

## **Contractual Arrangements with Insurers and Wholesale Brokers**

### **1. Insurers and Reinsurers**

Marsh & McLennan Companies, Inc. ("MMC") is committed to transparency and to enabling our clients to assess the potential for conflicts of interest. MMC's operating companies have business relationships with numerous insurers and reinsurers around the world, including insurers and reinsurers from which our clients have purchased insurance or reinsurance or that may propose insurance or reinsurance quotes to our clients. Except as otherwise disclosed to clients, these business relationships do not have a direct bearing on the compensation our operating companies earn on specific placements with those insurers or reinsurers. Those business relationships include the following:

#### **Marsh Inc.**

Marsh has agreements with certain insurers pursuant to which Marsh provides services to them and for which Marsh is compensated. Examples include captive management services, claims administration services, claims management software and associated services, mergers and acquisitions due diligence services, insurer consulting services, managing general agent and managing general underwriter services and insurance brokerage services regarding insurers' own insurance programs. Marsh is also party to agreements with insurers that facilitate insurance transactions, including agency agreements, agreements to administer facilities, and agreements to operate internet-based insurance placing facilities.

Marsh also routinely enters into various types of agreements with insurers that are ancillary to the insurance broking process, or other services performed on behalf of clients. Examples include confidentiality and nondisclosure agreements for the release of data relating to insurance placements, claims handling and loss control programs, nondisclosure and/or non-competition agreements relating to the development and disclosure of new insurance products and services, and licensing agreements governing access to and use of data management systems and databases.

For additional information regarding the forms of compensation earned by Marsh operations in certain geographies, please refer to the relevant client compensation guide.

#### **Guy Carpenter & Company, LLC**

Guy Carpenter provides reinsurance intermediary services to insurance companies and ceding sources around the world. Guy Carpenter also places retrocessional reinsurance placements on behalf of some of the reinsurers with which it places business. Guy Carpenter and its subsidiaries also perform various fee-based reinsurance related services to both insurance and reinsurance companies, such as analytical advisory work and licensing of proprietary software.

#### **Mercer Inc.**

Mercer Inc. and its affiliates provide many insurers and reinsurers with: management and actuarial consulting services; rate review and loss reserving analysis; litigation support services including expert witnesses, economic modeling and economic consulting; business valuation services; investment advising; employee benefit consulting; pension plan administration benefit plan administration; claims and billing administration; insurance brokerage services primarily for life, health, medical, benefits, disability and other personal lines of insurance; insurance brokerage services for affinity programs; compensation plan consulting; and corporate identity consulting.

## **Oliver Wyman Group**

Oliver Wyman Group (comprising Oliver Wyman, Lippincott and NERA) provides consulting services to insurers and reinsurers in such areas as strategy, operations, risk management, organization transformation, economic analysis and brand strategy and design.

### **2. Wholesale Brokers**

MMC's operating companies and their affiliates may have business relationships with wholesale brokers similar to those described above. The relevant MMC operating company will advise its client if such a relationship directly bear upon the compensation earned from insurance or reinsurance placements made on the client's behalf.

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The insurers, reinsurers and wholesale brokers with which MMC's operating companies have some form of contractual arrangement are numerous and those arrangements change on a regular basis as new engagements are undertaken and projects are completed. In some cases, contractual relationships may be of significant value to one or more of MMC's operating companies.

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