

RELEASE

TSX:GWO

Readers are referred to the cautionary notes regarding Forward-Looking Information and Non-IFRS Financial Measures at the end of this release. All figures are expressed in Canadian dollars, except as noted.

Great-West Lifeco reports second quarter 2013 results

Winnipeg, July 31, 2013 ... Great-West Lifeco Inc. (Lifeco) has reported net earnings attributable to common shareholders of \$521 million for the three months ended June 30, 2013, an increase of 7% compared to \$488 million in the second quarter of 2012. On a per common share basis, this represents \$0.548 per common share for the three months ended June 30, 2013, compared to \$0.512 per common share for the same period in 2012.

For the six months ended June 30, 2013, net earnings attributable to common shareholders were \$1,038 million, compared to \$937 million a year ago. This represents \$1.092 per common share for the six months ended June 30, 2013, compared to \$0.986 per common share for the same period in 2012.

Highlights – Operating Results

- Consolidated assets under administration at June 30, 2013 were \$596 billion, up \$50 billion from December 31, 2012.
- Total Company premiums and deposits during the quarter were \$15.0 billion, up 14% from a year ago.
- Total Company sales in the second quarter of 2013 were up 30% from the same period in 2012, reflecting strong momentum and growth across all geographies:
 - Canada sales were \$2.5 billion, up 17% compared to the second quarter of 2012.
 - Great-West Financial sales were US\$2.5 billion, up 34% compared to the second quarter of 2012.
 - Europe Insurance & Annuities sales were \$889 million up 7% compared to the second quarter of 2012.
 - Putnam sales were US\$6.4 billion, up 36% compared to the second quarter of 2012.
- The Company maintained a strong ROE of 16.8% based on operating earnings and 15.6% based on net earnings.
- The Company's capital position remained very strong. The Great-West Life Assurance Company reported a Minimum Continuing Capital and Surplus Requirements (MCCSR) ratio of 233% at June 30, 2013. This includes the impact of capital activity in advance of the closing of the Irish Life Group Limited (Irish Life) acquisition which contributed approximately 15 points to the ratio.
- Credit experience remained benign with minimal impacts from credit downgrade and impairment activity.
- The Company declared a quarterly common dividend of \$0.3075 per common share payable September 30, 2013.

Highlights - Irish Life Acquisition

On July 18, 2013, the Company, through its wholly-owned subsidiary Canada Life Limited, completed its previously announced €1.3 billion acquisition of Irish Life. Coincident with the closing, Lifeco's 48,660,000 outstanding subscription receipts have been exchanged, on a one for one basis, for common shares of Great-West Lifeco Inc. The subscription receipt exchange increased the total number of outstanding common shares at July 18, 2013 to 1,000,450,840.

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OPERATING RESULTS

Consolidated net earnings for Lifeco comprise the net earnings of The Great-West Life Assurance Company (Great-West Life), Canada Life Financial Corporation (CLFC), London Life Insurance Company (London Life), Great-West Life & Annuity Insurance Company (Great-West Financial), and Putnam Investments, LLC (Putnam), together with Lifeco's corporate results.

CANADA

Net earnings attributable to common shareholders for the second quarter of 2013 were \$281 million compared to \$253 million in the second quarter of 2012. For the six months ended June 30, 2013 net earnings attributable to common shareholders were \$546 million compared to \$495 million for the same period in 2012.

Total sales in the second quarter of 2013 were \$2.5 billion, an increase of 17% compared to the second quarter of 2012. This increase was due to strong Wealth Management sales which were up 22% from a year ago, reflecting a 49% increase in sales of group retirement products. Wealth Management had positive net cash flow of \$162 million during the quarter. Individual Insurance and Group insurance sales were lower than a year ago by 11% and 24% respectively. Total sales for the six months ended June 30, 2013 were \$5.6 billion compared to \$4.8 billion in 2012.

Total Canada segment assets under administration at June 30, 2013 were \$142 billion, compared to \$138 billion at December 31, 2012.

UNITED STATES

Net earnings attributable to common shareholders for the second quarter of 2013 were \$73 million compared to \$85 million in the second quarter of 2012. Great-West Financial reported net earnings of \$87 million in the second quarter compared to \$90 million for the same period last year. Putnam reported a net loss of \$14 million in the second quarter compared to a net loss of \$5 million a year ago. For the six months ended June 30, 2013 net earnings attributable to common shareholders were \$144 million compared to \$159 million in 2012.

Great-West Financial sales in the second quarter of 2013 were US\$2.5 billion, up 34% compared to the second quarter of 2012 reflecting strong sales results in both the public/non-profit and 401(k) markets. Sales for the six months ended June 30, 2013 were US\$5.0 billion compared to US\$4.1 billion in 2012.

Putnam assets under management as at June 30, 2013 were US\$134 billion compared to US\$120 billion a year ago. Sales in the second quarter were US\$6.4 billion, up 36% from a year ago. In quarter redemptions of US\$6.8 billion resulted in net asset outflows of US\$0.4 billion compared to net outflows of US\$0.3 billion for the same period in 2012.

Total United States segment assets under administration at June 30, 2013 were \$378 billion compared to \$333 billion at December 31, 2012.

EUROPE

Net earnings attributable to common shareholders for the second quarter of 2013 were \$178 million compared to \$159 million in the second quarter of 2012. For the six months ended June 30, 2013 net earnings attributable to common shareholders were \$370 million compared to \$299 million for the same period in 2012.

Sales in Insurance & Annuities for the second quarter of 2013 were \$889 million, up 7% compared to \$828 million a year ago, reflecting higher payout annuity sales in the U.K. partly offset by lower wealth management single premiums in the U.K. Total sales for the six months ended June 30, 2013 were \$1.9 billion compared to \$1.6 billion in 2012.

Total Europe segment assets under administration at June 30, 2013 were \$76 billion, up slightly from \$75 billion at December 31, 2012.

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CORPORATE

Net earnings in the Lifeco corporate segment attributable to common shareholders were a net loss of \$11 million in the second quarter of 2013 compared to a net loss of \$9 million in the second quarter of 2012. For the six months ended June 30, 2013 net earnings attributable to common shareholders was a net loss of \$22 million compared to a net loss of \$16 million for the same period in 2012.

QUARTERLY DIVIDENDS

At its meeting today, the Board of Directors approved a quarterly dividend of \$0.3075 per share on the common shares of the Company payable September 30, 2013 to shareholders of record at the close of business August 30, 2013.

For purposes of the Income Tax Act (Canada), and any similar provincial legislation, the dividends referred to above are eligible dividends.

In addition, the Directors approved quarterly dividends on:

- Series F First Preferred Shares of \$0.36875 per share;
- Series G First Preferred Shares of \$0.3250 per share;
- Series H First Preferred Shares of \$0.30313 per share;
- Series I First Preferred Shares of \$0.28125 per share;
- Series J First Preferred Shares of \$0.3750 per share;
- Series L First Preferred Shares of \$0.353125 per share;
- Series M First Preferred Shares of \$0.36250 per share;
- Series N First Preferred Shares of \$0.228125 per share;
- Series P First Preferred Shares of \$0.3375 per share;
- Series Q First Preferred Shares of \$0.321875 per share; and
- Series R First Preferred Shares of \$0.3000 per share

all payable September 30, 2013 to shareholders of record at the close of business August 30, 2013.

GREAT-WEST LIFECO

Great-West Lifeco Inc. (TSX:GWO) is an international financial services holding company with interests in life insurance, health insurance, retirement and investment services, asset management and reinsurance businesses. Great-West Lifeco has operations in Canada, the United States, Europe and Asia through Great-West Life, London Life, Canada Life, Irish Life, Great-West Financial and Putnam Investments. Effective July 18, 2013 Irish Life is part of Great-West Lifeco's operations. Irish Life assets and earnings are not reflected in the second quarter financial results. Great-West Lifeco and its companies have \$596 billion in assets under administration and are members of the Power Financial Corporation group of companies.

Cautionary note regarding Forward-Looking Information

This release contains some forward-looking statements about the Company, including its business operations, strategy and expected financial performance and condition. Forward-looking statements include statements that are predictive in nature, depend upon or refer to future events or conditions, or include words such as "expects", "anticipates", "intends", "plans", "believes", "estimates" and similar expressions or negative versions thereof. In addition, any statement that may be made concerning future financial performance (including revenues, earnings or growth rates), ongoing business strategies or prospects, and possible future actions by the Company including statements made with respect to the expected benefits of acquisitions and divestitures are also forward-looking statements. Forward-looking statements are based on expectations and projections about future events that were current at the time of the statements and are inherently subject to, among other things, risks, uncertainties and assumptions about the Company, economic factors and the financial services industry generally, including the insurance and mutual fund industries. They are not guarantees of future performance, and actual events and results could differ materially from those expressed or implied by forward-looking statements due to, but not limited to, important factors such as sales levels, premium income, fee income, expense levels, mortality experience, morbidity experience, policy lapse rates and taxes, as well as general economic, political and market factors in North America and internationally, interest and foreign exchange rates, global equity and capital markets, business competition, technological change, changes in government regulations, changes in accounting policies and the effect of applying future accounting policy changes, unexpected judicial or regulatory proceedings, catastrophic events, and the Company's ability to complete strategic transactions and integrate acquisitions. The reader is cautioned that the foregoing list of important factors is not exhaustive, and there may be other factors, including factors set out under "Risk Management and Control Practices" in the Company's Annual Management's Discussion and Analysis and any listed in other filings with securities regulators, which are available for review at www.sedar.com. The reader is also cautioned to consider these and other factors carefully and to not place undue reliance on forward-looking statements. Other than as specifically required by applicable law, the Company has no intention to update any forward-looking statements whether as a result of new information, future events or otherwise.

Cautionary note regarding Non-IFRS Financial Measures

This release contains some non-IFRS financial measures. Terms by which non-IFRS financial measures are identified include but are not limited to "operating earnings", "constant currency basis", "premiums and deposits", "sales", and other similar expressions. Non-IFRS financial measures are used to provide management and investors with additional measures of performance. However, non-IFRS financial measures do not have standard meanings prescribed by IFRS and are not directly comparable to similar measures used by other companies. Please refer to the appropriate reconciliations of these non-IFRS financial measures to measures prescribed by IFRS.

Further information
Selected financial information is attached.

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Great-West Lifeco's second quarter conference call and audio webcast will be held August 1, 2013 at 10:00 a.m.(ET). The call and webcast can be accessed through www.greatwestlifeco.com or by phone at:

- Participants in the Toronto area: 416-340-8061
- Participants from North America: 1-866-225-0198
- Participants from Overseas: Dial international access code first, then 800-6578-9898

A replay of the call will be available from August 1 to 8, 2013, and can be accessed by calling 1-800-408-3053 or 905-694-9451 in Toronto (passcode: 8898149#). The archived webcast will be available on www.greatwestlifeco.com from August 1, 2013 until August 2, 2014.

Additional information relating to Lifeco, including the most recent interim unaudited condensed consolidated financial statements, interim Management's Discussion and Analysis (MD&A), and CEO/CFO certificates will be filed on SEDAR at www.sedar.com.

For more information contact:

Marlene Klassen, APR Assistant Vice-President, Communication Services 204-946-7705



FINANCIAL HIGHLIGHTS (unaudited)

(in Canadian \$ millions except per share amounts)

		As at or f	the three mon		For the six months ended				
	June 30 March 31 2013 2013		June 30 2012 ⁽²⁾		June 30 2013		June 30 2012 ⁽²⁾		
Premiums and deposits:									
Life insurance, guaranteed annuities									
and insured health products Self-funded premium equivalents	\$	4,332	\$	4,580	\$ 4,524	\$	8,912	\$	9,053
(Administrative services only									
contracts)		654		644	673		1,298		1,358
Segregated funds deposits:									
Individual products		1,431		1,768	1,436		3,199		2,995
Group products		1,900		2,006	1,595		3,906		3,365
Proprietary mutual funds and institutional deposits		6,677		7,642	4,898		14,319		10,837
Total premiums and deposits		14,994		16,640	13,126		31,634		27,608
Fee and other income		811		778	734		1,589		1,458
Paid or credited to policyholders ⁽¹⁾		1,321		5,215	5,979		6,536		10,722
Net earnings - common shareholders ⁽²⁾		521		517	488		1,038		937
Per common share									
Basic earnings ⁽²⁾	\$	0.548	\$	0.544	\$ 0.512	\$	1.092	\$	0.986
Dividends paid		0.3075		0.3075	0.3075		0.615		0.615
Book value ⁽²⁾		13.48		12.87	12.42				
Return on common shareholders' equ	uity:								
Net operating earnings ⁽²⁾		16.8%		16.8%	16.0%				
Net earnings ⁽²⁾		15.6%		15.7%	17.1%				
Total assets ⁽²⁾	\$	264,158	\$	261,338	\$ 245,232				
Proprietary mutual funds and									
institutional net assets		149,273		146,031	129,028	_			
Total assets under management ⁽²⁾		413,431		407,369	374,260				
Other assets under administration		182,305		174,487	149,258				
Total assets under administration ⁽²⁾	\$	595,736	\$	581,856	\$ 523,518	=			
Total equity ⁽²⁾	\$	17,843	\$	17,268	\$ 16,121	=			

The Company uses operating earnings, a non-International Financial Reporting Standards financial measure, which excludes the impact of certain litigation provisions described in note 30 to the Company's December 31, 2012 consolidated financial statements.

⁽¹⁾ Paid or credited to policyholders includes the impact of changes in fair values of assets supporting liabilities.

⁽²⁾ Comparative figures, where impacted, have been restated for the retrospective impact of new and revised International Financial Reporting Standards effective during 2013 most notably IAS 19R, *Employee Benefits*.



CONSOLIDATED STATEMENTS OF EARNINGS (unaudited)

(in Canadian \$ millions except per share amounts)

		For the th	ree months e	nded l	For the six mor	ths ended		
	Ju	ıne 30	March 31	June 30	June 30	June 30		
		2013	2013	2012	2013	2012		
Income								
Premium income								
Gross premiums written	\$	5,113 \$	5,319 \$	5,233 \$	10,432 \$	10,431		
Ceded premiums	•	(781)	(739)	(709)	(1,520)	(1,378)		
Total net premiums		4,332	4,580	4,524	8,912	9,053		
Net investment income		.,002	.,000	.,:	0,0 :-	0,000		
Regular net investment income		1,401	1,362	1,433	2,763	2,876		
Changes in fair value through profit or		-,	-,	,,,,,,	_,	_, -,		
loss		(3,200)	465	1,106	(2,735)	910		
Total net investment income		(1,799)	1,827	2,539	28	3,786		
Fee and other income		811	778	734	1,589	1,458		
		3,344	7,185	7,797	10,529	14,297		
Benefits and expenses			,	, -				
Policyholder benefits								
Insurance and investment contracts								
Gross		3,967	4,755	4,311	8,722	8,917		
Ceded		(362)	(374)	(367)	(736)	(754)		
Total net policyholder benefits		3,605	4,381	3,944	7,986	8,163		
Policyholder dividends and experience								
refunds		363	367	367	730	731		
Changes in insurance and investment								
contract liabilities		(2,647)	467	1,668	(2,180)	1,828		
Total paid or credited to policyholders		1,321	5,215	5,979	6,536	10,722		
Commissions		443	432	415	875	825		
Operating and administrative expenses		704	674	642	1,378	1,285		
Premium taxes		72	74	72	146	144		
Financing charges		74	67	77	141	153		
Amortization of finite life intangible assets		29	27	28	56	54		
Earnings before income taxes		701	696	584	1,397	1,114		
Income taxes		128	128	70	256	126		
Net earnings before non-controlling								
interests		573	568	514	1,141	988		
Attributable to non-controlling interests		20	18	(2)	38	(2)		
Net earnings		553	550	516	1,103	990		
Preferred share dividends		32	33	28	65	53		
Net earnings - common shareholders	\$	521 \$	517 \$	488 \$	1,038 \$	937		
Earnings per common share								
Basic	\$	0.548 \$	0.544 \$	0.512 \$	1.092 \$	0.986		
Diluted	<u>\$</u>	0.547 \$	0.544 \$	0.509 \$		0.980		
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CONSOLIDATED BALANCE SHEETS (unaudited) (in Canadian \$ millions)

		June 30 2013	De	ecember 31 2012		January 1 2012
Assets Cash and cash equivalents	\$	2,788	\$	1,895	\$	2,056
Bonds Mortgage loans		85,566 18,482		82,581 17,875		78,355 17,432
Stocks		7,278		7,051		6,656
Investment properties		3,566		3,572		3,249
Loans to policyholders		7,281		7,082		7,162
		124,961		120,056		114,910
Funds held by ceding insurers		9,640		10,537		9,923
Goodwill		5,404		5,397		5,401
Intangible assets		3,204		3,115		3,154
Derivative financial instruments		640		997		968
Owner occupied properties		525		514		491
Fixed assets		159		154		137
Reinsurance assets		2,204		2,064		2,061
Other assets		5,572		4,688		4,062
Deferred tax assets		1,208		1,142		1,163
Investments on account of segregated fund policyholders		110,641		104,948		96,582
Total assets	\$	264,158	\$	253,612	\$	238,852
Liabilities						
Insurance contract liabilities	\$	119,223	\$	119,919	\$	114,730
Investment contract liabilities		710		739		782
Debentures and other debt instruments		5,166		4,283		4,313
Funds held under reinsurance contracts		355		335		169
Derivative financial instruments		584		342		316
Other liabilities		6,828		5,163		4,600
Deferred tax liabilities		656		708		810
Repurchase agreements		1,989		-		23
Capital trust debentures		163		164		815
Investment and insurance contracts on account of segregated fund		440.044		404040		00.500
policyholders		110,641		104,948		96,582
Total liabilities		246,315		236,601		223,140
Equity						
Non-controlling interests		0.400		0.454		0.407
Participating account surplus in subsidiaries		2,466		2,451		2,187
Non-controlling interests in subsidiaries		6		5		3
Shareholders' equity						
Share capital Preferred shares		0 544		0 5 4 4		4 004
		2,544		2,544		1,894
Common shares		5,878 7.488		5,848 7,035		5,828 6,417
Accumulated surplus Accumulated other comprehensive loss		7,488 (597)		(932)		(675)
Contributed surplus		(5 <i>91)</i> 58		(932)		(675) 58
Total equity	_	17,843		17,011		15,712
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Total liabilities and equity	Þ	264,158	Ф	253,612	Ф	238,852



Segmented Information (unaudited)

Consolidated Net Earnings For the three months ended June 30, 2013

,				Jnited			Lifeco	
	C	anada	5	States	E	Europe	Corporate	Total
Income: Premium income	\$	2,469	\$	700	\$	1,163	\$ -	\$ 4,332
Net investment income Regular net investment income		620		342		436	3	1,401
Changes in fair value through profit or loss		(1,276)		(501)		(1,423)	-	(3,200)
Total net investment income Fee and other income		(656) 295		(159) 343		(987) 173	3 -	(1,799) 811
Total income		2,108		884		349	3	3,344
Benefits and expenses:								
Paid or credited to policyholders		1,053		366		(98)	-	1,321
Other		645		373		194	7	1,219
Financing charges Amortization of finite life intangible assets		28 13		34 13		5 3	7 -	74 29
Earnings before income taxes		369		98		245	(11)	701
Income taxes		67		20		44	(3)	128
Net earnings before non-controlling interests		302		78		201	(8)	573
Non-controlling interests		19		1		-	-	20
Net earnings		283		77		201	(8)	553
Preferred share dividends		27		-		5	-	32
Net earnings before capital allocation		256		77		196	(8)	521
Impact of capital allocation		25		(4)		(18)	(3)	
Net earnings - common shareholders	\$	281	\$	73	\$	178	\$ (11)	\$ 521



	United								
	C	anada	,	States	Eu	rope	Corporate		Total
Income:									
Premium income Net investment income	\$	2,351	\$	706	\$	1,467	\$	-	\$ 4,524
Regular net investment income		626		327		477		3	1,433
Changes in fair value through profit or loss		412		177		517		-	1,106
Total net investment income		1,038		504		994		3	2,539
Fee and other income		270		306		158		-	734
Total income		3,659		1,516		2,619		3	7,797
Benefits and expenses:									
Paid or credited to policyholders		2,681		1,025		2,273		-	5,979
Other		638		335		150		6	1,129
Financing charges		39		34		4		-	77
Amortization of finite life intangible assets		11		14		3		-	28
Earnings before income taxes		290		108		189		(3)	584
Income taxes		42		21		7		-	70
Net earnings before non-controlling									
interests		248		87		182		(3)	514
Non-controlling interests		(4)		(2)		4		-	(2)
Net earnings		252		89		178		(3)	516
Preferred share dividends		19		-		5		4	28
Net earnings before capital allocation		233		89		173		(7)	488
Impact of capital allocation		20		(4)		(14)		(2)	
Net earnings - common shareholders	\$	253	\$	85	\$	159	\$	(9)	\$ 488



For the six months ended June 30, 2013	(Canada	United States	Europe	 feco oorate	Total
Income:						
Premium income Net investment income	\$	4,984	\$ 1,329	\$ 2,599	\$ -	\$ 8,912
Regular net investment income		1,239	665	863	(4)	2,763
Changes in fair value through profit or loss		(1,220)	(507)	(1,008)	`-	(2,735)
Total net investment income		19	158	(145)	(4)	28
Fee and other income		584	674	331	•	1,589
Total income		5,587	2,161	2,785	(4)	10,529
Benefits and expenses:						
Paid or credited to policyholders		3,509	1,126	1,901	-	6,536
Other		1,278	745	366	10	2,399
Financing charges		57	68	9	7	141
Amortization of finite life intangible assets		25	26	5	-	56
Earnings before income taxes		718	196	504	(21)	1,397
Income taxes		134	40	87	(5)	256
Net earnings before non-controlling						

584

34

550

54

496

50

546 \$

156

152

152

(8)

144 \$

4

417

417

11

406

(36)

370 \$

(16)

(16)

(16)

(6) (22) \$ 1,141

1,103

1,038

1,038

38

65

interests

Net earnings

Non-controlling interests

Preferred share dividends

Impact of capital allocation

Net earnings before capital allocation

Net earnings - common shareholders



For the six months ended June 30, 2012	0		United	_		Lifeco	Tatal
Income:		anada	States		urope	Corporate	Total
Premium income Net investment income	\$	4,716	\$ 1,527	\$	2,810	\$ -	\$ 9,053
Regular net investment income		1,284	651		940	1	2,876
Changes in fair value through profit or loss		262	198		450	-	910
Total net investment income		1,546	849		1,390	1	3,786
Fee and other income		547	608		303	-	1,458
Total income		6,809	2,984		4,503	1	14,297
Benefits and expenses: Paid or credited to policyholders Other Financing charges Amortization of finite life intangible assets		4,866 1,286 77 22	2,028 666 67 27		3,828 292 9 5	- 10 - -	10,722 2,254 153 54
Earnings before income taxes		558	196		369	(9)	1,114
Income taxes		75	30		23	(2)	126
Net earnings before non-controlling interests		483	166		346	(7)	988
Non-controlling interests		(10)	-		8	-	(2)
Net earnings		493	166		338	(7)	990
Preferred share dividends		37	-		11	5	53
Net earnings before capital allocation		456	166		327	(12)	937
Impact of capital allocation		39	(7)		(28)	(4)	

495 \$

159 \$

299 \$

(16) \$

937

Net earnings - common shareholders