Risk Factors Comparison 2024-02-21 to 2023-02-08 Form: 10-K

Legend: **New Text** ~~Removed Text~~ Unchanged Text Moved Text Section

Factors that could have a material impact on our results of operations or financial condition are outlined below. Additional risks not presently known to us or that we currently deem insignificant may also impair our business or results of operations as they become known or as facts and circumstances change. Any of the risks described below could cause our actual results to differ materially from those in the forward- looking statements contained in this Form 10- K and other documents we file with the SEC: Risks Related to our (Re) insurance Business Our exposure to natural and non- natural catastrophic events and circumstances could cause significant variance in, or adversely impact, our financial results. We have substantial exposure to natural and non- natural catastrophic events and circumstances, such as earthquakes, hurricanes, tsunamis, winter storms, freezes, floods, fires, tornadoes, hailstorms, drought, pandemics, cyber- risks, political unrest, war, riots and acts of terrorism. Historically, a relatively large percentage of our coverage exposures has been concentrated in natural disasters in the U. S. Southeast or West Coast, but we have significant exposure to large catastrophic events globally. As a result, our operating results have historically been, and we expect will continue to be, significantly affected by the frequency and severity of loss events ~~. For example, in the third quarter of 2022, our results were impacted by Hurricane Ian, which is expected to be one of the costliest natural disasters ever to impact the United States~~ . The occurrence, or nonoccurrence, of catastrophic events, the frequency and severity of which are inherently unpredictable, may cause significant volatility in our quarterly and annual financial results and may materially adversely affect our financial condition, results of operations and cash flows. In addition, we believe that certain factors may continue to increase the number and severity of claims from catastrophic events in the future, including increases in the value and geographic concentration of insured property, increasing risks associated with extreme weather events because of changes in climate conditions and sea- level rise, and the effects of higher- than- expected inflation. The trend towards increasingly frequent and severe climate events could exacerbate our potential exposure to losses from natural perils. Our largest estimated economic exposures arise from natural disasters and other catastrophes. We believe the trend towards increased severity and frequency of weather- related natural disasters and catastrophes arises in part from climate change. In addition, we believe that climate change and shifting demographic trends in catastrophe exposed regions each contributes to increases in the average economic value of expected losses. Further, we believe that the recent increase in catastrophic events is indicative of permanent climate change rather than transient climate variability. A substantial portion of our property coverages may be adversely impacted by climate change. While we have invested heavily to understand the influence of climate change on the weather and its impact on the risks that we take, we cannot predict with certainty the frequency or severity of tropical cyclones, wildfires or other natural catastrophes, and our risk assessments may not accurately reflect shifting environmental and climate related risks. Unanticipated factors could lead to additional insured losses that exceed our current estimates, resulting in disruptions to or adverse impacts on our business, the market, or our clients. Further, some of our investments, such as catastrophe- linked securities and property catastrophe joint ventures or managed funds, could also be adversely impacted by climate change. Our claims and claim expense reserves are subject to inherent uncertainties, and if actual claims exceed our reserves, our financial results could be adversely affected. Our results of operations and financial condition depend upon our ability to accurately assess the potential losses associated with the risks that we insure and reinsure. Our claims and claim expense reserves reflect our estimates of these potential losses. We use actuarial and computer models, historical reinsurance and insurance industry loss statistics, and management' s experience and judgment to assist in the establishment of appropriate claims and claim expense reserves. See " Part I, Item 1. Business — Underwriting and Enterprise Risk Management. " We revise our estimates and judgments as additional experience and other data become available, as new or improved methodologies are developed, as loss trends and claims inflation impact future payments, or as rules and regulations change. Due to the assumptions and estimates involved in establishing reserves, they are inherently uncertain. As information emerges and losses are paid, we expect that some of our assumptions or estimates will change, perhaps materially, and that our actual net claims and claim expenses paid and reported will differ, perhaps materially, from the reserve estimates reflected in our financial statements. For example, our significant gross and net reserves associated with the large catastrophe events of the past several years, **remain subject to significant uncertainty. We also have significant exposure to losses stemming from COVID- 19 related claims, which may emerge over time** as ~~well as those~~ -- **the** ~~associated with~~ **full impact of the pandemic and its effects on the global economy are realized. The extent to which** the COVID- 19 pandemic **triggers coverage is dependent on specific policy language** , ~~remain subject to significant uncertainty~~ **terms and exclusions, and if coverage is triggered, that could cause a material adverse effect on our results of operations for any period, and, depending on their severity, could also materially and adversely affect our financial condition** . ~~If~~ **To the extent** we determine that our claims and claim expense reserves are inadequate, we may be required to increase **or decrease** these reserves at the time of the determination and take charges in our consolidated statement of operations, reducing our net income and available capital. Conversely, if our reserving estimates are too conservative, it could impede our ability to grow our business. Our claims reserves are large, and a small percentage increase to those liabilities could materially adversely affect our financial condition and results of operations. Emerging claim and coverage issues, or other litigation, could adversely affect us. Unanticipated developments in the law as well as changes in social conditions could result in unexpected claims for coverage under our insurance and reinsurance contracts. These developments and changes may adversely affect us, perhaps materially, by, for example, imposing additional coverage obligations beyond our underwriting intent or increasing the number or size of claims to which we are subject. We believe that our property results have been adversely impacted over recent periods by increasing fraud and abuses at the primary

claims level, as well as other forms of social inflation, and that these trends may continue. Assignment of benefits practices, particularly in Florida, have resulted in increases in the size and number of claims and incidences of litigation, which may directly affect us through policies we write or by reducing the value of investments we have in Florida domestic reinsurers. These legal and social changes and their impact may not become apparent until some time after their occurrence. Our exposure to these uncertainties could be exacerbated by social inflation trends, including increased litigation, expanded theories of liability and higher jury awards. The full effects of these and other unforeseen emerging claims and coverage issues are extremely difficult to predict. As a result, the full extent of our liability under our coverages may not be known for many years after a contract is issued. Furthermore, we expect that our exposure to this uncertainty ~~will grow as~~ **is more pronounced in** our casualty business ~~grows~~ , because in these " long- tail " lines claims can typically be made for many years, making them more susceptible to these trends than our property and specialty businesses, which are generally more " short- tail. " We depend on a few insurance and reinsurance brokers for a preponderance of our business, and any loss of business provided by them could adversely affect us. We market our insurance and reinsurance products worldwide through a limited number of insurance and reinsurance brokers, with three brokerage firms (Aon plc, March & McLennan Companies, Inc. and Arthur J. Gallagher) accounting for ~~77~~ **83** . ~~4~~ **7** % of our gross premiums written. For additional information relating to premiums written generated by our largest brokers, refer to " Item 1. Business — Marketing. " As a result, the loss of a broker, through a merger, acquisition or otherwise, could result in the loss of a substantial portion of our business, which would reduce our premium volume and could have a material adverse effect on us. Further, due to the concentration of our brokers, they may have increased power to dictate the terms and conditions of our arrangements with them, which could have a negative impact on our business . Retrocessional reinsurance may not be available...... recent and future consolidation within the industry . The (re) insurance business is historically cyclical and the pricing and terms for our products may decline, which would affect our profitability and ability to maintain or grow premiums. The (re) insurance industry has historically been cyclical by product and market. After experiencing a prolonged soft market cycle several years ago, we believe that the ~~current~~ (re) insurance underwriting market ~~is~~ **has been** in a hard market phase for many lines of business, characterized by increasing prices and improving terms and conditions. ~~This~~ **The** shift has likely been ~~caused~~ **impacted** by ~~recent~~ withdrawals of alternative capital, the number of catastrophic events and continuing prior year adverse development. We cannot assure you that the higher premium rates will continue, and rates may decrease in the future. If demand for our products falls or the supply of competing capacity rises, our prospects for potential growth may be adversely affected. In particular, we might lose existing customers or suffer a decline in business during shifting market cycles, which we might not regain when industry conditions improve. We believe the hard / soft market cycle dynamic is likely to persist, and that we may return to soft market conditions in the future. Additionally, it is possible that increased access of primary insurers to capital, new technologies and other factors may reduce the duration or eliminate or significantly lessen the impact of any current or future hard reinsurance underwriting market. The cumulative impact of these risks could negatively impact our profitability and ability to maintain or grow premiums .Retrocessional reinsurance may not be available to us on acceptable terms or provide the coverage we intended to obtain,or we may not be able to collect on claimed retrocessional coverage.The retrocessional reinsurance that we purchase for our own account is generally subject to annual renewal.Even when reinsurance market conditions in general are strong,retrocessional market conditions may limit or prevent us from obtaining desired amounts of retrocessional reinsurance.For example, ~~recent~~ large catastrophe events have limited **,** and may ~~continue to~~ **in the future** limit or prevent **,** us from obtaining desired amounts of new or replacement coverage on favorable terms or from entities with satisfactory creditworthiness.This could limit the amount of business we are willing to write or decrease the protection available to us following large loss events.When we purchase reinsurance or retrocessional reinsurance for our own account,complex coverage issues or coverage disputes may impede our ability to collect amounts we believe we are owed.We have significant reinsurance ~~recoverable~~ **recoverables** ~~associated with the large catastrophe events of the past several years~~ ,and the insolvency of any of our reinsurers,or the inability or reluctance of any of our reinsurers to make timely payments to us under the terms of our reinsurance agreements,could have a material adverse effect on us.In addition,a large portion of our reinsurance protection is concentrated with a relatively small number of reinsurers,which could increase credit risk and may make it difficult to negotiate favorable terms and conditions.The risk of such concentration of retrocessional coverage may be **increased by recent and future consolidation within the industry** . We depend on the policies, procedures and expertise of ceding companies and delegated authority counterparties, who may fail to accurately assess the risks they underwrite, which exposes us to operational and financial risks. We do not separately underwrite each primary risk assumed under our reinsurance contracts or pursuant to our delegated authority business. Accordingly, we are heavily dependent on the original underwriting decisions made by our ceding companies and delegated authority counterparties, who may not have adequately evaluated the risks to be reinsured. As a result, the premiums they cede to us may not properly compensate us for the risks we assume, which could materially adversely affect our financial condition. In addition, it is possible that our delegated authority counterparties or other counterparties authorized to bind policies on our behalf will fail to comply with regulatory requirements, such as those relating to sanctions, or our own standards regarding underwriting and reputational risk tolerance, which could lead to increased regulatory and operational burden, among other risks. To the extent we continue to increase the proportional coverages we offer, we will increase our aggregate exposure to risks of this nature. A decline in our financial strength ratings may adversely impact our business, perhaps materially. Financial strength ratings are used by ceding companies and reinsurance intermediaries to assess the financial strength and quality of reinsurers and insurers. Rating agencies evaluate us periodically and may downgrade or withdraw their financial strength ratings if we do not continue to meet their criteria. In addition, rating agencies may make changes in their capital models and rating methodologies, which could increase the amount of capital required to support our ratings. ~~In December 2021, S & P announced proposed changes to its rating methodologies, and further proposed changes are expected to be announced in early 2023. The proposed changes have not been finalized, so the potential impact, if any, these changes may have on our ratings is unknown.~~ A **financial strength** ratings downgrade or other

negative ratings action could adversely affect our ability to compete with other reinsurers and insurers, the marketability of our product offerings, access to and cost of borrowing, and ability to write new business. We could also breach covenants under, or incur higher borrowing costs on, our credit facilities. In addition, if we are downgraded below a certain rating level, nearly all of our reinsurance contracts contain provisions permitting cedants to cancel coverage and / or requiring us to post collateral for our obligations. For the current **financial strength** ratings of certain of our subsidiaries and joint ventures and additional ratings information, refer to " Part II, Item 7. Management' s Discussion and Analysis of Financial Condition and Results of Operations — Financial Condition, Liquidity and Capital Resources — Ratings. " We operate in a highly competitive environment. Competition and consolidation in the (re) insurance industry could adversely impact us. We compete with major U. S. and non-U. S. insurers and reinsurers, ~~many of~~ which **may** have greater financial, marketing and management resources than we do. In addition, pension funds, endowments, investment banks, investment managers, hedge funds and other capital markets participants have been active in the reinsurance market, either through the formation of reinsurance companies or the use of other financial products intended to compete with traditional reinsurance. We may also face competition from non- traditional competitors, as well as Insurtech start- up companies and others who aim to leverage access to " big data, " artificial intelligence or other emerging technologies to gain a competitive advantage. We expect competition to continue to increase over time. It is possible that new or alternative capital could cause reductions in prices of our products or reduce the duration or amplitude of attractive portions of the historical market cycles. ~~New entrants or existing competitors~~ **Competitors** ~~, which may include government sponsored funds or other vehicles,~~ may attempt to replicate all or part of our business model and provide further competition in the markets in which we participate. We will also need to continue to invest significant time and resources in new technologies and new ways to deliver our products and services in order to maintain our competitive position. ~~The~~ **Government initiatives, including** tax policies ~~of the countries where our customers operate~~ , as well as government sponsored or backed insurance companies and catastrophe funds **,** may also affect demand for reinsurance, sometimes significantly. Along with increased competition, there has also been significant consolidation in the (re) insurance industry over the last several years, including among our competitors, customers and brokers. These consolidated enterprises may try to use their enhanced market power or better capitalization to negotiate price reductions for our products and services or obtain a larger market share through increased line sizes. If competitive pressures decrease the prices for our products, we would generally expect to reduce our future underwriting activities, resulting in lower premium volume and profitability. Reinsurance intermediaries may also continue to consolidate, potentially adversely impacting our ability to access business and distribute our products. As the insurance industry consolidates, we expect competition for customers to become more intense, and sourcing and properly servicing each customer to become even more important. We could incur greater expenses relating to customer acquisition and retention, further reducing our operating margins. In addition, insurance companies that merge may be able to spread their risks across a consolidated, larger capital base so that they require less reinsurance. Any of the foregoing could adversely affect our business or results of operations. Large non- recurring contracts and reinstatement premiums may increase the volatility of our financial results. Our premiums are prone to significant volatility due to factors including the timing of contract inception, as well as our differentiated strategy and capabilities which position us to pursue potentially non- recurring bespoke or large solutions for clients. In addition, after a large catastrophic event or circumstance, we may record significant amounts of reinstatement premium, which can cause quarterly, non- recurring fluctuations in both our written and earned premiums in our Property segment. These and other factors may increase the volatility of our financial results. Risks Related to our Strategy and Operations The loss of key senior members of management and the inability to attract and retain qualified personnel could adversely affect us. Our success depends upon our ability to attract and retain our senior officers and to attract and retain additional qualified personnel in the future. The loss of services of members of our senior management team and the uncertain transition of new members of our senior management team may strain our ability to execute our strategic initiatives, or make it more difficult to retain customers, attract or maintain our capital support, or meet other needs of our business. This risk may be particularly acute for us relative to some of our competitors because some of our senior executives work in countries where they are not citizens (such as Bermuda) and work permit and immigration issues could adversely affect the ability to retain or hire key persons. The preparation of our consolidated financial statements requires us to make many estimates and judgments. The preparation of consolidated financial statements requires us to make many estimates and judgments that affect the reported amounts of assets, liabilities (including claims and claim expense reserves), shareholders' equity, revenues and expenses, and related disclosures. On an ongoing basis, we evaluate our estimates, including those related to premiums written and earned, our net claims and claim expenses, reinsurance recoverables, investment valuations and income taxes. We base our estimates on historical experience, where possible, and on various other assumptions we believe to be reasonable under the circumstances, which form the basis for our judgments about the carrying values of assets and liabilities that are not readily apparent from other sources. Our judgments and estimates may not reflect, and may deviate materially from, our actual results. For more details on our estimates and judgments, see " Part II, Item 7. Management' s Discussion and Analysis of Financial Condition and Results of Operations — Summary of Critical Accounting Estimates. " We are exposed to risks in connection with our management of capital on behalf of investors in joint ventures or other entities we manage. ~~Our~~ **Certain of our** operating subsidiaries owe ~~certain~~ legal duties and obligations (including reporting, governance and allocation obligations) to third- party investors and are subject to laws and regulations relating to the management of third- party capital. Complying with these obligations, laws and regulations requires significant management time and attention. Faulty judgments, simple errors or mistakes, or the failure of our personnel to adhere to established policies and procedures could result in our failure to comply with applicable obligations, laws or regulations, which could result in significant liabilities, penalties or other losses to us and seriously harm our business and results of operations **. We are also subject to risks stemming from our relationship to the entities through which we manage capital on behalf of investors, and the support that we are required to, or may, provide to them** . In addition, our third- party capital providers may, subject to restrictions, redeem their interests in our joint ventures and managed funds or we

may be unable to attract and raise additional third- party capital for our existing or potential new joint ventures and managed funds. The loss, or alteration in a negative manner, of any of this capital support could cause us to forego fee income and other income- generating opportunities and could materially impact our financial condition and results of operations. Moreover, we can provide no assurance that we will be able to attract and raise additional third- party capital for our existing joint ventures and managed funds or for potential new joint ventures and managed funds and therefore we may forego existing and / or potentially attractive fee income and other income generating opportunities. **Any of the foregoing could adversely affect our reputation, business or results of operations.** The covenants in our debt agreements limit our financial and operational flexibility, which could have an adverse effect on our financial condition. We have incurred indebtedness and may incur additional indebtedness in the future. Our indebtedness primarily consists of publicly traded notes, letters of credit and a revolving credit facility. For more details on our indebtedness, see " Part II, Item 7. Management' s Discussion and Analysis of Financial Condition and Results of Operations — Financial Condition, Liquidity and Capital Resources — Capital Resources. " The agreements governing our indebtedness contain covenants that limit our ability and the ability of some of our subsidiaries to make particular types of investments or other restricted payments, sell or place a lien on our or their respective assets, merge or consolidate. Some of these agreements also require us or our subsidiaries to maintain specific financial ratios or contain cross- defaults to our other indebtedness. Under certain circumstances, if we or our subsidiaries fail to comply with these covenants or meet these financial ratios, the noteholders or the lenders could declare a default and demand immediate repayment of all amounts owed to them or, where applicable, cancel their commitments to lend or issue letters of credit or, where the reimbursement obligations are unsecured, require us to pledge collateral or, where the reimbursement obligations are secured, require us to pledge additional or a different type of collateral. We may from time to time modify our business and strategic plan, and these changes could adversely affect us and our financial condition. We frequently monitor and analyze opportunities to acquire or make strategic investments in new or other businesses. The negotiation of potential acquisitions or strategic investments as well as the integration of an acquired business **, such as the Validus Acquisition,** could be unsuccessful, result in a substantial diversion of management resources, or lead to other unanticipated risks or challenges. In addition, while our current business strategy focuses predominantly on writing reinsurance, we also write excess and surplus lines insurance through delegated authority arrangements. Risks associated with implementing or changing our business strategies and initiatives, including risks related to developing or enhancing our operations, controls and other infrastructure, may not have an impact on our publicly reported results until many years after implementation. Our failure to carry out our business plans may have an adverse effect on our long- term results of operations and financial condition. We **may experience difficulties in integrating the Validus Business. Our ability to achieve the benefits we anticipate from the Validus Acquisition will depend in large part upon whether we are able to integrate the Validus Business into our business in an efficient and effective manner. We may not be able to integrate the Validus Business smoothly or successfully and the process may take longer than expected. If we are unable to manage future growth following the Validus Acquisition, our prospects may be materially and adversely affected. The success with which we are able to integrate the Validus Business will depend on our ability to manage a variety of issues, including the following: • Loss of key personnel or higher than expected employee attrition rates could adversely affect the performance of the Validus Business and our ability to integrate it successfully. • Customers of the Validus Business may reduce, delay or defer decisions concerning their use of the insurance and reinsurance products and services of the Validus Business as a result of the Validus Acquisition, including any potential unfamiliarity with our brand in regions where we have not had a significant presence prior to the time of the Validus Acquisition. • Integrating the Validus Business with our existing operations will require us to coordinate geographically separated organizations, address possible differences in corporate culture and management philosophies, merge financial processes and risk and compliance procedures and combine separate information technology platforms. • Our ability to create an efficient combined organizational structure may require us to discontinue the operations of certain Validus entities or to merge them into our existing operating structure, which could depend on our ability to receive regulatory approvals and / or customer consents. It is possible that adverse decisions or delays in the process could result in increased inefficiencies or costs to us. We** are subject to cybersecurity risks **, which may harm our business or reputation, and which could have** ~~and~~ **an** ~~may incur increasing costs to minimize those risks~~ **adverse effect on our business strategy, results of operations, or financial condition** . Cybersecurity threats and incidents have increased in recent years, and we may be subject to heightened cyber- related risks. Our business depends on the proper functioning and availability of our information technology ~~platform~~ **platforms** , including communications and data processing systems and our proprietary systems. We are also required to effect electronic transmissions with third parties including brokers, clients, vendors and others with whom we do business, as well as with our Board ~~of Directors~~ . We cannot guarantee that the controls and procedures we or third parties have in place to protect or recover our systems and information will be effective, successful or sufficiently rapid to avoid harm to our business **or reputation** . Security breaches, including **those** at third parties that have our information, could expose us to a risk of loss or misuse of our information, litigation and potential liability. In addition, cyber incidents, such as ransomware attacks, that impact the availability, reliability, speed, accuracy or other proper functioning of our systems could have a significant impact on our operations and financial results. We may not have the resources or technical sophistication to ~~anticipate or~~ prevent ~~rapidly evolving types of~~ **, detect or stop a** ~~cyberattacks~~ **cyberattack** . A significant cyber incident, including system failure, security breach, disruption by malware or other damage could interrupt or delay our operations, result in a violation of applicable cybersecurity and privacy and other laws, damage our reputation, cause a loss of customers or expose sensitive customer data, or give rise to monetary fines and other penalties, which could be significant. While management is not aware of any cybersecurity or information security incident or breach that has had a material effect on our operations, there can be no assurances that a cybersecurity incident that could have a material impact on us **has not occurred or** will not occur in the future. The cybersecurity regulatory environment is evolving **, in**

particular with respect to emerging technologies, such as artificial intelligence , and it is likely that the costs of complying with new or developing regulatory requirements will increase. In addition, we operate in a number of jurisdictions with strict data privacy and other related laws, which could be violated in the event of a significant cybersecurity incident or in the event of noncompliance by our personnel. Failure to comply with these obligations can give rise to fines and other penalties, which could be significant. See " Part I, Item ~~1~~ **1C** . ~~Business — Information Technology and~~ Cybersecurity " for additional information related to information technology and cybersecurity. The determination of impairments taken is highly subjective and could materially impact our financial condition or results of operations. The determination of impairments taken on our investments, investments in other ventures, goodwill and other intangible assets and loans varies by type of asset and is based upon our periodic evaluation and assessment of known and inherent risks associated with the respective asset class. Such evaluations and assessments are revised as conditions change and new information becomes available. Management updates its evaluations regularly and reflects impairments in operations as such evaluations are revised. We cannot assure you that we have accurately assessed the level of impairments taken in our financial statements. Furthermore, management may determine that impairments are needed in future periods and any such impairment will be recorded in the period in which it occurs, which could materially impact our financial condition or results of operations. Historical trends may not be indicative of future impairments. Risks Related to the Economic Environment A decline in our investment performance could reduce our profitability and capital resources. We have historically derived a meaningful portion of our income from our invested assets, which are principally comprised of fixed maturity securities. Accordingly, our financial results are subject to a variety of investment risks, including risks relating to general economic conditions, inflation, market volatility, interest rate fluctuations, foreign currency risk, liquidity risk and credit and default risk. Volatility in global financial markets has impacted, and may continue to impact, the value of our investment portfolio and our strategic investments. Additionally, some of our investments are subject to pre-payment or reinvestment risk. Our investment portfolio also includes securities with a longer duration, which may be more susceptible to risks such as inflation. Changes in various factors, including prevailing interest rates and credit spreads may cause fluctuations in the market value of our fixed maturity investments. The Federal Reserve increased its benchmark interest rate to the highest level in ~~15~~ **20** years in ~~2022~~ **2023** , and may raise it further in the coming year. Increases in interest rates could cause the market value of our investment portfolio to decrease, which could reduce our capital resources. Conversely, any decline in interest rates could reduce our investment yield and net investment income, which would reduce our overall profitability. Interest rates are highly sensitive to many factors, including governmental and monetary policies, inflation levels, domestic and international economic and political conditions, and other factors beyond our control. A portion of our investment portfolio is allocated to other classes of investments including equity securities, catastrophe bonds, term loans and interests in alternative investment vehicles such as private equity investments, private credit investments and hedge funds. For certain investments, the valuation on our consolidated balance sheet may differ significantly from the values that would be used if ready markets existed for the securities representing interests in the relevant investment vehicles. If we were to sell these assets (which may be necessary if we need liquidity to pay claims), it may be at significantly lower prices than we have recorded them. Furthermore, our interests in many of the investment classes described above are subject to restrictions on redemptions and sales that limit our ability to liquidate these investments in the short term. The performance of these classes of investments is also dependent on individual investment managers and investment strategies. It is possible that these investment managers will leave, the investment strategies will become ineffective or that the managers will fail to follow our investment guidelines. Our investment portfolio may become concentrated in a limited number of issuers or have significant exposure to certain geographic areas or economic sectors. Concentration of investments can increase investment risk and portfolio volatility. Any of the foregoing could result in a decline in our investment performance and capital resources, and accordingly, adversely affect our financial results. We may be adversely impacted by inflation. The principal markets in which we operate are susceptible to monetary inflation, which could cause loss costs to increase, impact the performance of our investment portfolio, and borrowing costs to increase. We believe the risks of inflation across our key markets have increased following ~~two years of~~ significant increases in inflation in the United States and elsewhere. In particular, ~~the steps taken by governments in responding to the COVID- 19 pandemic, and the costs of such actions, led to significant inflation, while other~~ widespread economic factors such as supply chain disruptions have contributed **to,** and may continue to contribute ~~as well~~ **to, significant inflation** . The impact of inflation on loss costs could be more pronounced for those lines of business that are long tail in nature, as they require a relatively long period of time to finalize and settle claims. Changes in the level of inflation may also result in an increased level of uncertainty in our estimation of loss reserves, particularly for long tail lines of business, and may require us to strengthen reserves, with a corresponding reduction in our net income in the period in which the deficiency is identified. Unanticipated higher inflation could also lead to higher interest rates, which would decrease or create volatility in the value of our fixed income securities and potentially other investments. ~~To the extent higher~~ **Higher** inflation ~~could~~ **may** lead to currency fluctuation, **and** we **have in the past, and** may ~~also~~ **in the future,** experience increased volatility on foreign exchange gains and losses in our consolidated financial statements **as a result** . If inflation continues to increase for a prolonged period or increase further, any of the risks described above could be exacerbated, and the impact on the global economy generally and on our customers could negatively affect our business, financial condition and results of operations. We are exposed to counterparty credit risk, which could increase our liabilities and reduce liquidity. Counterparty credit risk typically increases during periods of economic uncertainty, and we believe our exposure has increased in recent years. In connection with the settlement of reinsurance balances, we assume a substantial degree of credit risk associated with our brokers. In accordance with industry practice, we pay virtually all amounts owed on claims under our policies to reinsurance brokers, who then forward these payments to the ceding insurers that have purchased reinsurance from us. Likewise, premiums due to us by ceding insurers are virtually all paid to brokers, who then pass the amounts to us. Many of our contracts provide that if a broker fails to make a payment to a ceding insurer, we remain liable to the ceding insurer for the deficiency. Conversely, when the ceding insurer pays premiums to brokers for payment to us, these

premiums are considered to have been received by us upon receipt by the broker and the ceding insurer is no longer liable to us for those amounts, even if we have not received the premiums. We are also exposed to the credit risk of our customers, who, pursuant to their contracts with us, frequently pay us over time. We may not collect all our premiums receivable from our ceding insurers and reinsurers, and we may not collect all our reinsurance recoverable from our own retrocessionaires. We have significant premiums receivable and reinsurance recoverable, and our failure to collect even a small portion of these amounts, or a meaningful delay in the collection of recoverables as to which our own underlying obligations are due, could negatively affect our results of operations and financial condition, perhaps materially. ~~The continuing COVID- 19 pandemic has and may continue to adversely affect our financial performance and ability to conduct operations. The COVID- 19 pandemic has had immense impacts on a global scale, including on the insurance and reinsurance industries. It is difficult to predict all of the potential impacts of the COVID- 19 pandemic on the markets in which we participate and our ability to effectively respond to these changing market dynamics. While COVID- 19- related governmental and societal restrictions have been scaled back in the jurisdictions in which we operate, the pandemic significantly increased economic uncertainty. To the extent these conditions continue and recur or worsen, they could have the following impacts on our business operations and current and future financial performance and could impact us in other ways that we cannot predict: • We have significant exposure to losses stemming from COVID- 19 related claims, and we expect losses to emerge over time as the full impact of the pandemic and its effects on the global economy are realized. The extent to which the COVID- 19 pandemic triggers coverage is dependent on specific policy language, terms and exclusions. • Ongoing disruption in global financial markets and economic uncertainty due to the continuing impact of COVID- 19 could cause us to incur investment losses, including credit impairments in our fixed maturity portfolio, or decline in interest rates which may reduce our future net investment income. Responses to the pandemic, including by governments, may lead or contribute to continued high inflation. • Our counterparty credit risk may also increase, as some of our counterparties may face increased financial difficulties due to the ongoing impacts of COVID- 19 on the world economy and financial markets. • From an operational perspective, while many of the jurisdictions in which we operate have relaxed COVID restrictions, our employees, directors and agents, as well as the workforces of our brokers, vendors, service providers, retrocessionaires and other counterparties, were recently and may in the future again be adversely affected by the COVID- 19 pandemic, or efforts to mitigate the pandemic. The impact of the COVID- 19 pandemic could also exacerbate the other risks we face described herein. All of the foregoing events or potential outcomes, including in combination with other risk factors included herein, could cause a material adverse effect on our results of operations for any period, and, depending on their severity, could also materially and adversely affect our financial condition.~~ We may be adversely affected by foreign currency fluctuations. We routinely transact business in currencies other than the U. S. dollar, our financial reporting currency. Moreover, we maintain a portion of our cash and investments in currencies other than the U. S. dollar, and certain of our subsidiaries use or have used non- U. S. dollar functional currencies. Although we generally seek to hedge significant non- U. S. dollar positions, we **have experienced, and** may **in the future** experience **,** losses resulting from fluctuations in the values of these foreign currencies, which could cause our consolidated earnings to decrease. In addition, failure to manage our foreign currency exposures could cause our results of operations to be more volatile. Our significant third- party capital management operations ~~may~~ further ~~complicate~~ **complicates** these foreign currency operational needs and risk. We may require additional capital in the future, which may not be available or may only be available on unfavorable terms. Our exposure to significant catastrophic events may cause significant volatility in our operating and capital needs. To the extent that our existing capital is insufficient to support our future operating requirements, we may need to raise additional funds through financings or limit our growth. Any further equity, debt or hybrid financings, or capacity needed for letters of credit, if available at all, may be on terms that are unfavorable to us. For example, in a ~~rising~~ **high** interest rate environment such as the one prevailing throughout ~~2022~~ **2023** and into ~~2023~~ **2024** , our borrowing costs have and may continue to increase, new debt may be available only on terms and conditions less favorable than those of our existing debt, and our access to credit may be negatively impacted. Additionally, any indebtedness we incur at higher interest rates may require higher ongoing debt service payments than our existing debt arrangements, which could leave us with less cash available for our operations. We are also exposed to the risk that the contingent capital facilities we have in place may not be available as expected. **Changes to our issuer credit ratings, or the capital models and rating methodologies used by ratings agencies, may also impact our ability access capital.** If we are unable to obtain adequate capital when needed, we may not be able to grow and take advantage of favorable market conditions, or we may be required to reduce the amount of business that we write, impacting our results of operations and financial condition. In addition, we are exposed to the risk that we may be unable to raise new capital for our joint ventures, managed funds and other private alternative investment vehicles, which would reduce our future fee income and market capacity, and thus negatively affect our results of operations and financial condition. For example, it is possible that substantial losses ceded to the alternative capital sector over a period of years, and restraints on capital return and maintenance of collateral for prior loss periods by a number of market participants, may contribute to a reduction in investor appetite to this product class in the near term. We may be affected by adverse economic factors outside of our control, including recession or the perception that recession may occur and international socio- political events. An economic recession or slowdown in economic activity may result from a new surge in the COVID- 19 pandemic, from international events involving war or civil, political, or social unrest, or from other factors outside of our control. For example, ~~we have experienced losses related to~~ the **ongoing** ~~conflict~~ **conflicts** between Russia and Ukraine, and ~~the conflict~~ **Israel and Hamas,** may expand, which could increase our potential exposures or have far- reaching impacts on the global economy. Additionally, governmental, business and societal responses to such events, such as restrictions on public gatherings, sanctions, trade restrictions, increased unemployment, and supply chain disruptions could worsen the impact of such events and could have an impact on our business and on our customers' businesses. Any such events could increase our probability of losses. These events could also reduce the demand for insurance and reinsurance, which would reduce our premium volume and could have a material adverse effect on our business and results of operations. Risks

Related to Legal and Regulatory Matters The regulatory systems under which we operate could restrict our ability to operate, increase our costs, or otherwise adversely impact us. Our operating subsidiaries conduct business globally and are subject to varying degrees of regulation and supervision in multiple jurisdictions. See " Part I, Item 1. Business — Regulation. " These statutes, regulations and policies may, among other things, restrict the ability of our subsidiaries, joint ventures or managed funds to write certain business, make certain investments and distribute funds. We may not be able to comply fully with, or obtain appropriate exemptions from, these statutes and regulations, which could result in restrictions on our ability to do business or undertake activities that are regulated in these jurisdictions, which could subject us to fines and / or penalties. Our current or future business strategy could cause one or more of our currently unregulated subsidiaries to become subject to some form of regulation in the future. Any failure to comply with current or future applicable laws or regulations could result in restrictions on our ability to do business or undertake activities that are regulated in these jurisdictions, which could subject us to fines and other penalties. In addition, changes in the laws or regulations to which our operating subsidiaries are subject or in their interpretation could have an adverse effect on our business. Several of our operating subsidiaries are not licensed or admitted in any jurisdiction except Bermuda, conduct business only from their offices in Bermuda and do not maintain offices in the U. S. The insurance and reinsurance regulatory framework continues to be subject to increased scrutiny in many jurisdictions, including the U. S. and Europe. If our Bermuda insurance or reinsurance operations become subject to the insurance laws of any state in the U. S., jurisdictions in the EU, or elsewhere, we could face challenges to the future operations of these companies. We could also be required to allocate considerable time and resources to comply with any new or additional regulatory requirements in any of the jurisdictions in which we operate, and any such requirements could impact the operations of our insurance and / or non- insurance subsidiaries, result in increased costs for us and impact our financial condition **.** It is possible that individual jurisdiction or cross border regulatory developments could adversely differentiate Bermuda, the jurisdiction in which we are subject to group supervision, or could exclude Bermuda- based companies from benefits such as market access, mutual recognition or reciprocal rights made available to other jurisdictions, which could adversely impact us. Any such development could significantly and negatively affect our operations. **.** We face risks related to changes in Bermuda law and regulations,and the political environment in Bermuda.We are incorporated in Bermuda and many of our operating companies are domiciled in Bermuda.Therefore,changes in Bermuda law and regulation may have an adverse impact on our operations,such as **the imposition of tax liability,** increased regulatory supervision or ~~the imposition of corporate income tax.The recently enacted Corporate Income Tax Act 2023,discussed below,is an example of a material change~~ **changes** in **regulation** ~~Bermuda law~~ .In addition,we are subject to changes in the political environment in Bermuda,which could make it difficult to operate in,or attract talent to,Bermuda.In addition,Bermuda,which is currently an overseas territory of the U.K.,may consider changes to its relationship with the U.K.in the future.These changes could **adversely affect Bermuda or the international reinsurance market focused there,either of which could adversely impact us commercially** Political, regulatory and industry initiatives by state and international authorities could adversely affect our business. The insurance and reinsurance regulatory framework is subject to heavy scrutiny by the U. S. and individual state governments, as well as a number of international authorities, and we believe it is likely there will be increased regulatory intervention in our industry in the future. We could also be adversely affected by proposals or enacted legislation that provide for reinsurance capacity in markets and to consumers that we target, expand the scope of coverage under existing policies for perils such as hurricanes or earthquakes or for a pandemic disease outbreak, mandate the terms of insurance and reinsurance policies, expand the scope of the Federal Insurance Office or establish a new federal insurance regulator or otherwise revise laws, regulations, or contracts under which we operate, which may disproportionately benefit the companies of one country over those of another. Moreover, government- backed entities may represent competition for the coverages we provide, either directly or by competing for the business of our customers, thereby reducing the potential amount of third- party private protection our clients may need or desire. Bermuda is also subject to increasing scrutiny by political bodies outside of Bermuda, including the EU Code of Conduct Group. ~~See " The OECD and the jurisdictions in which we operate may pursue measures that might increase our taxes and reduce our net income and increase our reporting requirements. "~~ Due to this increased legislative and regulatory scrutiny of the reinsurance industry and Bermuda, our cost of compliance with applicable laws may increase, which could result in a decrease to our profitability. Further, as we continue to expand our business operations outside of Bermuda, we are increasingly subject to new and additional regulations, including, for example, laws relating to anti- corruption and anti- bribery . We face risks related to changes...... of which could adversely impact us commercially . Our liquidity could be impacted due to regulatory requirements for collateral by non- U. S. insurers. Many jurisdictions in the U. S. do not permit insurance companies to take credit for reinsurance obtained from unlicensed or non- admitted insurers on their statutory financial statements unless security is posted, the form and quantity of which is also subject to the regulations of those jurisdictions, or another basis for credit is met by the reinsurer. Our contracts generally require us to post such security via a letter of credit, a trust account, or where applicable utilize a multi- beneficiary reinsurance trust, with the release of such security being controlled by the ceding insurance company and / or a regulator. Because of these requirements, we could be put at a competitive disadvantage relative to certain of our competitors who are licensed and admitted in U. S. jurisdictions. Further, if we are not able to access sufficient unrestricted liquid assets from our other operations in order to operate our business from time to time, our business could be adversely impacted. See " Part II, Item 7. Management' s Discussion and Analysis of Financial Condition and Results of Operations — Financial Condition, Liquidity and Capital Resources — Liquidity and Cash Flows — Credit Facilities, Trusts and Other Collateral Arrangements ~~— Multi- Beneficiary Reinsurance Trusts and Multi- Beneficiary Reduced Collateral Reinsurance Trusts~~ " for a discussion of certain of these collateral arrangements ~~. Regulatory regimes and changes to accounting rules may adversely impact our financial results irrespective of business operations. Accounting standards and regulatory changes may require modifications to our accounting principles, both prospectively and for prior periods, and such changes could have an adverse impact on our financial results. Required modification of our existing principles, and new disclosure~~

~~requirements, could have an impact on our results of operations and increase our expenses in order to implement and comply with any new requirements~~ . Our business is subject to certain laws and regulations relating to sanctions and foreign corrupt practices, the violation of which could adversely affect our operations. We must comply with all applicable economic sanctions and anti- bribery laws and regulations of the U. S. and other jurisdictions. U. S. laws and regulations that may be applicable to us include economic trade sanctions laws and regulations administered by OFAC as well as certain laws administered by the U. S. Department of State. The sanctions laws and regulations of non- U. S. jurisdictions in which we operate may differ ~~to some degree~~ from those of the U. S. and these differences may ~~additionally~~ **also** expose us to sanctions violations. In addition, we are subject to the Foreign Corrupt Practices Act and other anti- bribery laws that generally prohibit corrupt payments or improper gifts to non- U. S. governments or officials. It is possible that an employee or intermediary could fail to comply with applicable laws and regulations. In such event, we could be exposed to civil penalties, criminal penalties and other sanctions, including fines or other punitive actions ~~. In addition~~ , **which** ~~such violations~~ could damage our business and ~~our~~ reputation ~~. Such criminal or civil sanctions~~ , ~~penalties, other sanctions,~~ and ~~damage to our business and reputation~~ could adversely affect our financial condition and results of operations. Our business may be subject to governmental and societal responses to climate change which could affect our profitability. In addition to the impacts that environmental incidents have on our business, there are also risks to our business arising from the transition to a lower carbon economy, including from proliferation of governmental and regulatory scrutiny related to climate change and greenhouse gases. Our investment assets could be affected by a market shift away from carbon- intensive industries or businesses, increased costs or fees associated with the production of greenhouse gases, and decreased profitability in sectors that produce or use carbon- based fuels. Additionally, demand for insurance coverage could be negatively impacted to the extent that carbon- intensive businesses are impacted by this transition, and claims and losses related to those industries could increase, either of which could have a material negative effect on our business and results of operations. Concerns over the negative impacts of climate change have led and will continue to lead to new regulatory responses. New laws and regulations relating sustainability and climate change are under consideration or being adopted, which may include specific disclosure requirements or obligations, and that this may result in additional investments and implementation of new practices and reporting processes, all entailing additional compliance costs and risk. **For example, the EU recently adopted the Corporate Sustainability Reporting Directive (CSRD) that will impose disclosure of the risks and opportunities arising from social and environmental issues, and on the impact of companies' activities on people and the environment, and the SEC has included in its regulatory agenda potential rulemaking on climate change disclosures that, if adopted, could significantly increase compliance burdens and associated regulatory costs and complexity.** Risks Related to Taxation Our Bermuda subsidiaries may be subject to U. S. corporate income tax. We conduct a significant amount of business through Bermuda subsidiaries that we believe are not subject to U. S. corporate income tax as they are not engaged in a trade or business in the U. S. Since there is considerable uncertainty, however, as to the activities that constitute being engaged in a trade or business within the U. S., we cannot be certain that the U. S. Internal Revenue Service will not contend successfully that any of our non- U. S. companies is engaged in a trade or business in the U. S. Were this to occur, such company could be subject to U. S. corporate income and additional branch profits taxes on the portion of its earnings effectively connected to such U. S. **trade or** business. If we or one or more of our Bermuda subsidiaries were ultimately held to be subject to taxation, our earnings would correspondingly decline. **Certain U. S.** ~~While we have maintained our rigorous~~ tax **provisions** ~~- related operating protocols during the ongoing COVID- 19 pandemic, it is possible that any ongoing or future travel restrictions may give rise to substantial operating challenges. U. S. tax changes~~ could reduce our access to capital, decrease demand for our products, impact our shareholders or investors in our joint ventures or other entities we manage or otherwise adversely affect us. ~~In 2017, the~~ U. S. ~~adopted~~ **persons may be subject to adverse U. S. federal income** tax **treatment with respect** ~~reform legislation, commonly referred~~ to **an investment in our shares under the " controlled foreign corporation, " " related person insurance income, " or PFIC provisions of the U. S. Internal Revenue Code of 1986,** as **amended** ~~the Tax Cuts and Jobs Act~~ . **Such provisions may apply to** ~~The Tax Cuts and Jobs Act included~~ a ~~new base~~ **U. S.** ~~erosion~~ -- **person** ~~anti- avoidance~~ **who owns (or is considered to own under applicable** tax **rules) 10 %** ~~that would have substantially altered the taxation of affiliate reinsurance between our~~ - **or more of our shares, if RenaissanceRe or any of** ~~operating affiliates which are subject to U. S. taxation and~~ our non- U. S. ~~affiliates~~ **subsidiaries is considered a controlled foreign corporation in any year, and to a U. S. person who owns any of our shares, if RenaissanceRe is a PFIC or any of our non- U. S. subsidiaries generates gross related person insurance income that constitutes 20 % or more of its gross insurance income in any year. RenaissanceRe may be, and certain of our non- U. S. subsidiaries are, controlled foreign corporations for these purposes. Further, we believe that RenaissanceRe should not be characterized as a PFIC and currently anticipate that the gross related person insurance income of each of our non- U. S. insurance subsidiaries will constitute less than 20 % of its gross insurance income for any taxable year in the foreseeable future. However, the application of these provisions is complex, subject to legal uncertainties and dependent on facts that may change from time to time and of** which ~~are~~ **we may have limited knowledge. Accordingly, we can provide no assurances that any of these provisions will** not **apply for any taxable year** . ~~Although base~~ **In addition, on January 25, 2022, proposed regulations were published that could, if finalized in their current form, substantially expand the definition of related** ~~erosion~~ -- **person** ~~anti~~ **insurance income to include all insurance income of our non** - **U. S. subsidiaries related** ~~avoidance tax has not significantly impacted us~~ to ~~date as the~~ affiliate reinsurance ~~targeted by the base erosion anti- avoidance~~ **transactions if U. S. persons own (or are considered to own under applicable** tax ~~was~~ **rules) more than 50 % of our shares. These regulations are proposed to apply to taxable years beginning after the date the regulations are finalized. Although we cannot predict whether, when or in what form the proposed regulations might be finalized, if they are finalized in their current form, we may decide** not ~~material~~ to **undertake** ~~our operations, it could limit our ability to execute~~ affiliate reinsurance transactions that would otherwise be undertaken for non- tax business reasons ~~, such as efficient use of capital within our group,~~ in the future and ~~could result in~~

~~higher prices for the~~ **there may be** ~~reinsurance products we buy and~~ - **an** ~~sell. The Tax Cuts and Jobs Act~~ increased ~~the likelihood that we or any of our non- U. S. subsidiaries or any entity managed by us will be deemed a " controlled foreign corporation " within the meaning of the Internal Revenue Code for U. S. federal tax purposes. Specifically, the Tax Cuts and Jobs Act expands the definition of " U. S. shareholder " for " controlled foreign corporation " purposes to include " U. S. persons " who own 10 % or more of the value of a foreign corporation' s shares, rather than only looking to voting power held. In the event a corporation is characterized as a " controlled foreign corporation, " any " U. S. shareholder " of the " controlled foreign corporation " is required to include its pro rata share of certain insurance and related investment income in income for a taxable year, even if such income is not distributed. In addition to changes in the " controlled foreign corporation " rules, the Tax Cuts and Jobs Act contained modifications to certain provisions relating to PFIC status that could, for example, discourage U. S. persons from investing in our joint ventures or other entities we manage. While we believe that we should not be characterized as a PFIC, we cannot assure you that this will continue to be the case in future years. It is also possible that joint venture entities managed by us may be characterized as PFICs, which could make these entities less attractive to investors and reduce our fee income. It is currently anticipated (though not assured) that we will operate each of our non- U. S. subsidiaries in such a way that gross related person insurance income will constitute less than 20 % of the gross insurance income of each of our non- U. S. insurance subsidiaries for any taxable year in the foreseeable future. On January 25, 2022, proposed regulations were published which could, if finalized in their current form, substantially expand the definition of related person insurance income to include insurance income of our non- U. S. subsidiaries related to affiliate reinsurance transactions. These regulations would apply to taxable years beginning after the date the regulations are finalized. Although we cannot predict whether, when or in what form the proposed regulations might be finalized, the proposed regulations, if finalized in their current form, could limit our ability to execute affiliate reinsurance transactions that would otherwise be undertaken for non- tax business reasons in the future and could increase the~~ risk that gross related person insurance income ~~could constitute~~ **constitutes** 20 % or more of the gross insurance income of one or more of our non- U. S. insurance subsidiaries in **any** ~~a particular taxable~~ year ~~, which could result in such related person insurance income being taxable to U~~ . ~~S. persons that own our shares. The~~ **These** ~~Inflation Reduction Act which was adopted in the U. S. in 2022 includes, among other things, a 15 % corporate alternative minimum tax and an excise tax on certain stock buybacks. While we do not currently expect to be impacted by the~~ tax provisions ~~contained~~ **could adversely impact our shareholders and reduce the attractiveness of an investment** in **our shares and thus our access to capital. Joint venture entities or** ~~the~~ **other** ~~IRA~~ **entities managed by us may be subject to similar tax risks** , **which could make these entities less attractive to investors and reduce our fee income. Further,** we ~~cannot guarantee~~ **or our shareholders may be the subject of future changes in tax laws, which could reduce our access to capital, decrease demand for our products, impact our shareholders or investors in our joint ventures or other entities we manage or otherwise adversely affect us. The OECD and the jurisdictions in which we operate may pursue measures** that **might increase** ~~we will not be adversely impacted by the IRA in the future if the nature or~~ **our taxes and reduce** ~~magnitude of our U. S. operations changes or~~ **our net income and increase** ~~as a result of future guidance implementing the IRA provisions. Further, the taxation of us or~~ **our reporting requirements** ~~our subsidiaries and our shareholders may be the subject of future tax legislation, which could have a material adverse effect on us or our shareholders~~ . The OECD has published reports and launched a global dialog among member and non- member countries on measures to limit harmful tax competition. These measures are largely directed at counteracting the effects of jurisdictions perceived by the OECD to be tax havens or offering preferential tax regimes. In ~~2017~~ **the past** , **Bermuda has been temporarily added to** the EU ~~initiated similar measures and identified certain jurisdictions, including Bermuda, which it considered had tax systems that facilitated offshore structuring by attracting profits without commensurate economic activity. The EU did temporarily add Bermuda to its~~ " blacklist " of non- cooperative jurisdictions for tax purposes ~~from March 2019 until May 2019~~ , **as well as** ~~when Bermuda adopted economic substance legislation that~~ the ~~EU deemed compliant with its requirements. The EU also temporarily added Bermuda to its~~ " greylist " ~~from February 2022 until October 2022. The " greylist " is a list~~ of jurisdictions that have made sufficient commitments to reform their tax policies but remain subject to close monitoring while they are executing on their commitments. In addition, in **December** ~~2015, the OECD published its final series of Base Erosion and Profit Shifting reports related to its attempt to coordinate multilateral action on international tax rules. The actions recommended changes in the tax law which, if adopted, could subject us to additional taxes and increase the complexity and cost of tax compliance. Following the recommendations in the final series of these reports, the OECD has continued to consult on and review the tax challenges arising from the digital economy. In May 2019, the OECD published a " Programme of Work, " divided into two pillars, with the goal of tackling the challenges of taxing the digital economy. The OECD then published Blueprints for the two pillars late in 2020 and commenced a public consultation on the proposals. In 2021, significant steps were taken to develop a plan for implementing a two- pillar solution. In October~~ 2021, the OECD / G20 Inclusive Framework ~~released a statement agreeing~~ on ~~a two~~ **BEPS approved global anti** - ~~pillar solution to address the tax challenges arising from the digital economy. Pillar One addresses the broader challenge of a digitalized economy and focuses on the allocation of group profits among taxing jurisdictions based~~ - **base erosion model rules (the** ~~on a market- based concept rather than historical~~ " ~~permanent establishment~~ **GloBE Rules** " ~~concepts. Pillar One includes explicit exclusions for Regulated Financial Services, so is not expected to have a material impact on insurance and reinsurance groups. Pillar Two addresses the remaining Base Erosion and Profit Shifting risk of group shifting profits to entities in low tax jurisdictions by introducing a global minimum tax on large groups (groups with consolidated revenues in excess of € 750 million~~) ~~, which~~ **that generally** would require large **multinational** groups to calculate the effective tax **rate** in each of the jurisdictions in which they operate ~~,~~ and pay an additional top- up tax where the group' s effective tax rate in a jurisdiction is below 15 %. **Certain jurisdictions where we operate have brought into effect laws** ~~In December 2021, the OECD issued Pillar Two model rules for domestic implementation~~ --- **implementing** ~~of~~ **the GloBE Rules or** ~~the~~ **other** ~~global minimum tax~~ **changes in response to the GloBE Rules, or are in the process of doing so,** and **other**

jurisdictions may do so in the future. Further, in response to the GloBE Rules, Bermuda adopted the Corporate Income Tax Act 2023 (the " CIT ") on December **27, 2023. Effective January 1, 2025, the CIT generally will impose a** 15 **% income tax on Bermuda businesses that are part of large multinational groups** , **notwithstanding any assurances that may** ~~2022 the EU member states unanimously adopted a Directive to implement the Pillar Two rules into EU law. EU member states~~ have **been provided pursuant** ~~until December 31, 2023~~ to ~~transpose the Directive into national law, with those~~ -- **the Exempted Undertakings Tax Protection Act 1966** ~~laws generally coming into effect for fiscal years beginning on or after December 31, 2023~~ . ~~If~~ **We expect to incur increased tax liabilities and reporting obligations as a result of the implementation of the CIT in Bermuda and the GloBE Rules in** ~~the~~ **other jurisdictions where** ~~countries in which~~ we operate **. These** ~~amend their tax laws to fully adopt the Pillar Two framework, there may be an~~ **and any** ~~increase in the company' s income taxes. Further, we could be adversely impacted by~~ other changes in tax laws, tax treaties or tax regulations or the interpretation or enforcement thereof by taxation authorities in the jurisdictions in which we operate **may** ~~, which could~~ materially adversely affect our results of operations. Risks Related to the Ownership of our Securities Because we are a holding company, we are dependent on **capital distributions** ~~dividends and payments~~ from our subsidiaries. As a holding company with no direct operations, we rely on our investment income, cash dividends and other permitted payments from our subsidiaries to make principal and interest payments on our debt and to pay dividends to our shareholders. From time to time, we may not have sufficient liquid assets to meet these obligations. Regulatory restrictions on **capital distributions** ~~the payment of dividends~~ under Bermuda law, Swiss law and various U. S. laws regulate the ability of our subsidiaries to pay dividends **or otherwise distribute capital** . If our subsidiaries are restricted from ~~paying dividends~~ **distributing capital** to us, we may be unable to pay dividends to our shareholders or to repay our indebtedness. Some aspects of our corporate structure may discourage third- party takeovers and other transactions or prevent the removal of our current board of directors and management. Some provisions of our bye- laws may discourage third parties from making unsolicited takeover bids or prevent the removal of our current board of directors and management. In particular, our bye- laws prohibit transfers of our capital shares if the transfer would result in a person owning or controlling shares that constitute 9. 9 % or more of any class or series of our shares, unless otherwise waived at the discretion of the Board. In addition, our bye- laws reduce the total voting power of any shareholder owning, directly or indirectly, beneficially or otherwise, more than 9. 9 % of our common shares to not more than 9. 9 % of the total voting power of our shares unless otherwise waived at the discretion of the Board. These provisions may have the effect of deterring purchases of large blocks of our common shares or proposals to acquire us, even if our shareholders might deem these purchases or acquisition proposals to be in their best interests. In addition, our bye- laws provide for, among other things: • a classified Board, whose size is generally fixed and whose members may be removed by the shareholders only for cause upon a 66 2 / 3 % vote; • restrictions on the ability of shareholders to nominate persons to serve as directors, submit resolutions to a shareholder vote and requisition special general meetings; • a large number of authorized but unissued shares which may be issued by the Board without further shareholder action; and • a 66 2 / 3 % shareholder vote to amend, repeal or adopt any provision inconsistent with several provisions of the bye- laws. These bye- law provisions make it more difficult to acquire control of us by means of a tender offer, open market purchase, proxy contest or otherwise and could discourage a prospective acquirer from making a tender offer or otherwise attempting to obtain control of us. In addition, these bye- law provisions could prevent the removal of our current Board ~~of Directors~~ and management. To the extent these provisions discourage takeover attempts, they could deprive shareholders of opportunities to realize takeover premiums for their shares or could depress the market price of the shares. In addition, many jurisdictions in which our insurance and reinsurance subsidiaries operate have laws and regulations that require regulatory approval of a change in control of an insurer or an insurer' s holding company. Where such laws apply to us and our subsidiaries, there can be no effective change in our control unless the person seeking to acquire control has filed a statement with the regulators and has obtained prior approval for the proposed change from such regulators. Under these laws, control is typically presumed when a person acquires, directly or indirectly, 10 % or more of the voting power of the insurance company or its parent, although this presumption is rebuttable. Therefore, a person may not acquire 10 % or more of our common shares without the prior approval of the applicable insurance regulators. Investors may have difficulty in serving process or enforcing judgments against us in the U. S. We are a Bermuda company. In addition, many of our officers and directors reside in countries outside the U. S. All or a substantial portion of our assets and the assets of these officers and directors may be located outside the U. S. Investors may have difficulty effecting service of process within the U. S. on our directors and officers who reside outside the U. S. or recovering against us or these directors and officers on judgments of U. S. courts based on civil liabilities provisions of the U. S. federal securities laws whether or not we appoint an agent in the U. S. to receive service of process.