

# GARY BOSS DEALS LIST

## Select Corporate/M&A Experience

- **Fidelity National Information Services (FIS Global)**, a Fortune 500 fintech company, on
  - its acquisition of a majority stake in Virtus Partners, a U.S. credit-based alternatives fund solutions provider
  - its acquisition of Zenmonics, a provider of software solutions
  - its acquisition of Clear2Pay for approximately €375 million
  - its sale of ClearPar to Markit
  - its US\$1.8 billion acquisition of eFunds
  - its public company spin-off
- **Corinthian Capital** on
  - its acquisition of Eastern Wholesale Fence Company and then its subsequent sale to Center Rock Capital Partners and Leelanau Private Capital
  - its acquisition of Best Lighting Products from Wafra Partners
  - its acquisitions of Hamilton Group and of Sierra Engineering, two consulting and engineering firms serving the international oil and gas industry
- **Watford Holdings** on
  - its approximately US\$700 million acquisition by Bermuda-based insurance, reinsurance and mortgage insurance company Arch Capital Group Ltd.
  - its agreement to acquire Axeria IARD, a French P&C insurance company, from the APRIL group
- **Armour**, a Bermuda-based P&C run-off reinsurance company, on the sale of ILS Investment Management Limited
- **Ascendant**, a Bermuda-based, publicly traded provider of energy and energy-related services, on its sale to Algonquin Power & Utilities Corporation
- **Jardine Lloyd Thompson Group** on its acquisition of Towers Watson's reinsurance brokerage unit
- **Assurant** on its acquisition of certain insurance agencies owned by Green Tree Credit Solutions
- **Sedgwick Claims Management Services** on
  - the sale of its group health peer review and independent medical examination assets to ExamWorks, LLC.
  - its acquisition of Stericycle's Expert Solutions service line
  - its acquisition of York Risk Services Group
  - the acquisition by its Malaysian subsidiary (Sedgwick Malaysia Sdn. Bhd.) of Maphilindo International, from the existing shareholders
  - its acquisition of Security Capital Corporation
- **Premia Holdings** on its acquisition of Navigators Holdings (Europe) NV (and its associated companies, including Assurances Continentales – Continentale Verzekeringen NV of Belgium and Canal Re S.A. of Luxemburg) from The Hartford
- **Unified Commerce Group** on its strategic investment in sustainable fashion brand, Frank And Oak
- The **management team of FOJP** on its disposal of Hospitals Insurance Company and certain assets of FOJP Service Corporation to The Doctors Company
- **Gallatin Point Capital**, as lead investor, on their collective investment behind Sirius' go-public deal
- **Swiss Re** on its multi-jurisdictional joint venture with Orsus Insurance International
- **Slice**, an insurtech start-up, on corporate and insurance regulatory matters including multiple joint ventures with large insurers and corporates
- **Tower Group** in various acquisition transactions
- **Consortium of eight private equity firms and other persons** on the sale of Ariel Re to Goldman Sachs
- **Hannover Re** and **Benfield** on the sale of alternative investment vehicles to AIG
- **Hannover Re** on the sale of its business lines to Hartford Financial Services

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## (CONTINUED)

### Select Corporate/M&A Experience (Continued)

- **HBK and Northaven Management** on the sale of Rockhill Insurance to State Auto
- **Sun Life Financial** on
  - its US\$650 million acquisition of the group benefits business of Genworth Financial
  - its sale of two operating businesses
- **THL, TPG and other investors** on their US\$635 million acquisition of Sedgwick Claims Management Services from Stone Point Capital
- **THL, TPG and other investors** on their sale of a minority interest to United Healthcare
- **MetLife** on
  - its US\$11.8 billion acquisition of Travelers Life and Annuity from Citibank
  - the sale of its 401(k) business to Great West Life & Annuity
  - its US\$1.3 billion acquisition of The Midland Company
  - its US\$352 million acquisition of Sterling Life and Olympic Health Management from Aon Corporation
  - its US\$742 million acquisition of Hartford Steam Boiler from AIG
- **National Atlantic Holdings Corporation** on its acquisition by Palisades Safety and Insurance Association
- **RenRe, Koch and Partner Re** on the sale of Channel Re to MBIA
- **Fidelity National Financial (FNF)** on
  - its acquisition of LandAmerica Financial Services
  - the sale of its National Flood Insurance Program business to Aquiline Capital
  - the sale of its personal lines business to WE Holding
  - its US\$400 million acquisition of InterCept
- **AEGON** on the sale of Transamerica Re to SCOR
- **Lender Processing Services** on its public company spin-off
- **Lincoln National** on its US\$7.5 billion acquisition of Jefferson-Pilot Financial Corporation

### Further Experience in the Financial Services Sector

- Transaction counsel on the formation and capital raise of large reinsurance and insurance companies with over US\$14 billion plus raised in capital. Companies formed include:
  - **Watford Holdings**, a Bermuda-based multi-line reinsurer that was a first-of-its kind hedge fund reinsurance vehicle (US\$1.13 billion of capital raised) (assets managed by HPS Investment Partners, a subsidiary of J.P. Morgan Asset Management)
  - **Fidelis Insurance Holdings**, a specialty insurance and reinsurance company that employs a novel hybrid investment model (US\$1.5 billion of capital raised) (investments by Crestview Partners, CVC Partners and Pine Brook)
  - **Armour**, a Bermuda-based P&C run-off reinsurance company (US\$500 million of capital raised) (backed by Aquiline Capital)
  - **Harrington**, a Bermuda-based reinsurance company (US\$600 million of capital raised) (investments by AXIS Capital Holdings and The Blackstone Group)
  - **KaylaRe**, a Bermuda-based reinsurance company (US\$620 million of capital raised) (investments from funds managed by Hillhouse Capital Management and Stone Point Capital)
  - **Premia Re**, a start-up reinsurer dedicated to run-off (US\$510 million of capital raised) (backed by Kelso & Company and Arch Capital Group Ltd.)
  - **Acra Re**, a Bermudan reinsurance vehicle (approximately US\$6 billion of capital raised) (backed by Apollo Global Management)
  - **Ategrity Specialty Insurance Company**, a specialty P&C insurance company focused on the excess and surplus lines market (approximately US\$250 million of initial capital raised)
  - a **Bermuda-based permanent capital vehicle** with a focus on annuities (approximately US\$1 billion of capital raised) (backed by Bayview Asset Management)
  - a **Bermuda-based permanent capital vehicle with an underlying asset involving peer-to-peer lending** (approximately US\$500 million of capital raised) (backed by a leading ILS company)

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## (CONTINUED)

### Further Experience in the Financial Services Sector (Continued)

- **Premia** on
  - reinsurance-to-close (RITC) transaction with AmTrust/Canopus.
  - establishment of a new European run-off platform with a hub in Germany
  - structuring and establishment of a Luxembourg-based reinsurance holding company structure
  - US\$400 million loss development cover reinsurance transaction with AmTrust
  - retroactive reinsurance transaction with GuideOne
  - private placement of US\$40 million subordinated notes structured to qualify as tier 2 capital
- **Watford Holdings** on
  - the direct listing of its common shares on the Nasdaq Global Select Market
  - its offering of US\$175.0 million aggregate principal amount of 6.50% senior unsecured notes due 2029
- **Wells Fargo Securities**, as representatives of the initial purchasers, on Fidelis Insurance Holdings Limited's debut issuance of US\$300 million aggregate principal amount of 4.875% Senior Notes due 2030
- **Universities Superannuation Scheme Ltd.**, one of the world's largest pensions, in connection with its role as lead investor in a new Bermuda reinsurer (US\$250 million investment of US\$2 billion capital raised)
- **Various large insurers and financial investment groups** on complex insurance regulatory, compliance, reporting and structuring issues
- **Finitive**, a fintech platform, on general corporate advisory work
- **Arch Capital Group** on its transfer of approximately US\$400 million of reserves to Catalina
- **Marketlend**, an online lender, on general corporate advisory work
- **Teachers Insurance and Annuity Association of America-College Retirement Equities Fund (TIAA)**, a Fortune 100 financial services organization, on its regulatory compliance efforts in connection with its acquisition of strategic businesses (including asset management and real estate management groups), insurance and New York Not-for-Profit regulatory filings and corporate governance
- **Elanus Capital Management** in connection with a private placement debt investment in Conifer Holdings Inc., a specialty insurance provider, supporting its adverse development coverage, refinancing activities, and general corporate purposes.
- **Chubb Group** on the integration of its insurance business following the merger of the ACE and Chubb Group
- **Legal & General** on advice relating to its asset management and trading operations, joint ventures, insurance M&A, longevity de-risking and insurance licensing and regulatory considerations
- **Nomura** on a transaction to convert its equity shareholding in Catalina into debt
- **MetLife** on the restructuring of an annuity business sold to The Hartford
- **Genworth**, an S&P 400 insurance company, on various potential transfers of XXX/AXXX blocks