GREAT-WEST LIFECOINC.

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 first quarter 2018 net earnings of \$731 million, up 24% from the first quarter of 2017

Toronto, May 3, 2018 ... Great-West Lifeco Inc. (Lifeco or the Company) today announced net earnings attributable to common shareholders of \$731 million or \$0.740 per common share for the first quarter of 2018 compared to \$591 million or \$0.598 per common share for the same quarter last year. Excluding 2017 restructuring costs, Lifeco's net earnings in the first quarter of 2017 were \$619 million. Net earnings in the first quarter of \$731 million increased \$112 million or 18% compared to adjusted net earnings of \$619 million in the prior year driven by strong underlying business performance in all geographic segments.

"Great-West Lifeco delivered strong first quarter results reflecting healthy sales growth and disciplined expense management", said Paul Mahon, President and CEO, Great-West Lifeco. "The Company maintained its strong capital position after transitioning to the new regulatory capital regime in Canada and continued to advance its growth agenda with tuck-in acquisitions and investments in technology and innovation across the organization."

Highlights – In Quarter

Sales of \$34.6 billion up 7%

• Sales for the first quarter of 2018 were \$34.6 billion, up 7% from the first quarter of 2017, with strong sales in each of the segments.

Fee and other income of \$1.4 billion up 6%

• Fee and other income was \$1.4 billion, up 6% from the first quarter of 2017, driven by market performance, particularly in the U.S., and business growth in all the segments.

Capital strength and financial flexibility maintained

- During the first quarter of 2018, the Company's major Canadian operating subsidiaries adopted the Office of the Superintendent of Financial Institutions' (OSFI) new capital adequacy measurement called the Life Insurance Capital Adequacy Test (LICAT). The Great-West Life Assurance Company reported a LICAT ratio of 130% at March 31, 2018 which is above the Company's target range of 110% to 120% for its major Canadian operating subsidiaries.
- Lifeco declared a quarterly common dividend of \$0.3890 per common share payable June 29, 2018.
- Adjusted Return on Equity (ROE) for the first quarter of 2018 was 13.8% compared to adjusted ROE of 13.9% a year ago. The adjusted ROE excludes the impact of U.S. tax reform, a net charge on the sale of an equity investment and restructuring costs included in the prior year results.
- Consolidated assets under administration at March 31, 2018 were approximately \$1.4 trillion, a 3% increase from December 31, 2017.

Completed offering of \$500 million of debentures and redeemed \$200 million debentures

- On February 28, 2018, the Company issued \$500 million of debentures maturing February 28, 2028. The debentures were issued at par with an annual interest rate of 3.337% payable semi-annually.
- The Company redeemed its 6.14% \$200 million debenture notes at their principal amount together with accrued interest upon their maturity on March 21, 2018.

\$500 million subordinated debt redemption announced

On April 26, 2018, Great-West Lifeco Finance (Delaware) LP II, a subsidiary of the Company, announced its intention to redeem all \$500 million principal amount of its 7.127% subordinated debentures due June 26, 2068 on June 26, 2018 at a redemption price equal to 100% of the principal amount of the debentures, plus any accrued interest up to but excluding the redemption date.

SEGMENTED OPERATING RESULTS

For reporting purposes, Lifeco's consolidated operating results are grouped into four reportable segments - Canada, United States, Europe and Lifeco Corporate - reflecting geographic lines as well as the management and corporate structure of the companies. For more information, please refer to the Company's 2018 first quarter Management's Discussion and Analysis (MD&A).

CANADA

- Q1 Canada segment net earnings up 24% Net earnings attributable to common shareholders for the first quarter of 2018 were \$316 million compared to \$255 million in the first quarter of 2017, an increase of 24%, reflecting expense reductions driven by the transformation program and strong Group Customer results.
- Canada advances business transformation The Canadian operations made progress on the previously announced targeted annual expense reductions of \$200 million pre-tax. As of March 31, 2018, the Company has achieved approximately \$137 million pre-tax in annualized expense reductions; approximately \$103 million related to the common shareholders' account and \$34 million related to the participating accounts.
- Acquisition of EverWest Real Estate Partners (EverWest) completed On February 2, 2018, the Company, through its wholly-owned subsidiary GWL Realty Advisors, acquired the business of EverWest, a U.S. based real estate advisor. While the revenue and net earnings from EverWest are not material, \$2.1 billion of real estate assets have been added to the Canada segment assets under administration portfolio. The acquisition provides both scale and organic growth opportunities to the Company.

UNITED STATES

- Q1 U.S. segment net earnings up 18% Net earnings attributable to common shareholders for the first quarter
 of 2018 were US\$59 million, up 18%, compared to adjusted net earnings of US\$50 million in the first quarter of
 2017, primarily due to continued growth at Empower Retirement and the benefit of a lower U.S. corporate tax
 rate.
- Fee and other income up 6% Fee and other income for the three months ended March 31, 2018 was US\$500 million compared to US\$470 million for the same quarter last year, an increase of 6%, due to growth in Empower Retirement participants and assets as well as higher investment management fees driven by higher average assets under management.
- **Putnam average assets up 10%** Putnam average assets under management for the three months ended March 31, 2018 were US\$173.6 billion compared to US\$157.4 billion for the same quarter last year, an increase of 10%, primarily due to the cumulative impact of positive markets over the twelve month period. Putnam ending assets under management at March 31, 2018 were US\$169.5 billion.
- **Putnam in top ten of Barron's Annual Best Fund Families ranking** In Barron's Annual Best Fund Families rankings of 2017, Putnam ranked in the top ten for the one-year, five-year and ten-year time periods as follows:
 - o Seventh (out of 58) for one-year
 - o Seventh (out of 53) for five-years
 - o Ninth (out of 49) for ten-years

EUROPE

- Q1 Europe segment net earnings up 12% Net earnings attributable to common shareholders for the first quarter of 2018 were \$344 million, up 12%, compared to adjusted net earnings of \$306 million in the first quarter of 2017, primarily driven by strong results in the U.K. payout annuity business.
- Acquisition of the U.K. financial services provider Retirement Advantage completed On January 2, 2018, the Company, through its wholly-owned subsidiary The Canada Life Group (U.K.) Limited, completed the acquisition of U.K. financial services provider Retirement Advantage. Retirement Advantage has over 32,000 pension and equity release customers and more than £2.1 billion of assets under management including a block of in-force annuities, with liabilities and supporting assets of approximately £1.5 billion (as of March 31, 2018).
- Acquisition of strategic holding in financial consultancy Invesco Limited (Ireland) announced On April 20, 2018, the Company announced that its wholly-owned subsidiary, Irish Life Group Limited, has reached an agreement to acquire a strategic holding in Invesco Ltd (Ireland), Ireland's largest Irish-owned independent financial consultancy firm. Invesco specializes in employee benefit consultancy and private wealth management and has €4.8 billion in assets under administration. The acquisition is subject to regulatory approval and customary closing conditions, and is expected to be completed in the third quarter of 2018.

QUARTERLY DIVIDENDS

At its meeting today, the Board of Directors approved a quarterly dividend of \$0.3890 per share on the common shares of Lifeco payable June 29, 2018 to shareholders of record at the close of business June 1, 2018.

First Preferred Shares	Record Date	Payment Date	Amount, per share
Series F	June 1, 2018	June 29, 2018	\$0.36875
Series G	June 1, 2018	June 29, 2018	\$0.3250
Series H	June 1, 2018	June 29, 2018	\$0.30313
Series I	June 1, 2018	June 29, 2018	\$0.28125
Series L	June 1, 2018	June 29, 2018	\$0.353125
Series M	June 1, 2018	June 29, 2018	\$0.3625
Series N	June 1, 2018	June 29, 2018	\$0.1360
Series O	June 1, 2018	June 29, 2018	\$0.154015
Series P	June 1, 2018	June 29, 2018	\$0.3375
Series Q	June 1, 2018	June 29, 2018	\$0.321875
Series R	June 1, 2018	June 29, 2018	\$0.3000
Series S	June 1, 2018	June 29, 2018	\$0.328125
Series T	June 1, 2018	June 29, 2018	\$0.321875

In addition, the Directors approved quarterly dividends on Lifeco's preferred shares, as follows:

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

Selected financial information is attached.

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.

Lifeco has operations in Canada, the United States and Europe through The Great-West Life Assurance Company (Great-West Life) and its operating subsidiaries, London Life Insurance Company (London Life) and The Canada Life Assurance Company (Canada Life); Great-West Life & Annuity Insurance Company (Great-West Financial) and Putnam Investments, LLC (Putnam). Lifeco and its companies have approximately \$1.4 trillion in consolidated assets under administration and are members of the Power Financial Corporation group of companies. To learn more, visit www.greatwestlifeco.com.

Basis of presentation

The consolidated financial statements of Lifeco have been prepared in accordance with International Financial Reporting Standards (IFRS) and are the basis for the figures presented in this release, unless otherwise noted.

Cautionary note regarding Forward-Looking Information

This release may contain forward-looking statements. 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 other similar expressions or negative versions thereof. These statements may include, without limitation, statements about the Company's operations, business, financial condition, expected 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. Forward-looking statements are based on expectations, forecasts, estimates, predictions, projections and conclusions 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 the reader is cautioned that actual events and results could differ materially from those expressed or implied by forward-looking statements. Material factors and assumptions that were applied in formulating the forward-looking information contained herein include the assumption that the business and economic conditions affecting the Company's operations will continue substantially in their current state, including, without limitation, with respect to customer behaviour, the Company's reputation, market prices for products provided, sales levels, premium income, fee income, expense levels, mortality experience, morbidity experience, policy lapse rates, reinsurance arrangements, liquidity requirements, capital requirements, credit ratings, taxes, inflation, interest and foreign exchange rates, investment values, hedging activities, global equity and capital markets, business competition and other general economic, political and market factors in North America and internationally. Many of these assumptions are based on factors and events that are not within the control of the Company and there is no assurance that they will prove to be correct. Other important factors and assumptions that could cause actual results to differ materially from those contained in forward-looking statements include customer responses to new products, impairments of goodwill and other intangible assets, the Company's ability to execute strategic plans and changes to strategic plans, technological changes, breaches or failure of information systems and security (including cyber attacks), payments required under investment products, changes in local and international laws and regulations, changes in accounting policies and the effect of applying future accounting policy changes, unexpected judicial or regulatory proceedings, catastrophic events, continuity and availability of personnel and third party service providers, the Company's ability to complete strategic transactions and integrate acquisitions and unplanned material changes to the Company's facilities, customer and employee relations or credit arrangements. The reader is cautioned that the foregoing list of assumptions and factors is not exhaustive, and there may be other factors listed in other filings with securities regulators, including factors set out in the Company's 2017 Annual MD&A under "Risk Management and Control Practices" and "Summary of Critical Accounting Estimates", which, along with other filings, is available for review at www.sedar.com. The reader is also cautioned to consider these and other factors, uncertainties and potential events carefully and not to place undue reliance on forward-looking statements. Other than as specifically required by applicable law, the Company does not intend to update any forward-looking statements whether as a result of new information, future events or otherwise.

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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", "adjusted net earnings", "constant currency basis", "premiums and deposits", "sales", "assets under management", "assets under administration" and other similar expressions. Non-IFRS financial measures are used to provide management and investors with additional measures of performance to help assess results where no comparable IFRS measure exists. 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. Refer to the appropriate reconciliations of these non-IFRS financial measures to measures prescribed by IFRS.

First Quarter Conference Call

Lifeco's first quarter conference call and audio webcast will be held May 3, 2018 at 3:30p.m. (ET). The call and webcast can be accessed through <u>www.greatwestlifeco.com</u> or by phone at:

- Participants in the Toronto area: 416-340-2218
- Participants from North America: 1-866-225-0198
- For International participants: Look up the dial-in information for your location at: <u>https://www.confsolutions.ca/ILT?oss=1P49R8662250198</u>

A replay of the call will be available from May 3, 2018 to May 10, 2018, and can be accessed by calling 1-800-408-3053 or 905-694-9451 in Toronto (passcode: 2153504#). The archived webcast will be available on www.greatwestlifeco.com from May 3, 2018 to May 2, 2019.

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

For more information:

Media Relations Contact: Tim Oracheski 204-946-8961 Email: media.relations@gwl.ca Investor Relations Contact: Deirdre Neary 416-552-3208 Email: <u>deirdre.neary@gwl.ca</u>



FINANCIAL HIGHLIGHTS (unaudited)

(in Canadian \$ millions except per share amounts)

	As at or for the three months ended					
		March 31 2018	D	December 31 2017		March 31 2017
Premiums and deposits:						
Net premium income (Life insurance, guaranteed annuities and insured health products)	\$	8,174	\$	8,494	\$	9,354
Policyholder deposits (segregated funds):						
Individual products		3,988		5,357		3,897
Group products		2,422		2,009		2,185
Self-funded premium equivalents (Administrative services only contracts) ⁽¹⁾		748		720		716
Proprietary mutual funds and institutional deposits ⁽¹⁾		17,794		16,065		17,386
Total premiums and deposits ⁽¹⁾⁽⁶⁾		33,126		32,645		33,538
Fee and other income ⁽⁶⁾		1,433		1,439		1,348
Net policyholder benefits, dividends and experience refunds		7,829		7,618		8,543
Earnings						
Net earnings - common shareholders	\$	731	\$	392	\$	591
Adjustments ⁽⁷⁾		_		342		28
Adjusted net earnings - common shareholders ⁽⁷⁾		731		734		619
Per common share						
Basic earnings		0.740		0.397		0.598
Adjusted basic earnings ⁽⁷⁾		0.740		0.742		0.627
Dividends paid		0.389		0.367		0.367
Book value		21.01		20.11		19.99
Return on common shareholders' equity ⁽²⁾						
Net earnings		11.4%	6	10.9%	6	13.6%
Adjusted net earnings ⁽⁷⁾		13.8%	6	13.4%	6 0	13.9%
Total assets ⁽⁵⁾	\$	432,651	\$	419,838	\$	405,406
Proprietary mutual funds and institutional net assets ⁽³⁾		285,843		278,954		270,121
Total assets under management ⁽³⁾		718,494		698,792		675,527
Other assets under administration ⁽⁴⁾		673,597		651,121		620,064
Total assets under administration	\$	1,392,091	\$	1,349,913	\$	1,295,591
Total equity	\$	26,435	\$	25,536	\$	25,372

(1) In addition to premiums and deposits reported in the financial statements, the Company includes premium equivalents on self-funded group insurance administrative services only (ASO) contracts and deposits on proprietary mutual funds and institutional accounts to calculate total premiums and deposits (a non-IFRS financial measure). This measure provides useful information as it is an indicator of top line growth.

(2) Return on common shareholders' equity is detailed within the "Capital Allocation Methodology" section of the Company's March 31, 2018 Management's Discussion and Analysis.

⁽³⁾ Total assets under management (a non-IFRS financial measure) provides an indicator of the size and volume of the overall business of the Company. Services provided in respect of assets under management include the selection of investments, the provision of investment advice and discretionary portfolio management on behalf of clients. This includes internally and externally managed funds where the Company has oversight of the investment policies.

(4) Other assets under administration (a non-IFRS financial measure) includes assets where the Company only provides administration services for which the Company earns fee and other income. These assets are beneficially owned by clients and the Company does not direct the investing activities. Services provided relating to assets under administration includes recordkeeping, safekeeping, collecting investment income, settling of transactions or other administrative services. Administrative services are an important aspect of the overall business of the Company and should be considered when comparing volume, size and trends.

⁽⁵⁾ Comparative figures have been reclassified as described in note 2 and note 34 to the Company's December 31, 2017 annual consolidated financial statements.
 ⁽⁶⁾ Comparative figures have been reclassified to reflect presentation adjustments relating to the adoption of IFRS 15, *Revenue from Contracts with Customers*, as described in the "International Financial Reporting Standards" section of the Company's March 31, 2018 Management's Discussion and Analysis and in note 2 to the Company's condensed consolidated interim unaudited financial statements for the period ended March 31, 2018.



(7) Adjusted net earnings attributable to common shareholders and adjusted net earnings per common share are non-IFRS measures of earnings performance. For the first quarter of 2018, adjustments were nil (the first quarter of 2017 included restructuring expenses of \$17 in the Europe segment and \$11 in the U.S. segment). The following adjustments were made in the fourth quarter of 2017:

			Seg	gment						
Fourth Quarter 2017 Adjustments:	Ca	nada		United States Europe			Total		EPS Impact	
Restructuring expenses	\$		\$	_	\$	4	\$	4	\$	0.004
Net charge on sale of equity investment		_		122		_		122		0.124
U.S. tax reform impact		19		251		(54)		216		0.218
Total Adjustments	\$	19	\$	373	\$	(50)	\$	342	\$	0.345



CONSOLIDATED STATEMENTS OF EARNINGS (unaudited)

(in Canadian \$ millions except per share amounts)

March 31 December 31 March 31 2018 2017 ⁽¹⁾ 2017 ⁽¹⁾ 2017 ⁽¹⁾ Income Fremium income \$ 9,293 \$ 9,672 \$ 10,473 Ceded premiums (1,119) (1,112) (1,119) Total net premiums 8,174 8,484 9,354 Net investment income 1,573 1,564 1,469 Changes in fair value through profit or loss (1,487) 1,415 735 Total net investment income 86 2,979 2,204 Fee and other income 1,433 1,439 1,348 9,693 12,912 12,906 12,912 12,906 Benefits and expenses 7,996 7,740 8,595 (610) Total net investment contract liabilities 7,371 7,184 7,985 7,996 7,340 5,862 Policyholder benefits 7,371 7,184 7,985 7,996 7,40 8,595 Policyholder dividends and experience refunds 1,237 1,237 1,237 1,231 1,319		For the three months ended					
Premium income \$ 9,293 \$ 9,672 \$ 10,473 Caded premiums (1,119) (1,178) (1,119) Total net premiums 8,174 8,494 9,354 9,672 \$ 10,473 Net investment income 8,174 8,494 9,354 9,672 \$ 10,473 Regular net investment income 1,573 1,564 1,449 9,537 Total net investment income 1,433 1,439 1,248 9,693 12,912 12,906 Benefits and expenses 9,693 12,912 12,906 12,906 Policyholder benefits 7,996 7,740 8,595 (625) (610) Total net policyholder benefits 7,371 7,184 7,985 7,986 Policyholder dividends and experience refunds 458 434 558 584 646 813 Changes in insurance and investment contract liabilities (1,049) 2,369 1,319 7,327 1,237 1,237 Total paid or credited to policyholders 594 646 813 646 813 Operating and administrative expenses 1,237 1,237 1,237 1,205 7,996 Premium taxes 11 115 123 1138 Financing charges 71 7 4 76 74 Amortization of finite life intangible assets and impairment reversal 49 29 45 37 Rest							
Gross premiums written \$ 9,293 \$ 9,672 \$ 10,473 Ceded premiums (1,119) (1,178) (1,119) (1,178) (1,119) Total net premiums 8,174 8,494 9,354 Net investment income 1,573 1,564 1,469 Changes in fair value through profit or loss (1,487) 1,415 735 Total net investment income 86 2,979 2,204 Fee and other income 1,433 1,438 1,433 1,348 Fee and other income 1,433 1,439 1,348 1,348 Gross 7,996 7,740 8,595 6,6100 1,717 1,418 7,986 Policyholder benefits 7,371 7,184 7,986 1,319 1,319 1,319 1,319 Total net policyholder dividends and experience refunds 6,780 9,987 9,862 1,327 1,205 Commissions 594 646 813 0perating and administrative expenses 121 115 123	Income						
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Total net premiums 8,174 8,494 9,354 Net investment income Regular net investment income 1,573 1,564 1,469 Changes in fair value through profit or loss 1,473 1,415 735 Total net investment income 86 2,979 2,204 Fee and other income 1,433 1,439 1,348 9,693 12,912 12,906 12,912 12,906 Benefits and expenses 9,693 12,912 12,906 Policyholder benefits 7,371 7,184 7,985 Ceded (625) (556) (610) Total net policyholder dividends and experience refunds 458 434 558 Changes in insurance and investment contract liabilities (1,049) 2,369 1,319 Total paid or credited to policyholders 6,780 9,987 9,862 Commissions 594 646 813 Operating and administrative expenses 1,21 115 123 Financing charges 71 74 76 Restructuring expenses 77 182 96	Gross premiums written	\$	9,293	\$ 9,672 \$	10,473		
Net investment income 1,573 1,564 1,469 Changes in fair value through profit or loss (1,487) 1,415 735 Total net investment income 86 2,979 2,204 Fee and other income 1,433 1,439 1,348 Fee and other income 1,433 1,439 1,348 Participation 9,693 12,912 12,906 Benefits and expenses 7,996 7,740 8,595 Ceded (625) (556) (610) Total net policyholder benefits 7,371 7,184 7,986 Policyholder dividends and experience refunds (1,049) 2,369 1,319 Total paid or credited to policyholders 6,780 9,987 9,862 Commissions 594 646 813 Operating and administrative expenses 1,237 1,237 1,237 Financing charges 71 74 76 Amortization of finite life intangible assets and impairment reversal 49 29 45 Restructuring expenses	Ceded premiums		(1,119)	(1,178)	(1,119)		
Regular net investment income 1,573 1,564 1,469 Changes in fair value through profit or loss (1,487) 1,415 735 Total net investment income 86 2,979 2,204 Fee and other income 1,433 1,439 1,348 9.693 12,912 12,906 Benefits and expenses 7,996 7,740 8,595 Ceded (625) (556) (610) Total net policyholder benefits 7,371 7,184 7,986 Policyholder dividends and experience refunds 458 434 558 Changes in insurance and investment contract liabilities (1,049) 2,369 1,319 Total paid or credited to policyholders 6,780 9,987 9,862 Commissions 594 646 813 Operating and administrative expenses 1,237 1,237 1,205 Premium taxes 121 115 123 Financing charges 71 74 76 Amortization of finite life intangible assets and impairment reversal 49 29 45 Restructuring expenses	Total net premiums		8,174	8,494	9,354		
Changes in fair value through profit or loss (1,467) 1,415 735 Total net investment income 86 2,979 2,204 Fee and other income 1,433 1,439 1,348 Fee and other income 1,433 1,439 1,348 Benefits and expenses 9,693 12,912 12,906 Benefits and expenses 7,996 7,740 8,595 Ceded (625) (556) (610) Total net policyholder benefits 7,371 7,184 7,985 Policyholder dividends and experience refunds 458 434 558 Changes in insurance and investment contract liabilities (1,049) 2,369 1,319 Total paid or credited to policyholders 594 646 813 Operating and administrative expenses 121 115 123 Financing charges 71 74 76 Amortization of finite life intangible assets and impairment reversal 49 29 45 Restructuring expenses - 5 37 Loss	Net investment income						
Bits Bits <th< td=""><td>Regular net investment income</td><td></td><td>1,573</td><td>1,564</td><td>1,469</td></th<>	Regular net investment income		1,573	1,564	1,469		
Fee and other income 1,433 1,439 1,348 9,693 12,912 12,906 Benefits and expenses 7,996 7,740 8,595 Policyholder benefits 7,371 7,184 7,985 Policyholder dividends and experience refunds 458 434 558 Changes in insurance and investment contract liabilities (1,049) 2,369 1,319 Total paid or credited to policyholders 6,780 9,987 9,862 Commissions 594 646 813 Operating and administrative expenses 1,237 1,237 1,237 Premium taxes 121 115 123 Financing charges 71 74 76 Amotization of finite life intangible assets and impairment reversal 49 29 45 Restructuring expenses - 5 37 Loss on assets held for sale - 202 - Earnings before non-controlling interests 764 435 649 Net earnings 764 425 622 Preferred share dividends 33 33	Changes in fair value through profit or loss		(1,487)	1,415	735		
Benefits and expenses 9,693 12,912 12,906 Policyholder benefits Gross 7,996 7,740 8,595 Ceded (625) (556) (610) Total net policyholder benefits 7,371 7,184 7,985 Policyholder dividends and experience refunds 458 434 558 Changes in insurance and investment contract liabilities (1,049) 2,369 1,319 Total paid or credited to policyholders 6,780 9,987 9,862 Commissions 594 646 813 Operating and administrative expenses 1,237 1,237 1,205 Premium taxes 121 115 123 Financing charges 71 74 76 Amortization of finite life intangible assets and impairment reversal 49 29 45 Restructuring expenses - 5 37 - Loss on assets held for sale - 202 - - Earnings before non-controlling interests 764 435 649 </td <td>Total net investment income</td> <td></td> <td>86</td> <td>2,979</td> <td>2,204</td>	Total net investment income		86	2,979	2,204		
Benefits and expensesPolicyholder benefitsGross7,996Ceded(625)(556)(610)Total net policyholder benefits7,371Policyholder dividends and experience refunds458Changes in insurance and investment contract liabilities(1,049)Total paid or credited to policyholders6,7809,9879,862Commissions594Operating and administrative expenses1,237Premium taxes121Tinancing charges71Restructuring expenses-Loss on assets held for sale-Earnings before non-controlling interests764Attributable to non-controlling interests764Attributable to non-controlling interests33Net earnings764425622Preferred share dividends33Net earnings per common share\$Basic\$0,740Basic\$Otage 1\$0.598	Fee and other income		1,433	1,439	1,348		
Policyholder benefits Gross 7,996 7,740 8,595 Ceded (625) (556) (610) Total net policyholder benefits 7,371 7,184 7,985 Policyholder dividends and experience refunds 458 434 558 Changes in insurance and investment contract liabilities (1,049) 2,369 1,319 Total paid or credited to policyholders 6,780 9,987 9,862 Commissions 594 646 813 Operating and administrative expenses 1,237 1,237 1,205 Premium taxes 121 115 123 Financing charges 71 74 76 Amortization of finite life intangible assets and impairment reversal 49 29 45 Restructuring expenses — 202 — Loss on assets held for sale — 202 — Earnings before non-controlling interests 764 435 649 Net earnings 764 435 6422 622 Preferred share dividends 33 33 331 31			9,693	12,912	12,906		
Gross 7,996 7,740 8,595 Ceded (625) (556) (610) Total net policyholder benefits 7,371 7,184 7,985 Policyholder dividends and experience refunds 458 434 558 Changes in insurance and investment contract liabilities (1,049) 2,369 1,319 Total paid or credited to policyholders 6,780 9,987 9,862 Commissions 594 646 813 Operating and administrative expenses 1,237 1,237 1,205 Premium taxes 121 115 123 Financing charges 71 74 76 Amortization of finite life intangible assets and impairment reversal 49 29 45 Restructuring expenses 5 37 Loss on assets held for sale 202 Earnings before non-controlling interests 764 435 649 Attributable to non-controlling interests 10 27 Net earnings 764 435 6422 Preferred share dividends 33 <td>Benefits and expenses</td> <td></td> <td></td> <td></td> <td></td>	Benefits and expenses						
Ceded (625) (556) (610) Total net policyholder benefits 7,371 7,184 7,985 Policyholder dividends and experience refunds 458 434 558 Changes in insurance and investment contract liabilities (1,049) 2,369 1,319 Total paid or credited to policyholders 6,780 9,987 9,862 Commissions 594 646 813 Operating and administrative expenses 1,237 1,237 1,205 Premium taxes 121 115 123 Financing charges 71 74 76 Amortization of finite life intangible assets and impairment reversal 49 29 45 Restructuring expenses - 5 37 Loss on assets held for sale - 202 - Earnings before non-controlling interests 764 435 649 Attributable to non-controlling interests - 10 27 Net earnings 764 425 622 Preferred share dividends	Policyholder benefits						
Total net policyholder benefits 7,371 7,184 7,985 Policyholder dividends and experience refunds 458 434 558 Changes in insurance and investment contract liabilities (1,049) 2,369 1,319 Total paid or credited to policyholders 6,780 9,987 9,862 Commissions 594 646 813 Operating and administrative expenses 1,237 1,237 1,205 Premium taxes 121 115 123 Financing charges 71 74 76 Amortization of finite life intangible assets and impairment reversal 49 29 45 Restructuring expenses 202 Loss on assets held for sale 202 Earnings before non-controlling interests 764 435 649 Attributable to non-controlling interests 10 27 Net earnings 764 425 622 Preferred share dividends 33 33 31 Net earnings - common share \$ 731 392 591 Ea	Gross		7,996	7,740	8,595		
Policyholder dividends and experience refunds 458 434 558 Changes in insurance and investment contract liabilities (1,049) 2,369 1,319 Total paid or credited to policyholders 6,780 9,987 9,862 Commissions 594 646 813 Operating and administrative expenses 1,237 1,237 1,205 Premium taxes 121 115 123 Financing charges 71 74 76 Amortization of finite life intangible assets and impairment reversal 49 29 45 Restructuring expenses 5 37 Loss on assets held for sale 202 Earnings before non-controlling interests 764 435 649 Attributable to non-controlling interests 10 27 Net earnings 764 425 622 Preferred share dividends 33 33 31 Net earnings - common share \$ 731 \$ 392 \$ 591 Earnings per common share \$ 0.740 \$ 0.3	Ceded		(625)	(556)	(610)		
Changes in insurance and investment contract liabilities (1,049) 2,369 1,319 Total paid or credited to policyholders 6,780 9,987 9,862 Commissions 594 646 813 Operating and administrative expenses 1,237 1,237 1,205 Premium taxes 121 115 123 Financing charges 71 74 76 Amortization of finite life intangible assets and impairment reversal 49 29 45 Restructuring expenses 5 37 Loss on assets held for sale 202 Earnings before income taxes 841 617 745 Income taxes 764 435 649 Attributable to non-controlling interests 10 27 Net earnings 764 425 622 Preferred share dividends 33 33 31 Net earnings - common shareholders \$ 731 \$ 392 \$ 591 Earnings per common share \$ 0.740 \$ 0.397 \$ 0.598	Total net policyholder benefits		7,371	7,184	7,985		
Total paid or credited to policyholders 6,780 9,987 9,862 Commissions 594 646 813 Operating and administrative expenses 1,237 1,237 1,205 Premium taxes 121 115 123 Financing charges 71 74 76 Amortization of finite life intangible assets and impairment reversal 49 29 45 Restructuring expenses - 5 37 Loss on assets held for sale - 202 - Earnings before income taxes 841 617 745 Income taxes 764 435 649 Attributable to non-controlling interests - 10 27 Net earnings 764 425 622 Preferred share dividends 33 33 31 Net earnings - common shareholders \$ 731 \$ 392 591 Earnings per common share \$ 0.397 \$ 0.598	Policyholder dividends and experience refunds		458	434	558		
Commissions 594 646 813 Operating and administrative expenses 1,237 1,237 1,205 Premium taxes 121 115 123 Financing charges 71 74 76 Amortization of finite life intangible assets and impairment reversal 49 29 45 Restructuring expenses 5 37 Loss on assets held for sale 202 Earnings before income taxes 77 182 96 Net earnings before non-controlling interests 764 435 649 Attributable to non-controlling interests 10 27 Net earnings 764 425 622 Preferred share dividends 33 33 31 Net earnings - common shareholders \$ 731 392 \$ 591 Earnings per common share \$ 0.740 \$ 0.397 \$ 0.598	Changes in insurance and investment contract liabilities		(1,049)	2,369	1,319		
Operating and administrative expenses 1,237 1,237 1,237 1,205 Premium taxes 121 115 123 Financing charges 71 74 76 Amortization of finite life intangible assets and impairment reversal 49 29 45 Restructuring expenses - 5 37 Loss on assets held for sale - 202 - Earnings before income taxes 841 617 745 Income taxes 777 182 96 Net earnings before non-controlling interests - 10 27 Net earnings - 10 27 Net earnings - 33 33 31 Net earnings - 33 33 31 Net earnings - 0.397 \$ 0.598 Earnings per common share \$ 0.740 0.397 \$ 0.598	Total paid or credited to policyholders		6,780	9,987	9,862		
Premium taxes 121 115 123 Financing charges 71 74 76 Amortization of finite life intangible assets and impairment reversal 49 29 45 Restructuring expenses 5 37 Loss on assets held for sale 202 Earnings before income taxes 841 617 745 Income taxes 77 182 96 Net earnings before non-controlling interests 764 435 649 Attributable to non-controlling interests 10 27 Net earnings 764 425 622 Preferred share dividends 33 33 31 Net earnings - common shareholders \$ 731 \$ 392 \$ 591 Earnings per common share \$ 0.397 \$ 0.598	Commissions		594	646	813		
Financing charges717476Amortization of finite life intangible assets and impairment reversal492945Restructuring expenses-537Loss on assets held for sale-202-Earnings before income taxes841617745Income taxes7718296Net earnings before non-controlling interests764435649Attributable to non-controlling interests-1027Net earnings764425622Preferred share dividends333331Net earnings - common share\$731\$392\$Basic\$0.740\$0.397\$0.598	Operating and administrative expenses		1,237	1,237	1,205		
Amortization of finite life intangible assets and impairment reversal492945Restructuring expenses-537Loss on assets held for sale-202-Earnings before income taxes841617745Income taxes7718296Net earnings before non-controlling interests764435649Attributable to non-controlling interests-1027Net earnings764425622Preferred share dividends333331Net earnings - common share\$0.740 \$0.397 \$0.598	Premium taxes		121	115	123		
Restructuring expenses - 5 37 Loss on assets held for sale - 202 - Earnings before income taxes 841 617 745 Income taxes 77 182 96 Net earnings before non-controlling interests 764 435 649 Attributable to non-controlling interests - 10 27 Net earnings 764 425 622 Preferred share dividends 33 33 31 Net earnings - common shareholders \$ 731 \$ 392 \$ 591 591 Earnings per common share \$ 0.740 \$ 0.397 \$ 0.598 0.598	Financing charges		71	74	76		
Loss on assets held for sale-202-Earnings before income taxes841617745Income taxes7718296Net earnings before non-controlling interests764435649Attributable to non-controlling interests-1027Net earnings764425622Preferred share dividends333331Net earnings - common shareholders\$ 731 \$ 392 \$ 591591Earnings per common share\$ 0.740 \$ 0.397 \$ 0.598	Amortization of finite life intangible assets and impairment reversal		49	29	45		
Earnings before income taxes 841 617 745 Income taxes 77 182 96 Net earnings before non-controlling interests 764 435 649 Attributable to non-controlling interests 10 27 Net earnings 764 425 622 Preferred share dividends 33 33 31 Net earnings - common shareholders \$ 731 \$ 392 \$ 591 591 Earnings per common share \$ 0.740 \$ 0.397 \$ 0.598	Restructuring expenses		_	5	37		
Income taxes7718296Net earnings before non-controlling interests764435649Attributable to non-controlling interests—1027Net earnings764425622Preferred share dividends333331Net earnings - common shareholders\$ 731 \$ 392 \$ 591Earnings per common share\$ 0.740 \$ 0.397 \$ 0.598	Loss on assets held for sale		—	202			
Net earnings before non-controlling interests764435649Attributable to non-controlling interests1027Net earnings764425622Preferred share dividends333331Net earnings - common shareholders\$ 731 \$ 392 \$ 591Earnings per common share\$ 0.740 \$ 0.397 \$ 0.598	Earnings before income taxes		841	617	745		
Attributable to non-controlling interests—1027Net earnings764425622Preferred share dividends333331Net earnings - common shareholders\$ 731 \$ 392 \$ 591Earnings per common share\$ 0.740 \$ 0.397 \$ 0.598	Income taxes		77	182	96		
Net earnings 764 425 622 Preferred share dividends 33 33 31 Net earnings - common shareholders \$ 731 \$ 392 \$ 591 Earnings per common share \$ 0.740 \$ 0.397 \$ 0.598	Net earnings before non-controlling interests		764	435	649		
Preferred share dividends333331Net earnings - common shareholders\$ 731 \$ 392 \$ 591Earnings per common share\$ 0.740 \$ 0.397 \$ 0.598	Attributable to non-controlling interests		_	10	27		
Net earnings - common shareholders \$ 731 \$ 392 \$ 591 Earnings per common share \$ 0.740 \$ 0.397 \$ 0.598	Net earnings		764	425	622		
Earnings per common share Basic \$ 0.740 \$ 0.397 \$ 0.598	Preferred share dividends		33	33	31		
Basic \$ 0.740 \$ 0.397 \$ 0.598	Net earnings - common shareholders	\$	731 \$	\$ 392 \$	591		
Basic \$ 0.740 \$ 0.397 \$ 0.598 Diluted \$ 0.739 \$ 0.396 \$ 0.597	Earnings per common share						
Diluted \$ 0.739 \$ 0.396 \$ 0.597	Basic	\$	0.740	<u>0.397</u> \$	0.598		
	Diluted	\$	0.739	§ 0.396 \$	0.597		

⁽¹⁾ Certain comparative figures have been reclassified as described in note 2 to the Company's March 31, 2018 condensed consolidated interim unaudited financial statements.



CONSOLIDATED BALANCE SHEETS (unaudited)

(in Canadian \$ millions)

-	March 31 2018	December 31 2017
Assets		
Cash and cash equivalents	\$ 3,595	, ,
Bonds	124,505	•
Mortgage loans	23,855	
Stocks	8,725	
Investment properties	5,217	
Loans to policyholders	8,408	8,280
	174,305	167,935
Assets held for sale	_	169
Funds held by ceding insurers	10,070	9,893
Goodwill	6,508	6,179
Intangible assets	3,794	
Derivative financial instruments	351	384
Owner occupied properties	718	706
Fixed assets	317	303
Other assets	2,622	
Premiums in course of collection, accounts and interest receivable	5,436	
Reinsurance assets	6,265	
Current income taxes	226	
Deferred tax assets	1,008	
Investments on account of segregated fund policyholders	221,031	217,357
	\$ 432,651	
iotal assets	३	\$ 419,838
Liabilities		
Insurance contract liabilities	\$ 165,648	\$ 159,524
Investment contract liabilities	1,777	1,841
Debentures and other debt instruments	5,925	5,617
Capital trust securities	160	160
Funds held under reinsurance contracts	1,452	373
Derivative financial instruments	1,499	
Accounts payable	3,208	
Other liabilities	3,787	
Current income taxes	520	
Deferred tax liabilities	1,209	
Investment and insurance contracts on account of segregated fund policyholders	221,031	217,357
Total liabilities	406,216	
Equity	400,210	004,002
Non-controlling interests	0 700	0 774
Participating account surplus in subsidiaries	2,763	
Non-controlling interests in subsidiaries	185	164
Shareholders' equity Share capital		
Preferred shares	2,714	2,714
Common shares	7,268	7,260
Accumulated surplus	12,311	12,098
Accumulated other comprehensive income	1,073	
Contributed surplus	121	143
Total equity	26,435	
• •	\$ 432,651	
		+ 110,000



Segmented Information (unaudited)

Consolidated Net Earnings

For the three months ended March 31, 2018

	Canada		United States	Europe	Lifeco Corporate	Total
Income						
Total net premiums	\$	3,151 \$	1,074 \$	5 3,949	\$ - \$	8,174
Net investment income						
Regular net investment income		612	441	517	3	1,573
Changes in fair value through profit or loss		(334)	(580)	(573)	—	(1,487)
Total net investment income (loss)		278	(139)	(56)	3	86
Fee and other income		438	631	364	—	1,433
		3,867	1,566	4,257	3	9,693
Benefits and expenses						
Paid or credited to policyholders		2,639	752	3,389	_	6,780
Other ⁽¹⁾		816	674	457	5	1,952
Financing charges		32	29	10	—	71
Amortization of finite life intangible assets		20	21	8	_	49
Earnings (loss) before income taxes		360	90	393	(2)	841
Income taxes		46	13	18	—	77
Net earnings (loss) before non-controlling interests		314	77	375	(2)	764
Non-controlling interests	_	_			—	_
Net earnings (loss)		314	77	375	(2)	764
Preferred share dividends		28		5	—	33
Net earnings (loss) before capital allocation		286	77	370	(2)	731
Impact of capital allocation		30	(2)	(26)	(2)	
Net earnings (loss) - common shareholders	\$	316 \$	75 \$	5 344	\$ (4) \$	731

⁽¹⁾ Includes commissions, operating and administrative expenses and premium taxes.



Segmented Information (unaudited) - Consolidated Net Earnings (cont'd)

For the three months ended March 31, 2017

	Ca	nada ⁽²⁾	United States ⁽²⁾		Europe	Lifeco Corpora	te	Total ⁽²⁾
Income								
Total net premiums	\$	3,284	\$ 1,229	\$	4,841	\$	— \$	9,354
Net investment income								
Regular net investment income (loss)		613	455		402		(1)	1,469
Changes in fair value through profit or loss		375	102		258			735
Total net investment income (loss)		988	557		660		(1)	2,204
Fee and other income		405	619		324			1,348
		4,677	2,405		5,825		(1)	12,906
Benefits and expenses								
Paid or credited to policyholders		3,245	1,552		5,065			9,862
Other ⁽¹⁾		1,035	711		386		9	2,141
Financing charges		30	34		12			76
Amortization of finite life intangible assets		17	21		7			45
Restructuring expenses			17		20			37
Earnings (loss) before income taxes		350	70		335	(10)	745
Income taxes (recovery)		65	11		23		(3)	96
Net earnings (loss) before non-controlling interests		285	59		312		(7)	649
Non-controlling interests		29	(1)	(1)		_	27
Net earnings (loss)		256	60		313		(7)	622
Preferred share dividends		26		•	5			31
Net earnings (loss) before capital allocation		230	60		308		(7)	591
Impact of capital allocation		25	(4)	(19)		(2)	
Net earnings (loss) - common shareholders	\$	255	\$ 56	\$	289	\$	(9) \$	591

(1)

Includes commissions, operating and administrative expenses and premium taxes. Certain comparative figures have been reclassified as described in note 2 to the Company's March 31, 2018 condensed consolidated interim (2) unaudited financial statements.