



ROADSHOW MATERIALS

November 8, 2021

An amended and restated preliminary base PREP prospectus dated November 5, 2021 (the "Preliminary Prospectus") containing important information relating to the securities described in this document has been filed with the securities regulatory authorities in each of the provinces and territories of Canada. A copy of the Preliminary Prospectus, and any amendment, is required to be delivered with this document. The Preliminary Prospectus is still subject to completion. There will not be any sale or any acceptance of an offer to buy the securities until a receipt for the final base PREP prospectus has been issued. This document does not provide full disclosure of all material facts relating to the securities offered. Investors should read the Preliminary Prospectus, the final base PREP prospectus, the supplemented PREP prospectus and any amendment for disclosure of those facts, especially risk factors relating to the securities offered, before making an investment decision.

DISCLAIMER

General

The information contained in this presentation (this "Presentation") is not accurate as of any date other than the date of this Presentation, or where information is stated to be as of a date other than the date of this Presentation, such other applicable date. Subject to our obligations under applicable Canadian securities laws, the information contained in this Presentation is accurate only as of the date of this Presentation regardless of the time of delivery of this Presentation or of any sale of the Common Shares. Unless otherwise indicated in the context otherwise requires, all references in this Presentation to "Definity", the "Company", "we", "our", "us" or similar terms refer to Definity Financial Corporation, together with its subsidiaries. Unless otherwise indicated, all references to "C\$" are to Canadian dollars and all references to "\$" or "US\$" are to U.S. dollars. Capitalized terms used herein that are not otherwise defined have the meanings ascribed to such terms in the Preliminary Prospectus.

This Presentation shall not constitute an offer to sell or a solicitation to buy any securities, nor shall there be any sale of any securities in any jurisdiction in which such an offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of any such jurisdiction. This Presentation is not directed at persons located in the United States other than "qualified institutional buyers" ("QIBs") as defined in Rule 144A under the U.S. Securities Act of 1933, as amended (the "U.S. Securities Act"). The Common Shares are being offered, and offers to purchase the Common Shares are being solicited, only in jurisdictions where offers and sales are permitted and only under circumstances and in the manner permitted by applicable law. The Common Shares are being offered in the United States only to QIBs in accordance with Rule 144A under the U.S. Securities Act. The Common Shares are not registered under the U.S. Securities Act and may not be offered or sold in the United States except in reliance on an exemption from, or in a transaction not subject to, registration requirements.

The information on, or accessible through, our website or any of the other websites or links to websites referred to in this Presentation is not part of or incorporated by reference into this Presentation.

The Company has prepared the Preliminary Prospectus for the proposed offering to which this Presentation relates, which includes more information about the Company and this offering. The Preliminary Prospectus modifies and supersedes in its entirety any information in this Presentation or which has otherwise been previously provided. You should read the Preliminary Prospectus, the final base PREP prospectus, the supplemented PREP prospectus and any amendment before making an investment decision.

Forward Looking Information

This Presentation contains "forward-looking information" within the meaning of applicable securities laws in Canada and "forward-looking statements" within the meaning of the United States Private Securities Litigation Reform Act of 1995 and other applicable United States safe harbours. All statements other than statements of historical fact are forward-looking statements. Forward-looking information and statements include all information and statements regarding our intentions, plans, expectations, beliefs, objectives, financial position, addressable markets, budgets, operations, financial results, taxes, dividend policy, future performance and strategy, as well as any other information or statements that relate to future events or circumstances and which do not directly and exclusively relate to historical facts. Particularly, information regarding our expectations of future results, performance, achievements, prospects or opportunities or the markets in which we operate is forward-looking information. In some cases, forward-looking information can be identified by the use of forward-looking terminology such as "targets", "expects", "is expected", "opportunity", "estimated", "strategy", "going forward", "to achieve", "pursue" or variations of such words and phrases or statements that certain actions, events or results "may", "could", "would", "might", "will", "will be taken", "occur" or "be achieved". In addition, any statements that refer to expectations, intentions, projections or other characterizations of future events or circumstances contain forward-looking information. Statements containing forward-looking information are not historical facts but instead represent management's expectations, estimates and projections regarding possible future events or circumstances. This forward-looking information includes, among other things, statements relating to: our expectations regarding our financial performance, including, among others, gross written premiums ("GWP"), combined ratio and operating return on equity ("Operating ROE"); our expectations regarding industry trends, growth of our addressable market, overall market growth rates and our growth rates and growth strategies; our business plans and strategies; our ability to appropriately assess the risk relating to, and price, the insurance policies that we write; our intention to declare dividends and the anticipated quantum of any dividends; our competitive position in our industry; our ability to continue to invest in the technology and processes necessary to attract and retain customers; our ability to continue to attract and retain talent; our relationship with our brokers and direct customers; the long-term impact of the COVID-19 pandemic on our business, financial position, results of operations and/or cash flows; the completion and timing of the Cornerstone Private Placements; the completion, expenses and timing of the Demutualization; the Offering Price and the completion, size, expenses and timing of the Offering; the gross proceeds of the Offering and the anticipated use of proceeds; intentions with respect to the implementation of new accounting standards; the market price for the Common Shares; and other risks identified or incorporated by reference in our presentations and in other documents that we make public, including our filings with the Canadian securities regulators (on SEDAR at www.sedar.com).

Our assessment of, and targets for, GWP, combined ratio and Operating ROE constitute forward-looking information. See "Risk Factors — Risks Relating to our Business — The assumptions underlying our financial targets are inherently uncertain and are subject to risks, challenges and uncertainties that could cause actual future results to differ materially from those targets" and "Management's Discussion and Analysis of Financial Condition and Results of Operations — Industry Outlook and Our Financial Targets — Financial Targets" in the Preliminary Prospectus for additional information concerning our strategies, assumptions and outlook in relation to those assessments.

Forward-looking information in this Presentation are based on our opinions, estimates and assumptions in light of our experience and perception of historical trends, current conditions and expected future developments, as well as other factors that we currently believe are appropriate and reasonable in the circumstances. Despite a careful process to prepare and review the forward-looking information, there can be no assurance that the underlying opinions, estimates and assumptions will prove to be correct. Material factors and assumptions used to develop the forward-looking information in this Presentation include our expectations regarding our financial performance; our ability to execute on our growth strategies; the impact of competition; our expectations regarding competition and changes and trends in our industry and the global economy; our ability to obtain adequate reinsurance coverage to transfer risk; future claims frequency and severity follows a similar pattern to past claims development experience, including as it relates to the frequency and severity of weather-related events and the impact of climate change; the occurrence of catastrophe events; our expectations regarding capital market conditions, interest rate movements and other factors which may affect our investment portfolio and our claim liabilities; the number of independent brokers who sell our products; our maintenance of Economical Insurance's financial strength ratings; our ability to retain key personnel; the impact of the COVID-19 pandemic; our ability to manage credit risk from our counterparties; our maintenance of Economical Insurance's credit rating; our expectations regarding our ability to rely on information technology systems and the potential disruption or failure of those systems; changes in laws, rules and regulations applicable to us; changes in supervisory expectations or requirements, including risk-based capital guidelines; and other key assumptions and factors upon which we based our financial targets described in the Preliminary Prospectus.

DISCLAIMER (CONT'D)

Forward-looking information is necessarily based on a number of opinions, estimates and assumptions that we considered appropriate and reasonable as at the date such statements are made, and are subject to known and unknown risks, uncertainties, assumptions and other factors that may cause the actual results, level of activity, performance or achievements to be materially different from those expressed or implied by such forward-looking information, including, but not limited to, the following risk factors described in greater detail under the heading entitled "Risk Factors": our ability to effectively compete with current or future competitors in the Canadian P&C insurance industry; our ability to implement our strategy or operate our business as we currently expect; risks relating to our underwriting of insurance products, including product design, pricing, risk acceptance and claims settlement; our ability to accurately assess the risks associated with the insurance policies that we write; the occurrence of catastrophe events; pandemics and other public health events, including the ongoing COVID-19 pandemic, an abrupt interruption of activities caused by unforeseeable and/or catastrophe events; risks relating to climate change; our ability to successfully alleviate risk through reinsurance arrangements; our liability for the credit risk of our reinsurers, certain policyholders, brokers, agents and insurers; the cyclical patterns of the Canadian P&C insurance industry leading to period with excess underwriting capacity and unfavourable pricing; fluctuations in the market negatively affecting our portfolio holdings; our ability to maintain our financial strength ratings and our credit rating; general business and economic environment; changes in government laws, regulations and administrative policies; the impact of negative publicity regarding the Canadian P&C insurance industry or our business practices and insurance products and services; internal or external fraud; our ability to successfully identify, complete, integrate and realize the benefits of acquisitions or manage the associated risks; risks relating to doing business with a large network of independent brokers on a non-exclusive basis; disruption or failure of our information technology systems; failure to adopt new technologies or adapt our existing systems to changing consumer preferences or emerging industry standards; our ability to obtain, maintain and protect our intellectual property rights and proprietary information or prevent third parties from making unauthorized use of our technology; infringement claims from third parties; our ability to retain the continued services of our senior management team and key personnel; restrictions on ownership and regulatory protection from takeovers may defer or prevent transactions involving a change of control of the Company; risks relating to our judgments or estimates regarding our critical accounting policies; changes in accounting standards or interpretations; failure to comply with requirements to design, implement and maintain effective control over financial reporting; fluctuations in the market price of the Common Shares; failure of an active, liquid and orderly trading market for the Common Shares to develop; sales of Common Shares in the public market, or the perception that these sales may occur, causing the market price of the Common Shares to decline; payment of future cash dividends will be subject to the discretion of the Board and may vary or be suspended entirely; as a holding company, our dependence on our subsidiaries to meet our obligations, including future dividend payments; failure of the Cornerstone Private Placements to close; significant ownership by the Cornerstone Investors; dilution; failure of analysts to publish research reports about our business or a downgrade in their recommendation with regard to the Common Shares; the transition to being a public company; and the other risks, challenges and uncertainties to which the assumptions underlying the financial targets in "Management's Discussion and Analysis of Financial Condition and Results of Operations — Financial Targets" in the Preliminary Prospectus are subject.

If any of these risks or uncertainties materialize, or if the opinions, estimates or assumptions underlying the forward-looking information prove incorrect, actual results or future events might vary materially from those anticipated in the forward-looking information. The opinions, estimates or assumptions referred to above and described in greater detail in "Risk Factors" in the Preliminary Prospectus should be considered carefully by readers.

Although we have attempted to identify important risk factors that could cause actual results to differ materially from those contained in forward-looking information, there may be other risk factors not currently known to us or that we currently believe are not material that could also cause actual results or future events to differ materially from those expressed in such forward-looking information. There can be no assurance that such forward-looking information will prove to be accurate, as actual results and future events could differ materially from those anticipated in such information. Accordingly, readers should not place undue reliance on forward-looking information, which speaks only as at the date made. The forward-looking information contained in this Presentation represents our expectations as at the date of this Presentation (or as the date they are otherwise stated to be made) and are subject to change after such date. However, we disclaim any intention or obligation or undertaking to update or revise any forward-looking information whether as a result of new information, future events or otherwise, except as required under applicable securities laws in Canada.

All of the forward-looking information contained in this Presentation is expressly qualified by the foregoing cautionary statements.

Market, Industry and Economic Data

Market, industry and economic data presented throughout this Presentation was obtained from third-party sources, government sources, industry reports and publications, websites and other publicly available information, including MSA Research, an independent Canadian-owned analytical research firm that is focused on the Canadian insurance industry; and Willis Towers Watson, a global advisory company, as well as industry and other data prepared by us or on our behalf on the basis of our knowledge of the markets in which we operate, including information provided by customers and other industry participants. We believe that the market, industry and economic data presented throughout this Presentation is accurate and, with respect to data prepared by us or on our behalf, that our estimates and assumptions are currently appropriate and reasonable, but there can be no assurance as to the accuracy or completeness thereof. The accuracy and completeness of the market, industry and economic data presented throughout this Presentation is not guaranteed and neither we nor any of the underwriters make any representation as to the accuracy of such data. Actual outcomes may vary materially from those forecast in such reports or publications, due to a variety of factors, including those described under the heading entitled "Risk Factors" in the Preliminary Prospectus, and the prospect for material variation can be expected to increase as the length of the forecast period increases. Although we believe it to be reliable, neither we nor any of the underwriters has independently verified any of the data from third-party sources referred to in this Presentation, analyzed or verified the underlying studies or surveys relied upon or referred to by such sources, or ascertained the underlying market, economic and other assumptions relied upon by such sources. Market, industry and economic data is subject to variations and cannot be verified due to limits on the availability and reliability of data inputs, the voluntary nature of the data gathering process and other limitations and uncertainties inherent in any statistical survey.

Unless otherwise indicated or the context otherwise requires, all references in this Presentation to (i) "Canadian P&C insurers" refer to P&C insurers that are authorized to carry on business in Canada (whether Canadian- or foreign-owned) and exclude government-owned insurers and mortgage insurers and (ii) the "Canadian P&C insurance industry" refer to our definition of such industry, which includes Canadian P&C insurers but excludes insurance underwritten through the Lloyd's market.

Unless otherwise indicated, direct written premiums ("DWP") data for the Canadian P&C insurance industry included in this Presentation was obtained from MSA Research and excludes accident and sickness insurance and policies for insurance written outside of Canada. In addition, unless otherwise indicated, ranking and market share information included in this Presentation was obtained from MSA Research and is based on DWP data for the 12 months ended December 31, 2020, after giving effect to the acquisition of RSA Insurance Group on June 1, 2021.

Supplementary Financial Measures and Non-GAAP Financial Measures and Ratios

In addition, this Presentation references certain supplementary financial measures, non-GAAP financial measures (including operating net income (loss)) and non-GAAP ratios (including combined ratio, return on equity (ROE) and operating ROE). Operating net income (loss), underwriting expenses (net of other underwriting revenues), combined ratio, ROE and operating ROE are not standardized financial measures under GAAP and may not be comparable to similar financial measures disclosed by other issuers. Each of operating net income (loss), which is a component of operating ROE, and underwriting expenses (net of other underwriting revenues), which is a component of combined ratio, is a non-GAAP financial measure. For more information about these measures and ratios, including reconciliation of non-GAAP financial measures to the most directly comparable GAAP measure, see "Management's Discussion and Analysis of Financial Condition and Results of Operations — Supplementary Financial Measures and Non-GAAP Financial Measures and Ratios" in the Preliminary Prospectus, available on SEDAR at www.sedar.com, which section is incorporated by reference herein.

TODAY'S PRESENTERS

ROWAN SAUNDERS



**President &
Chief Executive Officer**

- Joined: November 2016
- P&C experience: 30+ years
- Prior: CEO of RSA Canada

PHILIP MATHER



**Executive Vice-President &
Chief Financial Officer**

- Joined: October 2011
- P&C experience: Almost 20 years
- Prior: Partner at PwC Canada

DEFINITY IS A LEADING CANADIAN P&C INSURER

We are a personal and commercial P&C insurer offering auto, property, liability, and specialty insurance solutions through multiple distribution channels



150 Years of Operations in Canada



7th Largest P&C Insurance Carrier in Canada



Deeply Engaged Team

~2,900 employees in 12 regional offices and a national network of ~700 independent brokerage firms



Passion for Innovation

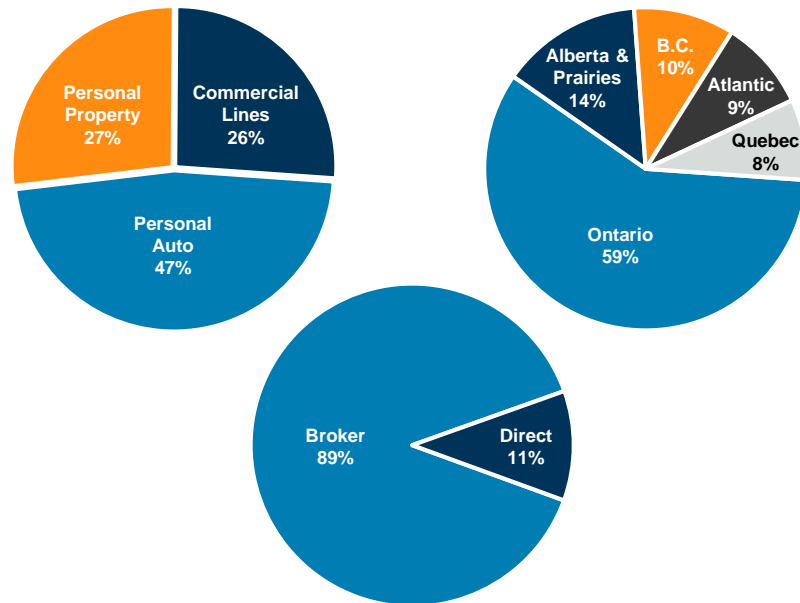
Demonstrated by Award-winning Digital Platforms



Profitable Growth

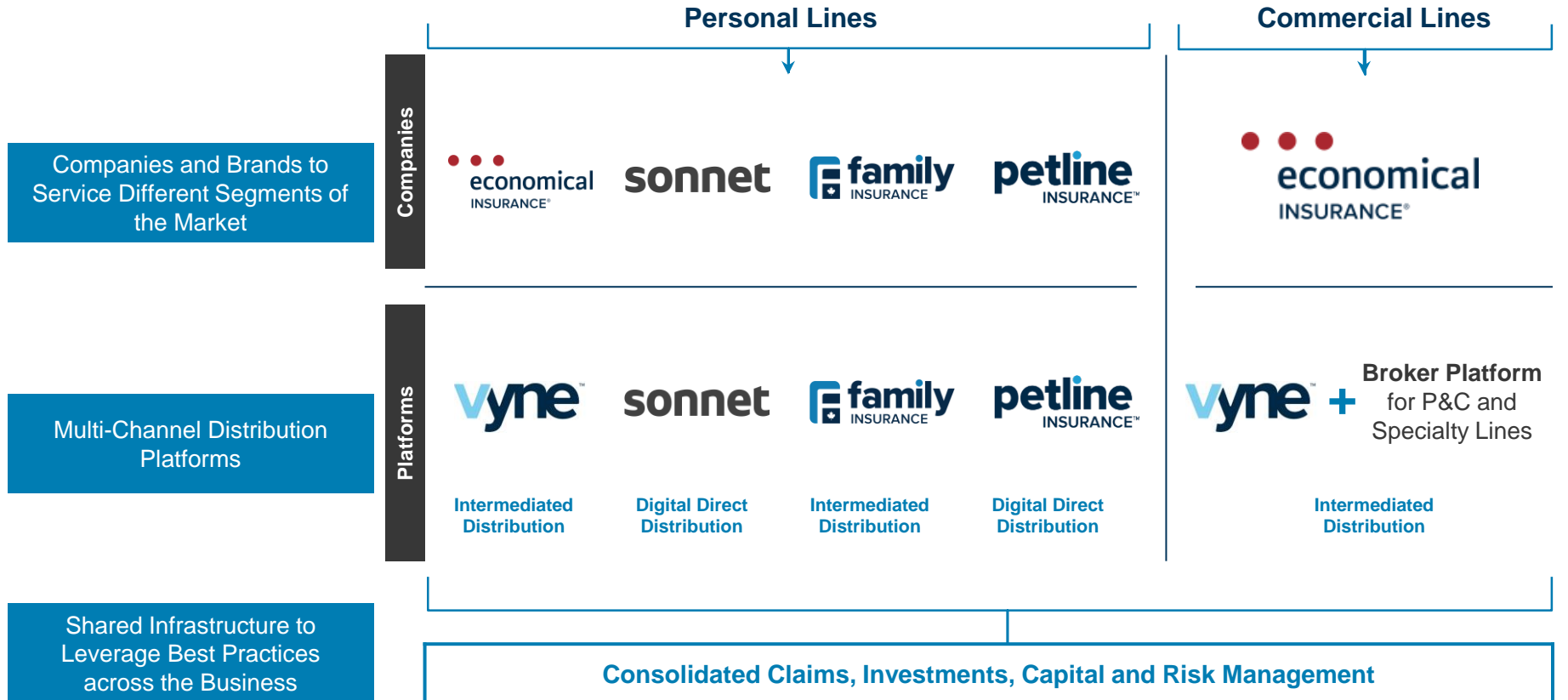
GWP CAGR of 7% and Underwriting Income Improvement of ~\$400M in 2018-2020

\$2.8B IN ANNUAL GROSS WRITTEN PREMIUMS⁽¹⁾



1. For the year ended December 31, 2020. We define gross written premiums ("GWP") as the total premiums from the sale of insurance during a specified period.

DIVERSIFIED OPERATING MODEL



OUR CORPORATE STRATEGY

OUR PURPOSE

Building a better world by helping our clients and communities adapt and thrive

OUR PROMISE

Making insurance better

STRATEGIC OBJECTIVES

Become one of the five largest P&C Insurers in Canada

Maintain our digital leadership

Sustain our underwriting profitability

Consistently demonstrate disciplined financial management

KEY FOCUS AREAS

- Capitalize on the expanding digital direct Insurance market with **Sonnet**
- Leverage **Vyne** to Increase our share of the broker channel
- Grow and diversify our **Commercial Insurance business**
- Maintain our pace of **innovation**
- Diversify and strengthen our growth through **acquisitions and partnerships**
- Attract and retain **top talent** to empower a **high performance culture** that delivers on our brand

The background of the slide is a photograph of a modern building's facade, characterized by a series of strong, parallel diagonal lines in shades of blue, grey, and white, creating a sense of depth and architectural complexity. Overlaid on the left side of the image are several geometric shapes: a large blue rectangle, a smaller orange rectangle to its left, and a dark blue square to its right.

INVESTMENT HIGHLIGHTS

definity.

INVESTMENT HIGHLIGHTS

Leading Canadian P&C Insurer in a Large and Growing Market

Superior Customer and Broker Experience

Highly Scalable Digital Platforms Driving Growth and Profitability

Growing and Profitable Commercial Insurance Capabilities

Sophisticated Pricing Methodologies and Disciplined Underwriting Underpin Sustainable Profitability

Significant Financial Flexibility to Support Value Creation

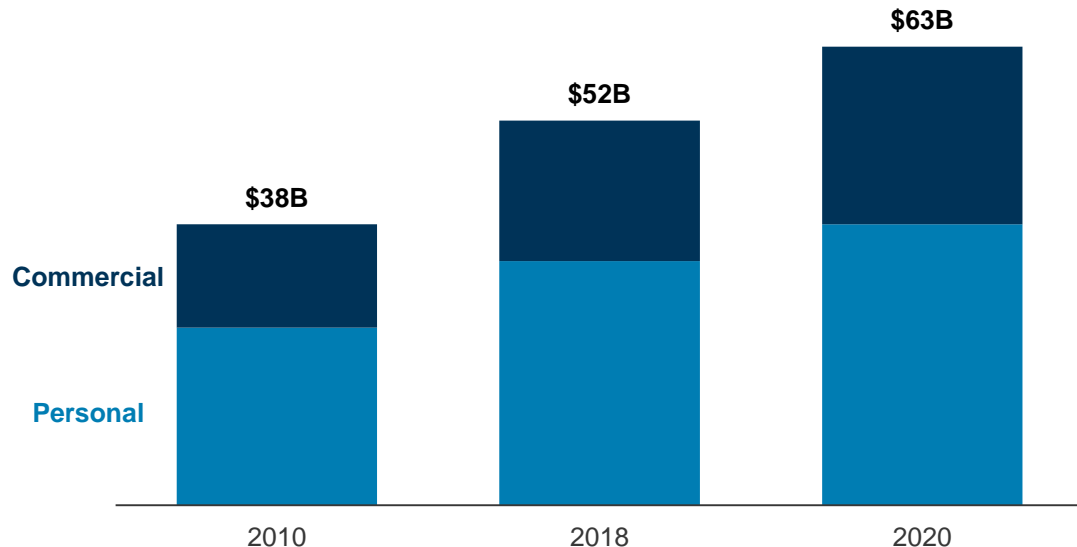
Seasoned Management Team and Dynamic Corporate Culture

LARGE AND GROWING MARKET

CANADIAN P&C INSURANCE INDUSTRY (DWP)⁽¹⁾

2010-2020 CAGR: 5%

2018-2020 CAGR: 10%



Large Market with \$63B in 2020 DWP

Fragmented: Top 5 Carriers Only Captured 52% of the Market DWP in 2020

Historically Stable Growth with Recession Resilience
(10-year average Combined Ratio of 98%)

Current Firm Overall Market Conditions for Pricing

Over 50% of Canadians Open to Purchasing Insurance Fully Online⁽²⁾

We Believe that Managing the Regulatory Environment Requires Skill and Creates Barriers to Entry

1. See "Our Business – Industry Overview" in the Preliminary Prospectus.

2. Source: IMI International – Sonnet Category, Brand, and product Insights Research, November 2020.

POSITIONED TO SUCCESSFULLY NAVIGATE INDUSTRY LANDSCAPE

KEY GLOBAL P&C DRIVERS



Primacy of Customer Experience



Increasing Digitization



Value Creation via Data and Analytics



Increasing Importance of Sustainability



definity.

- **7th Largest** P&C Insurer in Canada
- **4th Largest** Carrier in Broker Channel in Canada
- **Largest** Fully Digital Direct-to-Consumer Insurance Business in Canada⁽¹⁾
- **Advanced** Data Analytics Capabilities
- **Well-diversified** Business Mix, with Platforms and Capabilities in a Broad Range of Lines



KEY CANADA P&C DRIVERS



Scale and Diversification



Broker Channel Remains Highly Relevant



Federal / Provincial Regulatory Complexity



Management of Climate and Catastrophe Risks

1. Reflects Sonnet. Based on market share by DWP. See "Market, Industry and Economic Data". Includes only insurance carriers that require all customers to bind online.

SONNET IS CANADA'S LEADING FULLY DIGITAL DIRECT INSURANCE PLATFORM⁽¹⁾

Digital-Direct P&C Insurance Platforms Are Gaining Momentum	<ul style="list-style-type: none"> • Canadian consumers are increasingly embracing digital solutions in financial services • We believe that there is significant opportunity for digitally-enabled direct distribution offerings to gain market share 	52%⁽²⁾ Canadians open to buying insurance online
Industry Leader	<ul style="list-style-type: none"> • First fully digital P&C insurance platform widely available in Canada • Offering includes auto, home, condo, tenant, landlord, and pet insurance, and Sonnet Connect • Award-winning customer service and customer-centric products and pricing 	\$240M 2020 GWP
Agile, Data-Driven Operating Model	<ul style="list-style-type: none"> • Operating model integrating machine learning, artificial intelligence, data analytics and data management capabilities, as well as real-time fraud detection and deflection • Efficient customer acquisition 	~59⁽³⁾ Average NPS (>50 considered excellent)
Highly Scalable	<ul style="list-style-type: none"> • Custom designed technology infrastructure built to support significant growth • Acquisition costs are expected to decrease as scale and retention increase 	Nearly 50% Decrease in customer acquisition costs from 2017-2020
Significant Opportunity to Scale Business	<ul style="list-style-type: none"> • Sonnet significantly expands our addressable market • Differentiated operating model enables us to more profitably access the large group and affinity segment 	49% Sonnet GWP CAGR from 2017-2020

1. Based on market share by DWP. See "Market, Industry and Economic Data". Includes only insurance carriers that require all customers to bind online.

2. Source: IMI International – Sonnet Category, Brand, and product Insights Research, November 2020.

3. For the nine-month period ended September 30, 2021.

SUPERIOR CUSTOMER AND BROKER EXPERIENCE

Our Digital Platforms, Sonnet and Vyne, enable our customers and brokers to access competitively priced insurance in a fast, easy to use manner

sonnet.
INSURANCE

- ✓ Purchase insurance in as little as 5 minutes
- ✓ Easy-to-understand language and available support
- ✓ Fully digital
- ✓ Real-time customization, processing and underwriting
- ✓ Automated underwriting and advanced data analytics used to deliver personalized pricing



vyne
GROW WITH
CONFIDENCE

- ✓ Quickly obtain and process bindable quotes
- ✓ Integration with all major BMS⁽¹⁾ and quoting vendors
- ✓ Uses the technology and learnings of Sonnet
- ✓ Real-time customization, processing and underwriting
- ✓ Automated underwriting and advanced data analytics used to deliver personalized pricing

1. Broker management systems.

RECOGNIZED BY CUSTOMERS AND INDUSTRY

CUSTOMER AND BROKER RECOGNITION



~59⁽¹⁾

Sonnet average Net Promoter Score
(>50 is considered excellent)

sonnet
INSURANCE

"To be able to do everything online is a huge benefit and I will recommend Sonnet to everyone."

- Sonnet customer

"It's nice to see an insurance company support the broker channel and simplify business for our consumers."

- Economical Broker

INDUSTRY / EXPERT RECOGNITION

Insurance Nexus

*Canadian Insurance
Carrier of the Year
Award
(2018)*

vyne

GUIDEWIRE

*Innovation Award
(2018)*

vyne

THE STEVIE AWARDS
The World's Premier Business Award Competitions

*Innovation in
Customer Service
(2017)*

sonnet
INSURANCE

 Insurance-Canada

ICTA

*People's Choice
Tech Award
(2017)*

sonnet
INSURANCE

GUIDEWIRE

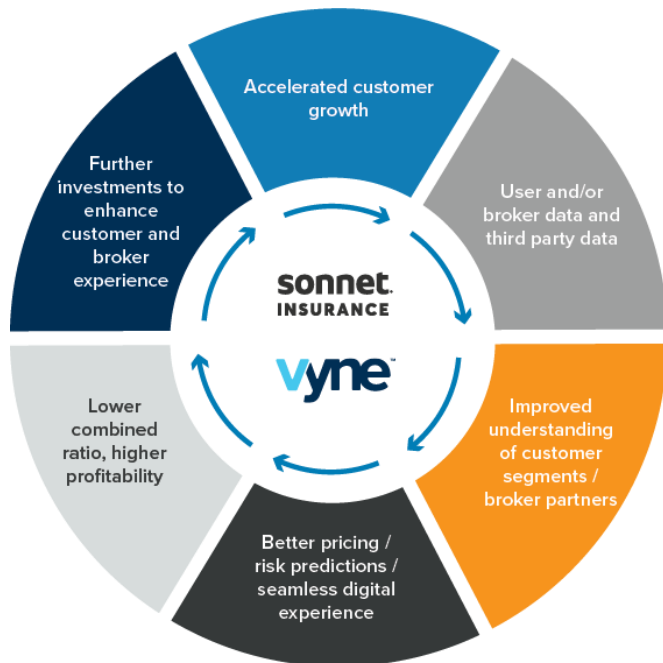
*Innovation Award
(2016)*

sonnet
INSURANCE

1. For the nine-month period ended September 30, 2021.

HIGHLY-SCALABLE DIGITAL PLATFORMS

AUTOMATED UNDERWRITING DATA FLYWHEEL



IMPACT EVERY ASPECT OF THE VALUE CHAIN

We believe that our sophisticated Digital Platforms **enable rapid scaling of our business**

Ability to **directly drive new business** from over 27,000 individual brokers and thousands of customers who engage with us directly **while reducing variable costs**

Ability to **respond to market conditions with greater speed and agility** drives improvements in our personal lines claims ratio

Automated, data-driven model supports customer acquisition and retention - Sonnet customer acquisition costs have decreased by nearly 50% over the last three years⁽¹⁾

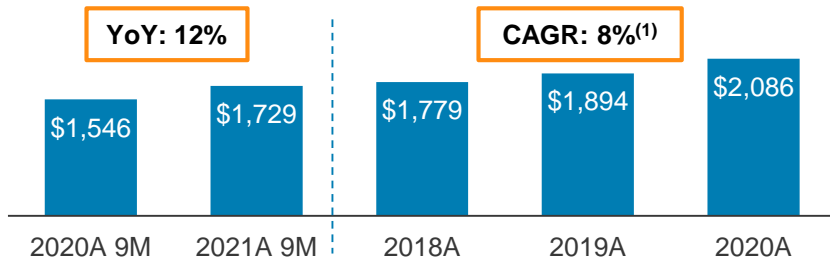
We expect that these platforms will also enable us to **drive synergies in connection with potential future acquisitions**

1. From 2017-2020.

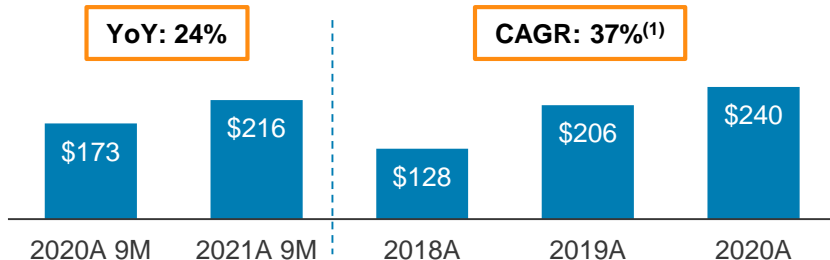
DIGITAL PLATFORMS DRIVING GROWTH & PROFITABILITY

Since 2016, we have launched three digital platforms, Sonnet, Vyne and Vyne Commercial

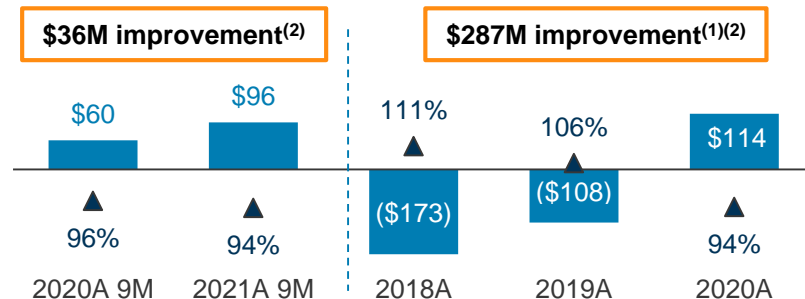
PERSONAL LINES GWP GROWTH



SONNET GWP GROWTH



PERSONAL LINES PROFITABILITY



■ Underwriting Income ▲ Combined Ratio⁽³⁾

- ✓ **16% CAGR** in annual personal property GWP in 2018-2020 since the implementation of **Vyne**
- ✓ **\$287M improvement** in underwriting income from 2018-2020
- ✓ **17-point reduction** in combined ratio from 2018-2020

Note: 9M data is for the nine months ended September 30. Figures in millions, unless otherwise noted.

1. From 2018-2020.

2. Improvement in underwriting income.

3. Combined ratio is a non-GAAP ratio. See "Disclaimer – Supplementary Financial Measures and Non-GAAP Financial Measures and Ratios".

GROWING AND PROFITABLE COMMERCIAL INSURANCE CAPABILITIES

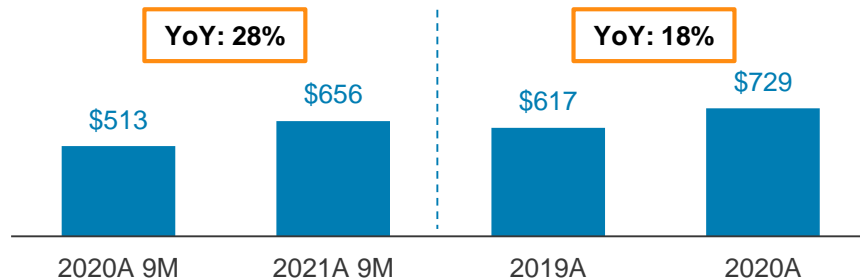
TODAY

- ✓ **Highly experienced team** that has **transformed the business** since 2017 and **continues to add top** talent from across the industry
- ✓ **Small Business, Mid-market** and **Specialty** focus
- ✓ **Strong underwriting, pricing, and risk selection capabilities** supported by **expertise in data management and analytics**

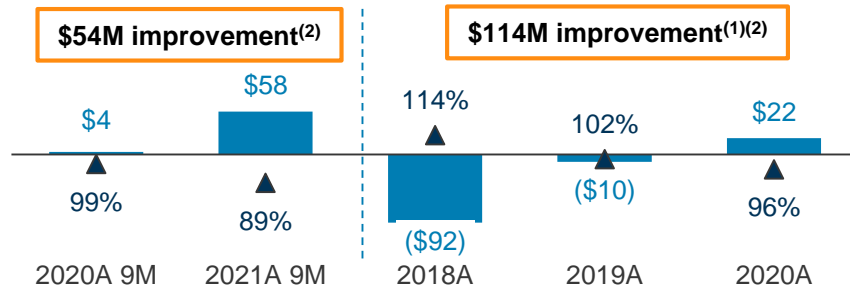
GROWTH AND PROFITABILITY OPPORTUNITY

- ✓ **Digitization** of broader small business product offering with the recent launch of **Vyne Commercial**
- ✓ **Expanded product offering** with particular **focus in specialty and mid-market**
- ✓ **Deepening** our **broker relationships**

COMMERCIAL LINES GWP GROWTH



COMMERCIAL LINES PROFITABILITY



■ Underwriting Income

▲ Combined Ratio ⁽³⁾

Note: 9M data is for the nine months ended September 30. Figures in millions, unless otherwise noted.

1. From 2018-2020.

2. Improvement in underwriting income.

3. Combined ratio is a non-GAAP ratio. See "Disclaimer – Supplementary Financial Measures and Non-GAAP Financial Measures and Ratios".

POSITIONED FOR EXPANSION ACROSS SEVERAL COMMERCIAL INSURANCE SEGMENTS



SMALL BUSINESS

Target market size: ~\$8B⁽¹⁾

Key growth opportunities:

- Leverage newly introduced digital capability “Vyne Commercial” to drive growth in the broker channel



MID-MARKET

Target market size: ~\$7B⁽¹⁾

Key growth opportunities:

- Deepening broker relationships to drive new business
- Comprehensive product suite and recently introduced cross-border capabilities



SPECIALTY

Target market size: ~\$5B⁽¹⁾

Key growth opportunities:

- Continue to add new products to become a core market for strategic broker partners
- Leverage insights gained from Uber partnership to further enhance digital underwriting capabilities



Uber

1. Based on GWP.

SOPHISTICATED PRICING METHODOLOGIES AND DISCIPLINED UNDERWRITING UNDERPIN SUSTAINABLE PROFITABILITY



AUTOMATED
DIGITAL
INFRASTRUCTURE
PLATFORMS



DATA
MANAGEMENT
EXPERTISE



PREDICTIVE
MODELING
CAPABILITIES



ADVANCED FRAUD
DETECTION

sonnet
INSURANCE

vynne
GROW WITH
CONFIDENCE

**COMMERCIAL
INSURANCE**

CLAIMS

- Sophisticated marketing and customer origination capabilities
- Personalization of user experience based on customer insights
- Real-time fraud detection and deflection

- Predictive modelling evaluates customer profitability & retention
- Granular analytics utilized to assess broker performance
- Daily application of fraud detection tools on new & renewal business

- Access to one of the largest Commercial Insurance datasets in Canada
- Continue to invest in model sophistication
- Analytics supported the repositioning of the CI portfolio to focus on the most profitable segments

- Approximately 30 models used to triage & evaluate claims in real time upon first notification of loss
- Multiple layers of analytics, machine learning, and network analysis tools are subsequently used to mitigate fraud

✓ Our use of advanced analytics is estimated to be at least 2x higher⁽¹⁾ than North American peers
✓ 18-point improvement in claims ratio during the three-year period ending September 30, 2021

1. Willis Towers Watson, "Advanced analytics: Are insurers living the dream? 2019/2020 P&C Insurance Advanced Analytics Survey Report (North America)". We used advanced analytics to support 43% of the identified claims use cases as of 2019 and 86% of the identified claims use cases as of 2020, vs. 19% for the broader industry as of 2019 (no data available for 2020).

SIGNIFICANT FINANCIAL FLEXIBILITY

UNLEVERED BALANCE SHEET WITH SIGNIFICANT EXCESS CAPITAL

- Strong capitalization with MCT ratio of 272%, as of September 30, 2021⁽¹⁾
- Credit rating: “A (low)” from DBRS, financial strength rating: “A- (Excellent)” from AM Best
- Undrawn \$150M credit facility set to automatically increase to \$400M upon the continuance of Definity under the *Canada Business Corporations Act* (the “Continuance”), which is subject to certain regulatory amendments and approvals⁽³⁾
- Future optimization of capital structure expected to support improvements in Operating ROE over time⁽⁵⁾



~\$450M excess
capital capacity⁽¹⁾⁽²⁾



Up to ~\$650M
capacity to add financial
leverage upon the
Continuance⁽³⁾⁽⁴⁾

STRATEGIC FOCUS ON CONSISTENTLY DEMONSTRATING DISCIPLINED FINANCIAL MANAGEMENT

Continue to invest in our
business to capitalize on
growth opportunities

Anticipate paying
quarterly cash
dividends

Pursue strategically
aligned acquisitions
while staying financially
disciplined

Optimize balance sheet
structure over time

1. Under the Insurance Companies Act (Canada) (the “ICA”), property and casualty insurance companies must maintain adequate capital and adequate and appropriate forms of liquidity. OSFI has published the Minimum Capital Test (“MCT”) guideline which provides the framework within which OSFI assesses whether a property and casualty insurance company maintains adequate capital for purposes of the ICA.
2. Excess capital over MCT ratio of 200% as of September 30, 2021.
3. Subject to certain regulatory amendments and approvals, Definity intends to proceed with the Continuance after demutualization. Prior to the Continuance, Definity will remain subject to leverage restrictions under the ICA, which provide that its total debt cannot exceed 2% of its total assets. See “Risk Factors” in the Preliminary Prospectus, including “– We may not proceed with the Continuance during the major shareholder restriction period or at all, which could negatively impact our financial flexibility and our ability to drive value creation and execute our strategy”.
4. If Definity proceeds with the Continuance, and establishes financial leverage levels at 20% debt and 5% preferred or hybrids (each to total capitalization), it would enable Definity to add approximately \$650 million of incremental leverage measured as of September 30, 2021.
5. Expectation subject to certain factors and assumptions. See “Management’s Discussion and Analysis of Financial Condition and Results of Operations – Industry Outlook and Our Financial Targets – Financial Targets” in the Preliminary Prospectus.

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SEASONED MANAGEMENT TEAM

Since joining in 2016, Rowan has led a successful transformation of the business



Rowan Saunders
President &
CEO

30+ years of P&C
insurance industry
experience



Philip Mather
EVP & CFO



Paul MacDonald
EVP, Personal
Insurance



Fabian Richenberger
EVP, Commercial
Insurance



Liam McFarlane
Chief Risk and Actuarial
Officer



Brigid Pelino
SVP & Chief Human
Resources Officer



Tom Reikman
SVP & Chief
Distribution Officer



Roger Dunbar
SVP, Sonnet



Hans Reidl
SVP, Claims



Innes Dey
SVP, Legal and
Strategy



Tatjana Lalkovic
SVP & Chief
Information Officer

- ✓ Definity continues to attract top talent from across the industry which is reflected in new hires since 2017 representing 50% of the top-100 executives in the company
- ✓ Senior leadership team has an average of more than 15 years of P&C insurance industry experience

- Denotes new members of the executive leadership team since 2017

DYNAMIC CORPORATE CULTURE

CULTURE UNDERPINS HIGH PERFORMANCE



DEEPLY ENGAGED TEAM

Focused on developing **top talent** to execute our strategic objectives

Committed to **diversity and inclusion** and actively promote it across the organization

Deep and longstanding connection to our broker partners

ESG considerations are key inputs to our corporate strategy

\$100M of demutualization benefits will be allocated to a new **charitable foundation** that will augment our community support and for an initial five year period will be supported by donations of **1% of Economical Insurance's net profit before tax each year⁽¹⁾**

1. Subject to a minimum annual donation of \$250,000.



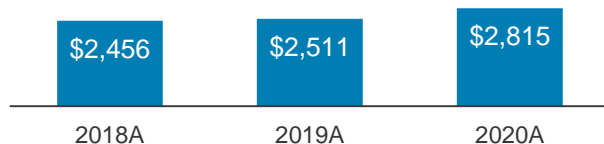
FINANCIAL PERFORMANCE AND RISK MANAGEMENT

FINANCIAL PERFORMANCE TRENDS AND TARGETS

Improvement across key financial metrics

GROSS WRITTEN PREMIUMS

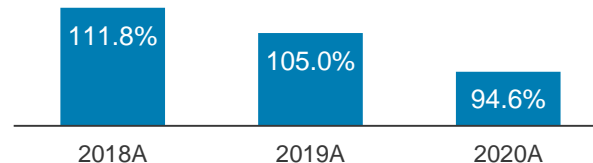
CAGR: 7%⁽²⁾



Target: Grow GWP annually at an average rate of approximately 10%⁽³⁾

COMBINED RATIO⁽¹⁾

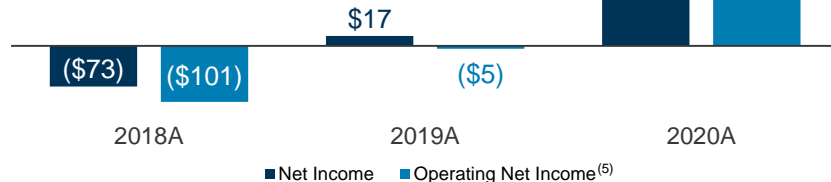
17-point improvement⁽²⁾



Target: Maintain an annual combined ratio in the mid-90's⁽³⁾

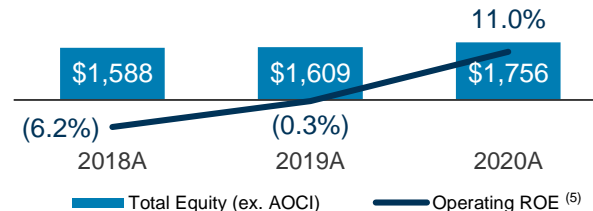
NET INCOME AND OPERATING NET INCOME⁽⁵⁾

\$285M improvement⁽²⁾



TOTAL EQUITY (EX. AOCI) AND OPERATING ROE⁽⁵⁾

CAGR: 5%⁽²⁾



Target: Generate an annual Operating ROE⁽⁵⁾ in the upper single digit to below teens range⁽³⁾⁽⁴⁾

Note: Figures in millions, unless otherwise noted.

1. Combined ratio is a non-GAAP ratio. See "Disclaimer – Supplementary Financial Measures and Non-GAAP Financial Measures and Ratios".

2. From 2018-2020.

3. These targets are subject to the factors and assumptions set out in the Preliminary Prospectus. There is no assurance that we will be able to achieve these targets or that the factors and assumptions underlying these targets will prove to be accurate. Our ability to achieve the above targets is subject to a number of risks, challenges and uncertainties that could cause actual future results to differ materially from these targets. See "Management's Discussion and Analysis of Financial Condition and Results of Operations — Industry Outlook and Our Financial Targets" and "Risk Factors — Risks Relating to our Business — The assumptions underlying our financial targets are inherently uncertain and are subject to risks, challenges and uncertainties that could cause actual future results to differ materially from those targets. Each target is over the next two to three years.

4. We expect to achieve further improvements on Operating ROE over time, targeting the low teens, through future balance sheet optimization.

5. Operating net income is a non-GAAP financial measure and operating ROE is a non-GAAP ratio. See "Disclaimer – Supplementary Financial Measures and Non-GAAP Financial Measures and Ratios".

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FINANCIAL PERFORMANCE 9M 2021 HIGHLIGHTS



\$2,385M / 15.8%
Gross Written Premiums / YoY growth



92.6% / 3.9 points
Combined Ratio⁽¹⁾ / YoY Improvement



\$174M / 56.8%
Operating Net Income⁽¹⁾ / YoY Growth



\$1,949M / 13.6%
Total Equity (ex. AOCI) / TTM Operating ROE⁽¹⁾

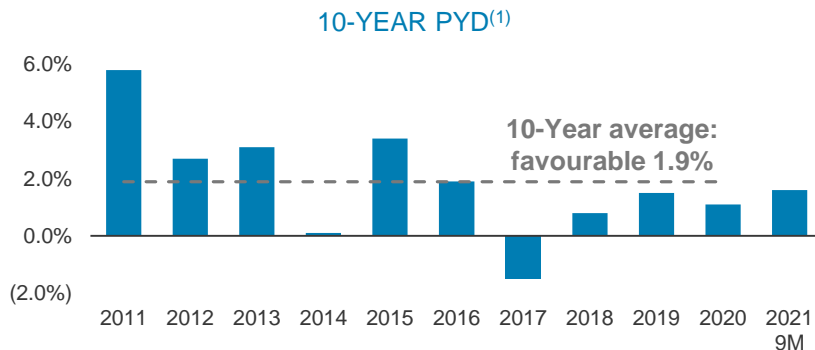
Note: 9M data is for the nine months ended September 30.

1. Operating net income is a non-GAAP financial measure and combined ratio and operating ROE are non-GAAP ratios. See "Disclaimer – Supplementary Financial Measures and Non-GAAP Financial Measures and Ratios".

PRUDENT APPROACH TO RESERVING AND REINSURANCE

PRUDENT RESERVING PRACTICES

- Closely monitor **adequacy of reserves**
- Favourable prior year development (PYD) in **9 out of 10 years** between 2011-2020
- 2011-2020 **average favourable PYD of 1.9%**⁽¹⁾



Note: 9M data is for the nine months ended September 30.

1. Favourable (adverse) development on prior year closing claims, undiscounted.

ROBUST REINSURANCE FRAMEWORK

Structured to provide **protection against individual large losses and catastrophe events** above a certain threshold and to assist with mitigating underwriting risk

97.3% of the Company's reinsurers have a credit rating of **"A-" or better**, as of December 31, 2020

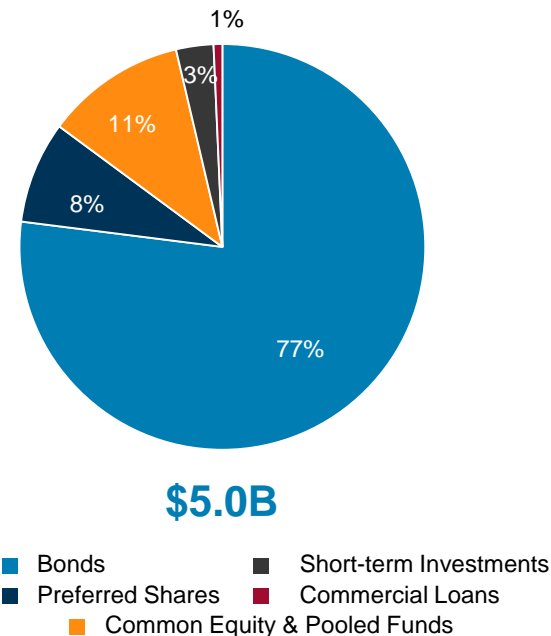
Use of forms of **reinsurance to help support growth** in a new product or class of business

CONSERVATIVE AND DIVERSIFIED INVESTMENT PORTFOLIO

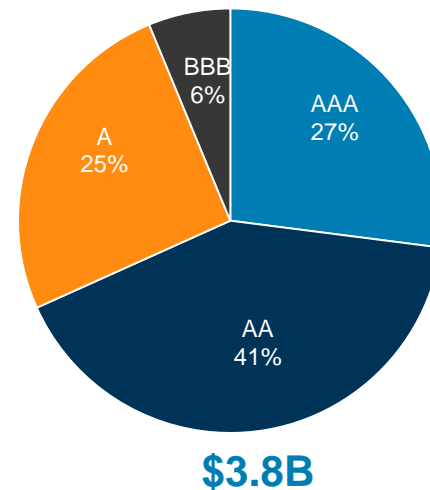
PORTFOLIO HIGHLIGHTS

- ✓ ~80% of portfolio in investment-grade fixed income securities
- ✓ 90%+ of fixed income portfolio in securities rated “A” and above
- ✓ Comprised primarily of **short-duration investments**
- ✓ ~\$100M in 2020 net investment income
- ✓ 2.3% net investment yield⁽¹⁾

DIVERSE ASSET ALLOCATION



FIXED INCOME PORTFOLIO



Fixed income securities have a **high quality** bias

Note: Data as of September 30, 2021, unless otherwise noted.

1. Calculated as net investment income in 2020 divided by the average of investments at the end of 2019 and the end of 2020.

CORNERSTONE PRIVATE PLACEMENTS

Demutualization and IPO to be supported by cornerstone investments from HOOPP and Swiss Re



HOOPP and **Swiss Re** have each agreed to purchase common shares on a private placement basis at the **IPO offer price** and to enter into a **governance agreement** pursuant to which each of HOOPP and Swiss Re will have certain rights and obligations

HOOPP PRIVATE PLACEMENT

- HOOPP is one of Canada's largest defined benefit pension plans with over \$100 billion of plan assets as of December 31, 2020
- Purchase of 19.9% of the issued and outstanding common shares immediately following the closing of the Offering
- Right to designate two nominees for election as Director of the Company⁽²⁾

SWISS RE PRIVATE PLACEMENT

- Swiss Re is part of the Swiss Re Group, which is one of the world's leading providers of reinsurance and insurance, with a prominent presence in the Canadian market
- Aggregate investment of US\$200 million⁽¹⁾
- Right to designate one nominee for election as Director of the Company⁽²⁾

1. Canadian dollar equivalent to be determined prior to closing.

2. Subject to ownership and board size thresholds.

INVESTMENT HIGHLIGHTS

Leading Canadian P&C Insurer in a Large and Growing Market

Superior Customer and Broker Experience

Highly Scalable Digital Platforms Driving Growth and Profitability

Growing and Profitable Commercial Insurance Capabilities

Sophisticated Pricing Methodologies and Disciplined Underwriting Underpin Sustainable Profitability

Significant Financial Flexibility to Support Value Creation

Seasoned Management Team and Dynamic Corporate Culture



SUMMARY OF OFFERING

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SUMMARY OF OFFERING

Issuer	Definity Financial Corporation (“Definity” or the “Company”)
Offering	Between 56,818,181 and 65,789,473 Common Shares
Shares Outstanding	103,864,601 Common Shares ⁽¹⁾
Offering Size	\$1,250,000,000
Offering Price	Anticipated to be between \$19.00 – \$22.00 per Common Share
Overallotment Option	15% of the Common Shares offered in the Offering
Use of Proceeds	Proceeds of the Offering and the Cornerstone Private Placements will be used to fund the distribution of cash benefits of the Demutualization to Eligible Policyholders and the Foundation pursuant to the Conversion Plan ⁽²⁾
Dividend Policy	The company anticipates paying quarterly cash dividends estimated to be \$0.125 per Common Share
Eligibility For Investment	RRSPs, RESPs, RRIFs, RDSPs, TFSA's and DPSPs
Lock-Up	180 days for the Company, directors, executive officers, and Eligible Policyholders who receive Common Shares as Demutualization benefits. HOOPP and Swiss Re will be subject to a five year lock-up period and a three year lock-up period, respectively
Listing	The Company has applied to have the Common Shares listed on the TSX under the symbol “DFY” ⁽³⁾
Expected Pricing	Pricing of the Offering is expected to occur in the week of November 15, 2021
Expected Closing	Closing of the Offering is expected to occur in the week of November 22, 2021
Bookrunners	BMO Capital Markets, RBC Capital Markets, Barclays, Scotiabank and TD Securities Inc.

1. Based on the assumptions set out under the heading “General Matters” in the Preliminary Prospectus, immediately following the completion of the Offering and the Cornerstone Private Placements. The actual number of issued and outstanding Common Shares may be more or less if any of those assumptions change.
2. If the Over-Allotment Option is exercised in full or in part, we will use the net proceeds thereof, together with the net proceeds, if applicable, from the HOOPP Over-Allotment Private Placement, for general corporate purposes.
3. Listing of the Common Shares will be subject to the approval of the TSX in accordance with its original listing requirements. The TSX has not conditionally approved the Company’s listing application and there is no assurance that the TSX will approve the listing application.

COMPARABLE COMPANIES ANALYSIS

In accordance with section 13.7(4) of National Instrument 41-101 – General Prospectus Requirements, all information and disclosure relating to Definity's comparables contained in this presentation have been removed from this template version for purposes of its filing on the System for Electronic Document Analysis and Retrieval (SEDAR).



APPENDIX

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HISTORICAL FINANCIALS

Income Statement

	2018	2019	2020	9M 2020	9M 2021
Gross written premiums	2,456	2,511	2,815	2,059	2,385
Net written premiums	2,381	2,331	2,640	1,937	2,214
Net earned premiums	2,245	2,343	2,509	1,843	2,089
Net claims and adjustment expenses	1,695	1,714	1,562	1,182	1,251
Underwriting expenses ⁽¹⁾	816	748	810	597	683
Underwriting income before discounting	(266)	(118)	136	64	154
Impact of discounting	4	(29)	(114)	(104)	35
Underwriting income	(261)	(147)	22	(40)	189
Net investment income	103	105	100	77	72
Recognized gains on investments	59	68	80	76	(12)
Other expense	(0)	(6)	(2)	(0)	(14)
Restructuring expenses	(17)	1	-	-	-
Income before income taxes	(118)	21	201	112	236
Income tax expense	45	(4)	(47)	(25)	(57)
Net income	(73)	17	154	87	180
Operating net income	(101)	(5)	184	111	174

Select financial ratios

Gross written premiums growth		2.2%	12.1%		15.8%
Claims ratio	75.5%	73.1%	62.3%	64.1%	59.9%
Expense ratio	36.3%	31.9%	32.3%	32.4%	32.7%
Combined ratio	111.8%	105.0%	94.6%	96.5%	92.6%
ROE (TTM) ⁽²⁾	(4.4%)	1.1%	9.0%	5.7%	13.1%
Operating ROE (TTM) ⁽²⁾	(6.2%)	(0.3%)	11.0%	7.0%	13.6%

Balance Sheet

	2018	2019	2020	9M 2021
ASSETS				
Cash and cash equivalents	135	95	510	340
Investments	3,941	4,191	4,366	4,970
Accrued investment income	16	19	17	23
Premiums receivable	837	851	959	1,052
Income taxes receivable	13	3	2	1
Reinsurance receivable and recoverable	65	95	96	140
Deferred policy acquisition expenses	230	236	260	288
Property and equipment	39	61	57	55
Deferred income tax assets	105	90	40	43
Goodwill and intangible assets	226	211	212	214
Other assets	105	106	102	126
	5,710	5,957	6,620	7,252
LIABILITIES AND EQUITY				
Unearned premiums	1,269	1,295	1,433	1,564
Claim liabilities	2,671	2,808	3,026	3,247
Accounts payable and other liabilities	204	241	324	364
Income taxes payable	-	2	19	48
	4,143	4,346	4,802	5,222
EQUITY				
Retained earnings	1,588	1,609	1,756	1,949
Accumulated other comprehensive income	(21)	2	62	81
Total equity	1,567	1,611	1,818	2,030
	5,710	5,957	6,620	7,252
MCT ratio		239%	268%	272%

Note: Operating net income and underwriting expenses (net of other underwriting revenues) are non-GAAP financial measures and ROE and operating ROE are non-GAAP ratios. See "Disclaimer – Supplementary Financial Measures and Non-GAAP Financial Measures and Ratios". 9M data is for the nine months ended September 30. Figures in millions, unless otherwise noted.

1. Net of other underwriting revenues.

2. ROE and Operating ROE are calculated for the 12 months ended September 30, 2021. ROE stands for Return on equity.

FINANCIAL MEASURES RECONCILIATIONS

Operating Net Income

	2018	2019	2020	9M 2020	9M 2021
Net income (loss)	(73)	17	154	87	180
Remove: income tax (expense) recovery	(45)	4	47	25	57
Income (loss) before income taxes	(118)	21	201	112	236
Remove: non-operating gains (losses)					
Recognized gains (losses) on investments					
Realized gains on sale of AFS investments	75	40	13	8	46
Net gains (losses) on FVTPL investments	-	29	85	83	(58)
Impairment losses on AFS investments	(16)	(0)	(18)	(16)	-
Impact of discounting	4	(29)	(114)	(104)	35
Demutualization and IPO expenses ⁽¹⁾	(10)	(5)	(4)	(2)	(13)
Amortization of intangible assets recognized in business combinations ⁽¹⁾	(4)	(4)	(5)	(3)	(3)
Gain on sale of investments in associates ⁽¹⁾	6	-	-	-	-
Restructuring (expense) recovery	(17)	1	-	-	-
Other ⁽¹⁾⁽²⁾	0	0	1	1	0
Non-operating (losses) gains ⁽³⁾	38	31	(42)	(32)	8
Operating income (loss)	(155)	(10)	242	144	229
Operating income tax (expense) recovery	55	5	(58)	(33)	(54)
Operating net income (loss) ⁽³⁾	(101)	(5)	184	111	174

Note: 9M data is for the nine months ended September 30. Figures in millions, unless otherwise noted.

1. Included in Other (expenses) income in our consolidated financial statements.

2. Other represents foreign currency translation of the insurtech venture capital fund and a number of other expenses or revenues that in the view of management are not part of our insurance operations and are individually and in the aggregate not material.

3. Non-operating (losses) gains and Operating net income (loss) are non-GAAP financial measures. See "Disclaimer – Supplementary Financial Measures and Non-GAAP Financial Measures and Ratios".

4. Total equity is as at December 31, 2018, 2019 and 2020 and September 30, 2021.

5. Average total equity is the average of total equity as shown on our consolidated balance sheet at the end of the applicable period and the end of the preceding 12-month period. Total equity as at September 30, 2020 and December 31, 2017 was \$1,722.7M and \$1,730.4M, respectively.

6. Return on equity is a non-GAAP ratio. See "Disclaimer – Supplementary Financial Measures and Non-GAAP Financial Measures and Ratios".

7. Total equity, excluding AOCI is as at December 31, 2018, 2019 and 2020 and September 30, 2021.

8. Average total equity, excluding AOCI is the average of total equity, excluding AOCI, each as shown on our consolidated balance sheet at the end of the applicable period and the end of the preceding 12-month period. Total equity, excluding AOCI, as at September 30, 2020 and December 31, 2017 was \$1,695.8 million, and \$1,644.8 million, respectively.

ROE and Operating ROE

	2018	2019	2020	9M 2021
Net income (loss) for the last 12 months ⁽³⁾	(73)	17	154	246
Total equity ⁽⁴⁾	1,567	1,611	1,818	2,030
Average total equity ⁽⁵⁾	1,649	1,589	1,715	1,876
Return on equity ⁽⁶⁾	(4.4%)	1.1%	9.0%	13.1%
Operating net income (loss) for the last 12 months ⁽³⁾	(101)	(5)	184	247
Total equity, excluding AOCI ⁽⁷⁾	1,588	1,609	1,756	1,949
Average total equity, excluding AOCI ⁽⁸⁾	1,617	1,598	1,682	1,822
Operating return on equity	(6.2%)	(0.3%)	11.0%	13.6%

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