

Legal Notice

CR-2022-000484

IN THE HIGH COURT OF JUSTICE  
BUSINESS AND PROPERTY COURTS OF ENGLAND AND WALES  
COMPANIES COURT (ChD)

IN THE MATTER OF USAA LIMITED

and

IN THE MATTER OF USAA S.A.

and

IN THE MATTER OF USAA S.A. UK BRANCH

- and -

IN THE MATTER OF  
THE FINANCIAL SERVICES AND MARKETS ACT 2000

Notice is hereby given that on 25 July 2022 an Application was made under section 107 of the Financial Services and Markets Act 2000 (the **Act**) in the High Court of Justice, Business and Property Courts of England and Wales, Companies Court (ChD) in London by USAA Limited (the **Transferor**) and USAA S.A. (acting through its head office in Luxembourg and its branch in the United Kingdom) (the **Transferee**), for orders:

- (1) under section 111 of the Act sanctioning a scheme (the **Scheme**) providing for the transfer by the Transferor to the Transferee of all of the Transferor's insurance business (comprising the Transferor's run-off business in respect of risks situated in the European Economic Area and the Transferor's live and run-off business in respect of risks situated in the United Kingdom); and
- (2) making ancillary provisions in connection with the Scheme pursuant to section 112 and 112A of the Act.

A copy of the report on the terms of the Scheme prepared in accordance with section 109 of the Act by an independent expert (the **Scheme Report**), a statement setting out the terms of the Scheme and a summary of the Scheme Report, and the Scheme document may be obtained free of charge by contacting the Transferor and the Transferee using the telephone numbers or addresses set out below. These documents and other related documents, including sample copies of the communications to policyholders, are also available at <https://www.usaa.com/Brexit>. This website will be updated for any key changes to the proposed transfer.

Any questions or concerns relating to the proposed Scheme should be referred to the Transferor and the Transferee by email to [PartVII@usaa.com](mailto:PartVII@usaa.com), by telephone at 0800 289 192 (if calling from within the UK or by mobile or DSN), 00 800 531 811 10 (if calling from within Europe) or 800 531 8722 (if calling from within the United States), available Monday to Friday 7:00 a.m. to 1:00 a.m. (UK time), or in writing to Part VII Enquires, USAA Limited, 4th Floor, Fitzwilliam House, 10 St Mary Axe, London, EC3A 8AE, United Kingdom or Part VII Enquires, USAA S.A., 1, Avenue du Bois, L-1251, Luxembourg.

If you have a policy with the Transferor and/or the Transferee please quote your policy number in any correspondence. This can be found in your policy documentation or related correspondence.

The Application is due to be heard at the **High Court of Justice of England and Wales, 7 Rolls Buildings, Fetter Lane, London, EC4A 1NL, United Kingdom** on **21 November 2022**. Any person who thinks that he or she would be adversely affected by the carrying out of the Scheme, or objects to the Scheme, may attend the hearing and express their views, either in person or by representative. It is requested that anyone intending to do so informs the Transferor and the Transferee (using the contact details set out above) as soon as possible and preferably before **11 November 2022** to set out the nature of their objection. This will enable the Transferor and the Transferee to provide notification of any changes to the hearing and, where possible, to address any concerns raised in advance of the hearing.

Please note that it is possible that the hearing may take place remotely via a teleconferencing service. It is requested if you intend on attending the hearing (whether in person or via your representative), you inform the Transferor and the Transferee (using the contact details set out above) as soon as possible and preferably before **11 November 2022**. This will enable the Transferor and the Transferee to provide any details necessary to attend the hearing if it is to be held remotely.

Any person who objects to, or considers they may be adversely affected by, the Scheme but does not intend to attend the hearing may make representations about the Scheme by giving written notice of such representations to the Transferor and the Transferee at the addresses provided above or by calling the telephone numbers provided above, in each case as soon as possible and preferably before **11 November 2022**. All representations will be provided to the High Court at the hearing.

The Transferor and the Transferee will inform the UK's Financial Conduct Authority and Prudential Regulation Authority of any objections raised in advance of the hearing, regardless of whether the person making the objection intends to attend the hearing.

25 July 2022

Norton Rose Fulbright LLP, 3 More London Riverside, London, SE1 2AQ, United Kingdom  
Solicitors acting for USAA Limited and USAA S.A.  
Ref: NOJ/1001131239