



Co-operators General Insurance Company

Management's Discussion and Analysis

For the second quarter ended June 30, 2016

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July 28, 2016

This Management's Discussion and Analysis (MD&A) comments on Co-operators General Insurance Company's operations and financial condition for the second quarter ended June 30, 2016.

Unless otherwise stated or the context otherwise indicates, in this MD&A, "Co-operators General", "we", "us" and "our" refers to the Consolidated Co-operators General Insurance Company including its subsidiaries: The Sovereign General Insurance Company (Sovereign), COSECO Insurance Company (COSECO), L'Équitable, Compagnie d'assurances Générale (L'Équitable), Co-operators Investment Limited Partnership (CILP) and Co-operators Insurance Agencies Limited (CIAL).

Co-operators General's parent company is Co-operators Financial Services Limited (CFSL) and its ultimate parent is The Co-operators Group Limited (CGL), a Canadian-owned co-operative with 43 members.

The information in this MD&A should be read in conjunction with the following documents:

- our unaudited condensed consolidated interim financial statements and accompanying notes for both the second quarter ended June 30, 2016 and the first quarter ended March 31, 2016;
- our MD&A for the first quarter ended March 31, 2016; and
- our 2015 Annual Report and Annual Information Form

These documents are available on SEDAR at www.sedar.com. References to "Note" refer to the notes to the unaudited condensed consolidated interim financial statements.

Except as otherwise noted, all figures in this MD&A are stated in Canadian dollars for the quarter ended June 30, 2016 and are based on financial statements prepared in accordance with International Financial Reporting Standards (IFRS) as issued by the International Accounting Standards Board (IASB) applicable to the preparation of interim financial statements, including International Accounting Standard (IAS) 34, "Interim Financial Reporting". The financial results presented in this MD&A are unaudited.

We use certain financial performance measures which do not have any standardized meaning prescribed by IFRS and are therefore unlikely to be comparable to similar measures presented by other issuers. They should not be viewed as an alternative to measures of financial performance determined in accordance with IFRS. Such measures are defined in our 2015 Annual Report in the *Key Financial Measures (Non-IFRS)* section, or in the same section in this document when disclosed for the first time.

The information in this MD&A contains forward-looking statements that involve risks and uncertainties. Our actual results could differ materially from these forward-looking statements as a result of various factors, including those discussed below or in our Annual Information Form. Please read the cautionary note which follows.

CAUTION REGARDING FORWARD-LOOKING STATEMENTS

This MD&A contains forward-looking statements and forward-looking information, including statements regarding the operations, objectives, strategies, financial situation and performance of Co-operators General. These statements, which appear in this MD&A (including the documents incorporated by reference herein), generally can be identified by the use of forward-looking words such as "may", "will", "expect", "intend", "estimate", "anticipate", "believe", "plan", "would", "should", "could", "trend", "predict", "likely", "potential" or "continue" or the negative thereof and similar variations. These statements are not guarantees of future performance and involve known and unknown risks, uncertainties and other factors that may cause actual results or events to differ materially from those anticipated in the forward-looking statements or information. In addition, this MD&A may contain forward-looking statements and information attributed to third party industry sources. By its nature, forward-looking information involves numerous

assumptions, known and unknown risks and uncertainties, both general and specific, that contribute to the possibility that the predictions, forecasts, projections and other forward-looking statements will not occur. Such forward-looking statements and information in this MD&A speak only as of the date of this MD&A.

Forward-looking statements and information in this MD&A include, but are not limited to, statements with respect to: our growth expectations; the impact of changes in governmental regulation on our company; possible changes in our expense levels; changes in tax laws; and anticipated benefits of acquisitions and dispositions.

With respect to forward-looking statements and information contained in this MD&A, we have made assumptions regarding, among other things: growth rates and inflation rates in the Canadian and global economies; the Canadian and U.S. housing markets; the Canadian and global capital markets; the strength of the Canadian dollar relative to the U.S. dollar; employment levels and consumer spending in the Canadian economy; and impacts of regulation and tax laws by the Canadian and provincial governments or their agencies. Some of the assumptions we have made are described in our 2015 Annual Report.

Although we believe that the expectations reflected in the forward-looking statements and information are reasonable, there can be no assurance that such expectations will prove to be correct. We cannot guarantee future results, levels of activity, performance or achievements. Consequently, we make no representation that actual results achieved will be the same in whole or in part as those set out in the forward-looking statements and information. Some of the risks and other factors, some of which are beyond our control, which could cause results to differ materially from those expressed in the forward-looking statements and information contained in this MD&A and the documents incorporated by reference herein include, but are not limited to: our ability to implement our strategy or operate our business as we currently expect; our ability to accurately assess the risks associated with the insurance policies that we write; unfavourable capital market developments or other factors which may affect our investments; the cyclical nature of the property and casualty insurance industry; our ability to accurately predict future claims frequency; the frequency and severity of weather related events; climate change; government regulations; litigation and regulatory actions; periodic negative publicity regarding the insurance industry; intense competition; our reliance on advisors to sell our products; our ability to successfully pursue our acquisition strategy; actions to be taken in connection with the sale of L'Union Canadienne, Compagnie d'assurances to Roins Financial Services Limited; our participation in the Facility Association (a mandatory pooling arrangement among all industry participants); terrorist attacks and ensuing events; the occurrence of catastrophic events; our ability to maintain our financial strength ratings; our ability to alleviate risk through reinsurance; our ability to successfully manage credit risk (including credit risk related to the financial health of reinsurers); our reliance on information technology and telecommunications systems; breaches or failure of information system security and privacy, including cyber terrorism; our dependence on key employees; and general economic, financial and political conditions.

Readers are cautioned that the foregoing list of factors is not exhaustive. For further information, please refer to our 2015 Annual Report, which outlines in detail certain key factors that may affect our future results. The forward-looking statements and information contained in this MD&A are expressly qualified by this cautionary statement. We are not under any duty to update any of the forward-looking statements after the date of this MD&A to conform such statements to actual results or to changes in our expectations except as otherwise required by applicable legislation.

SUMMARY OF KEY FINANCIAL DATA AND RESULTS OVERVIEW

Three months ended June 30 unless otherwise stated

(in millions of dollars, except for ROE, EPS and ratios)

2nd quarter	2016	2015	2014
Key financial data			
Direct written premium	722.6	681.0	654.5
Net earned premium	576.5	567.4	544.8
Net income (loss)	(39.1)	58.2	58.1
Total assets ¹	5,839.3	5,303.2	5,293.6
Total liabilities ¹	4,358.6	3,844.6	3,802.0
Shareholders' equity ¹	1,480.7	1,458.6	1,491.6
Key success indicators			
Direct written premium growth	6.1%	4.0%	6.9%
Net earned premium growth	1.6%	4.1%	7.7%
Earnings (loss) per common share (EPS) ²	(\$2.00)	\$2.57	\$2.48
Return on equity (ROE)	(11.2%)	18.4%	19.6%
Combined ratio - excluding Market Yield Adjustment (MYA)	114.0%	94.0%	93.9%
Minimum Capital Test (MCT) ¹	214%	225%	228%

¹ Balance sheet data and MCT results for 2015 and 2014 are as at December 31

² All of the common shares of CGIC are owned by CFSL

Co-operators General reported a net loss of \$39.1 million for the three months ended June 30, 2016, as compared to net income of \$58.2 million in the same quarter of 2015. Our return on equity for the quarter was (11.2%) versus 18.4% in the second quarter of 2015. Earnings (loss) per common share in the quarter was (\$2.00) compared to \$2.57 in the same quarter of the prior year.

Our underwriting loss of \$80.6 million for the second quarter deteriorated from our underwriting gain of \$34.1 million in the same period of 2015. This was the result of the devastating wildfires in Fort McMurray, where before-tax losses were \$104.0 million, net of reinsurance and inclusive of reinsurance reinstatement premiums. Excluding the impacts of Fort McMurray, our underwriting gain deteriorated by \$10.7 million as a result of an increase in accident year claims and unfavourable claims development in our auto line of business, offset by continued premium growth, mainly in our auto and home lines of business. We also experienced an increase in net investment income and gains of \$5.8 million compared to the same period last year driven by improvements in the Canadian equity markets, partially offset by less realized gains on fixed income holdings. Our market yield adjustment had a \$13.9 million unfavourable impact on net income before tax as a result of a decrease in the discount rate and an increase in the undiscounted net claims and adjustment expenses.

FINANCIAL PERFORMANCE

DIRECT WRITTEN PREMIUM (DWP) AND NET EARNED PREMIUM (NEP)

\$ millions	Q2	Q2	%	YTD	YTD	%
	2016	2015	change	2016	2015	change
Direct written premium	722.6	681.0	6.1%	1,242.1	1,170.0	6.2%
Net earned premium	576.5	567.4	1.6%	1,164.9	1,117.9	4.2%

DWP improvements during the second quarter were attributable to growth in policy and vehicle count in all lines of business paired with higher average home and farm premiums. In the second quarter, DWP increased by 6.1% or \$41.6 million to \$722.6 million. NEP increased during the second quarter by 1.6% or \$9.1 million compared to the same period last year. The increase in NEP is seen in the auto line of business and all geographic regions, except the West. Ceded premium of \$23.4 million was recorded against NEP in the second quarter, mainly in the home and commercial lines of business, to reinstate our

catastrophe coverage after the wildfires in Fort McMurray. This contributed to the decrease in NEP over the prior year.

Refer to Note 10 of our unaudited condensed consolidated interim financial statements for the period ended June 30, 2016 for a reconciliation of DWP to NEP.

NEP by line of business

\$ millions	Q2 2016	Q2 2015	% change	YTD 2016	YTD 2015	% change
Auto	287.7	275.0	4.6%	568.9	539.9	5.4%
Home	151.9	153.4	(1.0%)	313.7	300.6	4.4%
Commercial	100.9	103.5	(2.5%)	209.1	209.3	(0.1%)
Farm	27.6	26.7	3.4%	56.3	52.7	6.8%
Other	8.4	8.8	(4.5%)	16.9	15.4	9.7%
Total	576.5	567.4	1.6%	1,164.9	1,117.9	4.2%

During the second quarter, NEP growth in the home line of business was fully offset by the premiums paid to reinstate our catastrophe reinsurance coverage after the Fort McMurray fires and resulted in a \$1.5 million decrease in NEP compared to the same period of the prior year. The commercial line of business experienced a decrease in NEP of \$2.6 million driven by the reinsurance reinstatement premiums.

Excluding the reinsurance reinstatement premiums, the home line of business experienced a 7.2% increase in NEP compared to the same period of the prior year, as a result of an increase in policies in force combined with higher average home premiums. The commercial line of business experienced a 4.2% increase in NEP compared to the same period of the prior year, as a result of an increase in policies in force. The auto line of business was the largest contributor to NEP growth, increasing \$12.7 million over the same quarter of 2015, as we experienced continued growth in vehicles in force as well as rate adjustments. Increased policies in force and rate adjustments, contributed to the increase in NEP in the farm line of business of \$0.9 million.

NEP by geographic region

\$ millions	Q2 2016	Q2 2015	% change	YTD 2016	YTD 2015	% change
West	210.9	215.8	(2.3%)	439.8	437.0	0.6%
Ontario	284.9	272.2	4.7%	563.8	526.3	7.1%
Quebec	22.8	22.6	0.9%	46.7	43.3	7.9%
Atlantic	57.9	56.8	1.9%	114.6	111.3	3.0%
Total	576.5	567.4	1.6%	1,164.9	1,117.9	4.2%

The decrease in NEP in the Western region of \$4.9 million was a result of the premiums paid to reinstate our reinsurance coverage after the Fort McMurray wildfires.

Excluding the reinsurance reinstatement premiums, the Western region experienced a 6.1% increase in NEP compared to the second quarter of 2015, driven by rate adjustments in the home, auto and farm lines of business and an increase in policies in force in the commercial line of business. NEP growth in Ontario was driven by an increase in policies and vehicles in force for the home, commercial and auto lines of business. While NEP growth in Quebec was only \$0.2 million, or 0.9%, we continue to see policy growth. The increase in Atlantic NEP of 1.9% was attributable to increased policies in force in the home line of business as well as rate adjustments in the home and auto lines of business.

NET INVESTMENT INCOME AND GAINS

\$ millions	Q2	Q2	change	YTD	YTD	change
	2016	2015		2016	2015	
Interest income	20.0	22.0	(2.0)	40.2	44.7	(4.5)
Dividend and other income	8.5	8.1	0.4	15.3	15.4	(0.1)
Investment expenses	(1.7)	(1.2)	(0.5)	(2.7)	(2.2)	(0.5)
Net investment income	26.8	28.9	(2.1)	52.8	57.9	(5.1)
Net realized gains	11.6	13.1	(1.5)	14.4	36.9	(22.5)
Net foreign exchange gains (losses)	(0.3)	(0.4)	0.1	13.2	(4.5)	17.7
Change in fair value	3.5	(6.5)	10.0	(8.2)	(16.7)	8.5
Impairment losses	(3.1)	(2.4)	(0.7)	(3.9)	(4.5)	0.6
Net investment gains	11.7	3.8	7.9	15.5	11.2	4.3
Net investment income and gains	38.5	32.7	5.8	68.3	69.1	(0.8)

Net investment income and gains increased by \$5.8 million in the current period as compared to the second quarter of 2015. This was largely the result of an increase in unrealized preferred share gains, compared to losses in the prior year, and realized Canadian common stock gains, partially offset by a decrease in bond income and realized gains.

Interest income on bonds decreased by \$1.9 million in the second quarter as compared to the same period of the prior year, driven by portfolio turnover and declining investment yields. Net realized gains for the current period were \$1.5 million lower than the second quarter of the prior year as a result of less sales opportunities in bond and international equity markets, offset by more sales opportunities in Canadian equities. The \$10.0 million positive change in fair value was primarily the result of unrealized preferred share gains as the S&P TSX preferred share composite index increased by 1.4% in the current period in contrast to the 5.6% decrease in the index during the second quarter of 2015. Unrealized preferred share gains of \$3.7 million in the current period were \$12.0 million higher than the \$8.3 million of unrealized preferred share losses in the same period of 2015. Impairment losses during the second quarter were \$0.7 million higher than the same period of the prior year, as weakness in European stock markets led to a \$3.1 million increase in international equity impairments.

Co-operators General has a high quality, well diversified investment portfolio consisting primarily of bonds, equities and commercial mortgages. The bond portfolio is \$2,464.2 million or 60.6% of our total invested assets. Our investment in bonds is diversified both geographically and by sector, with a large portion invested in Canadian government debt instruments. The equity portfolio makes up \$983.9 million or 24.2% of our total invested assets and consists largely of publicly traded common and preferred stocks diversified by industry sector and issuer. Our equity portfolio is 75.9% weighted in Canadian stocks.

We adhere to a conservative investment policy and strategy that is based on prudence in accordance with regulatory guidelines, and in a broad sense, premium cash flows and claims settlement patterns by product line. This is achieved by investing in a diversified mix of securities and by shifting between asset classes as trends in the market evolve. The credit quality of our bond portfolio remains high with 86.6% rated A or higher and 98.4% are considered investment grade, rated BBB or higher.

OTHER COMPREHENSIVE INCOME

\$ millions	Q2	Q2	YTD	YTD
	2016	2015	2016	2015
Other comprehensive income (loss)	20.8	(45.3)	24.2	17.7

Other comprehensive income was \$20.8 million in the current period as compared to a loss of \$45.3 million during the comparative period of 2015.

Declining interest rates in the current period led to unrealized gains on bonds of \$33.5 million in contrast to the \$32.4 million of unrealized bond losses on rising interest rates during the second quarter of 2015.

EXPENSES

Claims and adjustment expenses – Loss ratio

\$ millions, except ratios	Q2	Q2	change	YTD	YTD	change
	2016	2015		2016	2015	
Undiscounted net claims and adjustment expenses	466.8	348.0	118.8	834.4	706.4	128.0
Effect of MYA	13.9	(8.6)	22.5	19.5	9.3	10.2
Net claims and adjustment expenses	480.7	339.4	141.3	853.9	715.7	138.2
Loss ratio (excluding MYA)	81.0%	61.3%	19.7 pts	71.6%	63.2%	8.4 pts
Loss ratio (including MYA)	83.4%	59.8%	23.6 pts	73.3%	64.0%	9.3 pts

An increase in claims relating to the wildfires in Fort McMurray drove the increase in undiscounted net claims and adjustment expenses of \$118.8 million or 34.1%. Excluding the catastrophic event, the undiscounted net claims and adjustment expenses increased \$36.6 million or 10.5%. This was largely driven by an increase in the severity of current accident year claims and unfavourable claims development within the auto line of business, and policy growth across all lines of business.

Unpaid claims and adjustment expenses are discounted using the portfolio yield of our bond and commercial mortgage portfolios with consideration provided for the Government of Canada 5 year bond rate plus a credit spread. The portfolio yield on bonds and commercial mortgages decreased in the quarter, which decreased the discount rate. The MYA had a negative impact to net income before taxes of \$13.9 million in the second quarter as compared to an \$8.6 million positive impact for the same quarter of 2015. Recorded in net investment income and gains are offsetting net investment gains related to Co-operators General's asset liability management strategy of \$1.3 million.

Loss ratio by line of business

% excluding MYA	Q2	Q2	change	YTD	YTD	change
	2016	2015		2016	2015	
Auto	73.1	60.8	12.3	74.9	68.1	6.8
Home	105.8	61.9	43.9	77.7	56.4	21.3
Commercial	80.1	63.4	16.7	60.8	62.7	(1.9)
Farm	39.6	64.0	(24.4)	51.6	59.4	(7.8)
Other	48.7	35.6	13.1	50.7	42.0	8.7
Total	81.0	61.3	19.7 pts	71.6	63.2	8.4 pts

In the second quarter, we experienced loss ratio deterioration in all lines of business, except farm, compared to the same period last year. The catastrophic events in Fort McMurray contributed to the loss ratio deterioration of 43.9 and 16.7 percentage points in the home and commercial lines of business respectively, compared to the same period in 2015.

Unrelated to the Fort McMurray wildfires, the home line of business experienced an increase in the frequency of current accident year claims; however, NEP rose at a faster pace and led to a 3.5 percentage point improvement in the loss ratio. The commercial line of business loss ratio improved 1.4 percentage points as a result of a decrease in severity of current accident year claims, partially offset by unfavourable claims development in Ontario. The auto loss ratio deteriorated by 12.3 percentage points as compared to the second quarter of 2015, primarily resulting from an increase in the severity of current accident year claims and unfavourable claims development in Ontario. A decrease in the frequency and severity of current accident year claims led to a 24.4 percentage point improvement in the loss ratio of the farm line of business. Given the size of the NEP for the farm line of business, fluctuations in claims

severity for a relatively few number of claims have a significant impact.

Loss ratio by geographic region

% excluding MYA	Q2	Q2	change	YTD	YTD	change
	2016	2015		2016	2015	
West	98.0	63.5	34.5	74.5	60.0	14.5
Ontario	67.4	50.9	16.5	68.9	57.9	11.0
Quebec	93.2	104.3	(11.1)	77.1	95.9	(18.8)
Atlantic	81.4	85.2	(3.8)	71.1	85.9	(14.8)
Total	81.0	61.3	19.7 pts	71.6	63.2	8.4 pts

The Western region's loss ratio experienced a deterioration of 34.5 percentage points compared to the second quarter of 2015, attributable to the recent catastrophic events in Fort McMurray.

The Western region's loss ratio, excluding the impacts of Fort McMurray, improved 9.2 percentage points, as a result of a decrease in the frequency and severity of current accident year claims within the farm and auto lines of business, partially offset by an increase in the frequency of current accident year claims in the home line of business. The Ontario region's loss ratio deteriorated by 16.5 percentage points, largely driven by unfavourable claims development within the auto and commercial lines of business, and an increase in the current accident year claims in the auto and home lines of business. In Quebec, a decrease in severity of commercial claims, as a result of four large commercial property losses included in the prior year, improved the loss ratio by 11.1 percentage points. The Atlantic loss ratio improved by 3.8 percentage points as a result of a decrease in current accident year claims in the home line of business, partially offset by an increase in current accident year claims in the auto line of business. Given the size of our NEP in Quebec and Atlantic, fluctuations in claims severity for a relatively few number of claims have a significant effect on the loss ratio.

Other operating expenses – Expense ratio

%, except total other operating expenses (\$ millions)	Q2	Q2	change	YTD	YTD	change
	2016	2015		2016	2015	
Total other operating expenses	190.3	185.3	5.0	383.9	367.3	16.6
Components of expense ratio						
Premium and other taxes	3.3	3.2	0.1 pts	3.2	3.1	0.1 pts
Net commissions and advisor compensation	16.7	16.3	0.4 pts	17.1	17.0	0.1 pts
General expenses	13.0	13.2	(0.2) pts	12.7	12.8	(0.1) pts
Expense ratio	33.0	32.7	0.3 pts	33.0	32.9	0.1 pts

Other operating expenses are comprised of premium and other taxes, net commissions and advisor compensation and general expenses. These expenses have increased by \$5.0 million in the quarter resulting in an expense ratio of 33.0%, which is a 0.3 percentage point increase over the same quarter last year. Impacting the expense ratio are the premiums paid to reinstate our reinsurance coverage from the Fort McMurray catastrophe.

Excluding the reinstatement premiums from NEP results in an expense ratio of 31.7% which is a decrease of 1.0 percentage points compared to the same quarter last year. The decrease was the result of a 0.7 percentage point reduction in general expenses, driven by lower information technology costs in the current year.

Income taxes

Refer to Note 6 of our unaudited condensed consolidated interim financial statements for the period ended June 30, 2016 for our income tax reconciliation between the statutory tax rate and our effective tax rate.

FINANCIAL CONDITION

\$ millions, except ratios	As at June 30, 2016	As at December 31, 2015	%
			change
Assets			
Invested assets	4,065.0	3,963.8	2.6%
Reinsurance ceded contracts	316.5	63.5	398.4%
Intangible assets	61.8	62.9	(1.7%)
Other assets	1,396.0	1,213.0	15.1%
Liabilities			
Insurance contracts	3,994.8	3,445.4	15.9%
Retirement benefit obligations	105.9	103.5	2.3%
Other liabilities	257.9	295.7	(12.8%)
Shareholders' equity	1,480.7	1,458.6	1.5%

Our balance sheet remains strong at the end of the second quarter of 2016. The value of our invested assets exceeds insurance contracts, net of reinsurance ceded contracts, by 10.5%, compared to an excess of 17.2% as at December 31, 2015. Our MCT ratio of 214% at June 30, 2016 also denotes our strong financial condition, as discussed in our *Capital* section.

Invested assets increased \$101.2 million and insurance contract liabilities increased \$549.4 million from December 31, 2015. Invested assets increased as a result of the re-investment of invested asset earnings and favorable change in bond and equity valuations. Insurance contract liabilities increased as a result of an increase in current accident year claims and IBNR reserves related to the catastrophic events in Fort McMurray, with a corresponding increase to reinsurance ceded contracts as we recover a large portion of these losses from our reinsurance programs.

KEY FINANCIAL MEASURES (NON-IFRS)

We measure and evaluate the performance of the consolidated operations and each business segment using a number of financial measurements. These measurements help the reader understand business volumes, the quality of risk underwriting, management reserving practices, and the financial strength and financial leverage of Co-operators General.

These measures are non-IFRS measurements, but are derived from elements of the IFRS consolidated financial statements, and are consistent with financial measures used in the P&C insurance industry. Detailed definitions of the measures used can be found within the *Key Financial Measures (Non-IFRS)* section our 2015 Annual Report, with updated definitions found below.

UNDERWRITING RESULTS

\$ millions, except ratios	Q2 2016	Q2 2015	YTD 2016	YTD 2015
Net earned premium, before reinstatement premiums	599.9	567.4	1,188.3	1,117.9
Reinstatement premiums expense (recovery)	23.4	-	23.4	-
Net earned premium, as reported	576.5	567.4	1,164.9	1,117.9
Undiscounted net claims and adjustment expenses (excluding MYA)	466.8	348.0	834.4	706.4
Loss ratio (excluding MYA)	81.0%	61.3%	71.6%	63.2%
Other operating expenses	190.3	185.3	383.9	367.3
Expense ratio	33.0%	32.7%	33.0%	32.9%
Underwriting gain (loss)	(80.6)	34.1	(53.4)	44.2
Combined ratio	114.0%	94.0%	104.6%	96.1%

CLAIMS DEVELOPMENT

Our 2015 Annual Report provides a summary of our unpaid claims and adjustment expense provision and revised estimates of prior year net unpaid claims and adjustment expense provisions relative to their original valuation as at December 31.

RETURN ON EQUITY

Return on equity is the annualized ratio of net income to the average of opening and closing shareholders' equity excluding accumulated other comprehensive income (AOCI).

\$ millions, except ratios	Q2 2016	Q2 2015
Net income (loss)	(39.1)	58.2
Shareholders' equity excluding accumulated OCI at June 30	1,308.7	1,365.1
Shareholders' equity excluding accumulated OCI at March 31	1,350.1	1,327.0
ROE	(11.2%)	18.4%

CAPITAL

MINIMUM CAPITAL TEST

	June 30, 2016	December 31, 2015
MCT	214%	225%

Co-operators General's MCT of 214% at June 30, 2016 represents \$283.0 million of capital in excess of our 170% internal minimum compared to an excess of \$336.9 million at December 31, 2015. The MCT is impacted by various factors including interest rates, invested asset mix and the results of our operations.

SHARE CAPITAL

Our capital includes Class E, Series C Preference Shares, which trade on the Toronto Stock Exchange (TSX) under the trading symbol CCS.PR.C.

DIVIDENDS

Dividends declared on preference shares were \$3.6 million in the second quarter ended June 30, 2016, compared to \$3.5 million declared in the same quarter last year. There were no dividends declared on common shares during the quarter ended June 30, 2016 compared to \$18.0 million during the comparative period ended June 30, 2015.

EARNINGS PER SHARE

	Q2 2016	Q2 2015	YTD 2016	YTD 2015
\$ millions, except share data and EPS				
Net income (loss)	(39.1)	58.2	0.3	80.3
Less: dividends on preference shares	3.6	3.5	4.9	4.7
Net income (loss) available to shareholders	(42.7)	54.7	(4.6)	75.6
Weighted average number of outstanding common shares ¹	21,376	21,295	21,376	21,295
Earnings (loss) per common share	(\$2.00)	\$2.57	(\$0.21)	\$3.55

¹ All of the common shares of CGIC are owned by CFSL

SELECTED QUARTERLY INFORMATION

(in millions of dollars except for EPS and ratios)

	2016 2nd qtr	2016 1st qtr	2015 4th qtr	2015 3rd qtr	2015 2nd qtr
Direct written premium	722.6	519.5	614.9	650.9	681.0
Net earned premium	576.5	588.5	593.1	586.0	567.4
Net income (loss)	(39.1)	39.3	103.3	(21.4)	58.2
Other comprehensive income (loss)	20.8	3.4	(13.0)	(24.7)	(45.3)
Key statistics					
Earnings (loss) per common share	(\$2.00)	\$1.78	\$4.69	(\$1.07)	\$2.57
Loss ratio (excluding MYA)	81.0%	62.5%	58.7%	72.5%	61.3%
Expense ratio	33.0%	32.9%	33.4%	31.5%	32.7%
Combined ratio	114.0%	95.4%	92.1%	104.0%	98.2%

	2015 1st qtr	2014 4th qtr	2014 3rd qtr	2014 2nd qtr
Direct written premium	489.1	568.2	610.1	654.5
Net earned premium	550.5	560.2	559.0	544.8
Net income (loss)	22.2	79.7	(10.8)	58.1
Other comprehensive income (loss)	63.0	6.7	(5.9)	16.5
Key statistics				
Earnings (loss) per common share	\$0.98	\$3.78	(\$0.57)	\$2.48
Loss ratio (excluding MYA)	65.1%	56.6%	78.6%	61.8%
Expense ratio	33.1%	33.1%	30.6%	32.1%
Combined ratio	98.2%	89.7%	109.2%	93.9%

The quarterly results reflect the seasonality of our business. Premiums are generally written in annual renewal cycles, often in the second quarter, and extreme weather conditions historically impact the loss ratio in the first and third quarters.

The timing of claims can be difficult to predict due to uncontrollable factors, such as governmental regulatory actions, weather, or changes in estimates related to investment provisions. Results are also affected by more predictable factors such as the timing of major expenditures, changes in estimates related to claims reserves, and purchase and sale decisions made with respect to our investment portfolio.

OUTLOOK

GENERAL BUSINESS AND ECONOMIC CONDITIONS

In the course of setting our strategic priorities and objectives for 2016 we made assumptions about the general business and economic environment in 2016 and beyond. These assumptions are outlined in detail in our 2015 Annual Report, and we continue to expect them to materialize through 2016. There have been no material changes in our assumptions; however, we recognize that the sustained weakness

in the price of oil since the end of 2014 may put downward pressure on our gross domestic product growth expectations for the year. We consult with our investment manager, Addenda Capital Inc., in creating and monitoring these assumptions.

PROPERTY AND CASUALTY INDUSTRY

Trends and environmental factors, as well as our strategic responses, are consistent with those discussed in our 2015 Annual Report.

Recent developments

We recognize the magnitude of bodily injury claims continues to be a risk and we are proactively managing it. Refer to *Emerging Legislation and Regulatory Events* in our 2015 Annual Report for a discussion on the definition for catastrophic impairment and the dispute resolution backlog. An update for the current quarter has been provided in the same section below.

Rate filings

As part of the Ontario Finance Minister's two-year strategy to reduce Ontario auto insurance rates by 15% on average, the Financial Services Commission of Ontario (FSCO) ordered two new filings from all insurers during the third quarter of 2015. The first filing, was effective January 1, 2016, and required all insurers to adopt a winter tire discount if one currently did not exist as part of their rating program. Only COSECO was affected by this filing. The second filing, with a mandatory effective date of June 1, 2016, required all insurers to submit rate filings to reflect recent automobile insurance reforms aimed at cost reduction. As part of the second filing, CGIC was approved for 5.0% reduction and COSECO was approved for approximately an 8.0% reduction.

Newfoundland and Labrador retail sales tax

In April 2016, the Newfoundland and Labrador government delivered their 2016 budget, which included the reintroduction of a retail sales tax (RST) on insurance premiums. Effective July 1, 2016, the 15% RST applies to all property and casualty insurance premiums and is on top of an additional 1% increase in premium taxes. This is an increased cost to our business in this region, which in turn impacts the ultimate amount consumers pay.

EMERGING LEGISLATION AND REGULATORY EVENTS

Emerging legislation and regulatory events are detailed in our 2015 Annual Report and an update is provided below:

Ontario auto reform

On June 1, 2016 a series of additional reform measures became effective. These measures include the capping of medical, rehabilitation, and attendant care losses under a new combined limit for both non-catastrophic and catastrophic claims, an adjustment to the maximum duration of medical, rehabilitation and attendant care loss payments, a reduction in the maximum duration of non-earner benefits, limitations on monthly premium payment interest rates, an increase in the standard deductible for comprehensive coverage and changes to the catastrophic impairment definition. Premiums have been adjusted to reflect the anticipated changes in ultimate claims costs result from the reform and we continue to evaluate the full impact of these changes.

We are awaiting the impacts of the changes made to the minor injury definition in Ontario. We have no further information on this item and continue to await the government's decision on this additional reform.

RELATED PARTY TRANSACTIONS

Co-operators General has ongoing transactions with related parties primarily consisting of product distribution services, management and advisory services and reinsurance. There have been no material changes in our ongoing related party transaction arrangements during the period ended June 30, 2016. Please refer to our 2015 Annual Report for further details.

RISK MANAGEMENT

Effective risk management is vital to making sound business decisions. In our on-going efforts to optimize the organizational risk profile, we have identified and continuously assess key risks relative to their potential impact on our corporate strategy, competitive position, operational results and financial condition. Risks, and the practices used to manage risk, are discussed in our 2015 Annual Report and an update is included below.

For 2016, our catastrophe maximum limit and retention will remain at \$1.3 billion and \$70.0 million respectively. The net retained amount of \$70.0 million represents approximately 5.3% of our capital. For the purpose of capital management, we define capital as shareholders' equity excluding AOCI.

The recent event in Fort McMurray required the use of our catastrophe reinsurance coverage. Premiums will be paid to our reinsurers to the extent necessary, to fully reinstate the coverage. Furthermore, additional reinstatement coverage has been purchased for layers of our catastrophe program we expect to be impacted by the event. These actions will put us in materially the same position we were in, with regards to catastrophe coverage, immediately before the Fort McMurray fires took place.

INTERNAL CONTROL OVER FINANCIAL REPORTING

Management is responsible for maintaining adequate internal control over financial reporting to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with IFRS.

No changes were made to our internal control over financial reporting during the second quarter of 2016 that have materially affected, or are reasonably likely to materially affect, our internal control over financial reporting.

OTHER ACCOUNTING MATTERS

ACCOUNTING POLICIES

The unaudited condensed consolidated interim financial statements have been prepared in accordance with IFRS as issued by the IASB applicable to the preparation of interim financial statements, including IAS 34, "Interim Financial Reporting". The unaudited condensed consolidated interim financial statements should be read in conjunction with our 2015 Annual Report.

The accounting policies used in our second quarter unaudited condensed consolidated interim financial statements are consistent with those applied in our audited consolidated financial statements for the year ended December 31, 2015. IFRS future accounting pronouncements, as well as their estimated impact, are described in Note 4 of our audited consolidated financial statements for the year ended December 31, 2015.

CRITICAL ACCOUNTING ESTIMATES AND ASSUMPTIONS

The preparation of our unaudited condensed consolidated interim financial statements requires management to make estimates and assumptions that affect the reported amounts of assets, liabilities, the disclosure of contingent assets and liabilities as of the date of the financial statement and the reported amounts of revenues and expenses during the period. The preparation of our unaudited condensed consolidated interim financial statements also requires management to exercise its judgment in the process of applying our accounting policies. The areas involving a higher degree of judgment or complexity, or areas where assumptions and estimates are significant to the consolidated financial statements, are disclosed in the 2015 Annual Report within the notes for the respective account balances.

The estimates used for the unaudited condensed consolidated interim financial statements for the period ended June 30, 2016, are consistent with those used in the 2015 Annual Report. As discussed in our 2015 Annual Report, we make estimates for the amount of unpaid claims and timing of future claims based on assumptions that reflect the expected set of economic conditions and planned course of actions. Uncertainty exists on reported claims in that all information may not be available at the reporting date. In

addition claims may not be reported to us immediately; therefore, estimates are made as to the cost of the claims incurred but not yet reported, a value which can take years to determine.

For further information, please refer to our 2015 Annual Report and the notes to our unaudited condensed consolidated interim financial statements for the quarter ended June 30, 2016.

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