



GreyCastle Holdings Ltd. to Acquire XL Group's Run-Off Life Reinsurance Operations

HAMILTON, Bermuda – May 1, 2014 - GreyCastle Holdings Ltd. ("GreyCastle"), a well-capitalized reinsurance business backed by a consortium of investors led by TRB Advisors and Equity Group Investments, announced today that it has entered into a definitive agreement to acquire the run-off Life Reinsurance operations of XL Group ("XL") for \$570 million in cash. The business being acquired is composed primarily of UK and Ireland pension annuities.

"As long-term investors, our primary objective is to protect the rights and interests of policyholders through a well-capitalized balance sheet and a conservative portfolio management approach," said Raymond Brooks, Chief Executive Officer of GreyCastle. "Our investment model is fully aligned with this objective, and we are pleased to be acquiring this business from XL Group."

"GreyCastle is backed by large family offices, university endowments and other long-term investors," Brooks continued. "The stability they bring, along with our highly experienced management team, will benefit our customers."

GreyCastle intends for the business to remain standalone with the current operational infrastructure intact. The company is managed and staffed by employees transferring from XL as well as experienced new hires.

The transaction is subject to customary regulatory review and approvals in the U.K. and Bermuda. It is expected to close in summer 2014.

GreyCastle's advisors on this transaction included Debevoise & Plimpton LLC, BlackRock Solutions, Milliman, PwC, Axispoint, and Deutsche Bank as financial advisor.

About GreyCastle Holdings Ltd.

GreyCastle Holdings Ltd. ("GreyCastle") is a well-capitalized reinsurance business based in Bermuda. Chaired by Lord James Blyth, GreyCastle is led by veteran insurance executive Raymond Brooks and has highly skilled and experienced teams of professionals in both Bermuda and London. GreyCastle is backed by a consortium led by TRB Advisors and Equity Group Investments that includes large family offices and university endowments with long-term investment strategies.