# PhiloSmith

First Half 2015 Insurance Review

#### Insurance M&A Strong Midway through 2015

Insurance brokerage transactions led the way with 203 deals, a 37% increase over the first half of 2014. There were 21 property & casualty underwriter deals, which was in line with the prior year and 11 life & health insurance transactions, which was down from 18. The wave of reinsurance M&A has continued since 2014 and has spread into primary insurance. With excess industry capital and limited growth opportunities, deals have increasingly become the vehicle for companies to grow by expanding product offerings and distribution, and manage expenses during the current pricing cycle.

#### Dedicated Investment Banking Firm Specializing in Insurance and Financial Services Businesses

PhiloSmith is a leading, independent investment bank focused on providing financial and strategic advice on mergers and acquisitions to insurance companies, insurance agents/brokers, and specialty finance companies, and investment management services to corporations, financial institutions, and high net worth individuals.

For over half a century, we have operated under the belief that our clients' interests are paramount – a motto that has not only preserved our business for 50 years and counting, but has secured our place as a leader in the insurance investment banking industry.

		PhiloSmith Professionals
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### **Analysis of Selected M&A Transactions**

January 1, 2015 to June 30, 2015

#### **Property & Casualty Underwriters**

					Deal Value as a multiple of *			
Date Announced	Acquirer	Target	Transaction Type	Deal Value (\$M)	MRQ BV	MRQ TBV	LTM Op. Income	
1/1/2015	Montour Mutual Insurance Co.	Certain Assets of Shamokin Township Mutual Fire Insurance Co.	Mutual/Mutual	-	-	-	-	
1/7/2015	Western National Insurance Group	Michigan Millers Mutual Insurance Co. (1)	Mutual/Mutual	-	-	-	-	
1/9/2015	XL Group Plc.	Catlin Group Ltd.	Public/Public	4,078	1.21x	1.54x	8.8x	
1/23/2015	MAPFRE SA	Personal Lines Business of Holyoke Mutual/Middlesex Mutual (2)	Public/Mutual	-	-	-	-	
1/25/2015	AXIS Capital Holdings Ltd.	PartnerRe Ltd. (3)	Public/Public	-	-	-	-	
2/16/2015	Fairfax Financial Holdings Ltd.	Brit Plc. (4)	Public/Public	1,722	1.54x	1.68x	8.8x	
3/18/2015	AmTrust Financial Services, Inc.	ARI Mutual Insurance Co. (5)	Public/Mutual	32	1.29x	1.29x	-	
3/31/2015	Endurance Specialty Holdings Ltd.	Montpelier Re Holdings Ltd.	Public/Public	1,831	1.22x	1.22x	7.5x	
4/1/2015	First Protective Insurance Co.	Fidelity Fire & Casualty Co.	Private/Private	-	-	-	-	
4/8/2015	Redpoint Insurance Group, LLC	Certain Assets and Renewal Rights of Hallmark Financial Services Inc. (6)	Private/Public	-	-	-	-	
4/13/2015	Markerstudy Ltd.	UK Motor Business of Hanover Insurance Group	Private/Public	65	-	-	-	
5/3/2015	Fosun International Holdings Ltd.	Ironshore Inc.	Private/Private	2,098	-	-	-	
5/5/2015	MMIC Group, Inc.	Arkansas Mutual Insurance Co. (7)	Mutual/Mutual	-	-	-	-	
5/7/2015	AmTrust Financial Services, Inc.	Warranty Solutions Business of Wells Fargo & Co.	Public/Public	152	-	-	-	
5/20/2015	Sentry Insurance a Mutual Co.	Florists' Mutual Insurance Co. (8)	Mutual/Mutual	-	-	-	-	
6/10/2015	Tokio Marine Holdings, Inc.	HCC Insurance Holdings, Inc.	Public/Public	7,500	1.91x	2.51x	17.5x	
6/16/2015	Insurance Australia Group Limited	Local Personal Lines and SME Business of Berkshire Hathaway, Inc.	Public/Public	-	-	-	-	
6/26/2015	Redpoint Insurance Group, LLC	Workers' Compensation Business of Hallmark Financial Services, Inc. (9)	Private/Public	-	-	-	-	
Mean Median					1.43x 1.29x	1.65x 1.54x	10.7x 8.8x	

#### Life & Health Underwriters

					Deal Va	alue as a mul	tiple of *
Date Announced	Acquirer	Target	Transaction Type	Deal Value (\$M)	MRQ BV	MRQ TBV	LTM Op. Income
1/1/2015	Manhattan Life Insurance Co.	Block of Life and Annuities of Tower Life Insurance Co.	Private/Private	-	-	-	-
4/8/2015	Pan-American Life Mutual Holding Co.	Mutual Trust Holding Co. (10)	Mutual/Mutual	-	-	-	-
4/27/2015	Primary Group Ltd.	Best Doctors Insurance Ltd.	Private/Private	-	-	-	-
4/30/2015	Cigna Corp.	Sterling Life Insurance Co.	Public/Private	-	-	-	-
6/10/2015	National General Holdings Corp.	Assurant Health	Public/Public	-	-	-	-
6/15/2015	National Guardian Life Insurance Co.	Run-off Blocks of Life and Annuities of Independence Holding Co.	Mutual/Public	42	-	-	-
6/23/2015	Magic Johnson Enterprises, Inc.	EquiTrust Life Insurance Company (11)	Private/Private	-	-	-	-
Mean					-	-	-

Median

\* Valuation metrics are based on GAAP MRQ and LTM financials at deal announcement, unless noted otherwise

Valuation metrics are based on GAAP MRQ and L1M Innancials at deal announcement, unless noted otherwise
(1) Mutual affiliation transaction; no considerations exchanged
(2) Acquisition of personal lines business in CT, MA, RI, and NH
(3) Merger of equals; PRE will own 51.5% and AXS will own 48.5% of the combined company
(4) Multiples are based on IFRS financials and extraordinary dividend related to the acquisition was deducted from BV in multiples calculations
(5) Mutual to stock conversion; AmTrust will issue up to \$32.2M in common stock to ARI policyholders

Mutual to stock conversion; Am Fust will issue up to \$22,20 in common stock to ARI policy (6) Acquisition of Texas workers' compensation renewal rights
Merger of mutuals; no considerations exchanged
Mutual affiliation transaction
Acquisition of Texas workers' compensation business of Hallmark Financial Services, Inc. (10) Merger of mutuals; no considerations exchanged
Mutual affiliation of Texas workers' compensation business of Hallmark Financial Services, Inc. (10) Merger of mutuals; no considerations exchanged
Magic Johnson Enterprises, Inc. has more than 60% stake

# Analysis of Selected M&A Transactions

January 1, 2015 to June 30, 2015

#### **Insurance Brokers**

Date Announced	Acquirer	Target	Deal Value (\$M)
1/6/2015	AmTrust Financial Services, Inc.	Oryx Insurance Brokerage, Inc.	30
1/16/2015	Associated Banc-Corp	Ahmann & Martin Co.	56
1/18/2015	American International Group, Inc.	Laya Healthcare Limited	94
1/20/2015	Kohlberg Kravis Roberts & Co. L.P.	US Agency Businesses of QBE	300
1/23/2015	National General Holdings Corporation	Healthcare Solutions Team, Inc.	15
1/26/2015	Old National Bancorp	Mutual Underwriters Insurance	4
1/28/2015	Saga Plc.	Bennett Biking Services Limited	40
1/31/2015	Patriot National, Inc.	Phoenix Risk Management Inc.	4
2/1/2015	Arthur J. Gallagher & Co.	Excel Insurance Services, Inc.	11
2/1/2015	Arthur J. Gallagher & Co.	NationAir Insurance Agencies, Inc.	14
2/1/2015	BroadStreet Capital Partners, Inc.	Insurance Counseling & Management, Inc.	-
2/1/2015	Brown & Brown, Inc.	Liberty Insurance Brokers, Inc.	16
2/1/2015	Arthur J. Gallagher & Co.	Cohn Financial Group, LLC	32
3/1/2015	Brown & Brown, Inc.	Spain Agency, Inc.	30
3/16/2015	American International Group, Inc.	NSM Insurance Group, Inc.	239
3/18/2015	Kaplansky Insurance Agency, Inc.	North State Insurance Agency, Inc.	-
3/23/2015	Cross Financial Corporation	Corcoran & Havlin Insurance Agency, Inc.	-
3/31/2015	Patriot National, Inc.	TriGen Holding Group, Inc.	10
4/1/2015	Fairfax Financial Holdings Limited	Redwoods Group, Inc.	20
4/1/2015	National General Holdings Corporation	Assigned Risk Solutions, Ltd.	47
4/8/2015	Patriot National, Inc.	Hospitality Supportive Systems, LLC	11
4/22/2015	Willis Group Holdings Public Limited Co.	Gras Savoye (1)	547
4/27/2015	First Acceptance Corporation	Titan Insurance Services, Inc.	35
4/30/2015	AssuredPartners, Inc.	T.A. Cummings Jr. Company	-
1/26/2015	Mesirow Financial Holdings, Inc.	Benefits & Incentives Group, Inc.	-
5/22/2015	Patriot National, Inc.	Brandywine Insurance Advisors LLC	4
5/29/2015	World Insurance Associates LLC	Amalgamated General Agencies, Inc.	10
6/1/2015	Marsh & McLennan Companies, Inc.	McQueary Henry Bowles Troy, L.L.P.	-
6/5/2015	J.C. Flowers & Co. LLC	AmeriLife Group, L.L.C.	390
6/12/2015	USI, Inc.	First Merchants Insurance Services Inc.	18
6/12/2015	CSHC Investment Holdings, LLC	MGA Business of Affirmative Insurance Holdings, Inc.	85
6/15/2015	Arthur J. Gallagher & Co.	William Gallagher Associates Insurance Brokers, Inc.	-
6/25/2015	ABRY Partners	Hilb Group, LLC	-

(1) Acquisition of remaining 70% stake Source: publicly available information, SNL Financial

Analysis	of Publicly	-Traded	Insu	rar	nce Co	ompanie	S		
		As of July 15,	2015				Dri	ce as a multipl	e of
		Stock	52-W	Veek F	Range	Market	MRQ	MRQ	LTM
Company Name	Ticker	Price (\$)	Low	-	High	Cap. (\$M)	BVPS	TBPVS	EPS
Specialty P&C									
ACE Limited	ACE	103.78	99.45	-	117.89	33,594	1.14x	1.40x	12.5x
Arch Capital Group Ltd.	ACGL	69.01	52.51	-	69.83	8,559	1.44x	1.47x	10.0x
American Financial Group, Inc.	AFG	67.86	54.63	-	68.17	5,965	1.21x	1.28x	16.8x
AmTrust Financial Services, Inc.	AFSI	66.52	38.25	-	67.23	5,495	2.77x	4.49x	11.0x
Allied World Assurance Company Holdings, AG	AWH	44.26	34.37	-	45.01	4,318	1.10x	1.21x	10.0x
AXIS Capital Holdings Limited	AXS	55.31	43.00	-	59.38	5,580	1.04x	1.05x	7.3x
Baldwin & Lyons, Inc.	BWINB	23.30	22.02	-	27.44	350	0.87x	0.88x	11.8x
Chubb Corporation	СВ	121.87	86.40	-	129.44	27,737	1.73x	1.78x	14.4x
Federated National Holding Company	FNHC	25.52	19.70	-	37.04	362	1.72x	1.72x	8.7x
Global Indemnity plc	GBLI	28.40	22.96	-	29.93	731	0.79x	0.83x	11.8x
Hallmark Financial Services, Inc.	HALL	11.46	8.66	-	12.67	221	0.84x	1.10x	15.5x
HCC Insurance Holdings, Inc.	HCC	77.39	46.51	-	77.51	7,402	1.89x	2.49x	16.4x
James River Group Holdings, Ltd.	JRVR	26.21	20.46	-	27.57	748	1.07x	1.57x	-
Markel Corporation	MKL	874.95	623.90	-	882.45	12,202	1.55x	1.98x	29.7x
National Interstate Corporation	NATL	27.19	24.60	-	30.54	539	1.46x	1.49x	53.3x
Navigators Group, Inc.	NAVG	78.91	60.03	-	81.02	1,136	1.08x	1.08x	12.3x
OneBeacon Insurance Group, Ltd.	OB	15.38	13.61	-	16.91	1,465	1.40x	-	-
ProAssurance Corporation	PRA	47.69	42.93	-	48.34	2,624	1.24x	1.45x	14.8x
RLI Corp.	RLI	53.12	42.68	-	53.36	2,294	2.66x	2.91x	17.0x
Unico American Corporation	UNAM	10.68	8.23	-	13.30	57	0.80x	0.80x	-
W. R. Berkley Corporation	WRB	55.98	44.30	-	56.73	6,989	1.53x	1.58x	12.5x
White Mountains Insurance Group, Ltd.	WTM	683.85	599.35	-	704.50	4,097	1.02x	1.12x	13.7x
XL Group plc	XL	38.30	30.83	-	38.78	11,744	0.96x	1.00x	-
Mean							1.36x	1.58x	15.8x
Median							1.21x	1.43x	12.5x
Standard P&C									
Cincinnati Financial Corporation	CINF	53.57	45.09	-	55.35	8,805	1.33x	1.33x	15.7x
CNA Financial Corporation	CNA	39.98	35.68	-	43.65	10,804	0.87x	0.88x	11.9x
Donegal Group Inc.	DGICA	15.31	14.29	-	16.47	456	0.98x	0.99x	19.1x
EMC Insurance Group Inc.	EMCI	25.85	18.76	-	26.52	532	1.01x	1.01x	13.3x
Selective Insurance Group, Inc.	SIGI	30.00	21.97	-	30.10	1,709	1.30x	1.31x	10.5x
State Auto Financial Corporation	STFC	26.63	19.36	-	26.68	1,095	1.21x	1.21x	10.5x
Hanover Insurance Group, Inc.	THG	78.97	57.80	-	78.97	3,492	1.20x	1.28x	12.6x
United Fire Group, Inc.	UFCS	35.08	27.36	-	35.23	878	1.04x	1.07x	12.8x
Mean							1.12x	1.14x	13.3x
Median							1.12x	1.14x	12.7x
Reinsurance									
Argo Group International Holdings, Ltd.	AGII	56.57	44.85	-	57.89	1,580	0.95x	1.10x	8.1x
Aspen Insurance Holdings Limited	AHL	48.99	39.20	-	49.84	3,019	1.04x	1.05x	9.8x
Blue Capital Reinsurance Holdings Ltd.	BCRH	17.63	16.63	-	20.05	154	0.87x	-	10.8x
Endurance Specialty Holdings Ltd.	ENH	67.87	52.18	-	68.10	3,065	1.08x	1.14x	9.5x
Greenlight Capital Re, Ltd.	GLRE	29.68	28.69	-	35.18	1,116	0.98x	0.98x	12.2x
Maiden Holdings, Ltd.	MHLD	16.33	10.92	-	16.50	1,200	1.25x	1.37x	11.1x
Montpelier Re Holdings Ltd.	MRH	42.12	29.16	-	42.38	1,845	1.20x	1.20x	11.2x
PartnerRe Ltd.	PRE	133.00	103.57	-	136.18	6,354	1.00x	1.11x	7.1x
Everest Re Group, Ltd.	RE	190.18	155.23	-	190.18	8,450	1.10x	1.11x	7.1x
Reinsurance Group of America, Incorporated	RGA	97.82	72.34	-	98.45	6,475	0.91x	0.91x	10.1x
RenaissanceRe Holdings Ltd.	RNR	105.07	93.89	-	108.99	4,839	1.10x	1.18x	8.0x
Third Point Reinsurance Ltd.	TPRE	15.00	13.00	-	16.00	1,577	1.05x	1.05x	26.8x
Validus Holdings, Ltd.	VR	44.75	36.16	-	45.50	3,785	1.02x	1.11x	8.3x
Alleghany Corporation	Y	496.52	405.70	-	506.95	7,944	1.04x	1.08x	13.5x
Mean							1.04x	1.11x	11.0x
Median							1.04x	1.11x	9.9x

Personal Lines Allstate Corporation

Erie Indemnity Company

First Acceptance Corporation

Mercury General Corporation

Horace Mann Educators Corporation

Infinity Property and Casualty Corporation

Progressive Corporation	PGR	30.01	23.20	-	30.32	17,608	2.45x	2.45x	14.2x
Safety Insurance Group, Inc.	SAFT	59.18	49.50	-	65.98	893	1.34x	1.34x	-
Mean							2.07x	2.18x	15.8x
Median							1.35x	1.43x	14.4x
Multi-Line									
Atlantic American Corporation	AAME	3.70	3.09	-	4.38	76	0.75x	0.77x	19.5x
American International Group, Inc.	AIG	64.03	48.56	-	64.38	85,377	0.80x	0.84x	10.9x
Assurant, Inc.	AIZ	73.11	59.73	-	73.28	4,965	0.97x	1.26x	13.9x
Berkshire Hathaway Inc.	BRK.A	213,800.00	185,005.00	-	229,374.00	351,374	1.45x	2.09x	17.3x
Genworth Financial, Inc.	GNW	7.80	6.75	-	16.78	3,880	0.25x	0.26x	-
Hartford Financial Services Group, Inc.	HIG	46.68	33.64	-	47.35	19,602	1.03x	1.06x	25.9x
Kemper Corporation	KMPR	39.86	31.82	-	40.28	2,066	0.98x	1.15x	22.6x
_oews Corporation	L	38.88	38.01	-	44.50	14,439	0.75x	0.76x	23.0x
National Security Group, Inc.	NSEC	14.27	9.66	-	16.97	36	0.81x	0.81x	4.5x
Old Republic International Corporation	ORI	16.11	13.43	-	16.90	4,207	1.05x	1.12x	14.3x
Travelers Companies, Inc.	TRV	102.42	88.81	-	110.49	32,641	1.31x	1.56x	9.9x
Mean							0.92x	1.06x	16.2x
Median		5					0.97x	1.06x	15.8x

68.06

84.25

3.14

37.51

77.72

56.69

56.63

72.37

2.16

28.11

62.19

46.43

-

-

-

-

72.87

94.00

3.39

37.66

87.89

60.31

27,828

4,405

1,543

3,127

891

129

1.37x

6.20x

1.19x

1.09x

1.26x

1.67x

1.45x

6.67x

1.25x

1.13x

1.41x

1.74x

10.4x

27.5x

4.7x

14.4x

15.5x

23.7x

ALL

ERIE

FAC

HMN

IPCC

MCY

# Analysis of Publicly-Traded Insurance Companies

		As of July 15,	2015				-		
		As of only ro,						ce as a multiple	
Company Nama	Ticker	Stock Price (\$)	52-W Low	leek R	-	Market	MRQ BVPS	MRQ TBPVS	LTM EPS
Company Name	Пскег	Price (\$)	LOW		High	Cap. (\$M)	DVP3	10773	EF3
Workers' Comp-Focused AMERISAFE, Inc.	AMSF	48.27	35.15		48.87	916	1.98x	1.98x	15.7x
Employers Holdings, Inc.	EIG	23.46	18.81	-	27.65	748	1.05x	1.13x	7.3x
Mean							1.52x	1.55x	11.5x
Median							1.52x	1.55x	11.5x
Floride / Degianel Homeowners Forward									
Florida / Regional Homeowners-Focused Atlas Financial Holdings, Inc.	AFH	19.43	13.03		20.50	233	2.10x	2.22x	13.3x
HCI Group, Inc.	HCI	44.68	35.30	-	51.44	481	2.20x	2.20x	7.3x
Kingstone Companies, Inc.	KINS	7.57	6.11	-	8.97	56	1.36x	1.43x	10.4x
United Insurance Holdings Corp.	UIHC	16.65	12.91	-	28.43	359	1.64x	1.68x	11.6x
Universal Insurance Holdings, Inc.	UVE	26.46	11.88	-	27.73	943	3.89x	3.93x	11.5x
Mean							2.24x	2.29x	10.8x
Median							2.10x	2.20x	11.5x
Title									
First American Financial Corporation	FAF	38.57	26.20	-	40.00	4,181	1.61x	2.67x	16.8x
Fidelity National Financial, Inc.	FNF	38.10	25.65	-	39.24	11,922	2.34x	-	8.5x
Investors Title Company Stewart Information Services Corporation	ITIC STC	70.75 40.33	64.41 27.02	2	82.08 41.83	142 967	1.03x 1.43x	1.03x 2.44x	13.8x 33.3x
	510	40.33	21.02		41.05	307			
Mean Median							1.60x 1.52x	2.05x 2.44x	18.1x 15.3x
moduli							1.528	2.74A	10.04
Financial Guarantor									
Assured Guaranty Ltd.	AGO	25.34	20.02	-	29.75	3,824	0.67x	0.67x	3.4x
Ambac Financial Group, Inc.	AMBC	18.89	15.74	-	27.53	850	0.54x	-	1.6x
MBIA Inc. MGIC Investment Corporation	MBI MTG	6.19 11.48	4.94 7.16	2	10.65 11.72	1,075 3,899	0.29x 3.29x	0.29x	3.6x 14.2x
Radian Group Inc.	RDN	18.82	12.18	-	19.13	4,137	1.63x	1.88x	5.2x
Mean							1.28x	0.95x	5.6x
Median							0.67x	0.67x	3.6x
Life O America									
Life & Annuity American Equity Investment Life Holding Company	AEL	27.24	21.36	-	29.90	2,099	0.90x	0.90x	15.4x
Aflac Incorporated	AFL	61.79	21.30 54.99	-	29.90 65.10	2,099	0.90x 1.44x	-	9.6x
American National Insurance Company	ANAT	107.82	92.04	-	116.70	2,900	0.64x	0.64x	9.8x
Citizens, Inc.	CIA	7.52	5.28	-	8.43	377	1.44x	1.54x	-
CNO Financial Group, Inc.	CNO	18.76	14.89	-	19.49	3,695	0.78x	0.78x	12.0x
FBL Financial Group, Inc. Fidelity & Guaranty Life	FFG FGL	57.22 24.18	42.28 20.12	-	63.24 26.59	1,419 1,420	1.14x 0.83x	1.15x -	12.9x 14.6x
Kansas City Life Insurance Company	KCLI	45.56	42.71	-	50.66	491	0.65x	0.65x	16.2x
Lincoln National Corporation	LNC	58.52	45.25	-	62.08	14,807	0.91x	1.06x	10.5x
MetLife, Inc.	MET	57.47	46.10	-	58.23	64,126	0.89x	1.03x	9.3x
National Western Life Insurance Company	NWLI	238.34	221.55	-	280.02	867	0.55x	0.55x	7.8x
Phoenix Companies, Inc. Primerica, Inc.	PNX PRI	15.61 45.84	13.75 41.43	2	70.92 55.77	89 2,368	0.36x 1.91x	- 2.01x	- 13.9x
Prudential Financial, Inc.	PRU	88.68	74.51	-	94.30	40,172	0.89x	0.91x	19.1x
Security National Financial Corporation	SNFCA	7.02	3.75	-	7.02	91	0.91x	0.93x	9.6x
Symetra Financial Corporation	SYA	24.59	20.23	-	25.92	2,855	0.80x	0.86x	13.4x
Torchmark Corporation Voya Financial, Inc.	TMK VOYA	60.20 47.23	49.71 33.94		60.28 48.30	7,592 10,814	1.56x 0.67x	1.71x 0.68x	14.8x 5.3x
Mean			00.01		10.00	10,011	0.96x	1.03x	12.1x
Median							0.96x 0.89x	0.91x	12.1X 12.5x
Health		, ···					0.05		10.1
Aetna Inc. American Independence Corp.	AET AMIC	115.48 10.34	71.81 9.75	2	134.40 12.45	40,256 84	2.68x 0.90x	- 1.01x	19.1x 15.7x
Centene Corporation	CNC	74.53	35.49		83.00	8,875	4.82x	-	30.1x
Cigna Corporation	CI	156.07	85.75	-	170.68	40,167	3.67x	-	19.7x
eHealth, Inc.	EHTH	14.19	8.81	-	34.17	254	3.48x	5.25x	-
Health Insurance Innovations, Inc.	HIIQ	5.09	4.58	-	14.24	74	1.93x	-	-
Health Net, Inc. Humana Inc.	HNT HUM	68.42 187.48	40.84 115.51	2	76.67 219.79	5,288 27,773	3.18x 2.80x	4.84x 4.39x	37.6x 24.0x
Independence Holding Company	IHC	13.27	11.29	-	14.47	27,773	2.60x 0.78x	4.39X 0.98x	24.0x 13.0x
Molina Healthcare, Inc.	MOH	73.13	39.23	-	73.98	4,032	3.50x	5.33x	42.0x
UnitedHealth Group Incorporated	UNH	125.86	78.74	-	126.05	119,825	3.76x	-	20.8x
Universal American Corp.	UAM UNM	9.53 36.35	7.63	2	11.16 37.17	801	1.29x	1.46x	- 23.8x
Unum Group WellCare Health Plans, Inc.	WCG	36.35 86.49	30.72 55.43	-	37.17 95.09	9,070 3,809	1.04x 2.36x	1.07x 3.04x	23.8X -
Mean						0,000	2.58x	3.04x	24.6x
Median							2.56x 2.74x	3.04x 3.04x	24.6x 22.3x

# Analysis of Publicly-Traded Insurance Companies

		As of July 15,	2015						
	-	Stock		Veek F	Range	Market	Total Enterprise	Price/ LTM	TEV/ LTM
Company Name	Ticker	Price (\$)	Low		High	Cap. (\$M)	Value (\$M)	EPS	EBITDA
Insurance Broker									
Arthur J. Gallagher & Co.	AJG	47.95	43.36	-	49.59	8,053	10,187	27.9x	16.1x
Aon plc	AON	101.86	78.26	-	107.08	28,721	34,085	21.4x	13.0x
Brown & Brown, Inc.	BRO	34.08	30.11	-	34.39	4,800	5,633	23.5x	11.5x
Marsh & McLennan Companies, Inc.	MMC	57.69	48.66	-	59.99	31,061	33,937	21.1x	12.7x
Willis Group Holdings Public Limited Company	WSH	46.95	39.11	-	49.96	8,438	10,314	26.2x	13.6x
Mean								24.0x	13.4x
Median								23.5x	13.0x

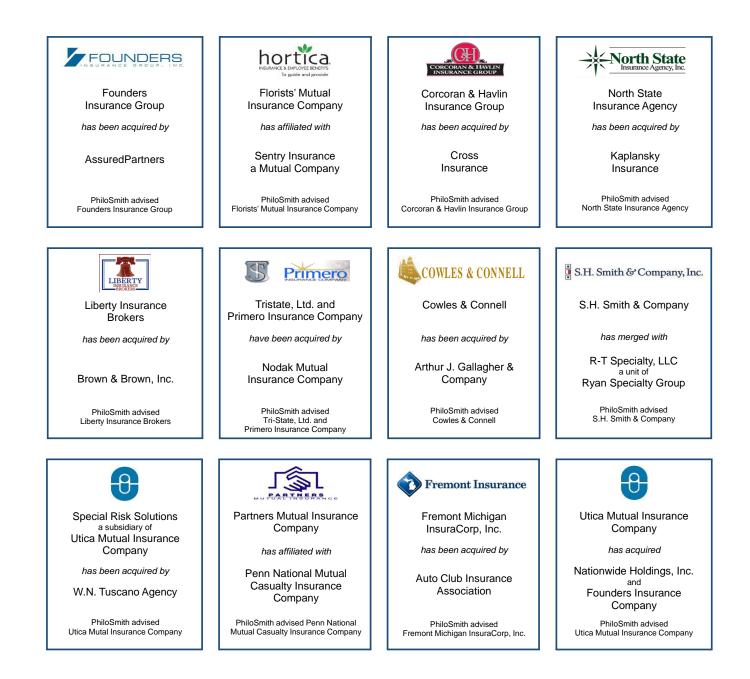
Note: No adjustments have been made in this analysis to reflect the pro forma impact of acquisitions Source: publicly available information, SNL Financial

#### **Key Terms and Abbreviations**

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"BV"	Book Value
"BVPS"	Book Value per Share
"Deal Value"	Price paid to acquire the equity of the target
"EBITDA"	Earnings before Interest, Taxes, Depreciation & Amortization
"EPS"	Earnings per Share
"LTM"	Last Twelve Months
"MRQ"	Most Recent Quarter
"Op. Income"	After-Tax Operating Income
"TBV"	Tangible Book Value
"TBVPS"	Tangible Book Value per Share

## **Recent Notable Transaction Experience**



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