

**ANNUITY AND LIFE RE (HOLDINGS), LTD.
AND SUBSIDIARY**

**CONSOLIDATED FINANCIAL STATEMENTS
AND INDEPENDENT AUDITORS' REPORT**

DECEMBER 31, 2021

**ANNUITY AND LIFE RE (HOLDINGS), LTD.
AND SUBSIDIARY**

CONTENTS

	Page
Independent auditors' report	1-2
Consolidated balance sheets	3
Consolidated statements of loss	4
Consolidated statements of changes in shareholder's equity	5
Consolidated statements of cash flows	6
Notes to the consolidated financial statements	7-18



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INDEPENDENT AUDITORS' REPORT

To the Shareholder and Directors of Annuity and Life Re (Holdings), Ltd.

Opinion

We have audited the consolidated financial statements of Annuity and Life Re (Holdings), Ltd. (the "Company"), which comprise the consolidated balance sheets as of December 31, 2021 and 2020, and the related consolidated statements of loss, changes in shareholder's equity and cash flows for the years then ended, and the related notes to the financial statements.

In our opinion, the consolidated financial statements present fairly, in all material respects, the financial position of Annuity and Life Re (Holdings), Ltd. as of December 31, 2021 and 2020, and the results of its operations and its cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

Basis for Opinion

We conducted our audits in accordance with auditing standards generally accepted in the United States of America ("GAAS"). Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are required to be independent of the Company and to meet our other ethical responsibilities, in accordance with the relevant ethical requirements relating to our audits. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Responsibilities of Management for the Financial Statements

Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with accounting principles generally accepted in the United States of America, and for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about the Company's ability to continue as a going concern for one year after the date that the financial statements are issued or available to be issued.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with GAAS will always detect a material misstatement when it exists. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Misstatements are considered material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the financial statements.

INDEPENDENT AUDITORS' REPORT

Page 2

In performing an audit in accordance with GAAS, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements.
- Obtain an understanding of internal control relevant to the audit 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 Company's internal control. Accordingly, no such opinion is expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the financial statements.
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about the Company's ability to continue as a going concern for a reasonable period of time.

We are required to communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit, significant audit findings, and certain internal control-related matters that we identified during the audit.

Arthur Morris - Company Limited

Hamilton, Bermuda
April 29, 2022

**ANNUITY AND LIFE RE (HOLDINGS), LTD.
AND SUBSIDIARY**

CONSOLIDATED BALANCE SHEETS

December 31, 2021 and December 31, 2020

(Expressed in U.S. dollars)

ASSETS	2021	2020
Cash and cash equivalents	742,491	44,377
Investments (note 3)	16,762,076	9,816,001
Debenture (note 4)	2,400,000	2,400,000
Interest receivable (notes 4 and 5)	391,128	155,920
Other assets (notes 6)	13,016	6,000
TOTAL ASSETS	20,308,711	12,422,298
LIABILITIES		
Reserve for losses and loss expenses (note 8)	95,629	95,629
Due to affiliates (note 9)	250,000	250,000
Loan Payable (note 7)	-	300,000
Interest payable on loans (note 7)	-	7,794
Accounts payable and accrued expenses (note 15)	709,530	680,501
TOTAL LIABILITIES	1,055,159	1,333,924
SHAREHOLDERS' EQUITY		
Share capital (note 10)	6,948,159	5,017,500
Treasury stock (note 11)	(18,896,796)	(18,896,796)
Additional paid-in-capital (notes 10 and 11)	42,502,974	32,583,633
Deficit	(11,300,785)	(7,615,963)
TOTAL SHAREHOLDER'S EQUITY	19,253,552	11,088,374
TOTAL LIABILITIES AND SHAREHOLDER'S EQUITY	20,308,711	12,422,298

Approved on behalf of the board:



 Director

**ANNUITY AND LIFE RE (HOLDINGS), LTD.
AND SUBSIDIARY**

CONSOLIDATED STATEMENTS OF LOSS

December 31, 2021 and December 31, 2020

(Expressed in U.S. dollars)

UNDERWRITING INCOME	2021	2020
Premiums written	-	-
Change in unearned premiums	-	-
Net premiums earned	-	-
UNDERWRITING EXPENSES		
Losses and loss expenses	-	-
Acquisition costs	-	-
Commutation expense	-	-
Profit commission	-	-
Total underwriting expenses	-	-
NET UNDERWRITING (LOSS) INCOME	-	-
NET INVESTMENT (LOSS) INCOME (note 3)	(1,586,048)	2,397,120
IMPAIRMENT OF LOAN RECEIVABLE (notes 5 and 6)	(1,697,617)	(4,304,766)
LOSS BEFORE OPERATING EXPENSES	(3,283,665)	(1,907,646)
OPERATING EXPENSES (notes 15)	(401,157)	(1,003,201)
NET LOSS	(3,684,822)	(2,910,847)
Loss per share	\$ (0.53) \$	\$ (0.58)

**ANNUITY AND LIFE RE (HOLDINGS), LTD.
AND SUBSIDIARY**

**CONSOLIDATED STATEMENTS OF CHANGES IN
SHAREHOLDER'S EQUITY**

December 31, 2021 and December 31, 2020

(Expressed in U.S. dollars)

	2021	2020
Share capital		
Balance at beginning of year (5,017,500 shares at \$1 par)	5,017,500	5,017,500
Issuance of shares during the year (1,930,659 shares at \$1 par)	1,930,659	-
Balance at end of year	6,948,159	5,017,500
Treasury stock		
Balance at beginning of year	(18,896,796)	(18,896,796)
Shares purchased during the year	-	-
Balance at end of year	(18,896,796)	(18,896,796)
Additional paid-in-capital		
Balance at beginning of year	32,583,633	32,583,633
Additional paid-in-capital during the year (note 10)	9,919,341	-
Balance at end of year	42,502,974	32,583,633
Deficit		
Balance at beginning of year	(7,615,963)	(4,705,116)
Net loss for the year	(3,684,822)	(2,910,847)
Balance at end of year	(11,300,785)	(7,615,963)
TOTAL SHAREHOLDER'S EQUITY	19,253,552	11,088,374

**ANNUITY AND LIFE RE (HOLDINGS), LTD.
AND SUBSIDIARY**

CONSOLIDATED STATEMENTS OF CASH FLOWS

December 31, 2021 and December 31, 2020

(Expressed in U.S. dollars)

	2021	2020
CASH FLOWS FROM OPERATING ACTIVITIES		
Net loss for the year	(3,684,822)	(2,910,847)
Adjustments to reconcile net income from continuing operations to cash used in operating activities:		
Net realized (gain) loss on sale of investments	(22,365)	590,557
Net unrealized loss (gain) on equity investments	2,073,609	(3,029,813)
Net unrealized (gain) loss on short sale investments	-	(299,684)
Impairment loss on loans	1,697,606	4,304,766
Changes in assets and liabilities:		
Interest receivable	(465,176)	802,097
Interest receivable converted to shares	-	(553,478)
Other assets	-	18,222
Insurance balance payable	-	(333)
Interest payable	15,203	7,794
Accounts payable and accrued expenses	29,030	623,094
NET CASH USED FOR OPERATING ACTIVITIES	(356,915)	(447,625)
CASH FLOWS FROM INVESTING ACTIVITIES		
Purchase of investments	(13,618)	(1,093,596)
Proceeds from sale of investments	338,132	2,503,560
Issuance of loans	(70,000)	-
Purchase of convertible debentures	-	(2,400,000)
NET CASH PROVIDED BY (USED FOR) INVESTING ACTIVITIES	254,514	(990,036)
CASH FLOWS FROM FINANCING ACTIVITIES		
Additional paid-in-capital	655,515	-
Proceeds from loan	145,000	300,000
NET CASH PROVIDED BY FINANCING ACTIVITIES	800,515	300,000
INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS	698,114	(1,137,661)
CASH AND CASH EQUIVALENTS – Beginning of year	44,377	1,182,038
CASH AND CASH EQUIVALENTS – End of year	\$742,491	\$ 44,377

**ANNUITY AND LIFE RE (HOLDINGS), LTD.
AND SUBSIDIARY**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

December 31, 2021 and December 31, 2020

(Expressed in U.S. dollars)

1. BUSINESS ACTIVITY

Annuity and Life Re (Holdings), Ltd. (“Holdings”) was incorporated under the laws of Bermuda on December 2, 1997. Its principal activity is that of investment holding.

Holdings was wholly owned by Pope Investments II LLC, a managed limited liability company registered in Delaware. In 2013, the Board of Directors of Holdings approved the transfer of all its common shares from Pope Investments II LLC to Wilson & Co., a nominee company owned by HSBC Bermuda Custody Services for and on behalf of National Financial Services, with the intent of allowing more liquidity to the Company’s investors.

The financial statements include the accounts of Holdings and its wholly owned subsidiary, Annuity and Life Reassurance, Ltd. (“ALRE”), a Class C insurer under the Insurance Act, 1978 of Bermuda and related regulations. ALRE has not written any long-term business since December 31, 2005 and does not intend to continue writing any long-term business in the near future. Effective August 1, 2013, ALRE entered into a commutation and release agreement with Alterra Bermuda Limited, in respect of the Property Quota Share Retrocession Agreement which both parties entered into in January 1, 2010. The commutation and release agreement mutually releases both parties from any and all past, present and future payment obligations in connection with the Retrocession agreement. Following the Retrocession agreement, ALRE applied for cancellation of the Class 3A Insurer registration, pursuant to Section 41(1)(a) of the Insurance Act 1978, which was approved by The Bermuda Monetary Authority effective August 25, 2021. Given the ALRE has ceased writing general business, The Bermuda Monetary Authority amended Schedule I of the Class C Certificate of Registration, including the addition of condition #2.

Holdings and ALRE are collectively referred to herein as the “Company.”

In 2012, the Company obtained a waiver on the qualified investor restriction, effectively allowing the Company’s listed securities to be held by the general public, subject to a few requirements imposed on regular publicly listed entities in the BSX.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The consolidated financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America.

The significant accounting policies are as follows:

(a) Basis of consolidation

The consolidated financial statements include the accounts of Holdings and ALRE. All significant inter-company accounts and transactions have been eliminated upon consolidation.

**ANNUITY AND LIFE RE (HOLDINGS), LTD.
AND SUBSIDIARY**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

December 31, 2021 and December 31, 2020

(Expressed in U.S. dollars)

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

(b) Cash and cash equivalents

Cash and cash equivalents are carried at market value, and consist of money market funds and short-term investments, with original maturities of 90 days or less. The Company considers cash pledged as collateral for securities sold short to be restricted cash.

(c) Premiums written

Premiums are recognized as revenue on a pro-rata basis over the periods of the respective policies or contracts of reinsurance. The portion of premiums that will be earned in the future are deferred and reported as unearned premiums. Premiums which are subject to adjustment are estimated based upon available information. Any variances from the estimates are recorded in the periods in which they become known.

(d) Reserve for losses and loss expenses

Long-term Business

The development of reserves for policy benefits and for claims incurred but not reported ("IBNR") for the Company's long-term products requires management to make estimates and assumptions regarding mortality, lapse, persistency, expenses and investment experience. Such estimates are primarily based on historical experience and information provided by ceding companies. Actual results could differ materially from those estimates. Management monitors actual experience and, where circumstances warrant, revises its assumptions and the related reserve estimates. In certain instances, the Company continues to be liable for claims arising on novated contracts which pre-date the novation agreement.

General Business

The liability for losses and loss adjustment expenses in relation to the Company's general reinsurance activities included an amount determined from loss reports and individual cases received from the ceding reinsurer and an amount, based on past experience and based on the study performed by an independent actuary, for losses incurred but not reported. These liabilities were commuted on August 1, 2013.

(e) Acquisition costs and profit commission

Acquisition costs, primarily commission and brokerage expenses, represent those costs which vary with and are primarily related to the acquisition of the general reinsurance contracts. These costs are deferred and are amortized over the period during which related premiums are earned.

Profit commission is accrued in accordance with the terms of the Property Quota Share retrocession agreement in an amount based upon the net income on the contract as recorded in the financial statements.

**ANNUITY AND LIFE RE (HOLDINGS), LTD.
AND SUBSIDIARY**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

December 31, 2021 and December 31, 2020

(Expressed in U.S. dollars)

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

(f) Investments

Investments are carried at their fair value with the unrealized gain or loss reported in the consolidated statements of loss.

Realized gains and losses on investments are recognized in the consolidated statements of loss using the specific identification method. Interest income is recognized on an accrual basis.

Investments in non-publicly traded companies are measured at cost.

Investments on Short sale

Investments on short sale are carried at their fair value.

Margin receivable represent margin deposits held in respect of short sale contracts.

(g) Use of estimates

The preparation of consolidated financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amount of assets and liabilities and disclosure of contingent assets and liabilities at the date of the consolidated financial statements and the reported amounts of revenues and expenses during the reporting period. While management believes that the amounts included in the consolidated financial statements reflect the Company's best estimates and assumptions, actual results could differ from these estimates.

**ANNUITY AND LIFE RE (HOLDINGS), LTD.
AND SUBSIDIARY**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

December 31, 2021 and December 31, 2020

(Expressed in U.S. dollars)

3. INVESTMENTS

The cost, gross unrealized gains, gross unrealized losses and market value of investments are as follows:

	Cost / (Proceeds)	Gross Unrealized Gains	Gross Unrealized Losses	Net Market Value
<u>2021</u>				
Equities	\$ 16,978,394	\$ 3,374,399	\$ (3,590,717)	\$ 16,762,076
	Cost	Gross Unrealized Gains	Gross Unrealized Losses	Net Market Value
<u>2020</u>				
Equities	\$ 7,958,710	\$ 2,613,111	\$ (755,820)	\$ 9,816,001

Under Accounting Standards Codification (“ASC”) No. 820 - “Fair Value Measurements and Disclosures, fair value is defined as the price that would be received to sell an asset or paid to transfer a liability (i.e. the “exit price”) in an orderly transaction between market participants at the measurement date.

In determining fair value, the Company uses various valuation approaches. ASC 820 establishes a fair value hierarchy for inputs used in measuring fair value that maximizes the use of observable inputs and minimizes the use of unobservable inputs by requiring that the most observable inputs be used when available. Observable inputs are those that market participants would use in pricing the asset or liability based on market data obtained from sources independent of the Company. Unobservable inputs reflect the Company’s assumption about the inputs market participants would use in pricing the asset or liability developed based on the best information available in the circumstances. The fair value hierarchy is categorized into three levels based on the inputs as follows:

Level 1 - Valuations based on unadjusted quoted prices in active markets for identical assets or liabilities that the Company has the ability to access. Valuation adjustments and block discounts are not applied to Level 1 assets and liabilities. Since valuations are based on quoted prices that are readily and regularly available in an active market, valuation of these assets and liabilities does not entail a significant degree of judgment.

**ANNUITY AND LIFE RE (HOLDINGS), LTD.
AND SUBSIDIARY**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

December 31, 2021 and December 31, 2020

(Expressed in U.S. dollars)

3. INVESTMENTS (continued)

Level 2 - Valuations based on quoted prices in markets that are not active or for which all significant inputs are observable, either directly or indirectly.

Level 3 - Valuations based on inputs that are unobservable and significant to the overall fair value measurement.

The categorization of the Company's financial assets recorded at fair value based upon the fair value hierarchy as at December 31, 2021 are as follows:

Description	Level 1	Level 2	Level 3	Total
Equities	12,425,326	-	4,336,750	16,762,076
Debenture	-	-	2,400,000	2,400,000
Interest receivable	-	-	391,128	391,128

There were no transfers between levels for the years ended December 31, 2021 and 2020.

The movement in Level 3 investment equities comprises:

	2021	2020
Opening fair value	2,775,750	2,775,750
Additions	4,336,750	-
Unrealized loss	(2,775,750)	-
Closing fair value	<u>4,336,750</u>	<u>2,775,750</u>

During the year, management deemed that since the investments in Pope Investments LLC and Pope Investments II LLC result in additional shares of Annuity and Life Re (Holdings) that will ultimately be cancelled these positions should be valued at \$nil, resulting in an unrealized loss of \$2,775,750.

Net investment (loss) income comprised of:

	2021	2020
Interest income (expense)	465,190	(341,821)
Realized gain (loss) on sale of investments	22,365	(590,556)
Unrealized (loss) gain on investments	(2,073,609)	3,329,497
Other income	6	-
	<u>(1,586,048)</u>	<u>2,397,120</u>

**ANNUITY AND LIFE RE (HOLDINGS), LTD.
AND SUBSIDIARY**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

December 31, 2021 and December 31, 2020

(Expressed in U.S. dollars)

4. DEBENTURE

The Debenture comprise of a \$2,400,000 (2020 - \$2,400,000) 9% unsecured convertible debenture due on April 15, 2023 was provided by Tethys Petroleum Ltd and purchased from Gemini Consultants DMCC on October 7, 2020. As at December 31, 2021, the interest receivable from Tethys Petroleum Ltd amounted to \$391,128 (2020 - \$155,919).

Tethys Petroleum Limited is a related party – see note 9.

5 LOANS RECEIVABLE

Description	Face value	Purchase price	Interest rate, per annum	Interest receivable
2021 (fully impaired)				
Multivir, Inc.	\$14,374,005	\$5,219,169	6%	\$744,735
2020 (fully impaired)				
Multivir, Inc.	\$3,790,000	\$3,790,000	6%	\$514,766

Multivir, Inc. in the principal amount of \$5,412,000 and value of \$690,596 were purchased from Ultimate Parent Company Pope Investments LLC on December 30, 2021.

Multivir, Inc. Loan in the principal amount of \$5,102,005 and value of \$668,573 was purchased from Ultimate Parent Company, Pope Investments II LLC on December 30, 2021.

Multivir, Inc. is a related party – see note 9.

During the year, management deemed that the loans were impaired and has recorded an allowance of \$1,429,169 (2020 -\$3,790,000) for the principal and \$ 229,969 (2020 - \$514,766) for the interest.

6. OTHER ASSETS

Other assets consist of account receivable from share issue in the amount of \$23 (2020 - \$Nil) from Pope Investments LLC, \$6,993 (2020 - \$Nil) due from Pope Investments II LLC and prepaid expenses of \$6,000.

**ANNUITY AND LIFE RE (HOLDINGS), LTD.
AND SUBSIDIARY**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

December 31, 2021 and December 31, 2020

(Expressed in U.S. dollars)

7. LOANS PAYABLE

In 2021, the Company signed promissory notes in favor of its Ultimate Parent Company, Pope Investments LLC, in the amount of \$145,000 (2020 - \$40,000). Per executed promissory notes, the Company has the option to make payments in amounts and times as it chooses until such Pope Investments LLC makes a demand for repayment, upon which the loan, including accrued interest, shall be due and payable within 5 business days of written demand from Pope Investments LLC. The notes are unsecured with interest of 5% per annum.

In 2021, the Company signed promissory notes in favor of its Ultimate Parent Company, Pope Investments II LLC, in the amount of \$Nil (2020 - \$260,000). Per executed promissory notes, the Company has the option to make payments in amounts and times as it chooses until such Pope Investments II LLC makes a demand for repayment, upon which the loan, including accrued interest, shall be due and payable within 5 business days of written demand from Pope Investments II LLC. The notes are unsecured with interest of 5% per annum.

All Notes mentioned above were converted to share equity on December 30, 2021. See note 10.

8. RESERVE FOR LOSSES AND LOSS EXPENSES

The movement in the reserve for losses and loss expenses is summarized as follows:

	2021	2020
Long Term Business		
Provisions, beginning of year	\$ 95,629	\$ 95,629
Losses incurred related to prior years	-	-
Losses paid related to prior years	-	-
Provisions, end of year	\$ 95,629	\$ 95,629
General Business		
Provisions, beginning of year	\$ -	\$ -
Losses incurred related to prior years	-	-
Losses paid related to prior years	-	-
Provisions, end of year	-	-
Total reserve for loss and loss expenses	\$ 95,629	\$ 95,629

**ANNUITY AND LIFE RE (HOLDINGS), LTD.
AND SUBSIDIARY**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

December 31, 2021 and December 31, 2020

(Expressed in U.S. dollars)

9. RELATED PARTY BALANCES AND TRANSACTIONS

These represent the funds received from Wells Investment LLP for the Joint Venture agreement with Pope Asset Management LLC, received in February 10, 2012.

William P. Wells is a director and shareholder of the Company and a director and the Chairman of Tethys Petroleum Limited. At December 31, 2021, the Company held approximately 13% of the issued ordinary shares of Tethys Petroleum Limited. If the Company were to fully exercise its option to convert the debenture and loan into ordinary shares, its holding would increase to approximately 17%.

William P. Wells is a director and shareholder of the Company and a director and the Chairman of Multivir Inc. At December 31, 2021, the Company held approximately 97% of the issued ordinary shares of Multivir Inc.

10. SHARE CAPITAL

Effective September 21, 2011, Holdings increased its authorized share capital to 100,000,000 shares of \$1 par value from authorized shares of 100 of \$1 par value. As at December 31, 2021, Holdings had issued 5,017,500 shares (2020 - 5,017,500).

Pursuant to Securities Purchase Agreements dated December 30, 2021 the Company issued additional 1,930,659 shares of \$1 par value for a consideration of \$11,869,000. The surplus over par value in the amount of \$9,938,341, less issuance costs of \$19,000, was recorded as addition paid in capital in the amount of \$9,919,341.

On January 14, 2022 the Bermuda Stock Exchange approved the listing of the issuance of the additional 1,930,659 ordinary shares.

The Consideration received comprised:

Buried Hill Energy – 10,841,875 common shares	\$	4,336,750*
Enwell Energy Inc – 7,106,872 common shares		3,398,718
Tethys Petroleum Limited – 2,821,731 common shares		1,586,354
Multivir Inc Loans (note 5)		1,359,168
Pope Investments LLC loan and accrued interest (note 7)		187,349
Pope Investments II LLC loan and accrued interest (note7)		280,648
Cash		681,531
Other		<u>38,482</u>
	\$	<u>11,869,000</u>

*Fair value determined by management. Addition to level 3 investments

**ANNUITY AND LIFE RE (HOLDINGS), LTD.
AND SUBSIDIARY**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

December 31, 2021 and December 31, 2020

(Expressed in U.S. dollars)

11. TREASURY STOCK

In June 2014, the Company applied for a repurchase of 2,395,625 of its own shares from Wilson & Co. The application was approved and executed within the facilities of the Bermuda Stock Exchange. Total cost of the repurchase amounted to \$17,687,505. The said repurchase was funded in part through settlement of intercompany accounts between the Company and ALRE via dividend-in-specie, receipt of contributed surplus amounting to \$15,420,000, and settlement of intercompany accounts between the Company and Pope Investments II LLC. The repurchase is reflected as treasury stock at cost in the shareholder's equity.

In August 2014, the Company applied for another repurchase of 84,309 of its own shares from Wilson & Co. The application was approved and executed within the facilities of the Bermuda Stock Exchange. Total cost of the repurchase amounted to \$639,449. The repurchase is reflected as treasury stock at cost in the shareholder's equity.

In January 2019, the Company's Board of Directors approved and executed a repurchase of 80,800 of its common shares from US Bank for a consideration of \$518,721. An additional stock repurchase was approved in April 2019. For a consideration of \$217,183 (inclusive of BSX and Custody fees) the Company bought 25,000 of its shares from US Bank. Both transactions were executed through the facilities of the Bermuda Stock Exchange. The said repurchase was funded by a return of capital received from its subsidiary, Annuity and Life Reassurance Ltd.

12. STATUTORY REQUIREMENTS AND DIVIDEND RESTRICTIONS

ALRE is required to comply with the provisions of the Companies Act that regulate the payment of dividends and the making of distributions from contributed surplus. ALRE may not declare or pay a dividend, or make a distribution out of contributed surplus, if there are reasonable grounds for believing that: (i) the relevant company is, or would be after the payment, unable to pay its liabilities as they become due; or (ii) the realizable value of the relevant Company's assets would thereby be less than the aggregate of its liabilities and its issued share capital and share premium accounts.

ALRE must maintain long-term business assets of a value of at least \$500,000 greater than its long-term business liabilities. It is prohibited from declaring or paying dividends unless the value of its long-term business assets exceed the amount of its long-term business liabilities (as certified by an approved actuary), by the amount of the dividend and by at least \$500,000.

Additionally, the amounts of any such dividend must not exceed the aggregate of those excess and other funds properly available for the payment of dividends, including funds arising out of its business aside from its long-term business. Any dividends paid out of contributed capital and in excess of 15% of the prior year's shareholder's capital must be approved by the Bermuda Monetary Authority.

The Company's required minimum long-term business solvency margin is \$500,000 and the statutory capital and surplus for long-term business at that date is \$21,009,586.

**ANNUITY AND LIFE RE (HOLDINGS), LTD.
AND SUBSIDIARY**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

December 31, 2021 and December 31, 2020

(Expressed in U.S. dollars)

13. TAXATION

The effective tax rate provided for in the consolidated financial statements is computed at a rate of zero. The Company's operations are based in Bermuda and as a result income is exempt from taxation. There is no income or capital gains tax payable by the Company.

Under current Bermuda law, the Company received from the Bermuda Minister of Finance, under The Exempted Undertakings Tax Protection Act 1966 of Bermuda, assurances to the effect that in the event of there being enacted by Bermuda any legislation imposing tax computed on profits or income, or computed on any capital asset, gain or appreciation, or any tax in the nature of estate duty or inheritance tax, then the imposition of any such tax shall not be applicable to them or to any of their respective operations or to their shares, debentures or other obligations until March 31, 2035.

Tax Related Risks and Uncertainties

As required by the uncertain tax position guidance in Accounting Standards Codification ("ASC") 740 - "Income Taxes, the Company recognizes the financial statement benefit of a tax position only after determining that the relevant tax authority would more likely than not sustain the position following an audit. For tax positions meeting the more-likely-than-not threshold, the amount recognized in the financial statements is the largest benefit that has a greater than 50 percent likelihood of being realized upon ultimate settlement with the relevant tax authority. The Company applied the uncertain tax position guidance in ASC 740 to all tax positions for which the statute of limitations remained open. There were no changes to the Company's unrecognized tax benefit liability because the Company believes, more likely than not, that all tax positions would be sustained upon audit.

14. FINANCIAL INSTRUMENTS AND RELATED RISKS

The Company's financial instruments consist of cash and cash equivalents, investments, loans receivable, reserve for losses and loss expenses, due to affiliate, loans payable and accounts payable and accrued expenses.

The carrying value of cash and cash equivalents and accounts payable and accrued expenses approximates fair value due to their short-term nature.

The carrying value of investments is at fair value based on available market information.

The carrying value of reserves for losses and loss expenses is not at fair value and is recorded using management's best estimate together with the recommendations of the actuaries of the ultimate cost of settlement of losses.

The Company's investment activities expose it to various types of risk that are associated with the financial instruments and markets in which it invests. The most significant types of financial risks to which the Company is exposed to are market risk, credit risk and interest rate risk.

**ANNUITY AND LIFE RE (HOLDINGS), LTD.
AND SUBSIDIARY**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

December 31, 2021 and December 31, 2020

(Expressed in U.S. dollars)

14. FINANCIAL INSTRUMENTS AND RELATED RISKS

The nature and extent of the financial instruments outstanding at the balance sheet date and the risk management policies employed by the Company are discussed below:

(a) Market risk

The prices of the financial instruments in which the Company may invest can be highly volatile. Price movements are influenced by, among other things, changing supply and demand relationships, trade, fiscal programs and policies of governments, national and international political and economic events and policies.

(b) Credit risk

A concentration of credit risk exists when there are significant contracts with individual counterparties or when groups of issuers or counterparties have similar business characteristics that would cause their ability to meet contract commitments to be adversely affected, in a similar manner, by changes in the economy or other market conditions. The Company conducts business with financial institutions believed to be well established and monitors credit risk on both an individual and group counterparty basis.

(c) Interest rate risk

The Company is exposed to interest rate risk on cash and cash equivalents held at financial institutions and note receivables with third parties. The Company is subject to significant amounts of risk due to fluctuations in the prevailing levels of market interest rates. The Company manages this risk by depositing cash in established financial institutions in economically stable countries and evaluating the financial position of the third parties involved.

(d) Cybersecurity risk

The Company is subject to cybersecurity risk because of ordinary course of business. Financial, reputational or regulatory loss may be possible due to the breach of IT systems and associated loss of confidential information. The Company manages this risk by reviewing security protocols in place along with ongoing efforts to further harden IT structure.

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NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

December 31, 2021 and December 31, 2020

(Expressed in U.S. dollars)

15. CONTINGENCIES

The Company is a petitioner to the following litigation which is currently on foot before the Supreme Court of Bermuda:

A minority shareholder proceeding under section 111 of the Companies Act 1981 brought by the Company against Full Apex (Holdings) Limited and certain shareholders of that company as Respondents (the "Full Apex matter").

The possible contingent liabilities arising from the Full Apex matter would be adverse costs orders in favor of the Respondents if the Company were to be unsuccessful.

No proceedings for assessment of these costs have been brought against the Company as of year-end, but in December 2020, Full Apex notified the Company that it had paid the joint provisional liquidators' costs and asserted an entitlement in respects of the costs in the sum of \$620,613.

16. SUBSEQUENT EVENTS

As a result of the coronavirus (COVID-19) pandemic, economic uncertainties have arisen that have had serious and adverse consequences on business conditions around the globe. At the current time, we are unable to quantify the potential effects of this pandemic on future financial statements.

No additional subsequent events require recognition or disclosure.