separate instrument with the same terms would qualify as a derivative instrument. Embedded derivatives, which are reported with the host instrument on the consolidated balance sheets in policy reserves and annuity account values, are reported at fair value with changes in fair value recognized in the consolidated statements of operations.

The Company formerly entered into agreements with insurance companies to identify and recommend producers for annuity contracts, deliver annuity contracts, collect the first premium, and service the business on the insurance companies' behalf. The Company paid heaped commissions to field producers and recorded commission receivable for the subsequent receipt of monthly level commissions from the insurance companies for annuity contracts that continue to be in-force policies over a period of time. The commission receivable is comprised of the base level commission payments (the Host Contract) and a commission assignment embedded derivative (the Lapse Risk). In accordance with ASC 815, the Lapse Risk is separated from the Host Contract and accounted for as a derivative instrument. The Lapse Risk is recorded at fair value with the change in unrealized gain (loss) related to lapse-risk recognized in the consolidated statements of operations.

The Company is party to both bilateral and tri-party agreements with certain derivative instrument counterparties which require the posting of collateral when the market value of the derivative instrument exceeds the cost of the instrument, subject to certain thresholds agreed upon with the counterparties. Collateral posted by counterparties under bilateral agreements is reported on the consolidated balance sheets in cash and cash equivalents with a corresponding liability reported in other liabilities. In addition, the Company has entered into tri-party arrangements with counterparties, whereby collateral is posted to and held by a third party. Collateral posted under the tri-party arrangement is not reflected on the consolidated balance sheets.

SBL Holdings, Inc. and Subsidiaries

Notes to Consolidated Financial Statements (continued)

1. Nature of Operations, Basis of Presentation and Significant Accounting Policies (continued)

Deferred Policy Acquisition Costs, Deferred Sales Inducement Costs and Value of Business Acquired

To the extent recoverable from future policy revenues and gross profits, incremental direct costs of contract acquisition (commissions) as well as certain costs directly related to acquisition activities (underwriting, other policy issuance and processing, and selling costs) for the successful acquisition or renewal of deferred annuity business have been deferred. DAC is amortized in proportion to the present value, discounted at the crediting rate, of actual and expected gross profits from investments, withdrawal, mortality, and expense margins. Amortization is adjusted retrospectively when estimates of current or future gross profits to be realized from a group of products are revised.

DAC is adjusted for the impact on estimated gross profits of net unrealized gains and losses on assets, with the adjustment reflected in stockholders' and member's equity as a component of AOCI, net of applicable income taxes.

For insurance and annuity contracts, policyholders may desire different product benefits, features, rights, or coverages by exchanging a contract for a new contract or by an amendment, an endorsement, or a rider to a contract or by the election of a feature or coverage within a contract. These transactions are known as internal replacements. The Company accounts for internal replacements as a termination of the original contract and an issuance of a new contract. Any DAC or DSI associated with the original contract is written off. Consistent with this, the Company anticipates these transactions in establishing amortization periods and other valuation assumptions.

DSI consists of bonus interest credits and premium credits added to certain annuity contract values. It is subject to vesting requirements and is capitalized to the extent it is incremental to amounts that would be credited on similar contracts without the applicable feature. DSI is amortized using the same methodology and assumptions used to amortize DAC.

VOBA is an asset that reflects the present value of estimated net cash flows embedded in the insurance contracts that existed in a life insurance company acquisition. VOBA is amortized using the same methodology and assumptions used to amortize DAC.

SBL Holdings, Inc. and Subsidiaries

Notes to Consolidated Financial Statements (continued)

1. Nature of Operations, Basis of Presentation and Significant Accounting Policies (continued)

Goodwill

Goodwill is recognized for the excess of the purchase price over the fair value of identifiable net assets acquired. Goodwill is not amortized, but is reviewed annually for indications of impairment. If the fair value of the reported goodwill is lower than its carrying amount, goodwill is written down to its fair value; and a charge is reported in the consolidated statements of operations.

Property and Equipment

Property and equipment, including home office real estate, furniture and fixtures, and data processing equipment and certain related systems, are recorded at cost less accumulated depreciation. Computer software includes internally developed software costs that are capitalized when they reach technological feasibility. The provision for depreciation of property and equipment is computed using the straight-line method over the estimated lives of the related assets, which generally range from 3 to 39 years.

Separate Accounts

The separate account assets and liabilities reported in the accompanying consolidated balance sheets represent funds that are separately administered for the benefit of contract holders who bear the investment risk. The separate account assets are carried at fair value, and separate account liabilities are carried at an equivalent value. Revenues and expenses related to separate account contract holders of the Company are excluded from the amounts reported in the consolidated statements of operations. Investment income and gains or losses arising from separate accounts accrue directly to the contract holders and, therefore, are not included in investment income in the accompanying consolidated statements of operations. Revenues from charges on separate account products consist principally of contract maintenance charges, administrative fees, and mortality and expense risk charges.

The Company has variable annuity contracts through separate accounts that include various types of guaranteed minimum death benefit (GMDB), guaranteed minimum accumulation benefit (GMAB), guaranteed minimum withdrawal benefit (GMWB), and guaranteed minimum income benefit (GMIB) features. As discussed in Note 4, certain features of these guarantees are

SBL Holdings, Inc. and Subsidiaries

Notes to Consolidated Financial Statements (continued)

1. Nature of Operations, Basis of Presentation and Significant Accounting Policies (continued)

accounted for as embedded derivative reserves, whereas other guarantees are accounted for as benefit reserves. Other guarantees contain characteristics of both and are accounted for under an approach that calculates the value of the embedded derivative and the benefit reserve based on the specific characteristics of each guaranteed benefit feature.

Policy Reserves and Annuity Account Values

Liabilities for future policy benefits for traditional life products are computed using a net level-premium method, including assumptions as to investment yields, mortality, and withdrawals and other assumptions that approximate expected experience.

Liabilities for future policy benefits for interest-sensitive life and deferred annuity products represent contract values accumulated with interest without reduction for potential surrender charges. Interest on accumulated contract values is credited to contracts as earned. Crediting rates ranged from 1.0% to 5.0% during each of the years 2020, 2019, and 2018. Policy reserves are adjusted for the impact on estimated gross profits of net unrealized gains and losses on bonds, with the adjustment reflected in stockholders' and member's equity as a component of AOCI, net of applicable income taxes.

The Company offers fixed index annuity products with returns linked to the performance of certain indices. The fixed index annuity products also offer a guaranteed lifetime withdrawal benefit (GLWB) and a GMDB, of which policyholders can only elect one per policy. The GLWB and GMDB guarantees are accounted for as benefit reserves. Policy reserves for index annuities are equal to the sum of the fair value of the embedded index options, the host (or guaranteed) components of the index account, and the fixed account accumulated with interest and without reduction for potential surrender charges, plus the benefit reserves for the GLWB and GMDB benefits. The host value is established at inception of the contract and is accreted over the policy's life at a constant rate of interest. Fair value of the embedded index options is calculated using discounted cash flow valuation techniques based on current interest rates adjusted to reflect the Company's credit risk and an additional provision for adverse deviation.

SBL Holdings, Inc. and Subsidiaries

Notes to Consolidated Financial Statements (continued)

1. Nature of Operations, Basis of Presentation and Significant Accounting Policies (continued)

Reinsurance Agreements

The Company utilizes reinsurance agreements to manage certain risks associated with its annuity operations and to reduce exposure to large losses. In the accompanying consolidated financial statements, premiums, benefits, and settlement expenses are reported net of reinsurance ceded, whereas policy liabilities and accruals are reported gross of reinsurance ceded. Reinsurance premiums and benefits are accounted for in a manner consistent with those used in accounting for the original policies issued and the terms of the reinsurance contracts. The Company remains liable to policyholders if the reinsurers are unable to meet their contractual obligations under the applicable reinsurance agreements. To minimize its exposure to significant losses from reinsurer insolvencies, the Company evaluates the financial condition of its reinsurers, monitors concentrations of credit risk arising from similar activities or economic characteristics of reinsurers, and requires collateralization of liabilities ceded where allowable by contract.

Deferred Income Taxes

Deferred income tax assets and liabilities are determined based on differences between the financial reporting and income tax bases of assets and liabilities and are measured using the enacted tax rates and laws. Deferred income tax expense or benefit, reflected in the Company's consolidated statements of operations as a component of income tax expense or benefit, is based on the changes in deferred income tax assets or liabilities from period to period (excluding unrealized capital gains and losses on securities available for sale). Deferred income tax assets are subject to ongoing evaluation of whether such assets will be realized. The ultimate realization of deferred income tax assets depends on generating future taxable income during the periods in which temporary differences become deductible. The Company records a valuation allowance to reduce its deferred income tax assets to an amount that represents management's best estimate of the amount of such deferred income tax assets that will more likely than not be realized using the enacted tax rates and laws.

Preferred Stock

On February 4, 2020, the Company issued 375,000 shares of 7.0% fixed-rate reset non-cumulative preferred stock, series A. The preferred stock was issued at \$0.01 par value per share, with a liquidation preference of \$1,000 per share and is being accounted for as equity.

SBL Holdings, Inc. and Subsidiaries

Notes to Consolidated Financial Statements (continued)

1. Nature of Operations, Basis of Presentation and Significant Accounting Policies (continued)

Recognition of Revenues

Dividends and interest income, recorded in net investment income, are recognized when earned. Amortization of premiums and accretion of discounts on investments in fixed maturity securities are reflected in net investment income over the contractual terms of the investments in a manner that produces a constant yield. For structured securities, included in the fixed maturity available for sale securities portfolios, the amortization/accretion of premiums and discounts incorporate prepayment assumptions to produce a constant yield over the expected life of the security. When actual prepayments differ significantly from originally anticipated prepayments, the accretable yield is recalculated to reflect actual payments to date plus anticipated future payments. For securities, purchased or retained, that represent beneficial interests in structured securities other than high credit quality securities, the accretable yield is adjusted using the prospective method when there is a change in estimated future cash flows. For high credit quality securities, the accretable yield is adjusted using the retrospective method. Any adjustments resulting from changes in effective yield are reflected in net investment income.

Revenues from Contracts with Customers

Prior to the adoption of ASC 606, *Revenue from Contracts with Customers* (ASC 606) and for the year ended 2018 presented in these consolidated financial statements, the Company accounted for its revenues in accordance with ASC 605, *Revenue Recognition* (ASC 605). For the year beginning January 1, 2019, the Company accounts for its revenue in accordance with ASC 606. The Company has three revenue streams that are recognized in accordance with ASC 606: Distribution Revenue, Shareholder Administrative Service Revenue and Retirement Account Administration Services Revenue.

Distribution Revenue

SD enters into distribution and underwriting arrangements with various affiliated and unaffiliated mutual fund companies (the affiliated mutual fund companies ceased to be considered affiliated as of January 1, 2019). The Company primarily receives distribution fees paid by the fund over time. The performance obligation is the sale of securities to investors, which is fulfilled on the trade date. Amounts owed to the Company under the arrangements are primarily variable, as the uncertainty is dependent on the value of the shares at future points in time, as well as the length of time the investor remains in the fund, both of which are highly susceptible to factors outside

SBL Holdings, Inc. and Subsidiaries

Notes to Consolidated Financial Statements (continued)

1. Nature of Operations, Basis of Presentation and Significant Accounting Policies (continued)

of the Company's influence. These fee payments cannot be finalized until the market value of the fund and investor activity is known, which are usually at month end or quarter end. Distribution Revenue for the years ended December 31, 2020, 2019 and 2018 amounted to \$20.0 million, \$20.4 million, and \$21.1 million, respectively, and is included in the consolidated statements of operations in asset-based fees.

Shareholder Administrative Service Revenue

SBLIC and SFR enter into agreements with affiliated and unaffiliated investment vehicles (the affiliated investment vehicles ceased to be considered affiliated as of January 1, 2019) for the provision of services such as sub-transfer agency, record keeping and various shareholder administrative services. Management considers these as a series of distinct services, but as a single performance obligation because they are not separable and not distinct within the context of the contract and are highly interrelated. They have the same pattern of transfer (i.e., transfer to customers over time) and use the same method to measure progress (i.e., time based measure of progress). The Company primarily receives fees paid by the fund or its affiliates over time. The performance obligation is the completion of those services. Amounts owed to the Company under the arrangements are primarily variable, as the uncertainty is dependent on the value of the shares at future points in time which are highly susceptible to factors outside of the Company's influence. These fee payments cannot be finalized until the market value of the fund is known, which are usually monthly or quarterly. Service fee revenue for the years ended December 31, 2020, 2019 and 2018 amounted to \$16.8 million, \$17.0 million, and \$17.5 million, respectively, and is included in the consolidated statements of operations in asset-based fees.

Retirement Account Administration Services Revenue

SFR enters into agreements with various benefit plan sponsors and individual retirement account owners for record keeping administrative services. SFR's record keeping administration services include: document preparation, participant record keeping, etc. Management considers these as a series of distinct services, but as a single performance obligation because they are not separable and not distinct within the context of the contract and are highly interrelated. They have the same pattern of transfer (i.e., transfer to customers over time) and use the same method to measure progress (i.e., time based measure of progress). Transaction price under the arrangements includes both fixed fees and variable fees. Fixed fees are recognized point-in-time as fee-for-service transactions upon completion. The variable fee is assessed based on certain base points of the individual account value at month end. For the variable fees, as the uncertainty is dependent

SBL Holdings, Inc. and Subsidiaries

Notes to Consolidated Financial Statements (continued)

1. Nature of Operations, Basis of Presentation and Significant Accounting Policies (continued)

on the value of the mutual fund shares at future points in time which are highly susceptible to factors outside of the Company's influence, these fee payments cannot be finalized until the market value of the fund is known, which are usually monthly or quarterly. Retirement Account Administration Services Revenue for the years ended December 31, 2020, 2019 and 2018 amounted to \$40.5 million, \$38.1 million and \$38.2 million, respectively, and is included in the consolidated statements of operations in asset-based fees.

The Company evaluates the need for an allowance for accounts receivable that it believes will not be collected in full. There was no allowance for doubtful accounts at December 31, 2020 or 2019.

Recently Issued Accounting Pronouncements

In February 2016, the Financial Accounting Standards Board (FASB) issued Accounting Standards Update (ASU) 2016-02, *Leases*. The guidance in ASU 2016-02 supersedes the lease recognition requirements in ASC Topic 840, *Leases*. ASU 2016-02 sets out the principles for the recognition, measurement, presentation and disclosure of leases for both parties to a contract (i.e. lessees and lessors). This update requires lessees to apply a dual approach, classifying leases as either finance or operating leases based on the principle of whether or not the lease is effectively a financed purchase by the lessee. This classification will determine whether lease expense is recognized based on an effective interest method or on a straight line basis over the term of the lease. A lessee is also required to record a right-of-use asset and a lease liability for all leases with a term of greater than 12 months regardless of their classification. Leases with a term of 12 months or less will be accounted for similar to existing guidance for operating leases today. This update requires lessors to account for leases using an approach that is substantially equivalent to existing guidance for sales-type leases, direct financing leases and operating leases. The standard is effective January 1, 2022 for the Company, with early adoption permitted. The Company is in the process of evaluating the full impact adoption of this standard will have on the Company in 2022.

In June 2016, the FASB issued ASU 2016-13, *Financial Instruments-Credit Losses, Measurement of Credit Losses on Financial Instruments*. The amendments in this ASU replace the incurred loss impairment methodology in current GAAP with a methodology that reflects expected credit losses and requires consideration of a broader range of reasonable and

SBL Holdings, Inc. and Subsidiaries

Notes to Consolidated Financial Statements (continued)

1. Nature of Operations, Basis of Presentation and Significant Accounting Policies (continued)

supportable information to inform credit loss estimates. The new standard is effective for the Company on January 1, 2023, with early adoption permitted. While the Company is currently evaluating the full impact of this new guidance on its consolidated financial statements, the Company believes the new impairment model may lead to earlier recognition of credit losses on certain assets compared to current loss recognition methodology.

In August 2018, the FASB issued ASU 2018-12, *Financial Services-Insurance (Topic 944) Targeted Improvements to the Accounting for Long-Duration Contracts*. This amendment improves four areas to the accounting for long-duration contracts.

(1) Assumptions used to measure the liability for future policy benefits for traditional and limited-payment contracts. The amendments in this update require an insurance entity to (a) review and, if there is a change, update the assumptions used to measure cash flows at least annually and (b) update the discount rate assumption at each reporting date. The provision for risk of adverse deviation and premium deficiency (or loss recognition) testing are eliminated. The change in the liability estimate as a result of updating cash flow assumptions is required to be recognized in net income. The change in the liability estimate as a result of updating the discount rate assumption is required to be recognized in other comprehensive income. The amendments require that an insurance entity discount expected future cash flows at an upper-medium grade (low-credit-risk) fixed-income instrument yield that maximizes the use of observable market inputs.

(2) Measurement of market risk benefits. The amendments require that an insurance entity measure all market risk benefits associated with deposit (or account balance) contracts at fair value. The portion of any change in fair value attributable to a change in the instrument-specific credit risk is required to be recognized in other comprehensive income.

(3) Amortization of deferred acquisition costs. The amendments simplify the amortization of deferred acquisition costs and other balances amortized in proportion to premiums, gross profits, or gross margins and require that those balances be amortized on a constant level basis over the expected term of the related contracts. Deferred acquisition costs are required to be written off for unexpected contract terminations but are not subject to an impairment test.

SBL Holdings, Inc. and Subsidiaries

Notes to Consolidated Financial Statements (continued)

1. Nature of Operations, Basis of Presentation and Significant Accounting Policies (continued)

(4) Disclosures. The amendments require that an insurance entity provide aggregated roll forwards of beginning to ending balances of the liability for future policy benefits, policyholder account balances, market risk benefits, separate account liabilities, and deferred acquisition costs. The amendments also require that an insurance entity disclose information about significant inputs, judgments, assumptions, and methods used in measurement, including changes in those inputs, judgments, and assumptions, and the effect of those changes on measurement.

The standard is effective January 1, 2025 for the Company, with early adoption permitted. The guidance is to be applied as of the earliest period presented in the financial statements. Management is evaluating the impact of this ASU to its consolidated financial statements upon adoption of this standard in 2025.

In January 2017, the FASB issued ASU 2017-04, *Intangibles—Goodwill and Other: Simplifying the Test for Goodwill Impairment*. Under the amendments in this update, the Company should perform its annual, or interim, goodwill impairment test by comparing the fair value of a reporting unit with its carrying amount. Impairment charges should be recognized for the amount by which the carrying amount exceeds the reporting unit's fair value; however, the loss recognized should not exceed the total amount of goodwill allocated to that reporting unit. This amendment essentially eliminated "Step 2" from the goodwill impairment test. Additionally, the Company should consider income tax effects from any tax deductible goodwill on the carrying amount of the reporting unit when measuring the goodwill impairment loss, if applicable. The amendments in this update shall be applied on a prospective basis. The amendments in this update are effective for the Company in its annual or any interim goodwill impairment tests in fiscal years beginning after December 15, 2021. Early adoption is permitted for interim or annual goodwill impairment tests performed on testing dates after January 1, 2017. The Company does not expect significant impact to its consolidated financial statements upon adoption of this standard in 2022.

In January 2020, the FASB issued ASU 2020-01, *Investments – Equity Securities (Topic 321), Investments – Equity Method and Joint Ventures (Topic 323), and Derivatives and Hedging (Topic 815) – Clarifying the Interactions between Topic 321, Topic 323, and Topic 815 (a consensus of the FASB Emerging Issues Task Force)*. ASU 2020-01 clarifies the application of the measurement alternative to transactions that require an entity to apply or discontinue the

SBL Holdings, Inc. and Subsidiaries

Notes to Consolidated Financial Statements (continued)

1. Nature of Operations, Basis of Presentation and Significant Accounting Policies (continued)

equity method, and whether certain forward contracts and purchased options on equity securities are in the scope of Topic 321. The standard is effective January 1, 2022 for the Company with early adoption permitted. The Company does not expect significant impact to its consolidated financial statements upon adoption of this standard in 2022.

In March 2020, the FASB issued ASU 2020-04, *Reference Rate Reform (Topic 848): Facilitation of the Effects of Reference Rate Reform on Financial Reporting*, to provide temporary optional expedients and exceptions to the GAAP guidance on contract modifications and hedge accounting to ease the financial reporting burdens of the expected market transition from the London Interbank Offered Rate (LIBOR) and other interbank offered rates to alternative reference rates, such as the Secured Overnight Financing Rate. The guidance is effective upon issuance and may be adopted on any date on or after March 12, 2020. However, the relief is temporary and cannot be applied to contract modifications that occur after December 31, 2022, or hedging relationships entered into or evaluated after that date. The Company is still evaluating the potential impact of this update and, as of December 31, 2020, has not adopted the standard.

ASUs issued but not yet adopted as of December 31, 2020 would not be disclosed above should they be assessed as either not applicable or are not expected to have a material impact on the Company's consolidated financial statements at this time.

Recently Adopted Accounting Pronouncements

In May 2014, the FASB issued ASU 2014-09, *Revenue from Contracts with Customers*. This ASU, which replaces most current revenue recognition guidance, including industry specific guidance, prescribes that an entity should recognize revenue to reflect the transfer of promised goods or services to customers in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services. On January 1, 2019, the Company adopted ASC 606 using the modified retrospective method for those contracts that were not completed as of the date of adoption. Results for reporting periods beginning after January 1, 2019 are presented under ASC 606, while prior period amounts continue to be reported under prior revenue recognition guidance, ASC 605. The revenue recognition pattern for Distribution Revenue, Shareholder Administrative Service Revenue and Retirement Account Administration Services Revenue is not changed. Overall, the adoption of this ASU did not have a material

SBL Holdings, Inc. and Subsidiaries

Notes to Consolidated Financial Statements (continued)

1. Nature of Operations, Basis of Presentation and Significant Accounting Policies (continued)

impact on the consolidated financial statements, as core revenue streams such as insurance contracts and investment contracts are excluded from its scope.

In August 2018, FASB issued ASU 2018-13, *Fair Value Measurement (Topic 820)– Disclosure Framework – Changes to the Disclosure Requirements for Fair Value Measurement*. The amendments in this update modify the disclosure requirements for fair value measurements by removing, modifying or adding certain disclosures. The Company adopted this update on January 1, 2020 without any material impact to the consolidated financial statements.

In April 2019, FASB issued ASU 2019-04, *Codification Improvements to Topic 326, Financial Instruments - Credit Losses, Topic 815, Derivatives and Hedging, and Topic 825, Financial Instruments*. The amendments consist of five topics with different effective dates. The Company adopted Topic 3, Codification Improvements to Update 2017-12 and Other Hedging Items and Topic 4, Codification Improvements to Update 2016-01 on January 1, 2020 with no impact to the consolidated financial statements. The remaining three topics will be adopted at the time ASU 2016-13 becomes effective for the Company.

Prior Period Reclassifications

Certain prior period amounts in the consolidated financial statements and accompanying notes have been reclassified to conform to the current period's presentation. Changes were made to the classification of certain revenue and expense items for the following line items: (1) certain administrative and other fees previously reported in other product charges or other revenues are now being reported in asset-based and administrative fees, (2) amounts related to unrealized and realized foreign currency and forward contracts previously reported in changes in fair value of options, futures and swaps are now being reported in net realized/unrealized gains (losses), excluding impairment losses on available for sale securities and (3) DAC amortization adjustments related to realized gain (losses) previously reported in net realized/unrealized gains (losses), excluding impairment losses on available for sale securities, are now being reported in with the amortization of deferred policy acquisition costs, deferred sales inducement costs, and value of business acquired, net of imputed interest.

SBL Holdings, Inc. and Subsidiaries

Notes to Consolidated Financial Statements (continued)

1. Nature of Operations, Basis of Presentation and Significant Accounting Policies (continued)

A reconciliation of the changes to conform to current presentation is as follows:

	Year Ended December 31, 2019		
	As Previously Reported	Reclassifications	As Currently Reported
	<i>(in thousands)</i>		
Asset-based and administrative fees	\$ 106,012	\$ 11,585	\$ 117,597
Other product charges	223,171	(11,237)	211,934
Change in fair value of options, futures and swaps	337,013	21,395	358,408
Net realized/unrealized gains (losses), excluding impairment losses on available for sale securities	67,100	(24,593)	42,507
Other revenues	51,937	(348)	51,589
Amortization of deferred policy acquisition costs, deferred sales inducement costs, and value of business acquired, net of imputed interest	334,443	(3,198)	331,245

	Year Ended December 31, 2018		
	As Previously Reported	Reclassifications	As Currently Reported
	<i>(in thousands)</i>		
Asset-based and administrative fees	\$ 113,355	\$ 9,563	\$ 122,918
Other product charges	222,373	(9,097)	213,276
Change in fair value of options, futures and swaps	(218,442)	(66,245)	(284,687)
Net realized/unrealized gains (losses), excluding impairment losses on available for sale securities	(71,749)	66,070	(5,679)
Other revenues	60,273	(466)	59,807
Amortization of deferred policy acquisition costs, deferred sales inducement costs, and value of business acquired, net of imputed interest	199,153	(175)	198,978

SBL Holdings, Inc. and Subsidiaries

Notes to Consolidated Financial Statements (continued)

2. Investments

Fixed Maturity Investments and Equity Securities

Information as to the amortized cost, gross unrealized gains and losses, fair values, and OTTI in AOCI, of the Company's portfolio of fixed maturity investments classified as available for sale, is presented below. OTTI in AOCI represent interest rate related unrealized losses on securities not recognized in earnings at the time at which a credit related OTTI was recorded. These unrealized losses are the difference between fair value and net present value of future expected cash flows at the time of impairment.

	December 31, 2020				
	Cost/ Amortized Cost	Gross Unrealized Gains	Gross Unrealized Losses	Fair Value	OTTIs in AOCI
	<i>(In Thousands)</i>				
Fixed maturity investments:					
U.S. Treasury securities and other U.S. government corporations and agencies	\$ 98,396	\$ 6,555	\$ 4	\$ 104,947	\$ —
Obligations of government-sponsored enterprises	232,341	13,242	250	245,333	—
Corporate	12,348,786	276,303	43,219	12,581,870	—
Obligations of foreign governments	35	—	—	35	—
Municipal obligations	77,630	11,853	—	89,483	—
Commercial mortgage-backed	121,704	5,713	1,244	126,173	—
Residential mortgage-backed	14,754	878	93	15,539	—
Collateralized debt obligations	6,659	1,265	128	7,796	—
Collateralized loan obligations	12,696,459	194,313	330,254	12,560,518	(24,458)
Redeemable preferred stock	375,762	467	5,716	370,513	—
Other asset backed	3,179,432	40,697	86,313	3,133,816	—
Total fixed maturity investments	\$ 29,151,958	\$ 551,286	\$ 467,221	\$ 29,236,023	\$ (24,458)

SBL Holdings, Inc. and Subsidiaries

Notes to Consolidated Financial Statements (continued)

2. Investments (continued)

	December 31, 2019				
	Cost/ Amortized Cost	Gross Unrealized Gains	Gross Unrealized Losses	Fair Value	OTTIs in AOCI
	<i>(In Thousands)</i>				
Fixed maturity investments:					
U.S. Treasury securities and other U.S. government corporations and agencies	\$ 139,435	\$ 1,716	\$ 823	\$ 140,328	\$ —
Obligations of government-sponsored enterprises	285,300	8,248	52	293,496	—
Corporate	10,728,680	186,767	15,062	10,900,385	(222)
Obligations of foreign governments	35	—	—	35	—
Municipal obligations	108,123	13,276	793	120,606	—
Commercial mortgage-backed	123,614	4,788	116	128,286	—
Residential mortgage-backed	27,345	1,290	124	28,511	107
Collateralized debt obligations	6,520	2,489	3	9,006	—
Collateralized loan obligations	10,237,164	78,267	292,611	10,022,820	—
Redeemable preferred stock	75,762	16,849	—	92,611	—
Other asset backed	3,276,990	38,405	11,126	3,304,269	—
Total fixed maturity investments	<u>\$ 25,008,968</u>	<u>\$ 352,095</u>	<u>\$ 320,710</u>	<u>\$ 25,040,353</u>	<u>\$ (115)</u>

SBL Holdings, Inc. and Subsidiaries

Notes to Consolidated Financial Statements (continued)

2. Investments (continued)

The amortized cost and fair value of fixed maturity investments at December 31, 2020, by contractual maturity, are shown below. Expected maturities may differ from contractual maturities because lenders may have the right to call and borrowers may have the right to prepay obligations with or without penalties.

	Available for Sale	
	Amortized Cost	Fair Value
	<i>(In Thousands)</i>	
Due one year or less	\$ 2,793,335	\$ 2,800,551
Due after one year through five years	6,550,983	6,631,872
Due after five years through ten years	2,112,379	2,191,371
Due after ten years	1,068,150	1,151,542
Structured Securities with variable principal payments	16,627,111	16,460,687
	\$ 29,151,958	\$ 29,236,023

As of December 31, 2020 and 2019, there were eight and seven issuers with a total amount of \$5,235 million and \$3,556 million, respectively, other than U.S. Government and its sponsored entities, where the Company had investment holdings that exceeded 10% of consolidated stockholders' and member's equity.

SBL Holdings, Inc. and Subsidiaries

Notes to Consolidated Financial Statements (continued)

2. Investments (continued)

For fixed maturity investments classified as available for sale with unrealized losses as of December 31, 2020 and 2019, the gross unrealized losses and fair value, aggregated by investment category and length of time that individual securities have been in a continuous unrealized loss position, are summarized as follows:

	December 31, 2020					
	Less Than 12 Months		Greater Than or Equal to 12 Months		Total	
	Fair Value	Gross Unrealized Losses	Fair Value	Gross Unrealized Losses	Fair Value	Gross Unrealized Losses
	<i>(In Thousands)</i>					
Fixed maturity investments, available for sale:						
U.S. Treasury securities and other U.S. government corporations and agencies	\$ 1,696	\$ 4	\$ —	\$ —	\$ 1,696	\$ 4
Obligations of government-sponsored enterprises	20,007	250	4	—	20,011	250
Corporate	1,395,531	38,217	73,507	5,002	1,469,038	43,219
Commercial mortgage-backed	33,663	1,142	2,477	102	36,140	1,244
Residential mortgage-backed	—	—	725	93	725	93
Collateralized debt obligations	340	109	331	19	671	128
Collateralized loan obligations	3,192,684	129,225	3,294,235	201,029	6,486,919	330,254
Other asset backed	671,683	73,914	795,478	12,399	1,467,161	86,313
Redeemable preferred stock	219,030	5,716	—	—	219,030	5,716
Total fixed maturity investments, available for sale	<u>\$ 5,534,634</u>	<u>\$ 248,577</u>	<u>\$ 4,166,757</u>	<u>\$ 218,644</u>	<u>\$ 9,701,391</u>	<u>\$ 467,221</u>
Number of securities with unrealized losses		317		231		548
Percent investment grade (AAA through BBB-)		78%		67%		74%

SBL Holdings, Inc. and Subsidiaries

Notes to Consolidated Financial Statements (continued)

2. Investments (continued)

	December 31, 2019					
	Less Than 12 Months		Greater Than or Equal to 12 Months		Total	
	Fair Value	Gross Unrealized Losses	Fair Value	Gross Unrealized Losses	Fair Value	Gross Unrealized Losses
	<i>(In Thousands)</i>					
Fixed maturity investments, available for sale:						
U.S. Treasury securities and other U.S. government corporations and agencies	\$ 45,579	\$ 734	\$ 24,767	\$ 89	\$ 70,346	\$ 823
Obligations of government-sponsored enterprises	8,287	52	122	—	8,409	52
Corporate	351,119	5,870	290,818	9,192	641,937	15,062
Municipal obligations	692	4	9,979	789	10,671	793
Commercial mortgage-backed	7,385	65	3,218	51	10,603	116
Residential mortgage-backed	2,675	1	6,335	123	9,010	124
Collateralized debt obligations	—	—	347	3	347	3
Collateralized loan obligations	2,254,514	93,451	4,474,183	199,160	6,728,697	292,611
Other asset backed	683,545	5,852	500,999	5,274	1,184,544	11,126
Total fixed maturity investments, available for sale	<u>\$ 3,353,796</u>	<u>\$ 106,029</u>	<u>\$ 5,310,768</u>	<u>\$ 214,681</u>	<u>\$ 8,664,564</u>	<u>\$ 320,710</u>
Number of securities with unrealized losses		255		320		575
Percent investment grade (AAA through BBB-)		71%		64%		67%

The unrealized losses on the fixed maturity investments in the table above can primarily be attributed to changes in market interest rates and changes in credit spreads since the securities were acquired. The Company does not intend to sell the investments and it is not more likely than not that the Company will be required to sell the investments before recovery of its amortized cost basis, which may be maturity. Based on that evaluation and the Company's ability and intent to hold those investments for a reasonable period of time sufficient for a forecasted recovery of fair value, the Company does not consider those investments to be other-than-temporarily impaired at December 31, 2020 and 2019.

SBL Holdings, Inc. and Subsidiaries

Notes to Consolidated Financial Statements (continued)

2. Investments (continued)

The Company closely monitors those securities where impairment concerns may exist by considering relevant facts and circumstances to evaluate whether the impairment of a security is other than temporary. Relevant facts and circumstances considered include (1) the length of time the fair value has been below cost; (2) the financial position and access to capital of the issuer, including the current and future impact of any specific events; and (3) for fixed maturity securities, the Company's intent to sell a security or whether it is more likely than not the Company will be required to sell the security before the recovery of its amortized cost basis. For asset-backed securities, several additional factors are taken into account, including cash flows, collateral sufficiency, liquidity, and economic conditions.

The following table provides a rollforward of credit losses recognized in earnings on fixed maturity securities still held for which a portion of the OTTI loss was recognized in OCI. The purpose of the table is to provide detail of (1) additions to bifurcated credit loss amounts recognized in net realized gains (losses) during the period and (2) decrements for previously recognized bifurcated credit losses where the loss is no longer bifurcated and/or there has been a positive change in expected cash flows or accretion of the bifurcated credit loss amount for the years ended:

	Year Ended December 31,		
	2020	2019	2018
	<i>(In Thousands)</i>		
Balance at beginning of period	\$ (1,634)	\$ (1,634)	\$ —
Credit losses for which an other-than-temporary impairment was not previously recognized	(9,862)	—	(1,634)
Additional credit loss impairments on securities previously impaired	(3,839)	—	—
Balance at end of period	\$ (15,335)	\$ (1,634)	\$ (1,634)

SBL Holdings, Inc. and Subsidiaries

Notes to Consolidated Financial Statements (continued)

2. Investments (continued)

Major categories of net investment income are summarized as follows for the years ended:

	Year Ended December 31,		
	2020	2019	2018
	<i>(In Thousands)</i>		
Interest on fixed maturity investments, available for sale	\$ 1,421,200	\$ 1,388,005	\$ 1,245,084
Interest on fixed maturity investments, trading	11,078	12,626	13,099
Interest on notes receivable from related parties	119,981	168,089	205,669
Dividends on equity securities at fair value	13,460	343	285
Interest on mortgage loans	100,633	118,208	151,268
Interest on policy loans	2,906	3,407	31,130
Interest on short-term investments	7,149	28,272	22,114
Interest income on cash & cash equivalents	9,359	31,165	10,816
Income on equity method accounting adjustments	149,739	7,722	7,489
Other	4,451	1,473	7,396
Total investment income	1,839,956	1,759,310	1,694,350
Less:			
Investment expenses	68,257	43,967	60,777
Ceded to reinsurer	11,108	12,629	13,099
Net investment income	\$ 1,760,591	\$ 1,702,714	\$ 1,620,474

Proceeds from sales of fixed maturity investments available for sale and realized gains and losses are as follows for the years ended:

	Year Ended December 31,		
	2020	2019	2018
	<i>(In Thousands)</i>		
Proceeds from sales	\$ 5,050,341	\$ 3,483,988	\$ 7,069,233
Gross realized gains	116,557	13,256	32,047
Gross realized losses	4,446	4,654	58,323

SBL Holdings, Inc. and Subsidiaries

Notes to Consolidated Financial Statements (continued)

2. Investments (continued)

Net realized/unrealized gains (losses), net of ceded reinsurance gains and associated amortization of DAC, DSI, and VOBA, consist of the following for the years ended:

	Year Ended December 31,		
	2020	2019	2018
	<i>(In Thousands)</i>		
Realized gains (losses), available for sale:			
Fixed maturity investments	\$ 116,696	\$ (8,178)	\$ (26,565)
Total realized gains (losses), available for sale	116,696	(8,178)	(26,565)
Realized gains (losses), other invested assets	(2,548)	54,640	3,230
Net realized/unrealized gains (losses), fixed maturity investments, trading and fair value option	8,144	13,169	(8,910)
Other realized/unrealized gains (losses):			
Foreign currency gains (losses)	63,293	19,425	(47,092)
Foreign exchange derivatives	(45,858)	(21,395)	66,245
Equity securities at fair value	10,125	(2,107)	(421)
Embedded derivative, funds withheld reinsurance	(8,633)	(13,031)	9,189
Other	(284)	130	(1,127)
Total other realized/unrealized gains (losses)	18,643	(16,978)	26,794
Net realized/unrealized gains (losses) before ceded reinsurance	140,935	42,653	(5,451)
Net ceded reinsurance (gains) losses	283	(146)	(228)
Net realized/unrealized gains (losses) before impairments	141,218	42,507	(5,679)
Impairments:			
OTTI of available for sale securities	(16,295)	—	(6,823)
Total impairments	(16,295)	—	(6,823)
Net realized/unrealized gains (losses)	\$ 124,923	\$ 42,507	\$ (12,502)

The Company recognized \$8.3 million of net unrealized gains and \$2.5 million of net unrealized losses on equity securities at fair value held at December 31, 2020 and 2019, respectively.

There were no outstanding agreements to sell securities at December 31, 2020.

At December 31, 2020 and 2019, the Company pledged securities with a market value of approximately \$158.1 million and \$147.8 million respectively, as collateral in relation to certain institutional products.

SBL Holdings, Inc. and Subsidiaries

Notes to Consolidated Financial Statements (continued)

2. Investments (continued)

At December 31, 2020 and 2019, the Company pledged securities with a market value of approximately \$216.1 million and \$218.1 million respectively, as collateral in relation to its reinsurance agreements (see Note 10).

At December 31, 2020 and 2019, available for sale bonds with a carrying value of \$4.0 million and \$3.8 million, respectively, were held in joint custody at various state insurance departments to comply with statutory regulations.

Mortgage Loans

Mortgage loans consist of commercial and residential mortgage loans. The Company evaluates risks inherent in the brick and mortar commercial mortgage loans based on the property's operational results supporting the loan. The Company also evaluates the risks inherent in its residential mortgage loan portfolio. The carrying amount of the Company's mortgage loan portfolio was as follows at December 31:

	December 31,	
	2020	2019
	<i>(In Thousands)</i>	
Commercial mortgage loans	\$ 1,228,974	\$ 1,540,901
Allowance for credit losses on commercial mortgage loans	(4,496)	—
Commercial mortgage loans, net of allowances	1,224,478	1,540,901
Residential mortgage loans	10,529	10,640
Total mortgage loans, net of allowances	\$ 1,235,007	\$ 1,551,541

The commercial mortgage loan portfolio consists primarily of non-recourse, fixed rate mortgages. The Company acquired \$415.4 million and sold no commercial mortgage loans during the year ended December 31, 2020. The Company acquired \$313.0 million and sold \$117.0 million commercial mortgage loans during the year ended December 31, 2019.

SBL Holdings, Inc. and Subsidiaries

Notes to Consolidated Financial Statements (continued)

2. Investments (continued)

The commercial mortgage loan portfolio is diversified by geographic region (all regions are within the United States, excluding foreign) and specific collateral property type as follows at December 31:

	2020		2019	
	Carrying Amount	Percent of Total	Carrying Amount	Percent of Total
	<i>(Dollars In Thousands)</i>			
Geographic distribution				
Pacific	\$ 515,140	41%	\$ 302,935	19%
South Atlantic	309,179	25	189,976	12
Middle Atlantic	188,540	15	45,376	3
Foreign	58,158	5	319,832	21
East North Central	44,821	4	41,884	3
West South Central	37,886	3	38,925	3
West North Central	32,297	3	561,732	36
Mountain	19,752	2	20,543	1
New England	9,887	1	10,448	1
East South Central	8,818	1	9,250	1
Total	\$ 1,224,478	100%	\$ 1,540,901	100%

	2020		2019	
	Carrying Amount	Percent of Total	Carrying Amount	Percent of Total
	<i>(Dollars In Thousands)</i>			
Property type distribution				
Office	\$ 432,898	36%	\$ 193,997	13%
Hotel/Motel	336,704	27	99,168	6
Apartments/Multifamily	157,104	13	426,534	28
Retail	128,151	10	123,674	8
Industrial	25,170	2	37,303	2
Other	144,451	12	660,225	43
Total	\$ 1,224,478	100%	\$ 1,540,901	100%

The Company actively monitors and manages its commercial mortgage loan portfolio. All commercial mortgage loans are analyzed regularly and substantially all are internally rated, based on the National Association of Insurance Commissioners (NAIC) – Risk-Based Capital’s Commercial Mortgage (CM) Rating. As the credit risk for commercial mortgage loans increases, the Company adjusts the CM Rating, per NAIC guidelines, downwards with loans in the

SBL Holdings, Inc. and Subsidiaries

Notes to Consolidated Financial Statements (continued)

2. Investments (continued)

category “CM4 and below” having the highest risk for credit loss. CM Ratings on commercial mortgage loans are updated at least annually and potentially more often for certain loans with material changes in collateral value or occupancy and for loans on an internal “watch list.”

Commercial mortgage loans that require more frequent and detailed attention than other loans in the portfolio are identified and placed on an internal “watch list.” Potential criteria that would indicate a possible problem are imbalances in ratios of loan to value or net operating income to debt service, major tenant vacancies or bankruptcies, borrower sponsorship problems, late payments, delinquent taxes and loan relief/restructuring requests.

The Company’s commercial mortgage loan portfolio, consisting of brick and mortar loans, by internal credit risk model was as follows at December 31:

	2020	2019
	<i>(In Thousands)</i>	
CM1	\$ 245,097	\$ 248,056
CM2	154,740	972,170
CM3	565,238	202,075
CM4 and Below	259,403	118,600
	\$ 1,224,478	\$ 1,540,901

Commercial and residential mortgage loans are placed on non-accrual status if the Company has concerns regarding the collectability of future payments or if a loan has matured without being paid off or extended. Factors considered may include conversations with the borrower, loss of major tenant, bankruptcy of the borrower or a major tenant, decreased property cash flows for commercial mortgage loans, or number of days past due for residential mortgage loans. Based on an assessment as to the collectability of the principal, a determination is made to apply any payments received either against the principal or according to the contractual terms of the loan. When a loan is placed on non-accrual status, the accrued unpaid interest receivable is reversed against interest income. Accrual of interest resumes after factors resulting in doubts about collectability have improved. At December 31, 2020 there was one commercial mortgage loan, with a carrying value of \$38.5 million, on non-accrual status. This loan was considered impaired, but a specific loan loss allowance was deemed not necessary. There were no mortgage loans on non-accrual status at December 31, 2019.

SBL Holdings, Inc. and Subsidiaries

Notes to Consolidated Financial Statements (continued)

3. Variable Interest Entities

Following is a discussion of the Company's interest in entities that meet the definition of a VIE.

Consolidated Variable Interest Entities

Collateralized Financing Entities

The Company invested in notes issued by collateralized financing entities (CFE) for which it was determined to be the primary beneficiary and therefore required to consolidate the CFE. The notes have contractual recourse only to the related assets of the CFE and are entitled to receive payments to the extent that payments are made on the underlying assets.

In consolidating the CFE, the notes were eliminated as an investment while the underlying assets of the CFE were recorded on the consolidated balance sheets as available for sale fixed maturity investments, as well as recording cash and other assets of the CFE. A liability is recorded for other noteholders' interests in the CFE, which is carried at amortized cost. There is no equity within the CFEs; therefore, the consolidation did not impact the Company's equity balances. If the Company were to liquidate, the assets of the CFE would not be available to its general creditors, and as a result, the Company does not consider those assets available for the benefit of its investors. However, the Company's investment in the notes would be available to its general creditors. Additionally, the other investors in the CFEs have no recourse to the Company's general assets for the debt issued by the CFEs. Therefore, such debt is not the Company's obligation.

The total assets of consolidated CFEs were \$242.5 million and \$1,180.5 million at December 31, 2020 and 2019, respectively. The total liabilities of consolidated CFEs were \$10.9 million and \$90.1 million at December 31, 2020 and 2019, respectively.

Real Estate Mortgage Investment Conduit

During 2016, the Company invested in pass through certificates of a Real Estate Mortgage Investment Conduit (REMIC) that held a commercial mortgage loan. The Company, together with its related parties, purchased more than 50% of all the outstanding certificates. The Company held the greatest share of the REMIC's outstanding certificates, and was therefore

SBL Holdings, Inc. and Subsidiaries

Notes to Consolidated Financial Statements (continued)

3. Variable Interest Entities (continued)

considered to be the primary beneficiary and, accordingly, consolidated the REMIC's financial statements.

During 2020, the Company sold its investment in the outstanding certificates of the REMIC and ceased to be the primary beneficiary of the REMIC. Therefore, the Company is no longer required to consolidate the underlying commercial mortgage loan, or liabilities associated with certificates owned by other investors, on the Company's consolidated balance sheets.

In consolidating the REMIC as of December 31, 2019, the purchased certificates were eliminated and the Company recorded the underlying commercial mortgage loan of the REMIC on the Company's consolidated balance sheets. The certificates owned by other investors were recorded as a liability on the Company's consolidated balance sheets, which is carried at amortized cost.

The total assets of the consolidated REMIC were \$531.2 million at December 31, 2019. The total liabilities of the consolidated REMIC were \$277.3 million at December 31, 2019.

Unconsolidated Variable Interest Entities

The Company does not need to consolidate investments in certain CFEs because it is not the primary beneficiary of the VIE. The total investment in these unconsolidated CFEs were \$6,689.7 million and \$6,600.6 million at December 31, 2020 and 2019, respectively, which is also the maximum exposure. Substantially all of the investments in unconsolidated CFEs were collateralized loan obligations at December 31, 2020 and 2019.

The Company has a variable interest in a number of joint ventures and partnerships, which were primarily formed for the purpose of purchasing private equity and fixed income securities, for which the Company is not the primary beneficiary. The Company's carrying amount of its investment in these VIEs reported in other invested assets on the consolidated balance sheets were \$961.0 million and \$544.1 million at December 31, 2020 and 2019, respectively, compared to its maximum exposure to loss of \$1,239.9 million and \$742.3 million at December 31, 2020 and 2019, respectively. The Company's maximum exposure to loss of these VIEs is based on existing investments in and additional commitments made to joint ventures and partnerships. Total carrying value of unconsolidated investments accounted for under the equity method of accounting amounted to \$746.0 million and \$328.4 million at December 31, 2020 and 2019, respectively. The carrying value of these unconsolidated investments accounted for under the

SBL Holdings, Inc. and Subsidiaries

Notes to Consolidated Financial Statements (continued)

3. Variable Interest Entities (continued)

measurement alternative under ASU 2016-01, *Financial Instruments-Overall: Recognition and Measurement of Financial Assets and Financial Liabilities* was \$215.7 million at December 31, 2020 and 2019.

In the normal course of its activities, the Company will invest in structured investments including VIEs for which it is not the investment manager. These structured investments typically invest in fixed income investments and are managed by third parties and include asset-backed securities, commercial mortgage-backed securities and residential mortgage-backed securities. The Company's maximum exposure to loss on these structured investments, both VIEs and non-VIEs, is limited to the amount of its investment. See Note 2 for details regarding the carrying amounts and classification of these assets. The Company has not provided material financial or other support to these structures that was not contractually required. The Company has determined that it is not the primary beneficiary of these structures due to the fact that it does not control these entities.

4. Derivative Instruments

The Company's overall risk management strategy includes the use of derivative financial instruments to minimize certain significant unplanned fluctuations in earnings associated with assets held and liabilities incurred or expected to be incurred. The Company's risk of loss exposure is typically limited to the fair value of the derivative financial instruments and not the notional or contractual amounts of the derivatives.

The Company recognizes all derivative financial instruments, such as swaps, currency forwards, call options and other embedded derivatives, on the consolidated balance sheets at fair value, with appropriate adjustments to fair value reflected in earnings, regardless of the purpose or intent for holding the instrument.

The Company sells fixed index deferred annuity contracts which credit interest based on a percentage of the gain in a specified market index. This index crediting feature is an embedded derivative. Most of the premium received is invested in investment grade fixed income securities, and a portion is used to purchase derivatives consisting of call options, futures, and swaps on the applicable indices to fund the index credits due to the index annuity policyholders. At the end of each indexed annuity's index term, which may be annually, bi-annually, or every five years, the market index used to compute the index credits is reset and a new call option, future, or swap is

SBL Holdings, Inc. and Subsidiaries

Notes to Consolidated Financial Statements (continued)

4. Derivative Instruments (continued)

purchased to fund the next index credit. The Company manages the cost of these purchases through the terms of the fixed index annuities, which permits it to change caps, spreads or participation rates subject to respective guaranteed minimums or maximums at the end of each policy's index term. By adjusting caps, spreads or participation rates, the Company can manage option costs except in cases where contractual features would prevent further modifications. Although the call options, futures, and swaps are designed to be effective hedges from an economic standpoint, the Company has not applied hedge accounting under ASC 815.

The call options are measured at fair value with the mark-to-market generally offsetting the change in the value of the embedded derivative within the product. These call options are highly correlated to the portfolio allocations of the policyholders, such that the Company is economically hedged with respect to index returns for the current reset period.

The Company has certain variable annuity guaranteed living benefit (GLB) products with GMWB and GMAB features that are embedded derivatives. Certain features of these guarantees have elements of both insurance benefits accounted for under ASC 944-40, *Financial Services – Insurance – Claim Costs and Liabilities for Future Policy Benefits*, and embedded derivatives accounted for under ASC 815 and ASC 820, *Fair Value Measurements* (ASC 820). The value of the embedded derivative reserve and the benefit reserve are calculated based on the specific characteristics of each GLB feature.

In addition, the Company is party to coinsurance with funds withheld reinsurance arrangement with Guggenheim Life and Annuity Company (GLAC), a related party prior to January 1, 2019, (see Note 10). Under ASC 815, the Company's reinsurance agreements contain an embedded derivative that requires bifurcation due to credit risks the reinsurer is assuming that are not clearly and closely related to the creditworthiness of the Company. The embedded derivative in the funds withheld reinsurance arrangement has characteristics similar to a total return swap, as the Company cedes the total return on a designated investment portfolio to the reinsurer. The reinsurer then assumes the risk associated with the interest credited to the policyholders on the policies covered by the agreements, which is relatively fixed. The value of the embedded derivative in the funds withheld reinsurance arrangement is equal to the value of the unrealized gain or loss on the designated investments.

SBL Holdings, Inc. and Subsidiaries

Notes to Consolidated Financial Statements (continued)

4. Derivative Instruments (continued)

The Company has entered into currency forwards, and had previously on occasion entered into currency swaps, that are contracts in which the Company agrees with other parties to deliver or receive a specified amount of an identified currency at a specified future date. Typically, the price is agreed upon at the time of the contract and payment for such a contract is made at the specified future date. The Company uses currency forwards to reduce market risks related to fluctuations in currency exchange rates with respect to investments or liabilities held and denominated in foreign currencies.

Effective July 1, 2020, the Company has elected hedge accounting under ASC 815 for certain foreign-currency-denominated available for sale securities (the Hedged Item). As of December 31, 2020, amortized cost of the Hedged Item designated and qualified as the Hedged Item in fair value hedges was \$846.9 million. Fair value of forward contracts designated as hedging instruments under ASC 815-20 was \$68.0 million as of December 31, 2020 and is included in other invested assets or other liabilities in the consolidated balance sheets. Change in fair value of the Hedged Item attributable to changes in foreign exchange rates, which was a \$61.3 million gain for the year ended December 31, 2020 was reclassified from OCI into net realized/unrealized gains (losses), excluding impairment losses on available for sale securities within the consolidated statement of operations. The change in the estimated fair value of the derivative related to the changes in the difference between the spot price and the forward price is excluded from the assessment of hedge effectiveness. The Company has elected to record changes in estimated fair value of excluded components in earnings.

The Company uses interest rate swaps to reduce market risks from changes in interest rates and to manage interest rate exposure arising from duration mismatches between assets and liabilities. In an interest rate swap, the Company agrees with counterparties to exchange, at specified intervals, the difference between fixed rate and floating rate interest amounts calculated by reference to an agreed upon notional amount.

The fair value of the commission assignment embedded derivative (see Note 1) is determined in accordance with ASC 820. The Company uses the income approach method defined in this standard, as market participants would likely use this approach in arriving at a transaction value.

Notional amounts are used to express the extent of the Company's involvement in derivative financial instruments and represent a standard measurement of the volume of the derivative activity. Notional amounts represent those amounts used to calculate contractual cash flows to be

SBL Holdings, Inc. and Subsidiaries

Notes to Consolidated Financial Statements (continued)

4. Derivative Instruments (continued)

exchanged and are not paid or received. Credit exposure represents the gross amount owed to the Company under the derivative contracts as of the valuation date. The maximum amount of economic loss due to the credit exposure is limited by the posting of collateral by the counterparties.

The notional amounts and fair value of the Company's call options, swaps, and currency forwards by counterparty as of December 31 are as follows:

Counterparty	Credit Rating (S&P)	Credit Rating (Moody's)	Notional Amount	2020	
				Fair Value	
				Assets	Liabilities
<i>(In Thousands)</i>					
Barclays Bank PLC	A	A1	\$ 1,447,288	\$ 58,429	\$ —
BNP Paribas	A +	Aa3	2,607,666	66,819	11
Bank of America, N.A.	A +	Aa2	806,848	22,502	—
Canadian Imperial Bank of Commerce	A +	Aa2	1,664,711	129,948	123,151
Citibank, N.A.	A +	Aa3	2,372,913	130,864	65,935
Goldman Sachs International	A +	A1	209,965	8,189	771
JPMorgan Chase Bank, N.A.	A +	Aa2	905,461	39,598	—
Merrill Lynch International	A +	N/A	240,590	4,922	—
Morgan Stanley & Co International PLC	A +	Aa3	3,107,601	132,920	2,126
Morgan Stanley Capital Services LLC	A +	Aa3	1,655,927	85,230	—
Natixis, SA	A +	A1	532,503	3,180	9,184
NatWest Markets PLC	A -	A3	356,876	625	12,541
Societe Generale	A	A1	194,967	5,054	—
UBS AG	A +	Aa3	838,211	28,743	—
Exchange Traded	N/A	N/A	2,284,500	71,575	1,410
			\$ 19,226,027	\$ 788,598	\$ 215,129

SBL Holdings, Inc. and Subsidiaries

Notes to Consolidated Financial Statements (continued)

4. Derivative Instruments (continued)

Counterparty	Credit Rating (S&P)	Credit Rating (Moody's)	2019	
			Notional Amount	Fair Value
<i>(In Thousands)</i>				
Barclays Bank PLC	A	A2	\$ 1,358,217	\$ 33,461
BNP Paribas	A +	Aa3	1,188,668	10,352
Bank of America, N.A.	A +	Aa3	374,941	8,432
Canadian Imperial Bank of Commerce	A +	Aa2	1,604,255	6,114
Citibank, N.A.	A +	Aa3	1,768,205	88,945
Goldman Sachs International	A +	A1	403,850	20,586
JPMorgan Chase Bank, N.A.	A +	Aa2	871,600	42,857
Merrill Lynch International	A +	N/A	344,990	5,983
Morgan Stanley & Co International PLC	A +	A1	3,015,265	111,099
Morgan Stanley Capital Services LLC	A +	A1	2,613,460	144,361
Natixis, SA	A +	A1	425,824	882
The Royal Bank of Scotland PLC	BBB +	Baa2	930,390	8,120
Societe Generale	A	A1	813,600	27,934
UBS AG	A +	Aa3	797,433	27,414
Exchange Traded	N/A	N/A	1,445,956	31,105
			<u>\$ 17,956,654</u>	<u>\$ 567,645</u>

Collateral posted by counterparties at December 31, 2020 and 2019, applicable to derivative instruments, was \$500.7 million and \$532.0 million, respectively, and is reflected on the consolidated balance sheets in cash and cash equivalents. This collateral is restricted as to its use. The obligation to repay the collateral is reflected on the consolidated balance sheets. The Company also maintains a margin account at its clearing broker applicable to exchange traded and cleared derivatives. At December 31, 2020 and 2019, the balance of this account was \$24.3 million and \$19.9 million, respectively, and is reflected on the consolidated balance sheets in other assets. In addition, the Company has entered into tri-party arrangements with counterparties, whereby collateral is posted to and held by a third party. At December 31, 2020 and 2019, non-cash collateral posted by the counterparties under the tri-party arrangements was \$5.0 million and \$6.4 million, respectively, which is not reflected on the consolidated balance sheets.

SBL Holdings, Inc. and Subsidiaries

Notes to Consolidated Financial Statements (continued)

4. Derivative Instruments (continued)

The estimated fair value of net derivatives after the application of master netting agreements and collateral were as follows:

December 31, 2020				
Gross Amounts Not Offset in the Consolidated Balance Sheet				
	Gross Amount Recognized	Derivative	Cash Collateral Received/Pledged	Net Amount
<i>(In Thousands)</i>				
Derivative asset	\$ 788,598	\$ (197,209)	\$ (500,673)	\$ 90,716
Derivative liabilities	215,129	(197,209)	(16,490)	1,430

December 31, 2019				
Gross Amounts Not Offset in the Consolidated Balance Sheet				
	Gross Amount Recognized	Derivative	Cash Collateral Received/Pledged	Net Amount
<i>(In Thousands)</i>				
Derivative asset	\$ 582,900	\$ —	\$ (531,970)	\$ 50,930

The gross amount recognized for derivative assets are reported in call options or other invested assets on the consolidated balance sheets. The gross amount recognized for derivative liabilities are reported in other liabilities on the consolidated balance sheets. The gross amounts of derivative assets and liabilities are not netted for presentation on the consolidated balance sheets. The derivative amount represents the amount of offsetting derivative assets or liabilities that are subject to an enforceable master netting agreement or similar agreement. The net amount primarily represents exposure from cleared derivatives.

SBL Holdings, Inc. and Subsidiaries

Notes to Consolidated Financial Statements (continued)

4. Derivative Instruments (continued)

The fair value of the Company's derivative financial instruments classified as assets and liabilities on the consolidated balance sheets as of December 31 is as follows:

	Derivative Asset		Derivative Liability		Balance reported in
	2020	2019	2020	2019	
	<i>(In Thousands)</i>				
Derivatives:					
Interest rate swaps and total return swaps	\$ 4,315	\$ 2,272	\$ 1,501	\$ —	Other invested assets and other liabilities
Call options	630,336	580,618	2,897	—	Call options and other liabilities
Currency forwards	153,886	—	210,451	15,255	Other invested assets and other liabilities
Futures	61	10	280	—	Other invested assets and other liabilities
Total derivative financial instruments	<u>\$ 788,598</u>	<u>\$ 582,900</u>	<u>\$ 215,129</u>	<u>\$ 15,255</u>	
Embedded derivatives:					
GMWB and GMAB reserves	\$ —	\$ —	\$ 12,169	\$ 10,863	Policy reserves and annuity account values
Fixed index annuity contracts	—	—	1,760,729	1,469,361	Policy reserves and annuity account values
Reinsurance contracts	—	—	19,692	11,073	Other liabilities
Commission assignment	12,721	17,669	—	—	Other assets
Total embedded derivative financial instruments	<u>\$ 12,721</u>	<u>\$ 17,669</u>	<u>\$ 1,792,590</u>	<u>\$ 1,491,297</u>	

The following table shows the change in the fair value of the derivative financial instruments, excluding fixed index annuity contracts, in the consolidated statements of operations for the years ended:

	Year Ended December 31,			Change of fair value reported in
	2020	2019	2018	
	<i>(In Thousands)</i>			
Derivatives:				
Call options	\$ 88,321	\$ 332,168	\$ (282,615)	
Futures	(1,313)	193	1,563	
Interest rate swaps and total return swaps	1,788	26,047	(3,635)	
Change in the fair value of options, futures and swaps	<u>\$ 88,796</u>	<u>\$ 358,408</u>	<u>\$ (284,687)</u>	Change in fair value of options, futures and swaps
Change in currency forwards and swaps	\$ (45,858)	\$ (21,395)	\$ 66,245	Change in net realized/unrealized gains (losses)
Embedded derivatives:				
GMWB and GMAB reserves	\$ 1,306	\$ 953	\$ (3,395)	Other benefits
Commission assignment	4,948	(1,912)	781	Other benefits
Total change in embedded derivative financial instruments	<u>\$ 6,254</u>	<u>\$ (959)</u>	<u>\$ (2,614)</u>	

SBL Holdings, Inc. and Subsidiaries

Notes to Consolidated Financial Statements (continued)

4. Derivative Instruments (continued)

The changes in fair value of fixed index annuity contracts embedded derivative and related benefits is comprised of the following:

	Year Ended December 31,			Change of fair value reported in
	2020	2019	2018	
	<i>(In Thousands)</i>			
Fixed index annuities - embedded derivatives (see Note 14)	\$ (115,673)	\$ 149,068	\$ (211,533)	Change in fixed index annuity embedded derivative and related benefits
Other changes in difference between policy benefit reserves computed using derivative accounting vs. long-duration contracts accounting	37,966	(45,142)	(213,722)	Change in fixed index annuity embedded derivative and related benefits
	\$ (77,707)	\$ 103,926	\$ (425,255)	

The amounts presented as “Other changes in difference between policy benefit reserves computed using derivative accounting vs. long-duration contracts accounting” represents the difference between policy benefit reserve change for fixed index annuities computed under the derivative accounting standard and the long-duration contracts accounting standard, less the change in fair value of our fixed index annuities embedded derivatives that is presented as Level 3 liabilities in Note 14.

SBL Holdings, Inc. and Subsidiaries

Notes to Consolidated Financial Statements (continued)

5. Deferred Policy Acquisition Costs

An analysis of the deferred policy acquisition cost asset balance is presented below for the years ended:

	Year Ended December 31,		
	2020	2019	2018
	<i>(In Thousands)</i>		
Balance at beginning of period	\$ 555,756	\$ 421,898	\$ 182,871
Cost deferred	446,911	285,441	258,726
Imputed interest	16,629	12,435	9,628
Amortized to expense	(178,655)	(130,377)	(77,571)
Effect of unrealized (gains) losses	(3,456)	(33,641)	48,244
Balance at end of period	\$ 837,185	\$ 555,756	\$ 421,898

6. Deferred Sales Inducement Costs

An analysis of the deferred sales inducement costs asset balance is presented below for the years ended:

	Year Ended December 31,		
	2020	2019	2018
	<i>(In Thousands)</i>		
Balance at beginning of period	\$ 208,316	\$ 150,601	\$ 76,387
Costs deferred	85,747	76,120	75,457
Imputed interest	4,564	3,666	3,099
Amortized to expense	(30,072)	(18,271)	(8,162)
Effect of unrealized (gains) losses	6,673	(3,800)	3,820
Balance at end of period	\$ 275,228	\$ 208,316	\$ 150,601

SBL Holdings, Inc. and Subsidiaries

Notes to Consolidated Financial Statements (continued)

7. Value of Business Acquired

The Company recorded VOBA that is being amortized in a similar manner to the deferred policy acquisition costs. An analysis of VOBA and associated amortization is presented below for the years ended:

	Year Ended December 31,		
	2020	2019	2018
	<i>(In Thousands)</i>		
Balance at beginning of period	\$ 1,308,682	\$ 1,576,198	\$ 1,601,293
Imputed interest	26,489	32,242	47,286
Amortized to expense	(178,509)	(230,940)	(173,258)
Effect of unrealized (gains) losses	10,321	(68,818)	100,877
Balance at end of period	<u>\$ 1,166,983</u>	<u>\$ 1,308,682</u>	<u>\$ 1,576,198</u>

The weighted average amortization period is 35 years for VOBA. The interest accrual rate utilized to calculate the accretion of interest was 1.99% for the year ended December 31, 2020, 2.17% for the year ended December 31, 2019, and 2.32% for the year ended December 31, 2018.

The estimated future amortization schedule for the next five years based on current assumptions is expected to be as follows (in thousands) for the year ending December 31:

2021	\$ 108,130
2022	93,829
2023	88,989
2024	86,051
2025	85,881

SBL Holdings, Inc. and Subsidiaries

Notes to Consolidated Financial Statements (continued)

8. Other Assets

Property and Equipment

The following is a summary of property and equipment at cost less accumulated depreciation for the years ended December 31:

	2020	2019
	<i>(In thousands)</i>	
Land and improvements	\$ 7,279	\$ 6,730
Building	51,723	51,723
Furniture	25	25
Data processing equipment	3	3
Computer software	3,124	2,604
	62,154	61,085
Less accumulated depreciation	(11,020)	(8,267)
Net property and equipment	\$ 51,134	\$ 52,818

Accumulated depreciation deducted from investment in real estate amounted to \$8.6 million and \$6.4 million at December 31, 2020 and 2019, respectively.

Airplane

In February 2013, SAILES 2, LLC (SAILES) acquired an airplane for other investment purposes. SAILES leases the airplane under an operating lease that expires on February 28, 2025. The asset is depreciated on a straight-line method over 25 years which approximates its estimated productive life and is included in other invested assets on the consolidated balance sheets.

As a result of the Pandemic, in May 2020, SAILES entered into a Rent Postponement Agreement (the Agreement) with the lessor which reduced lease payments in September, October and November 2020, deferring the remainder of those payments until 2021. In December 2020, normally scheduled lease payments resumed. The deferred lease payments will be repaid from January to June 2021 in six installments, together with the normal lease payments. The lessor is obligated to pay interest on the deferred lease payments together with each installment. The Company determined that the Agreement was not a change in the provisions of the lease.

SBL Holdings, Inc. and Subsidiaries

Notes to Consolidated Financial Statements (continued)

8. Other Assets (continued)

The following is a summary of the asset held at cost less accumulated depreciation as of December 31:

	2020	2019
	<i>(In thousands)</i>	
Airplane	\$ 124,644	\$ 124,644
Less accumulated depreciation	(20,299)	(15,103)
	\$ 104,345	\$ 109,541

The asset is included in other invested assets on the consolidated balance sheets.

Depreciation on the asset for each of the years ended December 31, 2020, 2019 and 2018, was \$5.2 million and is included in commissions and other operating expenses in the consolidated statements of operations.

Business-Owned Life Insurance

The Company has invested in business-owned life insurance. The investment is carried in other assets on the consolidated balance sheets at net policy value of \$23.2 million and \$22.2 million at December 31, 2020 and 2019, respectively, with the change in net policy value recorded in other revenue of \$1.0 million, \$0.5 million, and \$1.1 million for the years ended December 31, 2020 and 2019 and 2018, respectively.

Company-Owned Life Insurance

The Company has invested in company-owned life insurance. The investment is carried in other assets at net policy value of \$43.6 million and \$35.9 million at December 31, 2020 and 2019, respectively, with the change in net policy value recorded as a decrease in other benefits of \$7.7 million, \$5.8 million and \$1.6 million for the years ended December 31, 2020, 2019 and 2018, respectively.

SBL Holdings, Inc. and Subsidiaries

Notes to Consolidated Financial Statements (continued)

9. Other Comprehensive Income (Loss)

The components of other comprehensive income (loss) are as follows:

	Pretax	Tax	After-Tax
	<i>(In Thousands)</i>		
Other comprehensive income (loss) for the year ended December 31, 2018			
Unrealized gains (losses) on available for sale securities	\$ (633,741)	\$ 132,762	\$ (500,979)
Foreign exchange adjustments on available for sale and equity method investments	(6,678)	1,402	(5,276)
Reclassification adjustment for gains (losses) included in net income	(26,565)	5,554	(21,011)
OTTI losses recognized in earnings and other comprehensive income (loss)	6,823	(1,433)	5,390
Net effect of unrealized gains and losses on:			
DAC, DSI, and VOBA	152,941	(32,118)	120,823
Policy reserves and annuity account values	143,025	(30,035)	112,990
Total other comprehensive income (loss) for the year ended December 31, 2018	\$ (364,195)	\$ 76,132	\$ (288,063)
Other comprehensive income (loss) for the year ended December 31, 2019			
Unrealized gains (losses) on available for sale securities	\$ 476,286	\$ (100,020)	\$ 376,266
Foreign exchange adjustments on available for sale and equity method investments	20,297	(4,262)	16,035
Reclassification adjustment for gains (losses) included in net income	(8,178)	1,717	(6,461)
Net effect of unrealized gains and losses on:			
DAC, DSI, and VOBA	(106,259)	22,314	(83,945)
Policy reserves and annuity account values	(128,121)	26,905	(101,216)
Total other comprehensive income (loss) for the year ended December 31, 2019	\$ 254,025	\$ (53,346)	\$ 200,679
Other comprehensive income (loss) for the year ended December 31, 2020			
Unrealized gains (losses) on available for sale securities	\$ (123,589)	\$ 25,954	\$ (97,635)
Foreign exchange adjustments on available for sale and equity method investments	(7,558)	1,587	(5,971)
Reclassification adjustment for gains (losses) included in net income	116,696	(24,507)	92,189
OTTI losses recognized in earnings and other comprehensive income (loss)	16,295	(3,422)	12,873
Net effect of unrealized gains and losses on:			
DAC, DSI, and VOBA	13,538	(2,843)	10,695
Policy reserves and annuity account values	77,038	(16,178)	60,860
Total other comprehensive income (loss) for the year ended December 31, 2020	\$ 92,420	\$ (19,409)	\$ 73,011

SBL Holdings, Inc. and Subsidiaries

Notes to Consolidated Financial Statements (continued)

9. Other Comprehensive Income (Loss) (continued)

Accumulated Other Comprehensive Income

	Foreign Exchange Adjustment	Unrealized Gains (Losses) on available for sale Securities	Total Other Comprehensive Income (Loss)
	<i>(In Thousands)</i>		
Accumulated other comprehensive income (loss) at January 1, 2018	\$ 2,585	\$ 105,809	\$ 125,195
Other comprehensive income (loss) before reclassifications	(5,276)	(267,166)	(272,442)
Amounts reclassified from accumulated other comprehensive income (loss) ⁽¹⁾	—	(15,621)	(15,621)
Comprehensive income (loss)	(5,276)	(282,787)	(288,063)
Change in accounting principle	—	866	866
Accumulated other comprehensive income (loss) at December 31, 2018	(2,691)	(176,112)	(162,002)
Other comprehensive income (loss) before reclassifications	16,035	191,105	207,140
Amounts reclassified from accumulated other comprehensive income (loss) ⁽¹⁾	—	(6,461)	(6,461)
Accumulated other comprehensive income (loss) at December 31, 2019	13,344	8,532	38,677
Other comprehensive income (loss) before reclassifications	(5,971)	(26,080)	(32,051)
Amounts reclassified from accumulated other comprehensive income (loss) ⁽¹⁾	—	105,062	105,062
Accumulated other comprehensive income (loss) at December 31, 2020	\$ 7,373	\$ 87,514	\$ 111,688

⁽¹⁾ The amounts reclassified from accumulated other comprehensive income (loss) for unrealized gains (losses) on available for sale securities are included in net realized/unrealized gains (losses) and income tax expense in the consolidated statements of operations.

SBL Holdings, Inc. and Subsidiaries

Notes to Consolidated Financial Statements (continued)

10. Reinsurance

Principal reinsurance assumed transactions are summarized as follows for the years ended:

	Year Ended December 31,		
	2020	2019	2018
	<i>(In Thousands)</i>		
Reinsurance assumed:			
Premiums received	\$ 12,978	\$ 11,622	\$ 13,920
Commissions paid	\$ 2,310	\$ 2,216	\$ 2,365
Claims paid	\$ 6,424	\$ 7,488	\$ 6,361
Surrenders paid	\$ 56,186	\$ 64,194	\$ 78,536

Principal reinsurance ceded transactions are summarized as follows for the years ended:

	Year Ended December 31,		
	2020	2019	2018
	<i>(In Thousands)</i>		
Reinsurance ceded:			
Premiums paid	\$ 56,808	\$ 63,476	\$ 70,423
Commissions received	\$ 2,265	\$ 3,320	\$ 3,652
Claim recoveries	\$ 63,382	\$ 66,067	\$ 74,843
Surrenders recovered	\$ 125,550	\$ 191,265	\$ 274,699

At December 31, 2020 and 2019, the Company has reinsurance recoverable receivables totaling \$2,002.2 million and \$2,058.1 million, respectively, for reserve credits, reinsurance claims, and other receivables from its reinsurers.

The Company has ceded to GLAC reserves of \$582.6 million and \$592.8 million as of December 31, 2020 and 2019, respectively. This includes reserves of \$104.7 million and \$107.7 million as of December 31, 2020 and 2019, respectively, assumed by the Company from an unrelated party and ceded to GLAC. These ceded reserves are recorded in policy reserve liability on the consolidated balance sheets, with the corresponding recoverable amount recorded in reinsurance recoverable on the consolidated balance sheets.

SBL Holdings, Inc. and Subsidiaries

Notes to Consolidated Financial Statements (continued)

10. Reinsurance (continued)

As of December 31, 2020 and 2019, the value of the Company's funds withheld liability under all its reinsurance agreements was \$357.4 million and \$329.2 million, respectively, which is substantially related to GLAC.

As of December 31, 2020 and 2019, the Company had \$1,062.6 million and \$1,129.6 million, respectively, of reserves that were uncollateralized by the reinsurer.

Life insurance in force ceded at December 31, 2020 and 2019, was \$1,983.6 million and \$2,083.5 million, respectively. Life reserves ceded at December 31, 2020 and 2019 was \$571.3 million and \$569.5 million, respectively.

Through its consolidated captive reinsurance subsidiary, the Company entered into an excess of loss reinsurance agreement with a third-party US based reinsurance company. This excess of loss agreement covers fixed index annuities with a GLWB that are issued in 2018 through 2020. Under this excess of loss agreement, if those annuity holders continue to make lifetime withdrawals beyond certain dollar thresholds within the excess of loss coverage period (22-24 years), the third-party reinsurance company will reimburse the Company for those benefit payments. The Company did not reduce any policy or annuity reserve liability as a result of this excess of loss agreement.

11. Insurance Liabilities

The major components of policy reserves and annuity account values on the consolidated balance sheets are summarized as follows as of December 31:

	2020	2019
	<i>(In Thousands)</i>	
Liabilities for investment-type insurance contracts:		
Liabilities for individual annuities	\$ 31,640,260	\$ 28,001,294
Funding agreements	511,438	495,805
Other investment-type insurance contracts	1,731	1,529
Total liabilities for investment-type insurance contracts	32,153,429	28,498,628
Life and other reserves	2,049,764	2,102,914
Total policy reserves and annuity account values	\$ 34,203,193	\$ 30,601,542

SBL Holdings, Inc. and Subsidiaries

Notes to Consolidated Financial Statements (continued)

11. Insurance Liabilities (continued)

General account funding agreements

The Company issued general account funding agreements to certain related parties (the related parties ceased to be considered related as of January 1, 2019) of \$511.4 million and \$495.8 million at December 31, 2020 and 2019, respectively, which are classified as investment-type contracts. These liabilities consist of floating interest rate and fixed interest rate contracts. These agreements have call provisions that give the holder of the funding agreements the right to require the funding agreement be redeemed by the Company if certain adverse conditions occur.

Separate account funding agreements

The Company issued separate account funding agreements to certain related parties whereby the contract holders elect to invest in various investment options offered under the policy. As of December 31, 2020 and 2019, separate account investments funded through these agreements were \$1,866.5 million and \$2,059.6 million, respectively, and are reported in separate account assets and liabilities on the consolidated balance sheets. Investment income and gains or losses arising from the investments in the separate account funding agreements accrue directly to the contract holders and, therefore, are not included in investment income in the accompanying consolidated statements of operations. Revenues to the Company from the separate account funding agreements consist primarily of administrative fees assessed at the time the funding agreement was issued.

The following is a summary of the account values and net amount at risk, net of reinsurance, for fixed index annuity contracts with GMDB invested in the general account as of December 31:

	2020			2019		
	Account Value	Net Amount at Risk	Weighted-Average Attained Age	Account Value	Net Amount at Risk	Weighted-Average Attained Age
	<i>(Dollars in Millions)</i>					
Rollup GMDB	\$ 607	\$ 202	76	\$ 644	\$ 184	74

The determination of GLWB and GMDB guarantees on fixed index annuities is based on models that involve a range of scenarios and assumptions, including those regarding expected market

SBL Holdings, Inc. and Subsidiaries

Notes to Consolidated Financial Statements (continued)

11. Insurance Liabilities (continued)

rates of return and volatility, contract surrender rates, and mortality experience. The Company holds reserves for the GLWB and GMDB guarantees on the fixed index annuity contract holders.

As of December 31, 2020 and 2019, the reserve liability for the GLWB guarantee on fixed index annuities was \$2,383.6 million and \$1,939.2 million, respectively, and the reserve liability for the GMDB guarantee on fixed index annuities was \$37.5 million and \$34.6 million, respectively. These reserve liabilities are included in policy reserves and annuity account values.

The following is a summary of the account values and net amount at risk, net of reinsurance, for variable annuity contracts with GMDB invested in both general and separate accounts as of December 31:

	2020			2019		
	Account Value	Net Amount at Risk	Weighted-Average Attained Age	Account Value	Net Amount at Risk	Weighted-Average Attained Age
	<i>(Dollars in Millions)</i>					
Return of premium	\$ 1,484	\$ 11	66	\$ 1,446	\$ 11	65
Reset	153	—	60	140	—	60
Roll-up	110	43	72	109	47	71
Step-up	3,971	32	69	3,822	27	69
Combo	88	13	75	86	16	75
Subtotal	<u>5,806</u>	<u>99</u>	<u>68</u>	<u>5,603</u>	<u>101</u>	<u>68</u>
Enhanced	4	—	71	4	—	71
Total GMDB	<u>\$ 5,810</u>	<u>\$ 99</u>	<u>68</u>	<u>\$ 5,607</u>	<u>\$ 101</u>	<u>68</u>

The determination of the GMDB and GMIB guarantees on variable annuities is based on models that involve a range of scenarios and assumptions, including those regarding expected market rates of return and volatility, contract surrender rates, and mortality experience. The Company holds reserves and embedded derivatives for GMDB, GMIB, GMWB, and GMAB guarantees it provides for the benefit of variable annuity contract holders. The reserve liability for GMDBs on variable annuity contracts reflected on the consolidated balance sheets as of December 31, 2020 and 2019 was \$12.7 million and \$12.5 million, respectively. The reserve liability for GMIBs on variable annuity contracts reflected on the consolidated balance sheets as of December 31, 2020 and 2019 was \$19.2 million and \$17.3 million, respectively. The embedded derivative for GMWBs and GMABs on variable annuity contracts reflected on the consolidated balance sheets as of December 31, 2020 and 2019 was \$8.8 million and \$7.5 million, respectively. These liabilities are included in policy reserves and annuity account values.

SBL Holdings, Inc. and Subsidiaries

Notes to Consolidated Financial Statements (continued)

11. Insurance Liabilities (continued)

The components of index credits and interest credited to account balances are summarized as follows:

	Year Ended December 31,		
	2020	2019	2018
	<i>(In Thousands)</i>		
Index credits	\$ 300,965	\$ 344,145	\$ 480,036
Interest credited to account balances	295,479	296,874	255,690
	\$ 596,444	\$ 641,019	\$ 735,726

12. Income Taxes

The Company in 2018 and 2019 was a disregarded entity under the provisions of the Internal Revenue Code (IRC), but elected to reflect the effect of federal and state income taxes of it and its subsidiaries in the financial statements as if it were not a disregarded entity. In 2020, the Company converted from a limited liability company to a corporation under Kansas law. The conversion did not impact the reflection of the Company's taxes in the financial statement.

The Company is included in a consolidated Non-Life/Life federal income tax return filed by SBC. The Company is no longer subject to U.S. federal and state examinations by tax authorities for the years before 2013. The Internal Revenue Service is currently examining the Company's federal tax returns for tax years 2013 through 2018.

Under a tax sharing agreement between SBC and certain of its related parties, SBC allocates income tax expenses and benefits to companies in the group generally based upon pro rata contribution of taxable income or operating losses. Through the tax sharing agreement with SBC, the Company had a receivable from SBC of \$41.6 million and \$19.6 million at December 31, 2020 and 2019, respectively, for taxes, which is included in other liabilities/assets on the consolidated balance sheets.

The Company's subsidiary, Sixth Avenue Reinsurance Company (SARC), has a separate tax sharing agreement with SBC. Under the separate tax sharing agreement, SARC's losses are benefited only to the extent SARC could otherwise utilize the losses on a stand-alone basis.

SBL Holdings, Inc. and Subsidiaries

Notes to Consolidated Financial Statements (continued)

12. Income Taxes (continued)

The provision for income taxes includes current federal and state income tax expense or benefit and deferred income tax expense or benefit due to temporary differences between the financial reporting and income tax bases of assets and liabilities.

As of December 31, 2020 and 2019, the Company had no gross unrecognized tax benefits. The Company recognizes interest and penalties related to unrecognized tax benefits in interest expense as a component of operating expenses in the consolidated statements of operations. The Company recorded no interest expense for unrecognized tax benefits for the years ended December 31, 2020 and 2019.

Income tax expense consists of the following for the years ended:

	Year Ended December 31,		
	2020	2019	2018
	<i>(In Thousands)</i>		
Current income tax expense	\$ 118,752	\$ 183,323	\$ 57,733
Deferred income tax (benefit) expense	(8,967)	(60,878)	402
Income tax expense	\$ 109,785	\$ 122,445	\$ 58,135

From a tax return perspective, the Company has \$163.5 million of net operating loss carryforwards (NOLs) subject to IRC Section 382 (Section 382). Under Section 382, the Company's use of these NOLs is limited to \$12.0 million per year.

The Company's deferred tax asset position includes \$598.3 million of federal net operating loss carryforwards, which have no expiration date. Of this amount, \$560.0 million of the NOL is related to SARC losses.

Additionally, the Company has state NOLs in the amount of \$58.1 million which expire starting in 2029. The Company believes it will be able to utilize the tax benefits associated with these NOLs.

SBL Holdings, Inc. and Subsidiaries

Notes to Consolidated Financial Statements (continued)

12. Income Taxes (continued)

The differences between reported income tax expense and the results from applying the statutory federal rate to income before income tax expense are as follows for the years ended:

	Year Ended December 31,		
	2020	2019	2018
	<i>(In Thousands)</i>		
Federal income tax expense computed at statutory rate	\$ 115,321	\$ 126,721	\$ 85,733
Increases (decreases) in taxes resulting from:			
Tax exempt interest	(352)	(192)	(535)
Dividends received deduction	(2,587)	(2,313)	(2,011)
Tax rate differential	—	—	(21,811)
Prior period adjustments	(1,474)	2,832	385
Other	(1,123)	(4,603)	(3,626)
Income tax expense	\$ 109,785	\$ 122,445	\$ 58,135

“Other” in the above table includes state income taxes, nondeductible meals and entertainment, nondeductible dues and penalties, and other miscellaneous differences and adjustments.

SBL Holdings, Inc. and Subsidiaries

Notes to Consolidated Financial Statements (continued)

12. Income Taxes (continued)

Net deferred income tax assets and liabilities consist of the following as of December 31:

	2020	2019
	<i>(In Thousands)</i>	
Deferred income tax assets:		
Future policy benefits	\$ 412,312	\$ 410,798
Credit carryover	8,666	8,666
Rider fee	10,948	10,407
Net operating loss carryforward	126,456	93,340
Other	30,513	7,094
Total deferred income tax assets	588,895	530,305
Deferred income tax liabilities:		
Net unrealized gain on derivatives	78,453	62,259
Deferred policy acquisition costs and deferred sales inducements	201,974	131,527
Net unrealized capital gain on investments	14,931	14,543
Investments	8,261	764
Value of business acquired	242,899	274,823
Depreciation	28,194	29,249
Commission accrual	3,510	4,413
Other	11,552	3,165
Total deferred income tax liabilities	589,774	520,743
Net deferred income tax asset (liability)	\$ (879)	\$ 9,562

The oldest credit carryover will expire in 2031 and relates to general business credits.

The Company assesses the available positive and negative evidence surrounding the recoverability of the deferred income tax assets and applies its judgment in estimating the amount of valuation allowance necessary under the circumstances. The Company did not record a valuation allowance on deferred tax assets as of December 31, 2020 and 2019.

13. Goodwill

As of December 31, 2020 and 2019, the Company had a carrying value of goodwill of \$99.0 million. Impairment of goodwill is evaluated annually for SBLIC and FSBL. As a result of the December 31, 2020 and 2019 annual impairment test, the Company determined that the carrying value of goodwill did not exceed the fair value of SBLIC or FSBL; therefore, no amounts were impaired.

SBL Holdings, Inc. and Subsidiaries

Notes to Consolidated Financial Statements (continued)

14. Fair Value Measurements

Fair Value Hierarchy

In accordance with ASC 820, the Company groups its financial assets and liabilities measured at fair value in three levels based on the inputs and assumptions used to determine the fair value. The levels are as follows:

Level 1 – Valuations are based upon unadjusted quoted prices for identical instruments traded in active markets.

Level 2 – Valuations are based upon quoted prices for similar instruments in active markets, quoted prices for identical or similar instruments in markets that are not active, model-based valuation techniques for which significant assumptions are observable in the market, and option pricing models using inputs observable in the market.

Level 3 – Valuations are generated from techniques that use significant assumptions not observable in the market. These unobservable assumptions reflect the Company's assumptions that market participants would use in pricing the asset or liability. Valuation techniques include discounted cash flow models, spread-based models, and similar techniques, using the best information available in the circumstances.

Determination of Fair Value

Under ASC 820, the Company bases fair values on the price that would be received to sell an asset (exit price) or paid to transfer a liability in an orderly transaction between market participants at the measurement date. It is the Company's policy to maximize the use of observable inputs and minimize the use of unobservable inputs when developing fair value measurements, in accordance with the fair value hierarchy in ASC 820.

Cash equivalents

Cash equivalents include highly liquid securities with an original maturity of 90 days or less and money market accounts. The cash equivalents based on quoted market prices are included in Level 1 assets. When quoted prices are not available, the Company utilizes an independent pricing service, and includes those cash equivalents in Level 2 assets.

SBL Holdings, Inc. and Subsidiaries

Notes to Consolidated Financial Statements (continued)

14. Fair Value Measurements (continued)

Fixed maturity investments

The fair values of fixed maturity securities in an active and orderly market are largely determined by utilizing third party pricing services. The Company has regular interactions with pricing services and its investment advisors to understand the pricing methodologies used and to confirm the prices are utilizing observable inputs. The pricing methodologies will vary based on the asset class and include inputs such as estimated cash flows, reported trades, broker quotes, credit quality, industry and economic events. Fixed maturity investments with fair values obtained from pricing services, applicable market indices, or internal models with substantially observable inputs are included in Level 2.

The Company will obtain a broker quote or utilize an internal pricing model specific to the asset utilizing unobservable relevant inputs if the Company is not able to utilize observable inputs. These assets are included in Level 3.

Equity securities

Fair values of equity securities are determined using quoted prices in active markets for identical assets when available, which are included in Level 1. When quoted prices are not available, the Company utilizes internal valuation methodologies appropriate for the specific asset that use observable inputs such as underlying share prices; therefore, the assets are included in Level 2. Fair values might also be determined using broker quotes or through the use of internal models or analysis that incorporates significant assumptions deemed appropriate given the circumstances and consistent with what other market participants would use when pricing such securities. These assets are included in Level 3.

Short-term investments

Fair values of short-term investments are determined using broker quotes or through the use of internal models or analysis that incorporate significant assumptions deemed appropriate given the circumstances and consistent with what other market participants would use when pricing such investments. These assets are included in Levels 2 or 3, depending on the observability of the inputs.

SBL Holdings, Inc. and Subsidiaries

Notes to Consolidated Financial Statements (continued)

14. Fair Value Measurements (continued)

Call options, currency forwards, swaps, and futures

Certain fair values of call options are valued with models that use market observable inputs, which are included in Level 2. Currency forwards with fair values obtained from pricing services with substantially observable inputs are included in Level 2. Swaps with fair values obtained from counterparties with substantially observable inputs are included in Level 2. Futures, swaps, and call options with fair values obtained from unadjusted quoted prices for identical instruments traded in active markets are included in Level 1.

Separate account assets

Separate account assets include equity securities, investments in notes receivable and investments in partnerships. The fair value of the equity securities within the separate accounts is determined using quoted prices in active markets for identical assets and is reflected in Level 1. The fair value of the investments in private notes within the separate accounts was determined using internal pricing models using inputs unobservable in the market. The fair value for partnerships within the separate accounts was determined through the use of an external third party pricing specialist through the use of the market approach, income approach, and underlying assets approach. The investments in private notes and partnerships are reflected in Level 3.

Reinsurance derivative asset/liability

The fair value of the reinsurance derivative is estimated based on the fair value of the assets supporting the funds withheld reinsurance liability under the coinsurance funds withheld arrangement or based on the fair value of the investment contract guarantee embedded derivative. These assets/liabilities are included in Level 3.

Embedded derivatives – commission assignment

The fair value of the commission assignment embedded derivatives is determined by comparing the current period updated actuarial projected future cash flows, discounted to present value, to the amortized cost of the base level commission payments on the reporting date. The main variables considered in the actuarial projected future cash flows include: (i) policies that remain in-force; (ii) persistency expectations; (iii) expected future cash flows related to the level commission payments; and (iv) discount rate. These assets are included in Level 3.

SBL Holdings, Inc. and Subsidiaries

Notes to Consolidated Financial Statements (continued)

14. Fair Value Measurements (continued)

Embedded derivatives – GMWB and GMAB reserves

The Company records guarantees for variable annuity contracts containing guaranteed riders for GMABs and GMWBs as derivative instruments. The fair value of the obligation is calculated based on unobservable inputs with actuarial and capital market assumptions related to the projected cash flows, including benefits and related contract charges, over the anticipated life of the related contracts. The cash flow estimates are produced using stochastic techniques under a variety of market returns scenarios and other assumptions. These liabilities are included in Level 3.

Embedded derivatives – fixed index annuity contracts

Fair values of the Company's embedded derivative component of the fixed index annuity policy liabilities are determined by (i) projecting policy contract values and minimum guaranteed contract values over the expected lives of the contracts and (ii) discounting the excess of the projected contract value amounts at the applicable risk-free interest rates adjusted for the nonperformance risk related to those liabilities. The projections of policy contract values are based on the Company's best estimate assumptions for future policy growth and future policy decrements. The Company's best estimate assumptions for future policy growth include assumptions for the expected index credit on the next policy anniversary date derived from the fair values of the underlying call options purchased to fund such index credits and the expected costs of call options the Company will purchase in the future to fund index credits beyond the next policy anniversary. The projections of minimum guaranteed contract values include the same best estimate assumptions for policy decrements as were used to project policy contract values. These liabilities are included in Level 3.

One of the Company's fixed index annuity products has an embedded derivative feature that returns GLWB rider charges in excess of index credits over a five year period. The guarantee is reset on each fifth policy anniversary while in the accumulation phase. The fair value of the policy's embedded derivative is determined using the mean present value of a risk-neutral stochastic projection of the account value. Discount rates are projected risk-free rates plus the Company's own credit spread margin. These liabilities are included in Level 3.

SBL Holdings, Inc. and Subsidiaries

Notes to Consolidated Financial Statements (continued)

14. Fair Value Measurements (continued)

Assets and Liabilities Measured and Reported at Fair Value

The following table presents categories measured at fair value on a recurring basis:

	December 31, 2020			
	Fair Value	Fair Value Hierarchy Level		
		Level 1	Level 2	Level 3
	<i>(In Thousands)</i>			
Assets:				
Cash equivalents	\$ 39,374	\$ 38,123	\$ 1,251	\$ —
Fixed maturity investments:				
U.S. Treasury securities and other U.S. government corporations and agencies	104,947	—	104,947	—
Obligations of government-sponsored enterprises	270,981	—	270,981	—
Corporate	12,761,755	—	2,079,878	10,681,877
Obligations of foreign governments	560	—	560	—
Municipal obligations	105,641	—	95,850	9,791
Commercial mortgage-backed	144,795	—	137,802	6,993
Residential mortgage-backed	23,404	—	23,404	—
Collateralized debt obligations	8,079	—	8,079	—
Collateralized loan obligations	12,604,210	—	11,621,369	982,841
Redeemable preferred stock	371,616	—	2,212	369,404
Other asset backed	3,168,100	—	1,157,791	2,010,309
Total fixed maturity investments	29,564,088	—	15,502,873	14,061,215
Equity securities:				
Consumer	94,621	69,120	25,000	501
Mutual funds	4,395	4,395	—	—
Preferred stocks	252,412	—	47,691	204,721
Total equity securities	351,428	73,515	72,691	205,222
Short-term investments	5,346	—	—	5,346
Call options	630,336	69,725	560,611	—
Currency forwards and swaps	153,886	—	153,886	—
Interest rate swaps and total return swaps	4,314	1,791	2,523	—
Futures	61	61	—	—
Commission assignment derivative asset	12,721	—	—	12,721
Separate account assets	5,539,060	3,672,560	—	1,866,500
Total assets	\$ 36,300,614	\$ 3,855,775	\$ 16,293,835	\$ 16,151,004
Liabilities:				
Call options	\$ 2,897	\$ —	\$ 2,897	\$ —
Currency forwards and swaps	210,451	—	210,451	—
Interest rate swaps and total return swaps	1,501	1,130	371	—
Futures	280	280	—	—
Derivatives and embedded derivatives:				
GMWB and GMAB reserves	12,169	—	—	12,169
Reinsurance derivative liability	19,692	—	—	19,692
Fixed index annuity contracts	1,760,729	—	—	1,760,729
Total liabilities	\$ 1,792,590	\$ —	\$ —	\$ 1,792,590

SBL Holdings, Inc. and Subsidiaries

Notes to Consolidated Financial Statements (continued)

14. Fair Value Measurements (continued)

	December 31, 2019			
	Fair Value	Fair Value Hierarchy Level		
		Level 1	Level 2	Level 3
<i>(In Thousands)</i>				
Assets:				
Cash equivalents	\$ 1,768,623	\$ 1,582,481	\$ 186,142	\$ —
Fixed maturity investments:				
U.S. Treasury securities and other U.S. government corporations and agencies				
	140,328	—	140,328	—
Obligations of government-sponsored enterprises	331,402	—	331,402	—
Corporate	11,041,480	—	3,502,492	7,538,988
Obligations of foreign governments	35	—	35	—
Municipal obligations	135,505	—	135,505	—
Commercial mortgage-backed	147,838	—	144,604	3,234
Residential mortgage-backed	38,819	—	33,838	4,981
Collateralized debt obligations	9,303	—	9,303	—
Collateralized loan obligations	10,073,927	—	8,814,150	1,259,777
Redeemable preferred stock	93,736	—	2,186	91,550
Other asset backed	3,334,529	—	1,757,540	1,576,989
Total fixed maturity investments	25,346,902	—	14,871,383	10,475,519
Equity securities:				
Consumer	9,600	9,600	—	—
Mutual funds	4,176	4,176	—	—
Preferred stocks	15,297	—	15,297	—
Total equity securities	29,073	13,776	15,297	—
Short-term investments	2,400	—	125	2,275
Call options	580,618	30,424	550,194	—
Interest rate swaps and total return swaps	2,272	372	1,900	—
Futures	10	10	—	—
Commission assignment derivative asset	17,669	—	—	17,669
Separate account assets	5,570,880	3,511,280	—	2,059,600
Total assets	\$ 33,318,447	\$ 5,138,343	\$ 15,625,041	\$ 12,555,063
Liabilities:				
Derivatives and embedded derivatives:				
GMWB and GMAB reserves	\$ 10,863	\$ —	\$ —	\$ 10,863
Currency forwards and swaps	15,255	—	15,255	—
Reinsurance derivative liability	11,073	—	—	11,073
Fixed index annuity contracts	1,469,361	—	—	1,469,361
Total liabilities	\$ 1,506,552	\$ —	\$ 15,255	\$ 1,491,297

SBL Holdings, Inc. and Subsidiaries

Notes to Consolidated Financial Statements (continued)

14. Fair Value Measurements (continued)

Changes in Level 3 Fair Value Measurements

The detail of the Level 3 purchases and issuances for the year ended December 31, 2020 is as follows:

	Purchases	Issuances	Total
	<i>(In Thousands)</i>		
Assets:			
Fixed maturity investments:			
Corporate	\$ 4,099,452	\$ 173,994	\$ 4,273,446
Municipal obligations	10,026	—	10,026
Commercial mortgage-backed	5,955	—	5,955
Collateralized loan obligations	877,665	—	877,665
Other asset backed	81,070	—	81,070
Redeemable preferred stock	300,000	—	300,000
Total fixed maturity investments	5,374,168	173,994	5,548,162
Short-term investments	48,469	—	48,469
Total assets	<u>\$ 5,422,637</u>	<u>\$ 173,994</u>	<u>\$ 5,596,631</u>
Liabilities:			
Derivatives and embedded derivatives:			
Fixed index annuity contracts	\$ —	\$ 451,122	\$ 451,122
Total liabilities	<u>\$ —</u>	<u>\$ 451,122</u>	<u>\$ 451,122</u>

The detail of the Level 3 purchases and issuances for the year ended December 31, 2019 is as follows:

	Purchases	Issuances	Total
	<i>(In Thousands)</i>		
Assets:			
Fixed maturity investments:			
Corporate	\$ 4,041,031	\$ 111,126	\$ 4,152,157
Commercial mortgage-backed	—	—	—
Residential mortgage-backed	—	—	—
Collateralized loan obligations	918,905	—	918,905
Other asset backed	186,557	—	186,557
Redeemable preferred stock	—	—	—
Total fixed maturity investments	5,146,493	111,126	5,257,619
Short-term investments	84,083	—	84,083
Total assets	<u>\$ 5,230,576</u>	<u>\$ 111,126</u>	<u>\$ 5,341,702</u>
Liabilities:			
Derivatives and embedded derivatives:			
Fixed index annuity contracts	\$ —	\$ 136,227	\$ 136,227
Total liabilities	<u>\$ —</u>	<u>\$ 136,227</u>	<u>\$ 136,227</u>

SBL Holdings, Inc. and Subsidiaries

Notes to Consolidated Financial Statements (continued)

14. Fair Value Measurements (continued)

Transfers

Transfers into and out of Level 3 of assets and liabilities measured at fair value for the year ended December 31, 2020 are as follows:

	Transfers out of Level 2 into Level 3	Transfers out of Level 3 into Level 2	Transfer out of Measurement Alternative into Level 3
<i>(In Thousands)</i>			
Assets:			
Fixed maturity investments:			
Corporate	\$ 1,781,672	\$ —	\$ —
Collateralized loan obligations	1,932	(524,292)	—
Other asset backed	573,519	(1,489)	—
Total fixed maturity investments	<u>\$ 2,357,123</u>	<u>\$ (525,781)</u>	<u>\$ —</u>
Equity securities:			
Preferred stock	\$ —	\$ —	\$ 220,000

Transfers into and out of Level 3 of assets and liabilities measured at fair value for the year ended December 31, 2019 are as follows:

	Transfers out of Level 2 into Level 3	Transfers out of Level 3 into Level 2
<i>(In Thousands)</i>		
Assets:		
Fixed maturity investments:		
Corporate	\$ —	\$ (15,851)
Collateralized loan obligations	250,280	(576,414)
Other asset backed	—	(23,632)
Total fixed maturity investments	<u>\$ 250,280</u>	<u>\$ (615,897)</u>

The majority of the assets transferred into Level 3 during 2020 and 2019 was due to the inability to obtain a price from a recognized third party pricing vendor or due to changes in the observability of inputs or valuation techniques. The majority of assets transferred out of Level 3 during 2020 and 2019 was due to the ability to obtain a price from a recognized third party pricing vendor or due to changes in the observability of inputs or valuation techniques.

SBL Holdings, Inc. and Subsidiaries

Notes to Consolidated Financial Statements (continued)

14. Fair Value Measurements (continued)

Quantitative Information about Level 3 Fair Value Measurements

The following table provides quantitative information about the significant unobservable inputs used for fair value measurements categorized within Level 3, excluding assets and liabilities for which significant unobservable inputs primarily consist of those valued using broker quotes.

December 31, 2020				
Assets / Liabilities Measured at Fair Value	Valuation Technique(s)	Unobservable Input Description	Input/Range of Inputs [Weighted Average]	
<i>(In Thousands)</i>				
Assets:				
Fixed maturity investments:				
Corporate	\$ 8,318,907	Discount Model	Credit Spread	35 - 1470 [391] basis points (bps)
	210,594		Discount Rate	2.55% - 10.50% [4.59%]
	15,984		Weighted Average Cost of Capital	7.00%
	1,014,588	Spread Duration	Credit Spread	202 - 728 [421] bps
	1,146	Market Comparables	Broadcast cash flow (BCF) multiple	6.22x
	1,063,291	Waterfall	Cashflows	
Municipal obligations	9,791	Discount Model	Credit Spread	380 bps
Collateralized loan obligations	158,691	Discount Model	Discount Rate	2.40% - 10.25% [4.04%]
	7,119	Residual Equity	Residual Equity	
Redeemable preferred stock	300,088	Discount Model	Discount Rate	1.50%
	69,316	Market Comparables	Price/Book Multiple	0.93x
Other asset backed	1,056,929	Discount Model	Credit Spread	49 - 1795 [431] bps
	495,019		Market Yield	5.33%
	4,951		Discount Rate	2.04% - 15.27% [4.85%]
	19,905	Spread Duration	Credit Spread	123 bps
Total fixed maturity investments	<u>12,746,319</u>			
Equity securities:				
Preferred stock	<u>204,721</u>	Discount Model	Credit Spread	6.21%
Total equity securities	<u>204,721</u>			
Short-term investments	5,346	Discount Model	Discount Rate	7.50
Commission assignment derivative asset	12,721	Income Approach	Years Discounted	0.08 yrs - 4.58 yrs [1.40 yrs]
			Risk-Free Yield	0.22% - 0.90% [0.26%]
			Nonperformance Spread	180 bps
Separate account assets	1,866,500	Revenue Multiples	Projected Revenues	6.5x
		Discounted Cash Flow	Discount Rate	70 - 800 [475] bps
		See Note (3)		
Total assets	<u>\$ 14,835,607</u>	See Note (2)		

SBL Holdings, Inc. and Subsidiaries

Notes to Consolidated Financial Statements (continued)

14. Fair Value Measurements (continued)

December 31, 2020				
	Assets / Liabilities Measured at Fair Value	Valuation Technique(s)	Unobservable Input Description	Input/Range of Inputs [Weighted Average]
<i>(In Thousands)</i>				
Liabilities:				
Derivatives and embedded derivatives:				
GMWB and GMAB reserves	12,169	Discounted Cash Flow	Own credit spread Long-term equity market volatility Risk margin	1.58% Market Consistent 5.00%
Reinsurance derivative liability	19,692	See Note (1)		
Fixed index annuity contracts	1,760,729	Discounted Cash Flow	Own credit spread Risk margin	1.58% 0.11% - 0.17%
Total liabilities	\$ 1,792,590			

SBL Holdings, Inc. and Subsidiaries

Notes to Consolidated Financial Statements (continued)

14. Fair Value Measurements (continued)

December 31, 2019				
	Assets / Liabilities Measured at Fair Value	Valuation Technique(s)	Unobservable Input Description <i>(In Thousands)</i>	Input/Range of Inputs [Weighted Average]
Assets:				
Fixed maturity investments:				
Corporate	\$ 6,564,557	Discount Model	Credit Spread	128 - 575 [355] basis points (bps)
	72,119		Discount Rate	3.05% - 11.00% [7.26%]
	340,878	Market Comparables	Credit Spread	195 - 362 [302] bps
	316,511	Spread Duration	Credit Spread	299 - 821 [677] bps
	161,976	Yield Analysis	Yield	4.95% - 9.68% [7.55%]
	44,468	Waterfall	Cashflows	
	1,442	Enterprise Value	Broadcast cash flow (BCF) multiple	5.2x
Collateralized loan obligations	159,736	Discount Model	Discount Rate	2.15% - 9.30% [3.69%]
	893		Credit Spread	284 bps
	10,026	Market Comparables	Credit Spread	352 bps
	7,162	Residual Equity	Residual Equity	
Redeemable preferred stock	91,550	Market Comparables	Price/Book Multiple	1.23x
Other asset backed	1,206,075	Discount Model	Credit Spread	128 - 312 [239] bps
	9,274		Discount Rate	3.08% - 9.75% [4.90%]
	723	Yield Analysis	Yield	3.19%
Total fixed maturity investments	<u>8,987,390</u>			
Short-term investments	2,275	Discount Model	Credit Spread	519 bps
Commission assignment derivative asset	17,669	Income Approach	Years Discounted	0.08 yrs - 5.59 yrs [1.70 yrs]
			Interpolated Yield	2.36% - 3.77% [2.76%]
			Uncertainty Premium	0.44% - 6.21% [1.75%]
Separate account assets	2,059,600	Revenue Multiples	Projected Revenues	6.0 - 6.5x [6.26x]
		Discounted Cash Flow	Discount Rate	6.00% - 7.50% [6.75%]
		Discounted Cash Flow	Discount Rate Curve	2.10% - 8.00%
		Land Sale Comparison	Value per Buildable Square Footage	\$170.00 - 390.00 [263.44]
		See Note (3)		
Total assets	<u>\$ 11,066,934</u>	See Note (2)		

SBL Holdings, Inc. and Subsidiaries

Notes to Consolidated Financial Statements (continued)

14. Fair Value Measurements (continued)

December 31, 2019				
	Assets / Liabilities Measured at Fair Value	Valuation Technique(s)	Unobservable Input Description	Input/Range of Inputs [Weighted Average]
(In Thousands)				
Liabilities:				
Derivatives and embedded derivatives:				
GMWB and GMAB reserves	10,863	Discounted Cash Flow	Own credit spread	0.89%
			Long-term equity market volatility	Market Consistent
			Risk margin	5.00%
Reinsurance derivative liability	11,073	See Note (1)		
Fixed index annuity contracts	1,469,361	Discounted Cash Flow	Own credit spread	0.89%
			Risk margin	0.08% - 0.17%
Total liabilities	\$ 1,491,297			

- (1) Equal to the net unrealized gains or losses on the underlying assets held in trust to support the funds withheld liability and the fair value of the investment guarantee embedded derivative.
- (2) The tables above exclude certain securities for which the fair value of \$1,315.4 million and \$1,488.1 million as of December 31, 2020 and 2019, respectively, was based on non-binding broker quotes.
- (3) Separate account investments in partnerships for which the fair value as of December 31, 2020 and 2019, was determined through a third party valuation of the fair value of the underlying investments.

Market comparable discount rates are used as the base rate in the discounted cash flows used to determine the fair value of certain assets. Increases or decreases in the credit spreads on the comparable assets could cause the fair value of assets to significantly decrease or increase, respectively. Additionally, the Company may adjust the base discount rate or the modeled price by applying an illiquidity premium given the highly structured nature of certain assets. Increases or decreases in this illiquidity premium could cause significant decreases or increases, respectively, in the fair value of the asset.

Increases or decreases in assumed lapse and mortality rates could cause the fair value of the commission assignment embedded derivative to significantly decrease or increase, respectively.

Increases or decreases in market volatilities could cause significant increases or decreases, respectively, in the fair value of the GMWB and GMAB reserve and fixed index annuity contract embedded derivative. Long duration interest rates are used as the mean return when projecting the growth in the value of associated account value. The amount of claims will increase if account value is not sufficient to cover guaranteed withdrawals.

Increases or decreases in risk free rates could cause the fair value of the GMWB and GMAB reserve and fixed index annuity contract embedded derivatives to significantly decrease or

SBL Holdings, Inc. and Subsidiaries

Notes to Consolidated Financial Statements (continued)

14. Fair Value Measurements (continued)

increase, respectively. Increases or decreases in the Company's credit risk, which impacts the rates used to discount future cash flows, could significantly decrease or increase, respectively, the fair value of the embedded derivative. All of these changes in fair value would impact net income.

Increases or decreases in market volatilities of the underlying assets supporting the funds withheld liability could cause significant increases or decreases, respectively, in the fair value of the embedded derivatives.

Measurement Alternative for Measuring Equity Investments

The Company accounts for certain equity investments without readily determinable fair values under the measurement alternative. The carrying value of equity investments accounted for under the measurement alternative was \$215.7 million and \$435.7 million at December 31, 2020 and 2019, respectively. There were no impairments or adjustments to the carrying value for the years ended December 31, 2020 and 2019.

Financial Instruments Not Reported at Fair Value

The carrying value and estimated fair value of financial instruments not recorded at fair value on a recurring basis but required to be disclosed at fair value are as follows:

	Carrying Amount	Fair Value	December 31, 2020		
			Fair Value Hierarchy Level		
			Level 1	Level 2	Level 3
			<i>(In Thousands)</i>		
Assets (liabilities)					
Mortgage loans	\$ 1,235,007	\$ 1,279,706	\$ —	\$ 272,000	\$ 1,007,706
Notes receivable from related parties	1,364,160	1,364,160	—	943,260	420,900
Policy loans	68,745	68,825	—	—	68,825
Business-owned life insurance	23,204	23,204	—	—	23,204
Company-owned life insurance	43,556	43,556	—	—	43,556
Supplementary contracts without life contingencies	(64,592)	(68,629)	—	—	(68,629)
Individual and group annuities	(8,333,086)	(8,547,745)	—	—	(8,547,745)
Debt from consolidated VIEs	(8,836)	(8,120)	—	—	(8,120)
Surplus notes	(117,337)	(110,116)	—	—	(110,116)
Mortgage debt	(6,078)	(6,078)	—	—	(6,078)
Credit facility	(545,975)	(545,975)	—	—	(545,975)
Senior notes	(394,205)	(395,819)	—	—	(395,819)
Separate account liabilities	(5,539,060)	(5,539,060)	(3,672,560)	—	(1,866,500)

SBL Holdings, Inc. and Subsidiaries

Notes to Consolidated Financial Statements (continued)

14. Fair Value Measurements (continued)

	December 31, 2019				
	Carrying Amount	Fair Value	Fair Value Hierarchy Level		
			Level 1	Level 2	Level 3
<i>(In Thousands)</i>					
Assets (liabilities)					
Mortgage loans	\$ 1,551,541	\$ 1,590,379	\$ —	\$ 609,160	\$ 981,219
Notes receivable from related parties	940,177	940,182	—	888,182	52,000
Policy loans	76,345	76,438	—	—	76,438
Business-owned life insurance	22,194	22,194	—	—	22,194
Company-owned life insurance	35,863	35,863	—	—	35,863
Supplementary contracts without life contingencies	(66,417)	(70,007)	—	—	(70,007)
Individual and group annuities	(7,218,731)	(7,522,557)	—	—	(7,522,557)
Debt from consolidated VIEs	(345,681)	(360,656)	—	—	(360,656)
Notes payable related to commission assignments	(8,197)	(8,197)	—	—	(8,197)
Surplus notes	(118,244)	(131,462)	—	—	(131,462)
Mortgage debt	(9,838)	(10,305)	—	—	(10,305)
Credit facility	(361,191)	(361,191)	—	—	(361,191)
Senior notes	(393,218)	(393,218)	—	—	(393,218)
Separate account liabilities	(5,570,880)	(5,570,880)	(3,511,280)	—	(2,059,600)

15. Commitments and Contingencies

In connection with its investments in certain limited partnerships, the Company is committed to invest additional capital of \$279.0 million, of which \$64.1 million is with related parties, as of December 31, 2020, as required by the general partner. The Company had committed up to \$2,618.7 million in unfunded bridge loans, unfunded revolvers, and other private investments, as of December 31, 2020, of which \$798.6 million is with related parties or securitizations in which related parties act as collateral managers.

In connection with its investments in certain limited partnerships, the Company is committed to invest additional capital of \$198.2 million, of which \$151.9 million is with related parties, as of December 31, 2019, as required by the general partner. The Company had committed up to \$2,939.7 million in unfunded bridge loans, unfunded revolvers, and other private investments, as of December 31, 2019, of which \$1,191.3 million is with related parties or securitizations in which related parties act as collateral managers.

SBL Holdings, Inc. and Subsidiaries

Notes to Consolidated Financial Statements (continued)

15. Commitments and Contingencies (continued)

Other legal and regulatory matters: The Company is party to legal and arbitral proceedings, subject to complaints, and like in the ordinary course of business, is periodically examined by its regulators in the ordinary course of business, and may discuss certain matters with its regulators that come up during such examinations or otherwise. Management currently does not believe that any litigation, arbitration, complaint or other such matter to which it is party, or that any actions by its regulators with respect to any such examinations or matters under discussion with them, will, alone or collectively, materially adversely affect the Company's results of operations or financial condition.

16. Debt

Senior notes

In November 2019, the Company issued \$400.0 million of senior notes with a fixed interest rate of 5.125%. The maturity date of these notes is November 2026.

Credit facility

The Company has a credit agreement with a syndication of lenders that provides a revolving credit facility with a total capacity of \$900.0 million as of December 31, 2020 and 2019. Each draw under the revolving credit facility has a maturity date of December 2024 and has an interest rate based on LIBOR. The interest rate for the revolver was 2.28% per annum as of December 31, 2020. The Company had a balance of \$553.0 million and \$370.0 million under the revolving credit facility at December 31, 2020 and 2019, respectively. Debt issuance costs are capitalized and reported as a reduction of the debt balances on the consolidated balance sheets and amortized over the term of the debt. The credit agreement has various affirmative and negative covenants. The Company was in compliance with those covenants as of December 31, 2020.

SBL Holdings, Inc. and Subsidiaries

Notes to Consolidated Financial Statements (continued)

16. Debt (continued)

Line of credit

At December 31, 2020, the Company has access to a \$102.8 million line of credit facility from the Federal Home Loan Bank of Topeka (FHLB). Overnight borrowings in connection with this line of credit bear interest at 0.26% over the Federal Funds rate (0.09% at December 31, 2020). The Company had no borrowings under this line of credit at December 31, 2020 and 2019. The amount of the line of credit is determined by the fair market value of the Company's available collateral held by FHLB, primarily mortgage-backed securities and commercial mortgage loans, not already pledged as collateral under existing contracts as of December 31, 2020.

Surplus notes

The Company has outstanding surplus notes with a carrying value of \$117.3 million and \$118.2 million at December 31, 2020 and 2019, respectively, issued by SBLIC. The surplus notes consist of \$100.0 million of 7.45% notes issued in October 2003 and maturing on October 1, 2033. The surplus notes were issued pursuant to Rule 144A under the Securities Act of 1933. The surplus notes have repayment conditions and restrictions, whereby each payment of interest or principal on the surplus notes may be made only with the prior approval of the Commissioner of the Kansas Insurance Department (the Kansas Commissioner) and only out of SBLIC surplus funds that the Kansas Commissioner determines to be available for such payment under the Kansas Insurance Code.

Mortgage debt

The primary mortgage financing for the Company's home office property was arranged through FHLB. Although structured as a sale-leaseback transaction, substantially all of the risks and rewards of property ownership have been retained by the Company. Accordingly, the arrangement has been accounted for as a mortgage financing of the entire premises by the Company.

The underlying mortgage loan agreement with FHLB bears interest at 6.726% and will be fully paid off in 2022, with monthly principal and interest payments totaling \$318,754. The financing is collateralized by a first mortgage on the premises.

The outstanding mortgage balance at December 31, 2020 and 2019, of \$6.1 million and \$9.8 million, respectively, is reflected on the consolidated balance sheets in mortgage debt.

SBL Holdings, Inc. and Subsidiaries

Notes to Consolidated Financial Statements (continued)

16. Debt (continued)

Future principal payments

At December 31, 2020, future principal payments for the years ending December 31 are as follows:

	Senior Notes		Credit Facility		Mortgage Debt
<i>(In Thousands)</i>					
2021	\$ —	\$	\$ —	\$	3,568
2022	—		—		1,875
2023	—		—		—
2024	553,000		—		—
2025	—		—		—
Thereafter	—		400,000		—
	<u>\$ 553,000</u>	<u>\$</u>	<u>400,000</u>	<u>\$</u>	<u>5,443</u>

Interest expense as presented in the consolidated statements of operations consisted of the following for the years ended:

	Year Ended December 31,		
	2020	2019	2018
<i>(In Thousands)</i>			
Debt/notes payable:			
Credit facility - revolver interest	\$ 12,720	\$ 12,049	\$ 20,533
Credit facility - term loan interest	—	20,121	12,925
Senior notes	20,443	2,733	—
Surplus note interest	6,543	6,591	6,637
Debt from consolidated VIE interest	39,715	54,287	72,558
Notes payable related to commission assignments interest	356	1,233	2,792
Note payable - SAILES 2, LLC interest	15	14	3,901
Mortgage debt interest	65	282	484
Amortization of debt issuance costs	2,771	5,836	2,341
Total debt/notes payable interest	<u>82,628</u>	103,146	122,171
Repurchase agreement interest	—	1,973	2,003
Other interest	1,958	9,842	10,298
Total	<u>\$ 84,586</u>	<u>\$ 114,961</u>	<u>\$ 134,472</u>

SBL Holdings, Inc. and Subsidiaries

Notes to Consolidated Financial Statements (continued)

17. Related-Party Transactions

There are numerous transactions between the Company and entities related to the Company. Following are those the Company considers material (0.5% of assets for investment related transactions) that are not otherwise discussed (see Notes 1, 2 and 10).

The Company reported amounts receivable from parent, subsidiaries and related parties of \$0.0 million and \$35.6 million at December 31, 2020 and 2019. The Company reported amounts payable to parent, subsidiaries and related parties of \$33.2 million and \$24.3 million at December 31, 2020 and 2019, respectively. Inter-company transactions regularly occur in the normal course of business and are normally settled within 30 days.

As of December 31, 2020 and 2019, the Company had the following investments in related parties with interest rates ranging from 2.2% to 7.7% and maturity dates ranging from February 2021 through April 2024. These investments are included in notes receivable from related parties on the consolidated balance sheets and are typically fully collateralized by assets of the debtor:

	December 31,	
	2020	2019
	<i>(In Thousands)</i>	
Blackbrook Property Holdings S.A.R.L.	\$ 124,227	\$ —
Chain Bridge Opportunistic Funding Holdings, LLC	302,000	16,000
Chesney Park, LLC	229,000	—
Dawn Acres II, LLC	146,000	—
Dawn Acres III, LLC	84,000	—
Free State Funding, LLC	100,000	—
Holliday Park, LLC	93,000	326,000
Shamrock Valley, LLC	—	85,000
Triple8, LLC	16,000	66,000
Other	269,933	447,177
	\$ 1,364,160	\$ 940,177

As of December 31, 2020 and 2019, the Company had investments in commercial and residential mortgage loans with related parties in the amount of \$551.7 million and \$329.7 million, respectively.

As of December 31, 2020 and 2019, the Company had investments in joint ventures and partnerships of \$746.0 million and \$328.4 million, respectively, accounted for under the equity

SBL Holdings, Inc. and Subsidiaries

Notes to Consolidated Financial Statements (continued)

17. Related-Party Transactions (continued)

method pursuant to ASC 970-323-25-6. As such, these investments are considered to be with related parties. The Company also had investments in joint ventures and partnerships with related parties held under the measurement alternative of \$215.7 million as of December 31, 2020 and 2019. These investments are included in other invested assets on the consolidated balance sheets.

As of December 31, 2020 and 2019, the Company had the following individually material investments in securitizations in which related parties act as collateral managers. The repayment of these investments is provided by unrelated party assets and the Company does not have recourse to the related collateral manager in the case of non-performance on the unrelated assets. These investments are included in fixed maturity investments available for sale on the consolidated balance sheets.

	December 31,	
	2020	2019
	<i>(In Thousands)</i>	
Cedar Crest, LLC	\$ 623,656	\$ —
CBAM 2017-1, LTD	237,936	237,087
CBAM 2017-2, LTD	330,595	337,588
CBAM 2017-3, LTD	280,053	279,081
CBAM 2017-4, LTD	277,413	268,651
CBAM 2018-5, LTD	246,171	245,152
CBAM 2018-6, LTD	257,443	261,638
CBAM 2018-7, LTD	198,030	198,224
Cottonwood CLO LLC	—	361,962
Gage Park, LLC	640,290	—
SCF Realty Capital Master Trust	66,832	90,968
Shawnee 1892, LLC	814,600	—
Other	1,745,230	1,333,748

SBL Holdings, Inc. and Subsidiaries

Notes to Consolidated Financial Statements (continued)

17. Related-Party Transactions (continued)

As of December 31, 2020 and 2019, the Company had the following individually material investments in other related parties. These investments are included in fixed maturity investments available for sale on the consolidated balance sheets.

	December 31,	
	2020	2019
	<i>(In Thousands)</i>	
American Media & Entertainment	\$ 204,384	\$ 210,673
American Media Productions, LLC	400,000	416,779
Arch Portfolio Trust, LLC	238,000	150,000
Banner Creek Bridge, LLC	379,724	176,000
BH Luxury Residences, LLC	457,045	405,118
Cain International, LLC	1,083,541	939,393
Canon Portfolio Trust, LLC	262,996	216,493
CBAM CLO Management, LLC	265,005	266,884
CI FCL Funding 2 PLC	214,184	—
Collins Park, LLC	264,437	141,000
DCP Rights, LLC	495,019	500,000
Eldridge Equipment Finance, LLC	174,413	161,453
LAISAH, LLC	458,906	458,906
Mason Portfolio Trust, LLC	239,000	195,000
Mayfair Portfolio Trust, LLC	215,000	146,000
Mirror Media IP Holdings, LLC	295,450	297,325
Oasis BH, LLC	308,943	243,866
Oneida Portfolio Trust, LLC	165,000	172,000
Original Narrative Library, LLC	208,650	—
Palmer Portfolio Trust	258,000	74,000
PD Holdings	265,000	220,000
Putnam Asset Holdings, LLC	261,000	181,000
Quinton Heights, LLC	147,000	243,000
Ridge Media Holdings, LLC	256,900	243,000
Steamboat Portfolio Trust, LLC	254,000	232,000
Three L Finance Holdings, LLC	226,224	209,880
Wanamaker Portfolio Trust, LLC	265,000	220,000
Other	1,301,515	881,075

SBL Holdings, Inc. and Subsidiaries

Notes to Consolidated Financial Statements (continued)

17. Related-Party Transactions (continued)

Pursuant to an agreement effective January 1, 2017, the Company paid \$108.3 million, \$100.2 million and \$93.9 million for the years ended December 31, 2020, 2019 and 2018, respectively, to Eldridge Business Services, LLC for providing investment services and business development services related to investment strategy, asset origination, developing new and differentiated products, enhancing existing or developing new marketing and distribution strategies, and assisting in capital planning and rating agency support.

The Company invests in CLOs managed by CBAM and Maranon Capital, L.P. The Company also invests in warehouses for CLOs and loan and mezzanine investment funds managed by related parties. The manager of the CLO is entitled to senior, subordinated and incentive management fees payable by the CLO issuer; in some cases, the manager of the warehouse entity is entitled to management fees payable by the warehouse entity and the manager of the fund is entitled to fees. The Company is not directly liable for such fees, but, insofar as the Company directly or indirectly owns any portion of the most subordinate or “equity” tranche of a CLO or a warehouse entity or investment in a fund, the Company may be considered to bear the portion of such fees indirectly. The aggregate of such portions of such fees borne by the Company indirectly for periods in which any such manager was a related party were \$49.0 million and \$50.8 million for the years ended December 31, 2020 and 2019, respectively.

The Company paid fees of \$170.1 million for the year ended December 31, 2020 to SBBS for providing management and administrative services. Fees paid in 2019 and 2018 were eliminated in consolidation as SBBS was a subsidiary of the Company (see Note 1). The Company distributed SBBS, which had a carrying value of \$12.1 million, to SBC in February 2020.

The Company paid fees of \$24.8 million, \$32.5 million and \$39.7 million, for the years ended December 31, 2020, 2019 and 2018, respectively, to SE2, LLC (a subsidiary of SBC) and various other related parties for providing management and administrative services. These fees are included in commissions and other operating expenses in the consolidated statements of operations.

The Company paid interest of \$62.9 million, \$40.0 million and \$74.6 million for the years ended December 31, 2020, 2019 and 2018, respectively, to related parties on VIE debt and other loans with related parties.

SBL Holdings, Inc. and Subsidiaries

Notes to Consolidated Financial Statements (continued)

17. Related-Party Transactions (continued)

In December 2019, the Company completed a transaction involving related parties to dispose of investments in CFEs with a fair value of \$1,027.1 million at the transaction date, resulting in deconsolidation of the CFEs. As part of this transaction, the Company issued a collateral loan investment to a related party (PD Holdings, LLC) and received both related (American Media Productions, LLC) and unrelated party bonds.

As of December 31, 2018, the Company held a short-term promissory loan of \$421.4 million at a rate of 7.90% with a related party (LAISAH, LLC). During 2019 the related party refinanced this debt into a long-term bond, which the Company now holds, in the amount of \$458.9 million at a rate of 7.375%.

During the fourth quarter of 2019, the Company reacquired from Shamrock Valley, LLC, one of the two commercial mortgage loans sold in the prior year, as well as an additional bond in an unrelated issuer. The total carrying value of these investments was \$273.3 million as of the year ended December 31, 2019. In addition, the Company assumed a delayed draw real estate loan contingency as part of the transaction. The total contingency amount was \$60.4 million as of the year ended December 31, 2019 and is reported in Note 15.

The Company held a promissory note from Eldridge Industries, LLC for \$106.2 million and \$103.4 million as of December 31, 2020 and 2019, respectively. The note accrues interest at 2.75% per annum and has a maturity date of January 31, 2022.

The Company received \$30.1 million and \$87.5 million as capital contributions from SBC during 2020 and 2019, respectively.

SBL Holdings, Inc. and Subsidiaries

Notes to Consolidated Financial Statements (continued)

18. Statutory Financial Information and Regulatory Net Capital Requirements

The Company's statutory-basis financial statements are prepared on the basis of accounting practices prescribed or permitted by the Kansas Insurance Department (the Department), the New York Department of Financial Services (NYDFS), and the Vermont Department of Financial Regulation, as applicable. Kansas, New York, and Vermont have adopted the National Association of Insurance Commissioners' accounting practices and procedures manual of statutory accounting practices (NAIC SAP) as the basis of its statutory accounting practices. In addition, the Kansas Commissioner, the Superintendent of Insurance of the State of New York (the New York Superintendent), and the Vermont Commissioner have the right to prescribe or permit other specific practices that may deviate from NAIC SAP. Permitted statutory accounting practices encompass all accounting practices that are not prescribed; such practices may differ from state to state, may differ from company to company within a state, and may change in the future.

Effective July 1, 2019, the State of Kansas adopted a statute for eligible derivative assets that differ from NAIC SAP which allows the Company, to the extent the hedging program is and continues to be economically effective, to report the eligible derivative assets at amortized cost. Eligible derivative assets consist of call and put options used to hedge the fixed index annuity index credits. In addition, under NAIC SAP, the corresponding reserve liabilities that are hedged by the call and put options are calculated under Actuarial Guideline (AG) 35, whereas the statute allows the reserves to assume the market value of the eligible derivative assets associated with the current interest crediting periods to be zero. At the conclusion of each interest crediting period, interest credited is reflected in reserves as realized. Prior to July 1, 2019, the Company was granted a permitted practice by the Kansas Commissioner that provided the same accounting treatment as the statute.

Effective January 1, 2020, the Kansas Commissioner approved the Company changing its reserving valuation basis for fixed index annuities using AG43 to AG33 and permitted the Company to recognize the reserve impact over 2020 and 2021.

The consolidated impact of these practices on statutory surplus, including the impact of income taxes, was to increase statutory surplus by \$178.2 million and \$19.4 million as of December 31, 2020 and 2019, respectively. The consolidated impact of these practices on statutory net income, including the impact of income taxes, was to decrease statutory net income by \$311.4 million and \$145.7 million for the years ended December 31, 2020 and 2019, respectively.

SBL Holdings, Inc. and Subsidiaries

Notes to Consolidated Financial Statements (continued)

18. Statutory Financial Information and Regulatory Net Capital Requirements (continued)

Redundant statutory reserves relating to GLWB benefits on FIA contracts were ceded by SBLIC to SARC, an SBLIC subsidiary, of \$518.5 million and \$364.7 million as of December 31, 2020 and 2019, respectively. The assumed reserves on SARC were supported by an excess of loss receivable asset permitted by the Vermont Department of Financial Regulation.

SBLIC and FSBL total adjusted capital, including, in respect of SBLIC, surplus notes (see Note 17), was \$4,154.2 million and \$3,544.6 million at December 31, 2020 and 2019, respectively. Statutory net income of the insurance operations was \$428.8 million, \$217.6 million, and \$275.3 million for the years ended December 31, 2020, 2019, and 2018, respectively.

Life insurance companies are subject to certain risk-based capital (RBC) requirements as specified by state law. The NAIC SAP has a standard formula for calculating RBC based on the risk factors relating to an insurance company's capital and surplus, including asset risk, credit risk, underwriting risk, and business risk. State laws specify regulatory actions if any insurance company's adjusted capital falls below certain levels, including the company action-level RBC and the authorized control-level RBC.

SBLIC may not, without notice to the Kansas Commissioner and (A) the expiration of 30 days without disapproval by the Kansas Commissioner or (B) the Kansas Commissioner's earlier approval, pay a dividend or distribution of cash or other property whose fair market value together with that of other dividends or distributions made within the preceding 12 months exceeds the greater of (1) 10% of its surplus as regards to policyholders as of the preceding December 31 or (2) the net gain from operations, not including realized capital gains, for the 12-month period ending on the preceding December 31. Any dividends paid must be paid from unassigned surplus.

FSBL is allowed to pay ordinary dividends to shareholders under two alternative methods, a "greater of" method and a "lesser of" method. The greater of method allows for a dividend to be paid from earned surplus when the aggregate amount of dividends paid in any calendar year does not exceed the greater of (a) 10% of its surplus to policyholders as of the immediately preceding calendar year or (b) its net gain from operations (not including realized capital gains) as of the immediately preceding calendar year, not to exceed 30% of its surplus to policyholders (as of the same preceding calendar year). If FSBL does not have sufficient positive earned surplus to pay an ordinary dividend under the "greater of" method, it may only distribute an ordinary dividend

SBL Holdings, Inc. and Subsidiaries

Notes to Consolidated Financial Statements (continued)

18. Statutory Financial Information and Regulatory Net Capital Requirements (continued)

under the "lesser of" method. The lesser of method allows for a dividend to be paid from surplus when the aggregate amount of dividends paid in any calendar year does not exceed the lesser of (a) 10% of its surplus to policyholders or (b) its net gain from operations (not including realized capital gains), in each case as of the immediately preceding calendar year. FSBL is required to provide the NYDFS with 10 days prior notice before paying an ordinary dividend. Furthermore, the New York Superintendent may, in his or her discretion, limit or disallow any ordinary dividends under the "greater of" method if they determine that FSBL's surplus to policyholders following any dividend distribution is not reasonable in relation to its outstanding liabilities and not adequate to meet its financial needs or if FSBL is financially distressed.

SD is subject to the SEC Uniform Net Capital Rule (Rule 15c3-1 under the Securities Exchange Act of 1934). SD computes its net capital requirements under the basic method, which requires the maintenance of minimum net capital (greater of \$25,000 or 6 2/3% of aggregated indebtedness) and requires that the ratio of aggregate indebtedness to net capital, both as defined, shall not exceed 15 to 1. Advances to related parties, dividend payments, and other equity withdrawals are subject to certain notification and other provisions of the SEC Uniform Net Capital Rule or other regulatory bodies.

At December 31, 2020, SD had net capital of \$34.1 million, which was \$30.4 million in excess of its required net capital of \$3.8 million. SD claims exemption from Rule 15c3-3, which requires a reserve with respect to customer funds, pursuant to Paragraph (k)(2)(i) thereof. SD's ratio of aggregate indebtedness to net capital was 1.65 to 1 at December 31, 2020.

19. Subsequent Events

Subsequent events have been evaluated through April 8, 2021, which is the date the financial statements were issued.

On February 16, 2021, the Company issued \$600.0 million in senior notes with a fixed interest rate of 5.000%. The maturity date of the notes is February 2031.