

SANDELL HOLDINGS LTD.

Consolidated Management Financial Statements

For the period ended June 30, 2016



Consolidated Management Financial Statements

For the period ended June 30, 2016

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Prepared by: Amir Syed

Reviewed by: Jane Morley-Davies

CLIENT SERVICE TEAM

Relationship Leader - Jane Morley-Davies Financial Services - Amir Syed Treasury Services - Kate Robinson



Consolidated Balance Sheet

			June 30 2016	D	ecember 31 2015
ASSETS					
Cash	1	\$	17,022,150	\$	36,077,787
Investments long	2	•	42,740,857	*	20,558,417
Insurance balances receivable	3		27,593,859		11,796,771
Accrued investment income	4		154,289		34,585
Funds withheld by ceding company	5		10,933,600		7,819,967
Loss fund	6		110,000		-
Prepaid expenses	7		37,005		9,488
Deferred acquisition costs					47,765
		\$	98,591,760	\$	76,344,780
LIABILITIES	_	•	7 005 700	•	5 004 074
Outstanding loss reserves	8	\$	7,665,783	\$	5,994,871
IBNR reserves	9		16,126,769	\$	12,715,332
Unearned premiums	10 11		10,349,018		1,313,824
Losses payable Investments short	12		188,765 9,034,762		1,25 4 ,630 3,552,107
	13		278,425		3,332,107 1 4 7,980
Accounts payable and accrued expenses Reinsurance balances payable	14		2,087,776		1,203,043
Reinsurance balances payable	14		2,007,770		1,203,043
			45,731,298		26,181,787
SHAREHOLDERS' EQUITY					
Share capital		\$	5,038	\$	5,038
Contributed surplus		Φ	49,994,962	Ψ	49,994,962
Retained earnings			2,860,462		162,993
retained carmings			2,000,702	-	102,000
			52,860,462		50,162,993
		\$	98,591,760	\$	76,344,780



Consolidated Statement of Income

		June 30 2016	June 30 2015
UNDERWRITING INCOME Net premiums written Change in unearned premium reserve	Schedule 2 Schedule 2	\$ 18,083,081 (9,035,193)	\$ - -
Reinsurance premiums earned		9,047,888	
		9,047,888	
UNDERWRITING EXPENSES Losses and loss expenses Movement in reserve for reported losses Commissions Letter of credit fees	Schedule 2 Schedule 2 Schedule 2 Schedule 2	2,644,207 5,082,348 1,016,817 3,423 8,746,795	- - - -
NET UNDERWRITING PROFIT	Schedule 2	301,093	-
OPERATING EXPENSES	Schedule 3	(466,554)	(16,439)
NET INVESTMENT INCOME	Schedule 4b	2,862,931	10,360
NET INCOME		2,697,470	(6,079)



Balance Sheet

		;	Sandell Re June 30 2016	San	dell Holdings June 30 2016		justments June 30 2016	Ce	onsolidated June 30 2016
ASSETS									
Cash	1.	\$	17,020,081	\$	2,069	\$	-	\$	17,022,150
Investments long	2.		42,740,857		-		-		42,740,857
Insurance balances receivable	3.		27,593,859		-		-		27,593,859
Investment in subsidiary			-		49,975,000	(49,975,000)		-
Accrued investment income	4.		154,289		-		-		154,289
Funds withheld by ceding company	5.		10,933,600		-		-		10,933,600
Loss fund	6.		110,000		-		-		110,000
Prepaid expenses	7.		34,564		2,441		<u>-</u>		37,005
		\$	98,587,250	\$	49,979,510	\$ (49,975,000)	\$	98,591,760
LIABILITIES									
Outstanding loss reserves	8.	\$	7,665,783	\$	_	\$	-	\$	7,665,783
IBNR reserves	9		16,126,769		-		-		16,126,769
Unearned premiums	10		10,349,018		-		-		10,349,018
Losses payable	11		188,765		-		-		188,765
Investments short	12		9,034,762		-		-		9,034,762
Accounts payable and accrued expenses	13		278,425		-		-		278,425
Reinsurance balances payable	14		2,087,776		-		-		2,087,776
Amount due to parent/subsidiary	15		2,970		(2,970)		-		-
			45,734,268		(2,970)				45,731,298
SHAREHOLDERS' EQUITY									
Share capital		\$	120,000	\$	5,038		(120,000)	\$	5,038
Contributed surplus			49,855,000		49,994,962	((49,855,000)		49,994,962
Retained earnings - Prior year			171,001		(8,009)		· · · · · ·		162,992
Retained earnings - Current Period			2,706,981		(9,511 <u>)</u>				2,697,470
			52,852,982		49,982,480	((49,975,000)		52,860,462
		\$	98,587,250	\$	49,979,510	\$ ((49,975,000)	\$	98,591,760



Statement of Income

		Sandell Re June 30 2016	Sandell Holdings June 30 2016	Consolidated June 30 2016
UNDERWRITING INCOME Net premiums written Change in unearned premium reserve	Schedule 2 Schedule 2	\$ 18,083,081 (9,035,193)	\$ - -	\$ 18,083,081 (9,035,193)
Reinsurance premiums earned		9,047,888	_	9,047,888
		9,047,888		9,047,888
UNDERWRITING EXPENSES Losses and loss expenses Movement in reserve for reported losses Commissions Letter of credit fees	Schedule 2 Schedule 2 Schedule 2 Schedule 2	2,644,207 5,082,348 1,016,817 3,423 8,746,795	- - - -	2,644,207 5,082,348 1,016,817 3,423 8,746,795
NET UNDERWRITING PROFIT	Schedule 2	301,093	-	301,093
OPERATING EXPENSES	Schedule 3	(457,043)	(9,511)	(466,554)
NET INVESTMENT INCOME	Schedule 4b	2,862,931	·	2,862,931
NET INCOME (LOSS)		2,706,981	(9,511)	2,697,470



Statement of Changes in Shareholders' Equity

	San	Sandell Holdings Sandell Re		Adjustments	Co	nsolidated	
SHARE CAPITAL							
Balance at beginning of period Change for the period	\$	5,038	\$	120,000	(120,000)		5,038
	\$	5,038	\$	120,000		\$	5,038
CONTRIBUTED SURPLUS							
Balance at beginning of period Change for the period	\$	49,994,962 <u>-</u>	\$	49,855,000	(49,855,000)		49,994,962 <u>-</u>
	\$	49,994,962	\$	49,855,000		\$	49,994,962
RETAINED EARNINGS							
Balance at beginning of period Net income for the period	\$	(8,009) (9,511)	\$	171,001 2,706,981			162,992 2,697,470
	\$	(17,520)	\$	2,877,982		\$	2,860,462



Financial Statement Notes

	Sandell	Holdings	Sandell Re		
1. CASH AND CASH EQUIVALENTS					
Cash USD Bank Debt	\$	_	\$	(1,987,710)	
Cash USD Bank of America	*	_	*	(8,726,470)	
GBP - Cash FX Unrealised BOA		_		(9,034)	
Cash - GBP Bank of America		_		103,383	
EUR - Cash FX Unrealized BOA		_		(28)	
Cash - GBP Bank of America Swap		_		(1,205,860)	
Cash - EUR Bank of America		_		(1)	
Cash - EUR Bank of America Swap		_		44.869	
Cash - USD Credit Suisse BDS		_		53,627	
Cash - USD Credit Suisse		_		2,479,026	
Cash - AUD Credit Suisse		_		1,932	
Cash - AUD Credit Suisse Swap		_		(12,126)	
AUD - Cash FX Unrealized CS		-		(43)	
EUR - Cash FX Unrealized CS		-		1,478	
GBP Credit Suisse		-		(297,588)	
Cash FX Unrealised CS		-		16,483	
NZD -Cash FX Unrealized CS		-		(288)	
Cash - NZD Credit Suisse		-		(21,220)	
Cash - Dreyfus Money Market		-		2,177,710	
Cash - EUR Credit Suisse		-		(61,251)	
Cash - USD Credit Suisse Swap		-		76,075	
Cash - SEK Credit Suisse		-		(173,520)	
Cash - SEK Cash FX Unrealised CS		-		5,445	
Cash - CHF Credit Suisse		-		32,787	
Cash - CHS Cash - FX Unrelaised CS		-		(466)	
Cash - GBP Credit Suisse Swap		-		(3)	
Investment Related Cash Accounts		-		(7,502,795)	
HSBC Cash		2,069	\$	1,793,896	
HSBC Collateral - FARC				1,176,855	
Cash PCIC Trust - BNYM		_		3,297,008	
Credit Suisse		-		10,591,246	
Bank of America		-		6,980,000	
Cash BNYM Trust - AMIC		-		423,223	
Cash BNYM Trust - AMIC in Transit		_		32,405	
Cash BNYM Trust - AMIC Collateral Gap		_		228,243	
'	\$	2,069	\$	17,020,081	
2. INVESTMENTS LONG					
Equities	\$	_	\$	35,375,016	
Corporate Bonds	•	_	•	1,649,048	
Bank Debt		-		3,394,092	
TR Swaps		_		2,309,776	
Stock		_		12,925	
	\$		\$	42,740,857	
				,,	



Financial Statement Notes

	Sandell Holdings			Sandell Re			
3. INSURANCE BALANCES RECEIVABLE PCIC Vensure Saiph AMIC	\$	- - -	\$	56,100 20,839,811 5,954,824 743,124			
	\$		\$	27,593,859			
ACCRUED INVESTMENT INCOME Dividend receivable Bank debt interest receivable Corporate bonds receivable	\$ \$	- - -	\$	30,108 101,838 22,343 154,289			
5. FUNDS WITHHELD BY CEDING COMPANY Premiums withheld by Wyndham Vensure Gap - 2015 Vensure Gap - 2016	\$ \$	<u>-</u> -	\$	5,290,516 2,529,451 3,113,633 10,933,600			
	4	<u>-</u>	-	10,533,600			
6. ESCROW FUND FARC	\$ \$	-	\$ \$	110,000 110,000			
7. PREPAID EXPENSES Secretarial Fee Business Fee Annual Government Fee LOC Fee Directors Fee	\$	1,444 - 997 - - - 2,441	\$ _ \$	2,578 11,588 2,035 5,863 12,500 34,564			
8. OUTSTANDING LOSS RESERVES PCIC FARC Vensure - 15-16 Vensure - 16-17 Saiph AMIC	\$	- - - - - -	\$	1,463,972 758,637 2,878,841 996,296 1,530,508 37,529 7,665,783			
9. IBNR PCIC FARC Vensure - 15-16 Vensure - 16-17 Saiph AMIC	\$	- - - - -	\$	1,832,415 6,377 4,595,106 4,979,952 4,066,106 646,813 16,126,769			



Financial Statement Notes

	Sandell Holdings San		andell Re	
10. UNEARNED PREMIUMS Vensure AMIC	\$	- -	\$	9,955,472 393,546
	\$	-	\$	10,349,018
11. LOSSES PAYABLE PCIC	\$		\$	46,296
FARC	Ψ	_	Φ	142,469
TANO	\$		\$	188,765
12. INVESTMENTS SHORT				
Equities	\$	-	\$	8,935,318
Options		-		7,703
TR Swaps				91,741
	\$		\$	9,034,762
13. ACCOUNTS PAYABLE AND ACCRUED EXPENSES				
Audit Fee	\$	_	\$	17,500
Actuarial Fee	Ψ	_	Ψ	10,000
Legal Fee		_		(1,018)
Overhead Expense		_		128,416
Professional Fee		_		70,069
Short TR Swap Interest Payable		_		16,111
Swap Dividend Payable		-		32,415
Interest Payable		_		(13,849)
Short BD Swap Interest Payable				18,781
	\$	=	\$	278,425
14. REINSURANCE BALANCES PAYABLE				
Acquistion Costs Payable - PCIC	\$	-	\$	16,088
PCIC BNY Mellon - LOC Fee		-		1,469
Acquistion Costs Payable - Vensure		-		293,080
Profit Commission - Vensure 2015		-		827,589
Profit Commission - Vensure 2016		_		697,921
Account Management Fee - 2015		-		23,386
Collateral Gap - AMIC 2016			_	228,243
	\$	<u> </u>	\$	2,087,776
AT AMOUNT BUT TO BARENTIQUEDURARY				
15. AMOUNT DUE TO PARENT/SUBSIDIARY	œ	(2,970)	œ	2,970
Other Receivables/Payables		(2,970) (2,970)	\$	2,970
	Ψ	(2,370)	Ψ	2,310



Financial Statement Notes

	Sandell Re
16. SHARE CAPITAL 120,000 Common Shares @ \$1	\$ 120,000 \$ 120,000
17 CONTRIBUTED SURPLUS February 20, 2015 May 21, 2015 September 1, 2015 September 2, 2015	\$ 1,055,000 8,800,000 5,000,000 35,000,000 \$ 49,855,000



Schedule 1a

Capitalization As at June 30, 2016 Expressed in U.S. Dollars Unaudited

		Common	Ciass A	Common	Class A	Contributed	
		No of Shares	No of Shares	Share Capital	Share Capital	Surplus	Amount
				\$	\$	\$	\$
December 27, 2013	Multi-Strat Holdings	-	120,000	-	120	1,199,880	1,200,000
May 21, 2015	Castlerigg Master Investments Ltd.	880,000	-	880	-	8,799,120	8,800,000
September 2, 2015	Castlerigg International Limited	4,037,540	-	4,038	-	39,995,962	40,000,000
		4,917,540	120,000	4,918	120	49,994,962	50,000,000



Schedule 1b

NAV Calculation
As at June 30, 2016
Expressed in U.S. Dollars
Unaudited

Shareholder's Equity			\$ 52,860,462
			\$ 52,860,462
No. of Shares			
Issued	Common Class A	4,917,540 120,000	5,037,540
Pending	Common		-
			 5,037,540
		NAV	\$ 10.49



Schedule 2

Analysis of Underwriting Income

UNDERWRITING
Gross Premium Written
Change in UEP
Net Premiums Earned
Losses paid
Change in outstanding loss reserves
Change in IBNR reserves
Losses incurred
LOC expenses
Commissions
Other Commissions
Cell Fees
Brokerage
FET
Profit Commission Vensure
Performance Incentive
Account Management Fee
Total expenses
-
Net Underwriting Income (Loss)

]	Multi Strat Q/	5				MSRe			Consolidated
PCIC	FARC		VENSURE		VENSURE	SAIPH		Sub Total	A	AMIC Q/S	TOTAL
2015	2015		2015-2016		2016-2017	 2015			_	2015	
\$ -	\$ -	\$	-	\$	17,066,524	\$ -	\$	• • • • • • • •	\$	1,016,557	\$ 18,083,08
-	-		1,194,122		(9,955,472)			(8,761,350)		(273,843)	(9,035,193
۳	-		1,194,122		7,111,052	-	ĺ	8,305,174		742,714	9,047,888
566,857	242,601		1,200,258		56,692	558,075		2,624,483		19,724	2,644,20
(85,672)	85,896		1,010,342		996,296	(372,429)		1,634,433		36,479	1,670,913
(501,712)	(330,452)		(1,197,519)		4,979,952	(185,646)		2,764,623		646,813	3,411,43
 (20,527)	 (1,954)		1,013,081		6,032,940	-		7,023,539		703,015	7,726,55
1,469	1,954		_		_			3,423		_	3,42
19,058	_		23,882		152,835	_		195,775		-	195,77
-	_		43,178		71,111			114,288		_	114,28
_	_		11,941		71,111	_		83,052		_	83,05
	_		, -		, -	_				23,819	23,81
-	-		_		71,111	-		71,111		15,879	86,99
_	_		100,347		597,574	-		697,921		-	697,92
_	_		(185,028)		-			(185,028)		-	(185,02
-	_		` ,		-	-		- 1		-	-
 20,527	1,954		(5,679)		963,740	 _		980,542		39,698	1,020,24
\$ 	\$ _	\$	186,720	\$	114,372	\$ -	\$	301,093	\$		\$ 301,09



Schedule 3

Operating Expenses

	Sande	II Holdings	Sa	andell Re
Corporate secretarial fee	\$	8,403	\$	6,143
Business fee	*	998	•	2,035
Licence fee		_		15,294
Management fees		-		21,000
Miscellaneous expenses		⊷		686
Audit fee		-		9,730
Bank charges		110		745
Actuarial fee		-		8,500
Legal expenses		-		12,230
Directors fee		· -		12,500
Admin expense (SS&C)		-		39,000
Overhead expense		-		150,000
Professional fee		-		159,209
Consultancy fee		-		19,972
	\$	9,511	\$	457,043



Investment Balances

Schedule 4a

As at June 30, 2016 Expressed in United States Dollars Unaudited

Inv	estm	ente	- 1	Ona

	Equities	Bank Debt	TR Swaps	Corporate Bonds	Stock	Total
Cost	34,573,107	3,383,966	2,286,056	1,681,321	6,708	41,931,158
Valuation	801,909	10,126	23,720	(32,272)	6,217	809,700
	35,375,016	3,394,092	2,309,776	1,649,048	12,925	42,740,857 Note 2
Investments - Short						
	Equities	Options	TR Swaps			Total
Cost	8,576,152	10,583	-			8,586,735
Valuation	359,166	(2,881)	91,741			448,027
	8,935,318	7,703	91,741			9,034,762 Note 12

Accrued Investment Income

Corporate Bonds Receivable	22,343
Interest Receivable	(3,053)
Swap Dividend Receivable	30,108
Swap Interest Receivable	104,891
	154,289 Note 4



Schedule 4b

Net Investment Income

Sa	nd	el	IR	е

Income	\$ 803,164
Expenses	(498,159)
Unrealized Interest	76,496
Interest Income on fixed deposit - HSBC	223
Realized Gains/Losses	105,520
Unrealized Gains/Losses	2,375,686
	\$ 2,862,931

Sandell Holdings Ltd. Schedule of Prepaids & Accruals Consolidated Statement of Income

secribion 31-Dec-15 Parmonis 5 fee 6	Balance Balance Balance Salament 41-Dec-15 \$ \$	Balance 31-Dec-15	Babnee 31-Dec-15 \$ \$ 5 000 20,000 20,000 62,468	Pavments S 27,230 18,500 13,248 21,584 161,607 2,475 39,000	Expenses at 8 (7,770) (7,770) (1,500 (1,500 (1,500 (1,500 (1,500 (1,50,000 (Balance ed Statement or \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$ \$	Balance 13-Dec-15 5 5 35,000 20,000 62,468	Balance Balance Balance Statement of 31-Dec-15	31-Dec-15 \$ 35.000 20.000 62.468
STEELINGS C1-2-3-1-1-1-1-1-1-1-1-1-1-1-1-1-1-1-1-1-		1 1 2 3 4 5 7	35,000 20,000 62,468 2,468	5 27,230 13,248 13,248 151,607 151,607 2,475	7 (7,770) (7,770) (1,500) (1,500) (1,500) (150,000 (150,0	17,500 17,500 10,000 128,416 70,089	35,000 20,000 20,000 62,468	17,500 10,000 10,000 128,416 770,069	35,000 20,000 62,468
tfee 175 176 177 178 179 189 180 180 180 180 180 180 180 180 180 180		1 1 1 1	35,000 20,000 	27,230 13,248 21,584 151,607 2,475 39,000	7,770) 17,500 (1,500) 10,000 152,000 159,000 39,000 15,872	7.500 10,000 (1,048) 128,416 70,069	35,000 20,000 62.468	77,500 10,000 (1,018) 728,416	35,000 20,000 62,468
115 116 119 119 119 119 119 119 119 119 119		1 1 1 1	35,000 20,000 62,468 2,475	27,230 18,500 13,248 21,584 151,607 2,475 39,000	7,770) 17,500 (1,500) 10,000 12,230 159,000 159,209 39,000	17,500 10,000 (1,018) 128,416 70,089	35,000	17,500 10,000 (1,018) 128,416 70,069	35,000 20,000 - - 62,468 2,474
(9טקע		1 1 1 1	20,000	18,500 13,248 21,584 151,607 2,475 39,000	(1,500) 10,000 12,230 150,000 159,209 39,000	10,000 (1,018) 128,416 70,089	20,000	10,000 (1,018) (1,018) 720,059	20,000
(פטאר		1 1 1 1		13,248 21,584 151,607 2,475 39,000	159,209 159,209 159,209 39,000	(1,018) 128,416 70,069	62.468	(1,018) 128,416 70,069	62,468
nting)		i i i	62,468 - 2,475	21,584 151,607 2,475 39,000	159,000 159,209 39,000 19,972	70,069	62,468	70,069	62,468
(טיארופ)		i i i i	62,468	151,807 2,475 39,000	39,000 19,972	70,069	62.468	690'02	62,468
e (Accounting)	, , ,		2,475	39,000	39,000 19,972	t + s	2,474		2,474
: (Accounting)	1 1		2,475	39,000	39,000 19,972	* i	2,474		2,474
(Accounting)	ī	1		39,000	39,000	1			
AIDS					19,972		•	t	
AIDS				19,972		, ,	1 1	,	,
PAIDS			119,943	293,616	398,640	224,967	119,942	224,967	119,942
	- '],							
			1				2		
BeniDescription 31-be-15 Perments Expenses a	Ę	31-Dec-15	31-Dec-15	Payments	Expenses at	Expenses ated Statement of			
,	•	• ¹	• '	26,881	15,294	11,588	, '	11,588	'
Annual Business Fees - 2016" - 1,995 998 (Bda Gort, - \$1,995/ \$4,070)	866)	,	4,070	2,035	2,035	,	\$60'8	
Corporate Secretarial Fees 4,331 5,515 8,403	1,444	4,331	5,156	3,565	6,143	2,578	5,156	4,022	9,488
LOC Fees	,	,		7,818	1,954	5,863	•	5,863	•
Directors Fee				25,000	12,500	12,500	ì	12,500	
Мападетнет fees				21,000	21,000	1		r	
4,331 7,510 9,400	2,441	4,331	5,156	88,334	58,926	34,564	5,156	37,005	9,488

Accured Expenses Presentation:

Accurals

Short TR Swap Interest Payable 16,111

Swap Dividend Payable 32,415

Interest Payable (13,849)

Short BD Swap Interest Payable 18,761



Schedule 5

Bermuda Statutory Ratios (for Sandell Re Ltd.)

As at June 30, 2016 Expressed in United States Dollars Unaudited

SOLVENCY MARGIN

Shareholders' Equity		\$	52,852,982
Less non-admitted assets: Deferred acquisition costs	-		-
Prepaid expenses	(34,564)		(34,564) 52,818,418
Minimum statutory capital and surplus for Class 3A insurer: Greater of:			
1) \$1,000,000 (for Class 3A)	1,000,000		
2) 20% of net premiums written up to \$6 million +15% thereafter	3,012,462		
3) 15% of net loss reserves	3,568,883		3,568,883
Excess over minimum Solvency Margin requirement		\$	49,249,535
LIQUIDITY RATIO			
Total assets Less non-relevant and non-admitted assets:		\$	98,587,250
Deferred acquisition costs	(24 564)		(34 564)
Prepaid expenses Relevant assets	(34,564)		(34,564) 98,552,686
Relevant assets			90,002,000
Total Liabilities	45,734,268		
Add: Amount due to parent	2,970		
	, , , , , , , , , , , , , , , , , , , ,		
Relevant liabilities	45,737,238		
75% of relevant liabilities			34, 3 02,929
Excess over minimum Liquidity Ratio requirement		_\$_	64,249,757