

**Zenith National Insurance Corp. and Subsidiaries**

**Consolidated Financial Statements**  
**as of June 30, 2022 and December 31, 2021 and for the three and six**  
**months ended June 30, 2022 and 2021**  
**(unaudited)**

# Zenith National Insurance Corp. and Subsidiaries

## Consolidated Financial Statements (unaudited)

### Table of Contents

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	<u>Page</u>
Consolidated Balance Sheets – June 30, 2022 and December 31, 2021	3
Consolidated Statements of Comprehensive Income (Loss) – Three and Six Months Ended June 30, 2022 and 2021	4
Consolidated Statements of Cash Flows – Six Months Ended June 30, 2022 and 2021	5
Consolidated Statements of Stockholders' Equity – Six Months Ended June 30, 2022 and 2021	7
Notes to Consolidated Financial Statements	8

**ZENITH NATIONAL INSURANCE CORP. AND SUBSIDIARIES**  
**CONSOLIDATED BALANCE SHEETS**  
**(UNAUDITED)**

(In thousands, except par value)	June 30, 2022	December 31, 2021
<b>Assets:</b>		
Investments:		
Fixed maturity securities, at fair value (amortized cost \$1,033,683 in 2022 and \$898,491 in 2021)	\$ 1,018,378	\$ 897,537
Equity securities, at fair value (cost \$324,939 in 2022 and \$261,116 in 2021)	341,905	348,776
Short-term investments, at fair value which approximates cost	5,617	188,687
Mortgage loans, at fair value which approximates cost	117,935	79,337
Other investments	161,230	155,664
Derivative assets, at fair value (cost \$14,057 in 2022 and \$13,225 in 2021)	2,415	3,214
<b>Total investments</b>	<b>1,647,480</b>	<b>1,673,215</b>
Cash	76,185	104,568
Accrued investment income	5,421	4,466
Premiums receivable	57,582	48,816
Earned but unbilled premium receivable	1,999	
Reinsurance recoverables	47,545	47,854
Deferred policy acquisition costs	21,073	17,543
Deferred tax asset	64,220	44,191
Operating lease right-of-use assets	24,965	25,107
Goodwill	20,985	20,985
Other assets	59,597	59,161
<b>Total assets</b>	<b>\$ 2,027,052</b>	<b>\$ 2,045,906</b>
<b>Liabilities:</b>		
Unpaid losses and loss adjustment expenses	\$ 1,045,995	\$ 1,049,076
Unearned premiums	127,129	105,236
Policyholders' dividends accrued	31,675	30,780
Long-term debt	38,325	38,310
Income tax payable	1,903	649
Operating lease liabilities	26,527	26,622
Derivative liabilities	381	380
Other liabilities	95,761	89,757
<b>Total liabilities</b>	<b>1,367,696</b>	<b>1,340,810</b>
Commitments and contingencies (see Note 10)		
<b>Stockholders' equity:</b>		
Common stock, \$1 par value, 40 authorized shares; 39 shares issued and outstanding	39	39
Additional paid-in capital	399,193	399,159
Retained earnings	269,108	314,948
Accumulated other comprehensive loss	(8,984)	(9,050)
<b>Total stockholders' equity</b>	<b>659,356</b>	<b>705,096</b>
<b>Total liabilities and stockholders' equity</b>	<b>\$ 2,027,052</b>	<b>\$ 2,045,906</b>

The accompanying notes are an integral part of these financial statements.

**ZENITH NATIONAL INSURANCE CORP. AND SUBSIDIARIES**  
**CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME (LOSS)**  
**(UNAUDITED)**

(In thousands)	Three Months Ended June 30,		Six Months Ended June 30,	
	2022	2021	2022	2021
<b>Revenues:</b>				
Net premiums earned	\$ 181,411	\$ 170,824	\$ 352,252	\$ 342,479
Net investment income	8,736	12,971	9,748	12,640
Net realized gains on investments	3,252	22,777	907	24,730
Change in net unrealized gains/losses on fair value option investments	(73,364)	22,887	(83,626)	78,779
Net gains on derivatives	212	3,100	305	18,429
Service fee income	1,894	1,369	3,460	2,814
<b>Total revenues</b>	<b>122,141</b>	<b>233,928</b>	<b>283,046</b>	<b>479,871</b>
<b>Expenses:</b>				
Losses and loss adjustment expenses incurred	98,916	92,165	192,807	175,810
Underwriting and other operating expenses:				
Policyholder acquisition costs	37,356	33,263	72,474	65,815
Underwriting and other costs	32,996	30,339	64,625	61,951
Policyholders' dividends	4,785	4,438	9,412	9,791
Interest expense	830	830	1,660	1,660
<b>Total expenses</b>	<b>174,883</b>	<b>161,035</b>	<b>340,978</b>	<b>315,027</b>
Income (loss) before tax	(52,742)	72,893	(57,932)	164,844
Income tax expense (benefit)	(11,024)	15,259	(12,092)	34,339
Decrease in valuation allowance		(17,500)		(29,500)
<b>Net income (loss)</b>	<b>\$ (41,718)</b>	<b>\$ 75,134</b>	<b>\$ (45,840)</b>	<b>\$ 160,005</b>
Change in unrealized gains/losses on investments, net of tax	(504)	1,094	(536)	1,721
Change in unrealized foreign currency translation adjustment, net of tax	548	(1,989)	602	(2,049)
<b>Other comprehensive income (loss)</b>	<b>44</b>	<b>(895)</b>	<b>66</b>	<b>(328)</b>
<b>Total comprehensive income (loss)</b>	<b>\$ (41,674)</b>	<b>\$ 74,239</b>	<b>\$ (45,774)</b>	<b>\$ 159,677</b>

The accompanying notes are an integral part of these financial statements.

**ZENITH NATIONAL INSURANCE CORP. AND SUBSIDIARIES**  
**CONSOLIDATED STATEMENTS OF CASH FLOWS**  
**(UNAUDITED)**

(In thousands)	Six Months Ended June 30,	
	2022	2021
<b>Cash flows from operating activities:</b>		
Premiums collected	\$ 375,373	\$ 345,967
Investment income received	9,614	13,858
Losses and loss adjustment expenses paid	(196,282)	(180,265)
Underwriting and other operating expenses paid	(149,239)	(138,450)
Interest paid	(1,646)	(1,646)
Income taxes paid	(6,701)	(11,417)
<b>Net cash provided by operating activities</b>	<b>31,119</b>	<b>28,047</b>
<b>Cash flows from investing activities:</b>		
Purchases of investments:		
Fixed maturity securities – fair value option	(827,160)	(869,813)
Equity securities – fair value option	(54,128)	
Corporate loan- affiliate	(5,000)	
Mortgage loans	(40,062)	(15,306)
Derivatives	(4,125)	
Other Investments	(416)	(3,853)
Proceeds from maturities and redemptions of investments:		
Fixed maturity securities – fair value option	177,923	814,191
Derivatives	64	
Proceeds from sales of investments:		
Fixed maturity securities – fair value option	506,400	4,926
Equity securities – fair value option	4,902	
Mortgage loan	1,815	
Other investments	3,308	2,469
Net decrease in short-term investments	180,569	76,466
Net derivative cash settlements	1,698	9,196
Capital expenditures and other	(1,167)	(716)
<b>Net cash provided by (used in) investing activities</b>	<b>(55,379)</b>	<b>17,560</b>
<b>Cash flows from financing activities:</b>		
Purchase of Fairfax shares for restricted stock awards	(4,123)	(888)
<b>Net cash used in financing activities</b>	<b>(4,123)</b>	<b>(888)</b>
Net increase (decrease) in cash	(28,383)	44,719
Cash at beginning of period	104,568	62,838
<b>Cash at end of period</b>	<b>\$ 76,185</b>	<b>\$ 107,557</b>

The accompanying notes are an integral part of these financial statements.

**ZENITH NATIONAL INSURANCE CORP. AND SUBSIDIARIES**  
**CONSOLIDATED STATEMENTS OF CASH FLOWS (CONTINUED)**  
**(UNAUDITED)**

(In thousands)	Six Months Ended June 30,	
	2022	2021
<b>Reconciliation of net income (loss) to net cash provided by operating activities:</b>		
Net income (loss)	\$ (45,840)	\$ 160,005
Adjustments to reconcile net income (loss) to net cash provided by operating activities:		
Depreciation expense	999	1,313
Net amortization expense	2,289	4,986
Net realized gains on investments	(907)	(24,730)
Change in net unrealized gains/losses on fair value option investments	83,626	(78,779)
Net gains on derivatives	(305)	(18,429)
Equity in earnings/losses of investee	(1,193)	2,730
Stock-based compensation expense	4,157	2,702
Decrease (increase) in:		
Accrued investment income	(955)	(5,534)
Premiums receivable	(12,551)	(27,748)
Reinsurance recoverables	309	1,051
Deferred policy acquisition costs	(3,530)	(3,220)
Net income taxes	(18,793)	(6,580)
Increase (decrease) in:		
Unpaid losses and loss adjustment expenses	(3,081)	(7,439)
Unearned premiums	21,893	20,827
Policyholders' dividends accrued	895	543
Accrued expenses	1,742	4,127
Prepaid policy and guarantee fund assessments	177	1,430
Other	2,187	792
<b>Net cash provided by operating activities</b>	<b>\$ 31,119</b>	<b>\$ 28,047</b>

The accompanying notes are an integral part of these financial statements.

**ZENITH NATIONAL INSURANCE CORP. AND SUBSIDIARIES**  
**CONSOLIDATED STATEMENTS OF STOCKHOLDERS' EQUITY**  
**(UNAUDITED)**

(In thousands)	Six Months Ended June 30,	
	2022	2021
<b>Common stock:</b>	\$ 39	\$ 39
<b>Additional paid-in capital:</b>		
Beginning of period	399,159	400,264
Stock-based compensation expense	4,157	2,702
Purchases of Fairfax shares for restricted stock awards	(4,123)	(888)
End of period	399,193	402,078
<b>Retained earnings:</b>		
Beginning of period	314,948	118,659
Net income (loss)	(45,840)	160,005
End of period	269,108	278,664
<b>Accumulated other comprehensive loss:</b>		
Beginning of period	(9,050)	(6,687)
Change in unrealized gains/losses on investments, net of tax	(536)	1,721
Change in unrealized foreign currency translation adjustments, net of tax	602	(2,049)
End of period	(8,984)	(7,015)
<b>Total stockholders' equity</b>	<b>\$ 659,356</b>	<b>\$ 673,766</b>

The accompanying notes are an integral part of these financial statements.

**ZENITH NATIONAL INSURANCE CORP. AND SUBSIDIARIES**  
**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS**  
**(UNAUDITED)**

**Note 1. Basis of Presentation and Accounting Policies**

***Basis of Presentation***

Zenith National Insurance Corp. (“Zenith National”) is a Delaware holding company, which is a wholly owned indirect subsidiary of Fairfax Financial Holdings Limited (“Fairfax”). Fairfax is a Canadian financial services holding company, whose common stock is publicly traded on the Toronto Stock Exchange, and is principally engaged in property and casualty insurance, reinsurance and associated investment management. Zenith National’s wholly owned subsidiaries (primarily Zenith Insurance Company (“Zenith Insurance”)), specialize in the workers’ compensation insurance business, nationally and, since 2010, in the property-casualty business for California agriculture. Unless otherwise indicated, all references to the “Company” refer to Zenith National together with its subsidiaries.

The accompanying unaudited Consolidated Financial Statements of the Company have been prepared in accordance with accounting principles generally accepted in the United States of America (“GAAP”) for interim financial information. Accordingly, they do not include all of the information and notes required by GAAP for complete financial statements. In the opinion of management, all adjustments (including normal, recurring adjustments) necessary for a fair presentation of the Company’s financial position and results of operations for the periods presented have been included. The results of operations for an interim period are not necessarily indicative of the results for an entire year. For further information, refer to the Audited Consolidated Financial Statements and Notes thereto of the Company for the year ended December 31, 2021.

The accompanying Consolidated Financial Statements differ from the financial information published by Fairfax in regard to the Company primarily due to differences between GAAP and International Financial Reporting Standards (“IFRS,” the reporting basis used by Fairfax), intercompany investment transactions and accounting adjustments recorded by Fairfax related to the acquisition of the Company.

***Recent Accounting Standards Not Yet Adopted***

***Fair Value Measurement of Equity Securities Subject to Contractual Sale Restrictions***

In June 2022, the FASB issued new guidance which clarifies the existing fair value measurement guidance, when measuring the fair value of an equity security subject to contractual restrictions that prohibit the sale of an equity security and introduces new disclosure requirements for equity securities subject to contractual sale restrictions that are measured at fair value. The new standard clarifies that a contractual restriction on the sale of an equity security should not be considered in measuring the fair value of the security and requires an entity holding equity securities with contractual sale restrictions to disclose the fair value of equity securities subject to contractual sale restrictions, the nature and remaining duration of the restrictions and the circumstances that could cause a lapse in the restrictions. The guidance is effective for annual periods beginning after December 15, 2023, and interim periods within those annual periods. Early adoption is permitted. The guidance is not expected to have a material impact on the Company’s consolidated financial position, results of operations or cash flows.

***Reclassifications***

Certain prior year amounts in the accompanying consolidated financial statements have been reclassified to conform to the current year presentation.



**ZENITH NATIONAL INSURANCE CORP. AND SUBSIDIARIES**  
**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS**  
**(UNAUDITED)**

**Subsequent Events**

The Company evaluated subsequent events through the date and time that the Consolidated Financial Statements were issued on August 5, 2022.

**Note 2. Investments**

The cost or amortized cost and fair value of investments recorded at fair value under the fair value option as of June 30, 2022, and December 31, 2021, were as follows:

(In thousands)	Cost or Amortized Cost	Gross Unrealized		Fair Value
		Gains	(Losses)	
<b>June 30, 2022</b>				
<b>Fair value option investments:</b>				
Fixed maturity securities:				
U.S. Government debt	\$ 989,205	\$ 35	\$ (12,696)	\$ 976,544
State and local government debt	10,091	92		10,183
Foreign government debt	15,841		(1,837)	14,004
Corporate debt	18,546	60	(959)	17,647
<b>Total fixed maturity securities</b>	<b>1,033,683</b>	<b>187</b>	<b>(15,492)</b>	<b>1,018,378</b>
Equity securities	324,939	57,826	(40,860)	341,905
Short-term investments	5,620		(3)	5,617
Mortgage loans	117,935			117,935
Other investments – cost-method partnerships	34,701	10,231	(2,201)	42,731
Other investments – affiliate corporate loans	14,323	396		14,719
Other investments – contingent consideration receivable	15,550	2,334		17,884
<b>Total fair value option investments</b>	<b>\$ 1,546,751</b>	<b>\$ 70,974</b>	<b>\$ (58,556)</b>	<b>\$ 1,559,169</b>
<b>December 31, 2021</b>				
<b>Fair value option investments:</b>				
Fixed maturity securities:				
U.S. Government debt	\$ 859,495		\$ (459)	\$ 859,036
State and local government debt	10,179	\$ 321		10,500
Foreign government debt	15,014		(1,416)	13,598
Corporate debt	13,803	600		14,403
<b>Total fixed maturity securities</b>	<b>898,491</b>	<b>921</b>	<b>(1,875)</b>	<b>897,537</b>
Equity securities	261,116	113,129	(25,469)	348,776
Short-term investments	188,689		(2)	188,687
Mortgage loans	79,337			79,337
Other investments – cost-method partnerships	35,790	9,195	(2,387)	42,598
Other investments – affiliate corporate loans	9,322	887		10,209
Other investments – contingent consideration receivable	17,038	1,645		18,683
<b>Total fair value option investments</b>	<b>\$ 1,489,783</b>	<b>\$ 125,777</b>	<b>\$ (29,733)</b>	<b>\$ 1,585,827</b>

**ZENITH NATIONAL INSURANCE CORP. AND SUBSIDIARIES**  
**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS**  
**(UNAUDITED)**

Fixed maturity securities, including short-term investments, by contractual maturity as of June 30, 2022, were as follows:

(In thousands)	Amortized Cost	Fair Value
Due in one year or less	\$ 185,951	\$ 185,143
Due after one year through five years	850,554	836,787
Due after ten years	2,798	2,065
<b>Total</b>	<b>\$ 1,039,303</b>	<b>\$ 1,023,995</b>

Expected maturities may differ from contractual maturities because borrowers may have the right to call or prepay obligations with or without call or prepayment penalties.

As of June 30, 2022, and December 31, 2021, total investments also included other investments detailed next and derivative contracts described in Note 3.

Other investments consisted of the following:

(In thousands)	June 30, 2022	December 31, 2021
Equity-method common stock (a)	\$ 85,896	\$ 84,174
Cost-method partnerships, at fair value (cost \$34,701 in 2022 and \$35,790 in 2021) (b)	42,731	42,598
Affiliate corporate loans, at fair value (amortized cost \$14,323 in 2022 and \$9,322 in 2021)	14,719	10,209
Contingent consideration receivable, at fair value (cost \$15,550 in 2022 and \$17,038 in 2021)	17,884	18,683
<b>Total other investments</b>	<b>\$ 161,230</b>	<b>\$ 155,664</b>

- (a) Investments in common stock accounted for under the equity-method are recorded at cost, adjusted for subsequent purchases, distributions, other-than-temporary impairments, if any, and the Company's share of the changes in the investee's net asset value ("NAV") since the initial acquisition.
- (b) Partnerships and limited liability company investments where the Company's ownership is minor, and the Company does not have significant operating or financial influence are recorded at fair value.

As of June 30, 2022, the Company had commitments to invest an additional \$10.1 million in partnerships and limited liability companies.

**ZENITH NATIONAL INSURANCE CORP. AND SUBSIDIARIES**  
**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS**  
**(UNAUDITED)**

Net realized gains on investments, excluding derivatives, were as follows:

(In thousands)	Three Months Ended June 30,		Six Months Ended June 30,	
	2022	2021	2022	2021
Sales of fixed maturity securities, including short-term investments and other (a)	\$ 2,664	\$ (8,890)	\$ (174)	\$ (9,342)
Sales of equity securities (b)	(1,526)		(1,578)	
Gains from other investments (c)	2,114	31,667	2,659	34,072
Net realized gains on investments	\$ 3,252	\$ 22,777	\$ 907	\$ 24,730

(a) Net realized gains (losses) on sales of fixed maturity securities, including short-term investments and other in the three and six months ended June 30, 2022 included \$5.8 million of indemnity-related losses recorded in connection with Atlas Corp.'s ("Atlas") acquisition of Apple Bidco Limited ("AB"), both affiliates of the Company; partially offset by a \$5.5 million realized gain on the conversion of fair value option fixed maturity securities into common stock. See Note 5.

Net realized losses on sales of fixed maturity securities, including short-term investments and other in the three and six months ended June 30, 2021 included \$9.6 million of indemnity-related losses recorded in connection with Atlas' acquisition of AB; partially offset by a realized gain of \$0.1 million on the conversion of Seaspan Corporation ("Seaspan") 5.50% unsecured debentures due March 1, 2027 into Atlas preferred stock and a realized gain of \$0.1 million for post-sale consideration received in connection with the Company's former equity-method partnership investment in Davos Brands LLC. See Note 5.

(b) Net realized losses on sales of equity securities in the three and six months ended June 30, 2022, included realized losses of \$3.0 million on the sale of three fair value option common stocks, partially offset by a realized gain of \$1.4 million related to the redemption of a preferred stock investment in exchange for common stock.

(c) Net realized gains from other investments in the three and six months ended June 30, 2022, included realized gains of \$2.2 million from cost-method partnership distributions.

Net realized gains from other investments in the three and six months ended June 30, 2021, included dilution gains on equity-method investments of \$18.7 million and \$19.7 million, respectively, for Boat Rocker Media Inc. ("Boat Rocker") and \$10.4 million and \$10.6 million, respectively, for Farmers Edge Inc. ("FE"), in connection with their respective IPOs, and a \$0.8 million realized gain on conversion of FE affiliate loans. See Note 5.

The changes in unrealized gains/losses on investments recorded as a separate component of stockholders' equity were as follows:

(In thousands)	Three Months Ended June 30,		Six Months Ended June 30,	
	2022	2021	2022	2021
Change in unrealized gains/losses on investments, before tax	\$ (638)	\$ 1,385	\$ (678)	\$ 2,178
After tax	\$ (504)	\$ 1,094	\$ (536)	\$ 1,721

The changes in net unrealized gains/losses on fair value option investments still held were as follows:

(In thousands)	Three Months Ended June 30,		Six Months Ended June 30,	
	2022	2021	2022	2021
Change in net unrealized gains/losses recognized on fair value option investments	\$ (73,364)	\$ 22,887	\$ (83,626)	\$ 78,779
Less: Net losses (gains) recognized on fair value option investments sold	1,020	(1,737)	1,101	(3,259)
Change in net unrealized gains/losses recognized on fair value option investments still held at the reporting date	\$ (74,384)	\$ 24,624	\$ (84,727)	\$ 82,038

**ZENITH NATIONAL INSURANCE CORP. AND SUBSIDIARIES**  
**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS**  
**(UNAUDITED)**

Net investment income was as follows:

(In thousands)	Three Months Ended June 30,		Six Months Ended June 30,	
	2022	2021	2022	2021
Fixed maturity securities (a)	\$ 4,092	\$ 1,838	\$ 5,503	\$ 5,114
Equity securities (b)	1,953	10,471	3,060	11,071
Mortgage loans (a)	1,813	371	2,960	720
Derivatives		745		1,490
Short-term and other investments	380	171	738	645
Income (loss) from equity-method investments (c)	2,369	1,228	1,193	(2,730)
Subtotal	10,607	14,824	13,454	16,310
Investment expenses	1,871	1,853	3,706	3,670
Net investment income	\$ 8,736	\$ 12,971	\$ 9,748	\$ 12,640

- (a) Income from fixed maturity securities in the three and six months ended June 30, 2022, increased compared to the corresponding periods of 2021, primarily due to sales and maturities of short-dated U.S. Treasury securities and corporate bonds, with the proceeds reinvested in mortgage loans, higher yielding long-term U.S. Treasury securities, and foreign government bonds.
- (b) Income from equity securities in the three and six months ended June 30, 2021, included an \$8.3 million special dividend received from Resolute Forest Products in June 2021.
- (c) Income (loss) from equity-method investments for each period presented is detailed below:

(In thousands)	Three Months Ended June 30,		Six Months Ended June 30,	
	2022	2021	2022	2021
Astarta Holdings NV	\$ 4,829	571	\$ 4,829	571
AGT Food and Ingredients Inc. ("AGT") (1)	439	12	639	(20)
Boat Rocker	(903)	(635)	(1,380)	(3,801)
FE	(525)	(505)	(1,080)	(1,181)
Fairfax India Holdings Corp.	569	2,412	(609)	3,186
Helios Fairfax Partners Corp. ("Helios")	(125)	(472)	(178)	(1,814)
Exco Resources Inc.	(1,000)	(134)		(113)
Other	(915)	(21)	(1,028)	442
Income (loss) from equity-method investments	\$ 2,369	\$ 1,228	\$ 1,193	\$ (2,730)

- (1) In addition to the Company's share of AGT net income recorded in the three and six months ended June 30, 2022, of \$0.4 million and \$0.6 million, respectively, it also recorded its share of the decrease in AGT's equity which reduced its investment in AGT to zero as of June 30, 2022. AGT's equity as of June 30, 2022 included additional comprehensive losses not yet recognized in the Company's results as of June 30, 2022 of approximately \$2.7 million.

### Note 3. Derivative Contracts

Derivatives entered into by the Company are considered investments or economic hedges and are not designated for hedge accounting treatment for financial reporting. Derivatives are carried at fair value. The fair value of derivatives in a gain position and fair value of derivatives in a loss position are presented as derivative assets and derivative liabilities, respectively, in the Consolidated Balance Sheets. The initial premium paid for a derivative contract, if any, is recorded as a derivative asset and subsequently adjusted for changes in the fair value of the contract at each reporting date. Changes in the fair value of derivatives are recorded as net gains (losses) on derivatives in the Consolidated Statements of Comprehensive Income (Loss), with a corresponding adjustment to the carrying value of the derivative asset or liability. Cash settlements related to fair value changes on derivatives are also recorded in the Consolidated Statements of Comprehensive Income (Loss) as net gains (losses) on derivatives and are recorded as an investing activity in the Consolidated Statements of Cash Flows.

Cash received from counterparties as collateral for derivative contracts is recorded as other assets with a corresponding liability recorded in other liabilities in the Consolidated Balance Sheets. Securities pledged by counterparties to the Company as collateral for derivatives in a gain position are not recorded as assets.

**ZENITH NATIONAL INSURANCE CORP. AND SUBSIDIARIES**  
**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS**  
**(UNAUDITED)**

Securities pledged by the Company as collateral to counterparties for derivative contracts in a loss position, as well as contractually required independent collateral, are recorded in assets pledged for derivative obligations in the Consolidated Balance Sheets.

The following table summarizes the notional amounts, cost and fair values of derivative contracts:

(In thousands)	Notional Amount	Cost	Fair Value of Derivative	
			Assets	Liabilities
<b>June 30, 2022</b>				
CPI-linked derivatives	\$ 3,502,723	\$ 13,091	\$ 31	
Foreign exchange forwards	79,383			\$ 381
Equity warrants (a)	13,527	966	2,384	
<b>Total</b>		<b>\$ 14,057</b>	<b>\$ 2,415</b>	<b>\$ 381</b>
<b>December 31, 2021</b>				
CPI-linked derivatives	\$ 3,548,602	\$ 13,091	\$ 25	
Foreign exchange forwards	81,067			\$ 380
Equity warrants (b)	8,527	134	3,189	
<b>Total</b>		<b>\$ 13,225</b>	<b>\$ 3,214</b>	<b>\$ 380</b>

(a) As of June 30, 2022, equity warrants included 0.7 million shares Atlas common stock warrants and 0.2 million shares of Kennedy Wilson common stock warrants.

(b) As of December 31, 2021, equity warrants included 0.7 million shares of Atlas common stock warrants.

The gains (losses) from settlements and changes in fair value of derivative contracts were recorded in net gains on derivatives in the Consolidated Statements of Comprehensive Income (Loss) and were as follows:

(In thousands)	Three Months Ended June 30,		Six Months Ended June 30,	
	2022	2021	2022	2021
<b>Gains (losses) on settlements</b>				
Equity derivatives:				
Equity total return swaps – long positions		\$ 3,294		\$ 14,600
Equity warrants	\$ 239		\$ 239	
CPI-linked derivatives (a)				(4,065)
Foreign exchange forwards	1,230	(3,373)	1,698	(5,405)
<b>Total</b>	<b>1,469</b>	<b>(79)</b>	<b>1,937</b>	<b>5,130</b>
<b>Change in fair value</b>				
Equity derivatives:				
Equity total return swaps – long positions		(2,535)		2,277
Equity warrants	(2,611)	3,344	(1,637)	3,344
CPI-linked derivatives (a)	(22)	(26)	6	3,848
Foreign exchange forwards	1,376	2,396	(1)	3,830
<b>Total</b>	<b>(1,257)</b>	<b>3,179</b>	<b>(1,632)</b>	<b>13,299</b>
<b>Net gains on derivatives</b>				
Equity derivatives:				
Equity total return swaps – long positions		759		16,877
Equity warrants	(2,372)	3,344	(1,398)	3,344
CPI-linked derivatives (a)	(22)	(26)	6	(217)
Foreign exchange forwards	2,606	(977)	1,697	(1,575)
<b>Total net gains on derivatives</b>	<b>\$ 212</b>	<b>\$ 3,100</b>	<b>\$ 305</b>	<b>\$ 18,429</b>

(a) In the six months ended June 30, 2021, one CPI Linked derivative contract matured, with a notional amount of \$0.4 billion and losses previously recorded in change in fair value of \$4.1 million were reclassified into gains on settlements.

**ZENITH NATIONAL INSURANCE CORP. AND SUBSIDIARIES**  
**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS**  
**(UNAUDITED)**

*Equity contracts*

The Company held long equity total return swaps on individual equities and equity index put options for investment purposes. These contracts provided the total return on a notional amount (including dividends and capital gains or losses) that is directly correlated to changes in fair value of the underlying individual equities or equity indexes in exchange for the payment of a floating rate of interest on the notional amount. Total return swaps required no initial net cash investment; and at inception the fair value was zero. The Company's long equity total return swaps may have had reset provisions requiring counterparties to cash-settle on a monthly or quarterly basis for any fair value changes arising subsequent to the most recent reset date. Any cash amounts paid to settle unfavorable fair value changes and conversely, any cash amounts received in settlement of favorable fair value changes, were recorded as net gains (losses) on derivatives in the Consolidated Statements of Comprehensive Income (Loss) (included in the gains on settlements section in the table above).

As of December 31, 2021, the Company closed all its total return swap positions.

*CPI-linked derivative contracts*

The Company has purchased derivative contracts referenced to consumer price indexes ("CPI") in the United States and Europe to serve as an economic hedge against the potential adverse financial impact on the Company of decreasing price levels. In the event of a sale, maturity or early settlement of any of these contracts, the Company would receive the fair value of that contract on the date of the transaction. The Company's maximum potential loss on any contract is limited to the original cost of that contract. Net unrealized gains (losses) on CPI-linked derivative contracts typically reflect the market's expectation of decreases (increases) in the values of the CPI indexes underlying these contracts at their respective maturities during the periods presented (these contracts are structured to benefit the Company during periods of decreasing CPI index values). As of June 30, 2022, these contracts had a remaining weighted average life of approximately 1.9 years.

The following table summarizes the notional amounts and underlying CPI Index price ("strike price") for the Company's CPI-linked derivative contracts at initiation and the index value as of June 30, 2022, and December 31, 2021:

(Notional amount in thousands)	Notional Amount		Weighted Average Strike Price In Original Currency	Index Value
	Original Currency	US Dollars		
<b>Underlying CPI Index:</b>				
<b>June 30, 2022</b>				
United States	2,980,000	\$ 2,980,000	235.47	296.31
European Union	500,000	522,723	100.63	116.70
		\$ 3,502,723		
<b>December 31, 2021</b>				
United States	2,980,000	\$ 2,980,000	235.47	278.80
European Union	500,000	568,602	100.63	109.97
		\$ 3,548,602		

**ZENITH NATIONAL INSURANCE CORP. AND SUBSIDIARIES**  
**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS**  
**(UNAUDITED)**

*Foreign exchange forward contracts*

The Company has exposure to foreign currency fluctuations for foreign investments held. Foreign exchange forward contracts (“foreign exchange forwards”), primarily denominated in the Canadian dollar are used to manage certain foreign currency exposures arising from foreign currency denominated investments. These foreign exchange forwards require no initial net cash investment and at inception the fair value is zero. These contracts have a term to maturity of less than one year and may be renewed at market rates.

*Counterparty collateral and exposure*

The Company limits counterparty risk through the terms of master netting agreements negotiated with counterparties to its derivative contracts. These agreements provide for a single net settlement of all financial instruments covered by the agreement in the event of default by the counterparty, thereby permitting obligations owed by the Company to a counterparty to be offset to the extent of the aggregate amount receivable by the Company from that counterparty (“net settlement arrangements”). Pursuant to these agreements, the counterparties to the derivative contracts are also contractually required to deposit eligible collateral in collateral accounts (subject to certain minimum thresholds) for the benefit of the Company depending on the then current fair value of the derivative contracts.

The following table sets out the Company’s exposure to credit risk related to the counterparties to its derivative contracts:

(In thousands)	June 30, 2022	December 31, 2021
Total derivative assets (a)	\$ 31	\$ 25
Fair value of collateral deposited for the benefit of the Company		(1)
Net derivative counterparty exposure after net settlement and collateral arrangements	\$ 31	\$ 24

(a) Excludes equity warrants with a fair value of \$2.4 million and \$3.2 million as of June 30, 2022, and December 31, 2021, respectively, which are not subject to counterparty risk.

The net derivative counterparty exposure after net settlement and collateral arrangements relates principally to the timing of collateral placement.

As of June 30, 2022, no amounts were pledged by counterparties for the Company’s benefit. As of December 31, 2021, the counterparties pledged \$0.3 million in cash for the Company’s benefit. The Company recorded the cash collateral as other assets and recorded a corresponding liability in its Consolidated Balance Sheets. The Company does not record in its Consolidated Balance Sheets securities pledged by counterparties as collateral for derivatives in a gain position.

As of June 30, 2022, and December 31, 2021, the Company had no pledged amounts recorded as contractually required collateral to a counterparty on any derivative contracts.

**ZENITH NATIONAL INSURANCE CORP. AND SUBSIDIARIES**  
**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS**  
**(UNAUDITED)**

*Offsetting of Derivative Assets/Liabilities*

The Company entered into master netting agreements with certain of its derivative counterparties whereby the collateral provided (held) is calculated on a net basis. In accordance with GAAP, the Company elected not to offset derivative assets and liabilities in the Consolidated Balance Sheets for the counterparties with the master netting agreement. The following table summarizes by counterparty (1) the gross and net amounts reflected as derivative assets (excluding equity warrants) and liabilities in the Consolidated Balance Sheets; (2) the gross amounts of the derivative instruments eligible for netting but not offset in the Consolidated Balance Sheets; and (3) financial collateral received and pledged which is contractually permitted to be offset upon an event of default, but is not allowed to be presented net under GAAP (net amount of exposure).

(In thousands)	Gross and net amounts reflected in the Consolidated Balance Sheets	Gross amounts not offset in the Consolidated Balance Sheets		Net amount of exposure
		Derivative asset (liability)	Collateral provided (held) - financial instruments (a)	
<b>June 30, 2022</b>				
<b>Derivative assets:</b>				
Citibank, N.A.	\$ 31			\$ 31
Total derivative assets (b)	\$ 31			\$ 31
<b>Derivative liabilities:</b>				
Bank of New York Mellon (c)	\$ (381)			\$ (381)
Total derivative liabilities	\$ (381)			\$ (381)
<b>December 31, 2021</b>				
<b>Derivative assets:</b>				
Citibank, N.A.	\$ 24			\$ 24
Deutsche Bank AG London	1		\$ (1)	
Total derivative assets (b)	\$ 25		\$ (1)	\$ 24
<b>Derivative liabilities:</b>				
Bank of New York Mellon (c)	\$ (380)			\$ (380)
Total derivative liabilities	\$ (380)			\$ (380)

- (a) Amounts of collateral pledged to the Company by the counterparties (collateral held) and pledged by the Company to the counterparties (collateral provided) reflected above are to the extent of the net counterparty exposure before collateral.
- (b) Excludes equity warrants with a fair value of \$2.4 million and \$3.2 million as of June 30, 2022, and December 31, 2021, respectively, which are not subject to counterparty risk.
- (c) Represents foreign currency contracts that are not subject to a master netting arrangement.



**ZENITH NATIONAL INSURANCE CORP. AND SUBSIDIARIES**  
**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS**  
**(UNAUDITED)**

**Note 4. Fair Value Measurements**

Fair values for substantially all of the Company's financial instruments are measured using market or income approaches. Considerable judgment may be required in interpreting market data used to develop estimates of fair value. Accordingly, actual values realized in future market transactions may differ from the estimates presented in these consolidated financial statements. In determining fair value, the Company primarily uses prices and other relevant information generated by market transactions involving identical or comparable assets ("market approach"). The Company also considers the impact of a significant decrease in volume and level of activity for an asset or liability when compared with normal activity to identify transactions that are not orderly.

Fair value measurements are determined under a three-level hierarchy that prioritizes the inputs to valuation techniques used to measure fair value, distinguishing between market participant assumptions developed based on market data obtained from sources independent of the reporting entity ("observable inputs") and the reporting entity's own assumptions about market participant assumptions developed based on the best information available in the circumstances ("unobservable inputs"). The hierarchy level assigned to each security carried at fair value is based on the Company's assessment of the transparency and reliability of the inputs used in the valuation of each instrument at the measurement date. The highest priority is given to unadjusted quoted prices in active markets for identical assets (Level 1 measurements) and the lowest priority to unobservable inputs (Level 3 measurements). Securities are classified in their entirety based on the lowest level of input that is significant to the fair value measurement. The Company recognizes transfers between levels at the end of each reporting period in which the transfer is identified.

The three hierarchy levels are defined as follows:

**Level 1**— Inputs represent unadjusted quoted prices for identical instruments exchanged in active markets. The fair values of publicly traded equity securities, highly liquid cash management funds and short-term U.S. Government securities are based on published quotes in active markets.

**Level 2**— Inputs include directly or indirectly observable inputs (other than Level 1 inputs) such as quoted prices for similar financial instruments exchanged in active markets, quoted prices for identical or similar financial instruments exchanged in inactive markets and other markets observable inputs. The fair value of the vast majority of the Company's investments in fixed maturity securities, along with most derivative contracts are priced based on information provided by independent pricing service providers, while much of the remainder are based primarily on non-binding third party broker-dealer quotes that are prepared using Level 2 inputs. Where third party broker-dealer quotes are used, typically at least one quote is obtained from a broker-dealer with particular expertise in the instrument being priced. Certain common stock investments, which are measured at fair value using the NAV as a practical expedient, have been excluded.

**Level 3**— Inputs include unobservable inputs used in the measurement of financial instruments. Management is required to use its own assumptions regarding unobservable inputs, as there is little, if any, market activity in these instruments or related observable inputs that can be corroborated at the measurement date. Certain cost-method partnership investments, which are measured at fair value using the NAV practical expedient, have been excluded. Investments for which NAV is only a component of the fair value measurement continue to be included.

**ZENITH NATIONAL INSURANCE CORP. AND SUBSIDIARIES**  
**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS**  
**(UNAUDITED)**

The following table presents the Company's investments measured at fair value on a recurring basis as of June 30, 2022, and December 31, 2021, classified by the valuation hierarchy discussed previously:

(In thousands)	Total (a)	Fair Value Measurement Using		
		Level 1	Level 2	Level 3
<b>June 30, 2022</b>				
<b>Fair value option securities:</b>				
Fixed maturity securities:				
U.S. government debt	\$ 976,544		\$ 976,544	
State and local government debt	10,183		10,183	
Foreign government debt	14,004		14,004	
Corporate debt	17,647		15,582	\$ 2,065
Total fixed maturity securities	1,018,378		1,016,313	2,065
Equity securities (b)	341,905	\$ 274,182	15,722	20,027
Short-term investments	5,617	5,617		
Mortgage loans	117,935			117,935
Other investments – cost-method partnerships (a) (b)	42,731			
Other investments – affiliate corporate loans (a)	14,719			14,719
Other investments – contingent consideration receivable (a)	17,884			17,884
<b>Total fair value option investments</b>	<b>\$ 1,559,169</b>	<b>\$ 279,799</b>	<b>\$ 1,032,035</b>	<b>\$ 172,630</b>
<b>Derivatives:</b>				
Equity warrants	\$ 2,384			\$ 2,384
CPI-linked derivatives	31			31
Total derivative assets	2,415			2,415
Foreign exchange forwards	(381)		\$ (381)	
Total derivative liabilities	(381)		(381)	
<b>Net derivatives</b>	<b>\$ 2,034</b>		<b>\$ (381)</b>	<b>\$ 2,415</b>
<b>December 31, 2021</b>				
<b>Fair value option securities:</b>				
Fixed maturity securities:				
U.S. government debt	\$ 859,036		\$ 859,036	
State and local government debt	10,500		10,500	
Foreign government debt	13,598		13,598	
Corporate debt	14,403		6,320	\$ 8,083
Total fixed maturity securities	897,537		889,454	8,083
Equity securities (b)	348,776	\$ 271,590	18,335	23,642
Short-term investments	188,687	188,687		
Mortgage loans	79,337			79,337
Other investments – cost-method partnerships (a) (b)	42,598			
Other investments – affiliate corporate loans (a)	10,209			10,209
Other investments – contingent consideration receivable (a)	18,683			18,683
<b>Total fair value option investments</b>	<b>\$ 1,585,827</b>	<b>\$ 460,277</b>	<b>\$ 907,789</b>	<b>\$ 139,954</b>
<b>Derivatives:</b>				
Equity warrants	\$ 3,189			\$ 3,189
CPI-linked derivatives	25			25
Total derivative assets	3,214			3,214
Foreign exchange forwards	(380)		\$ (380)	
Total derivative liabilities	(380)		(380)	
<b>Net derivatives</b>	<b>\$ 2,834</b>		<b>\$ (380)</b>	<b>\$ 3,214</b>

(a) The fair value amounts presented in the "Total" column are intended to permit reconciliation of the fair value hierarchy to the amounts presented in the Consolidated Balance Sheets. Cost-method partnerships, affiliate corporate loans and contingent consideration receivable are part of the composition of other investments in the Consolidated Balance Sheets. See Note 2 for the full composition of investments recorded under other investments.

(b) As of June 30, 2022, and December 31, 2021, certain common stock investments with a fair value of \$32.0 million and \$35.2 million, respectively, and cost-method partnerships with a fair value of \$42.7 million and \$42.6 million, respectively, are measured using NAV as a practical expedient and not required to be classified in the fair value hierarchy.

**ZENITH NATIONAL INSURANCE CORP. AND SUBSIDIARIES**  
**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS**  
**(UNAUDITED)**

The following table presents changes in the Company's Level 3 fixed maturities and equity securities, mortgage loans, affiliate corporate loans, contingent consideration receivable and derivatives measured at fair value on a recurring basis:

(In thousands)	Corporate Debt	Equity Securities (a)	Mortgage Loans	Affiliate Corporate Loans	Contingent Consideration Receivable	Derivatives
<b>Balance as of March 31, 2022</b>	\$ 12,215	\$ 27,265	\$ 96,801	\$ 15,210	\$ 18,566	\$ 8,339
Purchases			22,903			
Sales	(10,335)	(5,548)	(1,815)		(610)	(3,532)
Realized and unrealized gains/losses included in:						
Net investments income – accretion of discounts			46			
Net realized gains on investments	5,523	1,386			2	240
Change in net unrealized gains/losses on fair value option investments	(5,338)	(3,076)		(491)	(74)	
Net losses on derivatives						(2,632)
<b>Balance as of June 30, 2022</b>	\$ 2,065	\$ 20,027	\$ 117,935	\$ 14,719	\$ 17,884	\$ 2,415
<b>Balance as of December 31, 2021</b>	\$ 8,083	\$ 23,642	\$ 79,337	\$ 10,209	\$ 18,683	\$ 3,214
Purchases		4,167	40,324	5,000		4,125
Sales	(10,335)	(5,548)	(1,815)		(1,500)	(3,532)
Realized and unrealized gains/losses included in:						
Net investments income – accretion of discounts			89			
Net realized gains on investments	5,523	1,386			12	240
Change in net unrealized gains/losses on fair value option investments	(1,206)	(3,620)		(490)	689	
Net losses on derivatives						(1,632)
<b>Balance as of June 30, 2022</b>	\$ 2,065	\$ 20,027	\$ 117,935	\$ 14,719	\$ 17,884	\$ 2,415
<b>Balance as of March 31, 2021</b>	\$ 7,431	\$ 17,549	\$ 21,769	\$ 9,950	\$ 42	
Purchases			12,512		133	
Realized and unrealized gains/losses included in:						
Change in net unrealized gains/losses on fair value option investments	1,974	271		365		
Net gains on derivatives						3,321
<b>Balance as of June 30, 2021</b>	\$ 9,405	\$ 17,820	\$ 34,281	\$ 10,315	\$ 3,496	
<b>Balance as of December 31, 2020</b>	\$ 6,974	\$ 17,639	\$ 18,824	\$ 18,065	\$ 234	
Purchases			15,306	1,133	133	
Sales				(9,289)		
Realized and unrealized gains/losses included in:						
Net investments income – accretion of discounts			151			
Net realized gains on investments				780		
Change in net unrealized gains/losses on fair value option investments	2,431	181		(374)		
Net gains on derivatives						3,129
<b>Balance as of June 30, 2021</b>	\$ 9,405	\$ 17,820	\$ 34,281	\$ 10,315	\$ 3,496	

(a) Change in unrealized gains/losses for equity securities included changes in fair value and foreign currency fluctuations.

**ZENITH NATIONAL INSURANCE CORP. AND SUBSIDIARIES**  
**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS**  
**(UNAUDITED)**

**Note 5. Related Party Transactions**

*Investments*

Management of all of the Company's investments is centralized at Fairfax through investment management agreements entered into in 2010. The parties to these agreements are Zenith National's insurance subsidiaries, Fairfax and Hamblin Watsa Investment Counsel, Ltd. ("HWIC"), an affiliate of Fairfax and the Company. Investment management expenses incurred under these agreements in the three and six months ended June 30, 2022, were \$1.2 million and \$2.6 million, respectively, compared to \$1.3 million and \$2.4 million in the three and six months ended June 30, 2021, respectively.

The Company owns fixed maturity securities, common stock, preferred stock, corporate loans and equity warrants issued by public and private companies and invests in limited partnerships which are affiliates of Fairfax and the Company (including but not limited to investments described in the following paragraphs). Affiliated common stock investments are recorded using the equity-method of accounting, unless the fair value option is elected. The Company's share of an equity-method investees' net income (loss), net realized gains (losses) from sales and share dilutions, are recorded in net investment income (loss) and net realized gains (losses) from investments, respectively, in the Consolidated Statements of Comprehensive Income (Loss). The Company's share of an equity-method investees' other changes in equity and net unrealized gains (losses) on foreign currency translation adjustments are recorded in the change in unrealized gains/losses on investments and change in unrealized foreign currency translation adjustments, respectively, in other comprehensive income.

The aggregate value of the Company's affiliated investments as of June 30, 2022, and December 31, 2021, was as follows:

(In thousands)	June 30 2022	December 31, 2021
Equity securities, at fair value	\$ 78,632	\$ 94,473
Other investments:		
Equity-method common stock	85,896	84,174
Partnerships, at fair value	8,386	8,704
Affiliate corporate loans, at fair value	14,719	10,209
Equity warrants, at fair value	1,743	3,189
<b>Total</b>	<b>\$ 189,376</b>	<b>\$ 200,749</b>

The following table summarizes the impact from the Company's affiliated investments on various components of total comprehensive income (loss):

(In thousands)	Three Months Ended June 30,		Six Months Ended June 30,	
	2022	2021	2022	2021
<b>Included in net income (loss):</b>				
Net investment income	\$ 3,233	\$ 3,455	\$ 2,850	\$ 425
Net realized gains (losses) on investments	(1,268)	22,234	(4,025)	23,605
Change in net unrealized gains/losses on fair value option investments	(16,152)	(143)	(16,095)	12,640
Net gains (losses) on derivatives	(1,767)	3,344	(1,445)	3,344
<b>Included in other comprehensive loss:</b>				
Change in unrealized gains/losses on investments, before tax	(638)	1,385	(678)	2,178
Change in unrealized foreign currency translation adjustment, before tax	694	(2,518)	762	(2,594)
<b>Total</b>	<b>\$ (15,898)</b>	<b>\$ 27,757</b>	<b>\$ (18,631)</b>	<b>\$ 39,598</b>

**ZENITH NATIONAL INSURANCE CORP. AND SUBSIDIARIES**  
**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS**  
**(UNAUDITED)**

The Company owns a fair value option investment in the limited partnership of Transportation Recovery Fund (“TRF”). Fairfax, through its subsidiaries including the Company, has been a limited partner investor since 2013. In April 2021, a Fairfax representative signed an agreement to provide services to a new sub-advisor and participate in both the management group and the investment committee of TRF. Fairfax concluded that this appointment resulted in significant influence over the operations of TRF. The Company continues to account for its investment in TRF using the fair value option, with fair value equal to NAV and no impact to the carrying value of TRF; however, TRF is now considered an affiliate of Fairfax and the Company. As of June 30, 2022, and December 31, 2021, the carrying value of the Company’s investment in TRF was \$8.4 million and \$8.7 million, respectively.

In March 2022, the Company acquired 0.5 million of certain common stock warrants from Wentworth Insurance Company, an affiliate of Fairfax and the Company, for \$3.3 million. The warrants had an exercise price of \$15 CAD per share and an expiration date of April 26, 2022. The Company also owned shares of the preferred stock of the same issuer as these warrants. In April 2022, Fairfax through its subsidiaries, including the Company, exercised the warrants in exchange for the common stock, and surrendered all of its preferred stock, for cancelation, to the issuer as payment.

In February 2022, Fairfax through its subsidiaries, including the Company, invested in a \$45 million short-term note issued by Access LNG Tema SCS (“Access LNG”), a Luxemburg limited partnership and an indirect investment of Helios, an affiliate of Fairfax and the Company. The note bears a 14% annual interest rate and has an initial term to maturity of six months, which can be extended for an additional three months at the option of the issuer. The Company invested \$5.0 million in the Access LNG note and recorded this investment as an Affiliate Corporate Loan in Other Assets. As of June 30, 2022, the carrying value of the Company’s investment in Access LNG’s affiliate corporate loan was \$5.0 million.

The Company owns fair value option investments in the common stock, preferred stock, and equity warrants of Atlas, an affiliate of Fairfax and the Company. In February 2020, Seaspan completed a holding company reorganization to create Atlas, whereby Atlas became the parent of Seaspan (the “Reorganization”).

In June 2021, Fairfax entered into an exchange and amendment transaction with Atlas in relation to its investment in Seaspan bonds, whereby Fairfax affiliates, including the Company exchanged the original principal plus accrued interest of their Seaspan bonds due in 2026 and 2027 for newly issued Atlas 7.00% redeemable perpetual preferred shares (“Atlas preferred stock”) and equity warrants with an exercise price of \$13.71 per share (“Atlas warrants”). The Company exchanged \$10.0 million par value of its Seaspan bonds due in 2027, with a fair value of \$10.1 million, for 0.4 million shares of Atlas preferred stock (cost basis of \$10.0 million) and 33,000 shares of Atlas warrants (cost basis of \$0.1 million) and recorded a realized gain of \$0.1 million on the conversion. As of June 30, 2022, and December 31, 2021, the carrying value of the Company’s fair value option investment in Atlas preferred stock was \$10.0 million. As of June 30, 2022, and December 31, 2021, the carrying value of the Company’s fair value option investment in Atlas warrants was \$0.1 million and \$0.2 million, respectively.

In April 2021, Fairfax signed an amendment agreement in relation to the original sale of AB to Atlas, both affiliates of Fairfax and the Company, to potentially compensate Atlas for certain amounts and balances acquired in the transaction (“AB Indemnity”). In the six months ended June 30, 2022, and 2021, the Company recorded realized losses of \$5.8 million and \$9.6 million, respectively, for its share of realized losses related to the AB Indemnity and additional foreign exchange realized losses. As of June 30, 2022 and December 31, 2021, the carrying value of the Company’s outstanding AB Indemnity liability was \$14.9 million and \$11.7 million, respectively. As part of the agreement, Atlas also issued warrants to Fairfax and the Company with an exercise price of \$13 per share, expiring in April 2026. The Company received 0.6 million shares of these warrants, at zero cost. As of June 30, 2022, and December 31, 2021, the carrying value of the Company’s fair value option investment in Atlas no cost warrants was \$1.7 million and \$3.0 million, respectively.

**ZENITH NATIONAL INSURANCE CORP. AND SUBSIDIARIES**  
**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS**  
**(UNAUDITED)**

The Company owns an equity-method investment in the common stock of FE, a majority-owned subsidiary of Fairfax and an affiliate of the Company. In March 2021, FE completed its IPO, issuing 7.4 million common shares at \$17.00 CAD per share. The common stock shares began trading on the TSX under the ticker symbol: FDGE. All outstanding FE convertible debentures held by Fairfax through its subsidiaries, including the Company ("FE affiliate loans"), which included original principal and accrued interest, were exchanged for 114.6 million pre-IPO common shares. All FE common shares outstanding prior to the IPO were then consolidated into fewer shares through a 7 for 1 reverse stock split. In connection with the conversion of FE's affiliate loans, the Company recorded a realized gain of \$0.8 million and increased the cost basis of its investment in FE common stock by \$9.3 million, representing additional shares received, at fair value equal to the IPO price. In December 2021, the Company recorded an other-than-temporary impairment of \$14.5 million as a result of the extent and duration that the fair value of FE's common stock had been below its carrying value. As of June 30, 2022, and December 31, 2021, the carrying value of the Company's equity-method investment in FE common stock was \$3.1 million and \$3.7 million, respectively.

The Company owns an equity-method investment in the common stock of Boat Rocker, a majority-owned subsidiary of Fairfax and an affiliate of the Company. In March 2021, Boat Rocker completed its IPO, issuing 18.9 million common stock shares at \$9.00 CAD per share. The common stock shares began trading on the TSX under the ticker symbol: BRMI. Prior to the IPO, Boat Rocker effected a 1.6016 for 1 stock split on its common shares outstanding, resulting in an increase in shares issued and outstanding. As of June 30, 2022, and December 31, 2021, the carrying value of the Company's equity-method investment in Boat Rocker common stock was \$17.4 million and \$18.6 million, respectively.

*Other*

The Company entered into reinsurance agreements with various subsidiaries of Allied effective May 1, 2021, under which Allied cedes a portion of its global professional and medical liability business under the quota share and excess of loss reinsurance contracts on a risk-attaching basis. These reinsurance agreements were renewed effective May 1, 2022. Total estimated written premium assumed by the Company is expected to be earned over a 24-month period following the effective dates of the agreements. In the three and six months ended June 30, 2022, the Company earned net premiums of \$6.2 million and \$11.2 million, respectively, under these agreements. No premiums were earned in the first six months of 2021.

The Company continues to be a party to various ceded reinsurance treaties with affiliates of Fairfax that were entered into in the ordinary course of business, primarily excess of loss reinsurance agreements with Odyssey Re for 2010 through 2022. As of June 30, 2022, and December 31, 2021, the Company recorded net payables for reinsurance of \$0.3 million and \$0.1 million, respectively, related to the reinsurance transactions with affiliates of Fairfax.

In the six months ended June 30, 2022, and 2021, Zenith National paid Fairfax \$4.1 million and \$0.9 million, respectively, for the cost of the open market purchases made by Fairfax on behalf of Zenith National of Fairfax Subordinate Voting Shares granted to certain officers under the Restricted Stock Plan.

The Company is party to Master Administrative Services Agreements with various affiliates of Fairfax and the Company. Under the agreements, the affiliated parties provide and receive administration services such as accounting, underwriting, claims, reinsurance, preparation of regulatory reports, and actuarial services. The Company provides claims administration services to Seneca Insurance Company, Inc. ("Seneca") and to RiverStone Group LLC and affiliates ("RiverStone"), both affiliates of Fairfax and the Company. Claims administration for RiverStone started in 2013 primarily for TIG Insurance Company workers' compensations claims, and starting in December 2021, includes certain Crum & Forster Holdings Corp. workers' compensation claims assumed by RiverStone. In the three and six months ended June 30, 2022, service fee income recorded in the Consolidated Statements of Comprehensive Income (Loss), for RiverStone was \$1.5 million and \$2.8 million, respectively, and for Seneca was \$19,000 and \$52,000, respectively. This service

**ZENITH NATIONAL INSURANCE CORP. AND SUBSIDIARIES**  
**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS**  
**(UNAUDITED)**

fee income in the three and six months ended June 30, 2021 for RiverStone was \$1.1 million and \$2.3 million, respectively and for Seneca was \$23,000 and \$79,000, respectively. As of June 30, 2022 and December 31, 2021, the Company recorded a net liability of \$3.1 million and \$2.6 million, respectively, to RiverStone comprised of a loss fund held for RiverStone claims of \$4.3 million and \$3.3 million, respectively, partially offset by a service fee receivable from RiverStone of \$1.2 million and \$0.7 million, respectively. As of June 30, 2022, and December 31, 2021, the loss fund held for Seneca claims was \$0.4 million.

**Note 6. Reinsurance Recoverable**

Amounts recoverable for paid and unpaid losses from reinsurers as of June 30, 2022, and December 31, 2021, and their respective A.M. Best ratings were as follows:

(In thousands)	June 30, 2022 (a)	December 31, 2021 (a)	A.M. Best Rating (b)	A.M. Best Rating Date
General Reinsurance Corp.	\$ 21,780	\$ 23,175	A++	04/2022
Transatlantic Reinsurance Company	9,472	9,885	A+	11/2021
Hannover Rueck SE	3,704	2,670	A+	01/2022
Partner Reinsurance Company	3,444	3,595	A+	05/2022
Zenith Insurance 2019 AG IC 1 LLC (c)	2,053	2,039	NR	
Factory Mutual Insurance Company	1,770	1,039	A+	01/2022
All others (d)	5,322	5,451		
<b>Total</b>	<b>\$ 47,545</b>	<b>\$ 47,854</b>		

- (a) Under insurance regulations in California, reinsurers placed securities on deposit equal to the California component of the Company's ceded workers' compensation loss reserves.
- (b) A.M. Best, in assigning ratings, is primarily concerned with the ability of insurance and reinsurance companies to pay the claims of policyholders. In the A.M. Best ratings scheme, ratings of B+ to A++ are considered "Secure" and ratings of B and below are considered "Vulnerable." NR means A.M. Best does not rate the reinsurer.
- (c) Group captive sponsored by the Company, effective January 1, 2020.
- (d) No individual reinsurer in excess of \$1.2 million as of June 30, 2022, and December 31, 2021.

*2022 Reinsurance Ceded Workers' Compensation Coverage*

The Company maintains excess of loss catastrophe reinsurance that provides protection for losses up to \$150 million for losses including catastrophe losses arising out of earthquakes and acts of terrorism including nuclear, biological and chemical attacks. For the agriculture business, the Company retains the first \$10 million of each loss arising from industrial accidents and the first \$20 million of each loss arising out of earthquakes and acts of terrorism. For all other business classes, the Company retains the first \$20 million of each loss. In April 2022, the Company entered into a new multi-cedant reinsurance contract for the \$50 million in excess of \$100 million layer, shared with other Fairfax affiliates.

*2022 Reinsurance Ceded Agribusiness P&C Coverage*

From January 1, 2022 through March 31, 2022, the Company maintained excess of loss per risk and catastrophe reinsurance on its Agribusiness P&C property lines of business that provides protection for losses up to \$25 million and \$20 million, respectively. In April 2022, the Company increased the catastrophe reinsurance coverage to \$25 million. The Company retains the first \$3.5 million for each per risk loss and \$5.0 million for catastrophe loss.

**ZENITH NATIONAL INSURANCE CORP. AND SUBSIDIARIES**  
**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS**  
**(UNAUDITED)**

The Company also participates in quota share reinsurance agreements for the umbrella and equipment breakdown lines of business. Under the umbrella quota share agreement, the Company retains 50% of the first \$1 million and 10% in excess of \$1 million up to \$10 million on any one policy, any one claim or any one occurrence. Under the equipment breakdown quota share agreement, the Company cedes 100% of losses up to \$100 million.

*2021 Reinsurance Ceded Workers' Compensation Coverage*

The Company maintained excess of loss catastrophe reinsurance that provides protection for losses up to \$150 million for losses including catastrophe losses arising out of earthquakes and acts of terrorism including nuclear, biological and chemical attacks. For the agriculture business, the Company retained the first \$10 million of each loss arising from industrial accidents and the first \$20 million of each loss arising out of earthquakes and acts of terrorism. For all other business classes, the Company retained the first \$20 million of each loss.

*2021 Reinsurance Ceded Agribusiness P&C Coverage*

The Company maintained excess of loss per risk and catastrophe reinsurance on its Agribusiness P&C property lines of business that provides protection for losses up to \$25 million and \$20 million, respectively. The Company retained the first \$3.5 million for each per risk loss and \$5.0 million for catastrophe loss.

The Company also participated in quota share reinsurance agreements for the umbrella and equipment breakdown lines of business. Under the umbrella quota share agreement, the Company retained 50% on the first \$1 million and 10% in excess of \$1 million up to \$10 million on any one policy, any one claim or any one occurrence. Under the equipment breakdown quota share agreement, the Company ceded 100% of losses up to \$100 million.

**Note 7. Unpaid Losses and Loss Adjustment Expenses**

The following table is a reconciliation of changes in the liability for unpaid losses and loss adjustment expenses:

(In thousands)	June 30, 2022	June 30, 2021
Beginning of period, net of reinsurance	\$ 1,003,800	\$ 1,021,329
Incurred claims:		
Current accident year	218,103	211,181
Prior accident years	(25,296)	(35,371)
Total incurred claims	192,807	175,810
Payments:		
Current accident year	(47,523)	(40,879)
Prior accident years	(146,598)	(139,386)
Total payments	(194,121)	(180,265)
End of period, net of reinsurance	1,002,486	1,016,874
Receivable from reinsurers for unpaid losses	43,509	34,837
End of period, gross of reinsurance	\$ 1,045,995	\$ 1,051,711



**ZENITH NATIONAL INSURANCE CORP. AND SUBSIDIARIES**  
**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS**  
**(UNAUDITED)**

**Note 8. Other Comprehensive Income (Loss)**

Other comprehensive income (loss) is comprised of changes in unrealized gains/losses on investments and foreign currency translation adjustments. The following table summarizes the components of the Company's other comprehensive income (loss):

(In thousands)	Pre-Tax	Income Tax Effect	After- Tax
<b>Three Months Ended June 30, 2022</b>			
Change in unrealized gains/losses on investments	\$ (638)	\$ (134)	\$ (504)
Change in unrealized foreign currency translation adjustments	694	146	548
Total other comprehensive income	\$ 56	\$ 12	\$ 44
<b>Six Months Ended June 30, 2022</b>			
Change in unrealized gains/losses on investments	\$ (678)	\$ (142)	\$ (536)
Change in unrealized foreign currency translation adjustments	762	160	602
Total other comprehensive income	\$ 84	\$ 18	\$ 66
<b>Three Months Ended June 30, 2021</b>			
Change in unrealized gains/losses on investments	\$ 1,385	\$ 291	\$ 1,094
Change in unrealized foreign currency translation adjustments	(2,518)	(529)	(1,989)
Total other comprehensive loss	\$ (1,133)	\$ (238)	\$ (895)
<b>Six Months Ended June 30, 2021</b>			
Change in unrealized gains/losses on investments	\$ 2,178	\$ 457	\$ 1,721
Change in unrealized foreign currency translation adjustments	(2,594)	(545)	(2,049)
Total other comprehensive loss	\$ (416)	\$ (88)	\$ (328)

The following table summarizes the net unrealized losses on investments and foreign currency translation adjustments recognized in accumulated other comprehensive loss:

(In thousands)	June 30, 2022	December 31, 2021
Net unrealized loss on investments, before tax	\$ (8,361)	\$ (7,683)
Deferred tax benefit	(1,756)	(1,614)
Net unrealized loss on investments, after tax	(6,605)	(6,069)
Net unrealized loss on foreign currency translation adjustments, before tax	(3,011)	(3,773)
Deferred tax benefit	(632)	(792)
Net unrealized loss on foreign currency translation adjustments, after tax	(2,379)	(2,981)
Total accumulated other comprehensive loss	\$ (8,984)	\$ (9,050)

**ZENITH NATIONAL INSURANCE CORP. AND SUBSIDIARIES**  
**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS**  
**(UNAUDITED)**

**Note 9. Stock-Based Compensation**

The following table provides information about the Fairfax Subordinate Voting Shares under the Restricted Stock Plan:

	Number of Shares
Authorized for purchases and grants at plan inception in 2010	200,000
Additional authorization in 2020	300,000
Total authorized for purchases and grants	500,000
Purchased and restricted	(69,509)
Vested	(82,163)
Purchased and available for future grants	(1,014)
Available for future purchases as of June 30, 2022	347,314

The following represents open market purchases of Fairfax Subordinate Voting Shares under the Restricted Stock Plan which also resulted in charges to the Company's Stockholders' equity:

(Dollars in thousands, except share data)	Number of Shares	Weighted Average Purchase Price Per Share	Total Purchase Price
Purchased through December 31, 2019	118,352	\$ 441.40	\$ 52,240
Purchased in 2020	11,518	381.37	4,393
Purchased in 2021	14,526	441.18	6,409
Purchased in 2022	8,290	497.35	4,123
Total purchased since plan inception	152,686	439.88	\$ 67,165

Changes in the restricted shares outstanding were as follows:

(Dollars in thousands, except share data)	Number of Shares	Weighted Average Grant Date Fair Value Per Share	Grant Date Fair Value
<b>Restricted Shares as of December 31, 2020</b>	57,601	\$ 463.34	\$ 26,690
Granted during 2021	22,496	405.50	9,122
Forfeited during 2021	(1,224)	466.47	(571)
Vested during 2021	(8,933)	449.52	(4,016)
<b>Restricted Shares as of December 31, 2021</b>	69,940	446.45	31,225
Granted during 2022	11,715	495.34	5,803
Forfeited during 2022	(980)	438.56	(430)
Vested during 2022	(11,166)	439.52	(4,908)
<b>Restricted Shares as of June 30, 2022</b>	65,509	455.91	\$ 31,690

In the three and six months ended June 30, 2022, stock-based compensation expense before tax was \$2.3 million and \$4.2 million, respectively, compared to \$1.5 million and \$2.7 million for the same periods in 2021.

As of June 30, 2022, and December 31, 2021, unrecognized compensation expense before tax under the Restricted Stock Plan was \$18.4 million and \$17.1 million, respectively.

**ZENITH NATIONAL INSURANCE CORP. AND SUBSIDIARIES**  
**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS**  
**(UNAUDITED)**

**Note 10. Commitments and Contingencies**

The Company is involved in various litigation proceedings that arise in the ordinary course of business. Disputes adjudicated in the workers' compensation administrative systems may be appealed to review boards or civil courts, depending on the issues and local jurisdictions involved. From time to time, plaintiffs also sue the Company on theories falling outside of the exclusive jurisdiction and remedies of the workers' compensation claims adjudication systems. Certain of these legal proceedings seek injunctive relief or substantial monetary damages, including claims for punitive damages, which may not be covered by reinsurance agreements. Historically, the Company has not experienced any material exposure or damages from any of these legal proceedings. In addition, in the opinion of management, after consultation with legal counsel, currently outstanding litigation is either without merit or the ultimate liability, if any, is not expected to have a material adverse effect on the Company's consolidated financial condition, results of operations or cash flows.