



YOUR OPTIONS

AS A DEFINITY FINANCIAL CORPORATION SHAREHOLDER

On November 23, 2021, Definity Insurance Company (“Definity Insurance”), formerly known as Economical Mutual Insurance Company, completed demutualization (“Demutualization”), which is the process of converting from a mutual company into a company with capital in the form of common shares.

Pursuant to the conversion plan (“Conversion Plan”), which set out the terms for the conversion of Definity Insurance, and in connection with the completion of Demutualization, Definity Financial Corporation (“Definity”) became the parent company of Definity Insurance. Immediately

following completion of Demutualization, Definity completed its initial public offering (“IPO”) and Definity’s common shares (“Common Shares”) began being traded on the Toronto Stock Exchange under the symbol “DFY.”

In accordance with the Conversion Plan, Definity has arranged for Computershare Investor Services Inc. (“Computershare” or the “Share Selling Agent”) to provide a service (the “Share Selling Service”) to assist eligible policyholders (“Eligible Policyholders”) who received Common Shares as part of Demutualization to sell their Common Shares.

As a shareholder of Definity, you have three options available to you in relation to your Common Shares:

- 1.** Leave your Common Shares in your Computershare shareholder account
- 2.** Sell your Common Shares through the Share Selling Service
- 3.** Transfer your Common Shares from your Computershare account to another securities brokerage account of yours and sell them through your own securities broker

If you decide to sell or transfer your Common Shares, contact Computershare using the information in this document.

Neither Definity nor Computershare will require, recommend, or advise you to sell Common Shares and Eligible Policyholders who wish to sell their Common Shares will not be required to do so through the Share Selling Service as described in this document.

1. Leave your Common Shares in your shareholder account

Your Common Shares are held under a book-entry Direct Registration System (DRS) administered by Definity's transfer agent, Computershare Trust Company of Canada. You can simply leave your Common Shares in your shareholder account and you can later sell or transfer them at any time. If you have inquiries about the decision to hold or sell your Common Shares, you may want to seek advice from a financial, tax, or other professional advisor.

2. Sell your Common Shares through the Share Selling Service

The Share Selling Service was set up specifically for Eligible Policyholders who received Common Shares as part of Demutualization. It facilitates the sale of Common Shares received in the demutualization, and any sale of Common Shares by way of the Share Selling Service is subject to a transaction fee payable to Computershare. You can't buy additional Common Shares for sale through Computershare. Common Shares that you may have purchased after Demutualization aren't eligible under the Share Selling Service. The Share Selling Service is only available to residents of Canada.

The Share Selling Service is available starting on May 23, 2022 and is expected to be in place until two years after Definity's IPO date. However, the Share Selling Service may be terminated by Definity in any jurisdiction prior to such date.

You're under no obligation to sell your Common Shares. Before deciding to sell your Common Shares, you may want to seek advice from a financial, tax, or other professional advisor. Neither Definity nor Computershare can help you with this decision.

If you want to sell Common Shares via the Share Selling Service, you may (i) call Computershare Toll Free at 1-866-529-4621 to request the sale by telephone, or (ii) complete the enclosed Share Sale Form and deliver it to Computershare by either mail or email. Please refer to the enclosed Share Statement and Share Sale Form for delivery instructions.

If the Common Shares are owned by more than one person, all shareholders are required to sign the form. If the form is executed by a person on behalf of an executor, administrator, trustee, guardian, corporation, partnership or association or is executed by any other person acting in a representative or fiduciary capacity, the signed form must be accompanied by satisfactory evidence of their proof of appointment and authority to act. Definity or Computershare, at their discretion, may require additional evidence of appointment or authority or additional documentation.

All requests for the sale of Common Shares are irrevocable. You can't cancel or change your request after you have made it.

How will your Common Shares be sold?

Computershare combines all properly completed shareholder requests and places a bulk selling order with an assisting dealer. The frequency of bulk selling orders depends on the number of requests to be processed and is subject to market conditions. The assisting dealer then sells the Common Shares on the Toronto Stock Exchange at the prevailing market price. The amount you receive from the sale of your Common Shares will correspond to the average price of all Common Shares sold through the Share Selling Service under the particular selling order, minus transaction fees.

The price of your Common Shares could decrease or increase at any time, and the value of your Common Shares could change significantly between the time of your request and the time your Common Shares are sold.

How much does it cost?

The transaction fee is currently a fixed fee of CAD \$50 plus CAD \$0.03 for each Common Share sold; this fee is subject to potential change in the future. The fee is deducted from your proceeds after your Common Shares have been sold. Computershare will mail you a cheque in Canadian dollars, issued jointly in the names of all registered shareholders. Definity is not subsidizing the costs of using the Share Selling Service.

3. Sell your Common Shares through your own securities broker

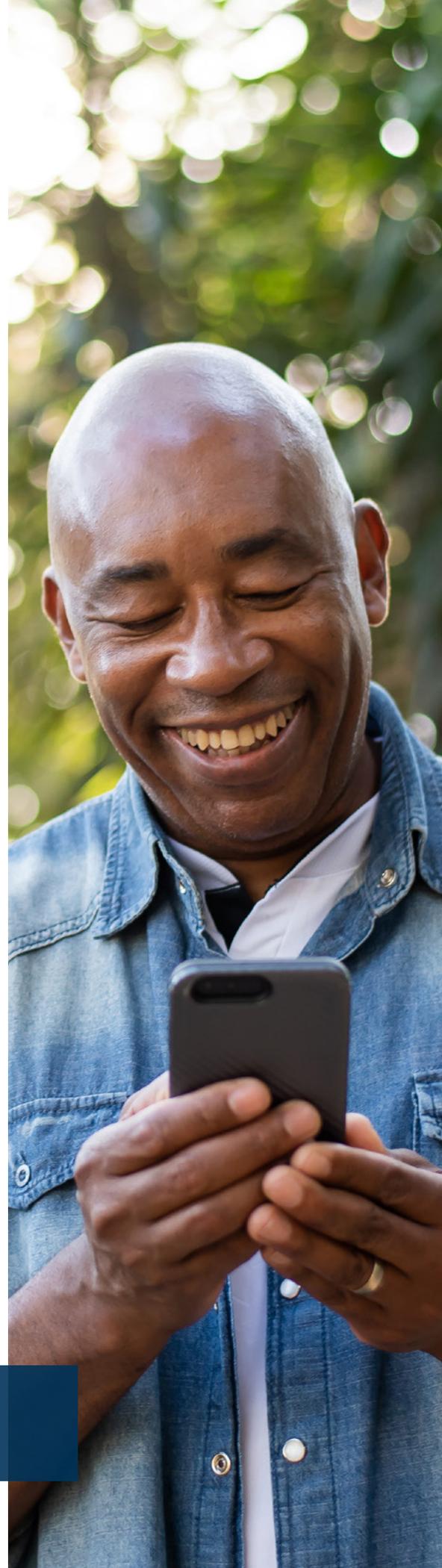
If you want to transfer your Common Shares into a securities brokerage account, you should deliver the enclosed Direct Registration Statement to your securities broker and request for them to deposit your Common Shares into your securities brokerage account. Your securities broker will arrange to transfer your Common Shares by setting up a Non-Certificated Issue (NCI) deposit through the CDSX clearing and settlement system. The enclosed personalized Share Statement contains all information required for your securities broker to setup a NCI deposit. Computershare will not charge you a fee to complete a share transfer to your securities brokerage account; however, you should contact your securities broker to inquire whether or not transaction fees will apply from them.

Agreement to other terms and conditions

The terms and conditions of the Share Selling Service are governed by and will be interpreted in accordance with the laws of the Province of Ontario and the laws of Canada applicable in Ontario.

By using the Share Selling Service to sell your Common Shares, you:

- a. acknowledge that you have no recourse against Definity, Computershare, or any broker, and their respective directors, officers, employees, representatives or agents, for any reason, including failure to sell your Common Shares;
- b. acknowledge that you cannot change or cancel a request to sell your Common Shares once made;
- c. acknowledge that none of Definity, Computershare, or the broker executing the sale of your Common Shares has provided you with any investment or tax advice concerning your decision to sell your Common Shares, or is obligated to provide any such advice;
- d. acknowledge that it is likely that your Common Shares will not be sold on the same day on which your request to sell your Common Shares is received by Computershare;
- e. if sales orders pooled are not executed in full on a trading day, the remainder will be sold as soon as reasonably practicable thereafter, and proceeds will be distributed on a weighted average basis for all Common Shares sold as part of the original pool;
- f. agree that Computershare may determine at any time whether any request to sell your Common Shares made in writing has been properly completed and constitutes a valid authorization to sell Common Shares under the Share Selling Service, and Computershare may also determine to accept an incomplete share sale request;



- g.** acknowledge that you are aware that the price of Common Shares can decrease or increase, and the value of your Common Shares could change significantly between the time you request the sale of your Common Shares and the time when the Common Shares are actually sold for you. You also acknowledge that, even if the share price changes significantly, your Common Shares will still be sold, unless Computershare does not place the sale request due to a cessation, suspension or disruption of trading in the Common Shares. Once any cessation, suspension or disruption has ceased, your Common Shares will be sold;
- h.** release, and acknowledge that you have no recourse against Definity, Computershare, or any broker, and their respective directors, officers, employees, representatives or agents, from and for any claims relating to the price at which your Common Shares were sold under the Share Selling Service or the timing of any sale of Common Shares;
- i.** acknowledge that all cheques, statements, and other documents, as well as notices sent to you under these terms and conditions will be sent to you by mail (or another method in Definity's discretion) at your own risk at the address in the records maintained by Computershare or Definity's transfer agent;
- j.** acknowledge that it is your responsibility to keep your address up to date with Computershare;
- k.** acknowledge that these terms and conditions may be amended at any time at the discretion of Definity and/or Computershare; and
- l.** acknowledge your understanding of the other aspects of the Share Selling Service as described in these terms and conditions.



If you have any questions about the Share Selling Service or the information contained in this document, please contact Computershare:

Computershare Investor Services Inc.

P.O. Box 7021

31 Adelaide Street East

Toronto, ON

M5C 3H2

Attention: Corporate Actions

Toll-free number: 1-866-529-4621

E-mail address: onlinedeposits@computershare.com