

Amended and Restated Form A Statement Regarding the Acquisition of Control of or Merger with a Domestic Insurer with respect to the Proposed Acquisition of Control of Prudential Retirement Insurance and Annuity Company

Table of Contents

<u>ITEM</u>	<u>TAB</u>
Amended and Restated Form A Statement Regarding the Acquisition of Control of or Merger with a Domestic Insurer	Form A Statement
Blackline Comparison to August 17, 2021 Form A	Blackline
<u>Exhibit A:</u> Master Transaction Agreement	A
<u>Exhibit A-1:</u> Exhibits and Schedules to Master Transaction Agreement	A-1
<u>Exhibit B-1:</u> Abbreviated Pre-Acquisition Organizational Chart of the Applicants*	B-1
<u>Exhibit B-2:</u> Organizational Chart of the Empower Retirement Group*	B-2
<u>Exhibit B-3:</u> Schedule Y to September 30, 2021 Quarterly Statutory Statement of GWL&A	B-3
<u>Exhibit B-4:</u> Pre-Acquisition Organizational Chart of the Domestic Insurer*	B-4
<u>Exhibit B-5:</u> Abbreviated Post-Acquisition Organizational Chart of the Applicants*	B-5
<u>Exhibit C-1:</u> List of Current Executive Officers and Directors of the Applicants*	C-1
<u>Exhibit C-2:</u> NAIC Biographical Affidavits for the Current Executive Officers and Directors of the Applicants and Proposed Executive Officers and Directors of the Domestic Insurer**	C-2
<u>Exhibit D:</u> Lifeco Guarantee Agreement*	D
<u>Exhibit E:</u> Plans of Operations and Financial Projections for the Domestic Insurer*	E

<u>ITEM</u>	<u>TAB</u>
<u>Exhibit E-1:</u> Supplement to Plan of Operations for the Domestic Insurer	E-1
<u>Exhibit F-1:</u> Financial Statements of GWL&A***	F-1
<u>Exhibit F-2:</u> Financial Statements of GWL&A Financial***	F-2
<u>Exhibit F-3:</u> Financial Statements of Lifeco U.S.***	F-3
<u>Exhibit F-4:</u> Financial Statements of Great-West Financial (Nova Scotia) Co.*	F-4
<u>Exhibit F-5:</u> Financial Statements of Lifeco***	F-5
<u>Exhibit F-6:</u> Financial Statements of Power Financial****	F-6
<u>Exhibit F-7:</u> Financial Statements of Power Corporation****	F-7
<u>Exhibit F-8:</u> Financial Statements of Pansolo*	F-8
<u>Exhibit F-9:</u> Financial Statements of the Trust*	F-9
<u>Exhibit G:</u> List of Other Regulatory Filings*	G
<u>Exhibit H-1:</u> Financial Statements of the Domestic Insurer***	H-1
<u>Exhibit H-2:</u> Financial Statements of Prudential*	H-2
<u>Exhibit I:</u> Prospectus Supplement*	I
<u>Exhibit J:</u> Hart-Scott Rodino Filing	J

* Exhibit previously submitted to the Department as part of the Form A Statement Regarding the Acquisition of Control of or Merger with a Domestic Insurer dated August 17, 2021.

** Biographical affidavits for the current Directors and Executive Officers of the Applicants were previously submitted to the Department as part of the Form A Statement Regarding the Acquisition of Control of or Merger with a Domestic Insurer dated August 17, 2021, with the exception of Jerome Selitto and Michel Plessis-Bélair. Enclosed with this Amended and Restated Form A are biographical affidavits for those individuals as well as the following proposed Directors and Executive Officers of the Domestic Insurer: Harry Dalessio, Jonathan

Kreider, Mary Maiers, Tina Wilson, Christine Moritz, Vanessa Barker, and Ryan Logsdon. The remaining proposed Directors and Executive Officers of the Domestic Insurers are also current Directors or Executive Officers of the Applicants whose biographical affidavits have already been submitted.

*** The financial statements for this entity were previously submitted as part of the Form A Statement Regarding the Acquisition of Control of or Merger with a Domestic Insurer dated August 17, 2021, with the exception of the financial statement for the third quarter of 2021. Enclosed with this Amended and Restated Form A is the financial statement for the third quarter of 2021 for this entity.

**** The financial statements for this entity were submitted as part of the Form A Statement Regarding the Acquisition of Control of or Merger with a Domestic Insurer dated August 17, 2021, with the exception of the financial statement for the third quarter of 2021. The financial statement for the third quarter of 2021 for this entity will be submitted to the Department as soon as it is available.