



YOUR QUESTIONS ANSWERED

For Phoenix Life Limited policyholders

May 2023



INTRODUCTION

Please read this booklet alongside the Scheme Guide.

This booklet includes answers to some questions you may have about our proposals and how they affect your policy. We recommend that you take the time to carefully read this along with the accompanying information on our website at **www.phoenixlife.co.uk/transfer23**.

If after reading this you have any questions, or would like more information please get in touch. Our contact details are below.

How to get in touch



Helpline (freephone): 0800 856 4488
From overseas: +44 (0) 1733 793287*
Monday to Friday, not including bank holidays: 8:30am – 5:30pm (UK time)
We may record and monitor calls.
*There may be a charge when dialing from overseas, please check with your phone provider



www.phoenixlife.co.uk/transfer23



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What's happening?

1. I'm not sure what's happening. Can you explain?

Phoenix Life Assurance Limited (PLAL), Standard Life Assurance Limited (SLAL) and Standard Life Pension Funds Limited (SLPF) are planning to transfer all of their policies to Phoenix Life Limited (Phoenix).

All of these companies are part of Phoenix Group, the UK's largest long-term savings and retirement business.

We expect the transfer to take place on 27 October 2023.

To transfer these policies we must follow a rigorous legal and regulatory process designed to protect customers.



You can find more information about the process we're following on page 10 of this booklet.

Your policy

Your policy is with Phoenix and will not move as part of the proposed transfer. You won't see any material changes to the way your policy works as a result of the transfer.

Your policy number and policy terms and conditions won't change as a result of the transfer. The benefits payable on your policy will be the same, and any guarantees you may have on your policy will not change as a result of the transfer.

You'll continue to contact the same customer services team using the same details as you do now. You'll continue to access policy information online in the same way as you do currently.

2. Why are you doing this?

We're doing this because Phoenix Group would like to simplify the structure of its business.

Phoenix Group is committed to being a strong and sustainable business over the long term, to meet the needs of its customers and stakeholders. Simplifying the Phoenix Group's structure will result in greater operational efficiency and reductions in expenses, through more efficient financial reporting, governance and administration. It will also enable more efficient management of the capital within the Phoenix Group's life companies.

What to do if you wish to object to the transfer

If you have concerns about the proposed transfer and feel you may be adversely affected, you have the right to raise an objection. Your objection will be presented to the High Court, and the High Court will take all objections into consideration when reaching its decision.

You can raise your concerns or object to the Scheme in the following ways:

1. By calling our helpline, writing to us or completing the online form

Please let us know if you have any concerns about the Scheme. If we can't address your concerns and you'd like to raise an objection, we'll make the High Court, the Independent Expert and our regulators aware of your objection before the hearing.



You can find our contact details on page 2. Please raise any concerns or objections with us as soon as possible and preferably before 8 September 2023.

2. By attending the High Court hearing and presenting your objection in person

If you'd like to, you can attend the High Court hearing or you can ask a representative to do this for you. Your representative does not need legal training and could be a friend or relative, but they will need the permission of the Court to speak on your behalf.

If you or a representative wish to present your objection at the hearing, please let us know so we can contact you if there are any changes to the date of the hearing. We may also be able to deal directly with any concerns you have.

In deciding whether to give its approval, the Court of Session might take into account any objections to this Scheme. So we may also share your objection with the Court of Session if required. You'll find more information about the Court of Session in question 19.

If your policy falls under the Jersey Scheme or the Guernsey Scheme you can also raise an objection to the Royal Court of Jersey or Royal Court of Guernsey. You can find details of how to object on our website at www.phoenixlife.co.uk/transfer23.

What this means for you

3. Is my policy transferring?

Your policy is with Phoenix and will not transfer. You will remain a policyholder of Phoenix, who will continue to be responsible for your policy in the same way as it is now.

4. Will my policy benefits be affected?

There will be no change to the value of your policy benefits or the way your bonuses are calculated and applied to your policy as a result of the transfer. If you have guarantees on your policy, these will not be affected by the transfer.



If you have a with-profits policy you can find more information in the section 'More about with-profits policies' on page 8 of this booklet.

5. Will my annuity payment be affected?

There will be no change to your annuity payments as a result of the transfer. You'll continue to receive the same amount in the same way as you do now.

6. Will my unit-linked policy be invested in the same way?

If you are invested in a unit-linked fund, your policy will continue to be invested in the same unit-linked funds in the same way and by the same investment manager as now.

The transfer will not change the number of units allocated to your policy, or the value of those units.

7. Will there be changes to the rights Phoenix has to close a unit-linked fund?

Currently, Phoenix has the right to close (wind up) a unit-linked fund if its value falls below a threshold level. Following the transfer, the wind-up threshold will be removed. Phoenix will then have the right to wind up a fund or close it to new investment so long as the change is made on terms the Board considers fair to policyholders and policy terms and conditions don't prevent this.

There is no change to Phoenix's right to close a fund in the Phoenix Wealth and Abbey Life fund ranges as currently a wind-up threshold does not apply to these unit-linked funds. However, fund closure is only allowed if policy terms and conditions don't prevent this and the terms of the closure are fair to customers.

If a fund is closed, policyholders will be given units of the same value in an alternative fund having similar investment exposure where possible. If policyholders prefer to invest in a different fund they will be able to switch investment free of charge.

There will be no changes to Phoenix's rights in relation to unit-linked funds which are part of the Hill Samuel and Target Life fund ranges.

8. Will my Terms and Conditions change?

There will be no change to the terms and conditions of your policy as a result of the transfer.

9. Will there be any changes to my policy guarantees or options?

Any guarantees or options you have won't change as a result of the transfer.

10. I have an Equity Release policy, is this impacted by the transfer?

Your policy is not transferring and you'll see no difference to the way your policy works as a result of the transfer. There will be no change to the title deed for your property, which is in the name of Phoenix. Phoenix will continue to be responsible for your policy. The property deeds will continue to be stored securely in the same place as currently.

11. How do I know what policies I have?

If you're not sure what policies you have, please call your usual customer service team using the telephone numbers on your most recent letter or annual statement.

12. What will happen to payments I make?

If you are paying premiums, these will not be affected by the transfer.

13. Will security for my policy be maintained?

Financial security for your policy will continue to be maintained by Phoenix. Phoenix will hold more capital than the amount required under current regulations with the aim of ensuring that policies remain protected even under difficult financial conditions.

Phoenix will be a much bigger company as a result of the transfer, and will issue new policies under a number of different brands. The calculation of the amount of additional capital held by Phoenix will take into account the size of the company, the mixture of risks and the amount of new business to be issued. This will ensure financial security for all policies is maintained.

14. Is my policy still covered by the Financial Services Compensation Scheme (FSCS)?

There is no change to your access to FSCS protection as a result of the transfer. The FSCS is a statutory UK based compensation fund which protects policyholders if an insurer is unable, or likely to become unable, to pay claims against it.

15. I have a pension, will the transfer affect my retirement options?

Your policy will continue to have the same options at retirement as now. If you have a guaranteed annuity, this will not be affected by the transfer. You'll continue to have the option to purchase an annuity elsewhere and will still be able to consider other options.

More about with-profits policies

If you have a with-profits policy we've given full details on what the transfer means for your policy in the 'Your With-Profits policy' section at the back of the letter we've sent you. You can also find a copy of this information on our website.



We recommend that you read the letter we sent to you carefully, to make sure you fully understand our proposals.

16. I have a with-profits policy, will my future bonuses be affected?

There will be no change to the value of your policy benefits or the way bonuses are calculated and applied to your policy as a result of the transfer.

If you have any guarantees on your policy, these will not be affected, and the way the Phoenix with-profits funds are invested will not change as a result of the transfer.

17. Will my with-profits policy move?

Your policy is not being transferred. It will remain with Phoenix and will continue to be part of the same fund as it is now.

If your policy was originally sold by NPI Limited, the way it is invested will be simplified.



You can find out more in Question 18.

18. How will the transfer affect my with-profits fund?

Except for with-profit policies originally sold by NPI Limited, the transfer will not affect your with-profits fund and no other policies will be transferred into your Phoenix with-profits fund. New funds will be set up in Phoenix to accept the transferring policies.

Policies originally sold by NPI Limited

If your policy was originally sold by NPI Limited, it currently sits in the Phoenix Non-Profit Fund. The with-profits benefits of these policies are currently allocated to the NPI With-Profits Fund in Phoenix, which then invests them in the Pearl With-Profits Fund in PLAL.

After the transfer, these with-profits benefits will invest directly in the Pearl With-Profits Fund set up in Phoenix, removing the involvement of the NPI With-Profits Fund.

You'll see no change to your benefits as a result of this simplification. Your benefits are currently invested in the Pearl With-Profits Fund and this will continue to be the case following the transfer.

Communications customers receive after the transfer will refer to the Pearl With-Profits Fund instead of the NPI With-Profits Fund.

19. How is the management of my with-profits fund changing?

Your with-profits fund in Phoenix will continue to be managed in line with the Phoenix Principles and Practices of Financial Management (PPFM).

There will be some updates to the PPFM as a result of the changes to be made by the Scheme. These are detailed in the 'Your With-Profits policy' section at the back of the letter we sent to our with-profits customers, and which you can also find on our website.



You can find a copy of the draft updated PPFM, on our website at www.phoenixlife.co.uk/transfer23.

More about the process we're following

20. What process are you following?

Before we transfer any policies to Phoenix, we must follow a rigorous legal and regulatory process designed to protect customers. This includes:

- seeking the approval of the High Court of England and Wales (the High Court) to transfer the policies;
- seeking approval from the Court of Session in Scotland (the Court of Session) to vary or replace previous SLAL transfer schemes;
- consulting with our regulators, which are the Prudential Regulation Authority (PRA) and Financial Conduct Authority (FCA);
- obtaining the opinion of an Independent Expert on the impact of the proposed transfer on policyholders; and
- informing customers of the proposals by writing to them where applicable, and publishing notifications in the press and on our websites.

The Court hearings are expected to take place on 5 October 2023 at the High Court and 3 October 2023 at the Court of Session. If these dates change, we'll place a notice on our website to let customers know.

The High Court will only approve the transfer if it is satisfied, having considered the views of the Independent Expert, that the proposals meet all the necessary legal requirements, have no material adverse effect on policyholders and ensure that policyholders' interests are adequately protected.

If both Courts give their approval, we expect the transfer to take place on 27 October 2023. However, if either Court doesn't give approval the transfer won't go ahead.

If any customer feels they may be adversely impacted, they can raise an objection. We explain how to do this on page 6 of this booklet.

Jersey and Guernsey Schemes

As well as the above, we are consulting with the Jersey and Guernsey Financial Services Commissions. We're also seeking approval from the Royal Courts of Jersey and Guernsey to transfer the policies which are part of the business carried on in or from within Jersey or that have been issued to customers resident in the Bailiwick of Guernsey.

The hearing for the Jersey Scheme will take place at the Royal Court of Jersey at 9am on 17 October 2023 at the Royal Court of Jersey, Royal Court House, Royal Square, St Helier, Jersey JE1 1BA.

The hearing for the Guernsey Scheme will take place at the Royal Court of Guernsey at 9:30am on 20 October 2023 at the Royal Court of Guernsey, the Royal Court House, St Peter Port, Guernsey GY1 2NZ.

If your policy falls under the Jersey Scheme or the Guernsey Scheme, you can find information about your local court process and how to object on our website at www.phoenixlife.co.uk/transfer23.

21. Why do you need to seek approval from the Court of Session in Scotland?

Policies have been transferred to or from SLAL, through previous schemes under Scots law.

As these previous SLAL Schemes were approved by the Court of Session any changes to them need the Court of Session's approval. We have made applications to the Court of Session for its approval to replace or amend the SLAL Schemes, so that the business of SLAL can transfer to Phoenix



You can find more information about these previous schemes in section 2 of the Scheme Guide, which you can find on our website.

22. What existing schemes are being replaced or continued?

There are a number of the existing schemes covering Phoenix, SLAL, PLAL and SLPF which will be replaced by this Scheme. Certain other schemes will continue, including the SLAL 2019 Scheme which will be amended to reflect that Phoenix has replaced SLAL. The replacement of the Phoenix and PLAL schemes is subject to the approval of the High Court. The replacement of the SLAL Schemes and the continuation of the SLAL 2019 Scheme are subject to the approval of the Court of Session.

23. How will I find out if the High Court has approved the Scheme?

After the High Court hearing, we'll place a notice on our website and a recorded message on our helpline to confirm the High Court's decision.

24. Who is the Independent Expert?

The Independent Expert is an impartial actuary appointed to review the proposed transfer and the impact it will have on policyholders. They have a duty to the High Court to give a professional, independent assessment of the proposed transfer.

John Jenkins, who is a Principal (a senior qualified actuary) at Milliman LLP, has been appointed to review this transfer. His appointment has been approved by our regulator, the PRA in consultation with the FCA.

An actuary is a professionally qualified person who has wide ranging and in depth knowledge of the insurance industry and can use their skills to assess the impact of changes on insurers and on their policyholders.

John Jenkins has produced an independent report, in which he details his review of the proposed transfer and his opinion on whether any group of policyholders are materially adversely affected. In his report he says the Scheme will not have a material adverse effect on any group of Phoenix policyholders.

25. Why wasn't I consulted or allowed to vote on the Scheme?

The information available on our website provides full details of our proposals and forms part of the consultation phase. The legal process we follow is designed to protect policyholders and means the Scheme doesn't need to be voted on by policyholders.



However, you do have the right to raise an objection if you feel you may be adversely affected, and the Courts will take this into consideration.

You can find details on how to do this on page 6 of this booklet.

26. Who is paying for the transfer?

The costs and expenses will be met by the Phoenix Shareholders' Fund. No costs will be passed on to policyholders.

Next steps

27. What do I need to do now?

We've written to Phoenix customers who have unit-linked or with-profit policies where there are changes to the way their funds are managed, as a result of the Scheme.

If you've received a letter, then please read it carefully, along with the information on our website, to ensure you understand our proposals and what they mean for you. We suggest you keep this information with your policy documents.

If you have any questions, or would like us to talk you through our proposals, then please contact our helpline.

If you think you may be adversely affected by the Scheme, you have the right to raise your concerns or make an objection (full details on how to do this are on page 6 of this booklet).

Please make sure that anyone else who may have an interest in your policy (or policies) has the chance to read this information too. This might include a nominated beneficiary, a trustee in bankruptcy, an executor, a personal representative, or an assignee.

If you're a trustee of a Phoenix pension scheme, please make sure that all scheme members know about the transfer and are aware that full details are available on our website or may be obtained by calling the helpline. If you'd like any assistance, please let us know by contacting our helpline.

28. Why have I received more than one letter about the transfer?

If you have a policy with PLAL, as well as your Phoenix policy, then you'll have received a letter explaining how the transfer affects that policy.

If you also have a policy with Standard Life then they'll write to you to explain how the transfer will impact any Standard Life Assurance Limited (SLAL) or Standard Life Pension Funds Limited (SLPF) you may have.

If you have questions about how the transfer impacts any other policy then please contact the relevant helpline using the details in the letter you receive.

29. How can I find out more?

We've prepared a Scheme Guide which describes the proposed changes and includes a summary of the Scheme, as well as a summary of the Independent Expert's opinion on the implications for policyholders.

This is available on our website at **www.phoenixlife.co.uk/transfer23**.

You can find the full Scheme document, the Independent Expert's full report and other documents relating to the Scheme on our website as well.

If you have any questions, please contact our helpline using the details at the front of this booklet.

Our helpline is only for questions about the Scheme. If you have any general questions about your policy, please contact us on your usual customer telephone number which you'll find on previous letters you've received from us.