VALIDUS HOLDINGS LTD Form 10-Q August 02, 2017 <u>Table of Contents</u>

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

Form 10-Q

QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the quarterly period ended June 30, 2017

Commission file number 001-33606

VALIDUS HOLDINGS, LTD. (Exact name of registrant as specified in its charter)

BERMUDA 98-0501001 (State or other jurisdiction of (I.R.S. Employer incorporation or organization) Identification No.) 29 Richmond Road, Pembroke, Bermuda HM 08 (Address of principal executive offices and zip code) (441) 278-9000 (Registrant's telephone number, including area code)

Indicate by check mark whether the registrant: (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes x No o

Indicate by check mark whether the registrant has submitted electronically and posted on its corporate Web site, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files). Yes x No o

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, smaller reporting company, or an emerging growth company. See the definitions of "large accelerated filer," "accelerated filer," "smaller reporting company," and "emerging growth company" in Rule 12b-2 of the Exchange Act. Large accelerated filer o

Non-accelerated filer o(Do not check if a smaller reporting company)

Smaller reporting company	0
Emerging growth company	0

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. o

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). Yes o No x

As of July 31, 2017 there were 79,465,860 outstanding Common Shares, \$0.175 par value per share, of the registrant.

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PART I. FINANCIAL INFORMATION

ITEM 1. FINANCIAL STATEMENTS

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Validus Holdings, Ltd. Consolidated Balance Sheets As at June 30, 2017 (unaudited) and December 31, 2016		
(Expressed in thousands of U.S. dollars, except share and per share information)		
(Expressed in mousands of 0.5. donars, except share and per share mormation)	June 30, 2017 (unaudited)	December 31, 2016
Assets		
Fixed maturity investments trading, at fair value (amortized cost: 2017—\$5,424,562; 2016—\$5,584,599)	\$5,418,643	\$5,543,030
Short-term investments trading, at fair value (amortized cost: 2017—\$2,871,126; 2016—\$2,796,358)	2,871,353	2,796,170
Other investments, at fair value (cost: 2017—\$416,996; 2016—\$380,130)	448,618	405,712
Investments in investment affiliates, equity method (cost: 2017-\$72,532; 2016-\$84,8-	40)03,377	100,431
Cash and cash equivalents	800,405	419,976
Restricted cash	195,039	70,956
Total investments and cash	9,837,435	9,336,275
Premiums receivable	1,940,637	725,390
Deferred acquisition costs	302,857	209,227
Prepaid reinsurance premiums	335,837	77,996
Securities lending collateral	2,514	9,779
Loss reserves recoverable	600,207	430,421
Paid losses recoverable	35,675	35,247
Income taxes recoverable	4,763	4,870
Deferred tax asset	52,655	43,529
Receivable for investments sold	20,519	3,901
Intangible assets	175,518	115,592
Goodwill	227,701	196,758
Accrued investment income	26,968	26,488
Other assets	387,860	134,282
Total assets	\$13,951,146	\$11,349,755
Liabilities		
Reserve for losses and loss expenses	\$3,305,191	\$2,995,195
Unearned premiums	1,970,896	1,076,049
Reinsurance balances payable	461,261	54,781
Securities lending payable	2,980	10,245
Deferred tax liability	4,012	3,331
Payable for investments purchased	92,077	29,447
Accounts payable and accrued expenses	385,958	587,648
Notes payable to AlphaCat investors	1,066,159	278,202
Senior notes payable	245,463	245,362
Debentures payable	538,400	537,226
Total liabilities	8,072,397	5,817,486
Commitments and contingent liabilities		
Redeemable noncontrolling interests	1,251,660	1,528,001
Shareholders' equity		
Preferred shares (Issued and Outstanding: 2017-16,000; 2016-6,000)	400,000	150,000
Common shares (Issued: 2017—161,934,355; 2016—161,279,976; Outstanding:	28,339	28,224
2017—79,518,581; 2016—79,132,252)	-0,007	-0,-2 1

Treasury shares (2017-82,415,774; 2016-82,147,724)	(14,423) (14,376)
Additional paid-in capital	807,321	821,023	
Accumulated other comprehensive loss	(19,924) (23,216)
Retained earnings	3,010,118	2,876,636	
Total shareholders' equity available to Validus	4,211,431	3,838,291	
Noncontrolling interests	415,658	165,977	
Total shareholders' equity	4,627,089	4,004,268	
Total liabilities, noncontrolling interests and shareholders' equity	\$13,951,146	\$11,349,75	5
The accompanying notes are an integral part of these unaudited consolidated financial s	statements.		

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Validus Holdings, Ltd. Consolidated Statements of Income and Comprehensive Income For the Three and Six Months Ended June 30, 2017 and 2016 (una (Expressed in thousands of U.S. dollars, except share and per share				
	Three Months En June 30,	nded	Six Months 30,	Ended June
	2017 2016 (unaudited)		2017 (unaudited)	2016
Revenues				
Gross premiums written	\$792,902 \$764	,042	\$1,983,759	\$1,936,833
Reinsurance premiums ceded	(56,222) (36,2	29)	(256,328) (204,064)
Net premiums written	736,680 727,8	313	1,727,431	1,732,769
Change in unearned premiums	(105,653) (154	090)	(521,028) (587,778)
Net premiums earned	631,027 573,7	723	1,206,403	1,144,991
Net investment income	44,241 39,25	57	84,455	68,718
Net realized gains on investments	2,274 2,724	1	1,110	2,140
Change in net unrealized gains on investments	16,321 31,42	28	29,669	78,872
Income (loss) from investment affiliates	9,466 (589)	14,654	(4,702)
Other insurance related income and other income	1,339 824		2,669	2,237
Foreign exchange (losses) gains	(7,329) 6,280) 12,531
Total revenues	697,339 653,0	553	1,333,200	1,304,787
Expenses				
Losses and loss expenses	296,149 307,		565,734	531,577
Policy acquisition costs	117,268 107,9		228,896	215,159
General and administrative expenses	96,349 89,68		184,273	175,896
Share compensation expenses	11,146 10,72		20,637	21,964
Finance expenses	14,209 14,10	66	28,152	29,369
Transaction expenses	4,427 —		4,427	
Total expenses	539,548 529,0	577	1,032,119	973,965
Income before taxes, loss from operating affiliate and (income)	157,791 123,9	976	301,081	330,822
attributable to AlphaCat investors	, , ,			
Tax benefit (expense)	987 (1,70	6)	4,536	412
Loss from operating affiliate	— —		—	(23)
(Income) attributable to AlphaCat investors	(11,830) (6,11) (10,714)
Net income	\$146,948 \$116		\$286,284	\$320,497
Net (income) attributable to noncontrolling interests	(43,650) (21,1) (58,724)
Net income available to Validus	103,298 94,90	53	200,062	261,773
Dividends on preferred shares	(2,203) —) —
Net income available to Validus common shareholders	\$101,095 \$94,	963	\$195,656	\$261,773
Comprehensive income				
Net income	\$146,948 \$116	.156	\$286,284	\$320,497
Other comprehensive income (loss)			. , -	
Change in foreign currency translation adjustments	1,489 (3,28	7)	2,086	(5,315)
Change in minimum pension liability, net of tax	1,184 479	,	1,252	396
Change in fair value of cash flow hedge	(144) 64) (694)
Other comprehensive income (loss), net of tax	2,529 (2,74	4)	3,292	(5,613)
Comprehensive (income) attributable to noncontrolling interests	(43,650) (21,1) (58,724)
Comprehensive income available to Validus	\$105,827 \$92,		\$203,354	\$256,160

Earnings per common share				
Basic earnings per share available to Validus common shareholders	s \$1.28	\$1.16	\$2.47	\$3.18
Earnings per diluted share available to Validus common shareholders	\$1.25	\$1.14	\$2.42	\$3.12
Cash dividends declared per common share	\$0.38	\$0.35	\$0.76	\$0.70
Weighted average number of common shares and common share equivalent outstanding:	quivalents			
Basic	79,270,56	1 81,950,833	79,202,116	82,386,047
Diluted	80,872,45	1 83,373,003	80,861,998	83,785,659
The accompanying notes are an integral part of these unaudited consolidated financial statements.				

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Validus Holdings, Ltd. Consolidated Statements of Shareholders' Equity For the Six Months Ended June 30, 2017 and 2016 (unaudited) (Expressed in thousands of U.S. dollars)

(Expressed in thousands of U.S. dollars)			
	Six Months Ended June		
	30,		
	2017	2016	
	(unaudited)		
Preferred shares			
Balance, beginning of period	\$150,000	\$—	
Preferred shares issued	250,000	150,000	
Balance, end of period	\$400,000	\$150,000	
Common shares			
Balance, beginning of period	\$28,224	\$28,100	
Common shares issued, net	115	119	
Balance, end of period	\$28,339	\$28,219	
Treasury shares			
Balance, beginning of period	\$(14,376)	\$(13,592)
Repurchase of common shares	(47)	(492)
Balance, end of period	\$(14,423)	\$(14,084)
Additional paid-in capital			
Balance, beginning of period	\$821,023	\$1,002,980)
Offering expenses on preferred shares	(8,314)	(5,148)
Common shares redeemed, net	(12,076)	(7,504)
Repurchase of common shares		(128,591)
Share compensation expenses	20,637		,
Balance, end of period	\$807,321	\$883,701	
Accumulated other comprehensive loss			
Balance, beginning of period	\$(23,216)	\$(12,569)
Other comprehensive income (loss)	3,292)
Balance, end of period		\$(18,182)
Retained earnings			
Balance, beginning of period	\$2,876,636	\$2.634.056	6
Net income	286,284		
Net (income) attributable to noncontrolling interests	-	(58,724)
Dividends on preferred shares	(4,406))
Dividends on common shares		(59,227)
Balance, end of period	\$3,010,118		/
Total shareholders' equity available to Validus	\$4,211,431	\$3,866,256	í
Noncontrolling interests	\$415,658	\$212,154	,
Total shareholders' equity	\$4,627,089)
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The accompanying notes are an integral part of these unaudited consolidated financial statements.

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Validus Holdings, Ltd. Consolidated Statements of Cash Flows For the Six Months Ended June 30, 2017 and 2016 (unaudited) (Expressed in thousands of U.S. dollars)		
	Six Month	is Ended
	June 30,	
	2017	2016
	(unaudited	l)
Cash flows provided by (used in) operating activities	\$ 0 06 0 04	¢ 220 407
Net income	\$286,284	\$320,497
Adjustments to reconcile net income to cash provided by (used in) operating activities:	20 627	21.064
Share compensation expenses	20,637 402	21,964
Loss on deconsolidation of AlphaCat ILS fund Amortization of discount on senior notes	402 54	 54
(Income) loss from investment affiliates	(14,654)	
Net realized and change in net unrealized gains on investments	(30,779)	
Amortization of intangible assets	3,995	2,832
Loss from operating affiliate		2,032
Foreign exchange gains included in net income	(9,686)	(6,289)
Amortization of premium on fixed maturity investments	7,012	8,710
Change in:	.,	-,
Premiums receivable	(648,195)	(719,070)
Deferred acquisition costs		(102,211)
Prepaid reinsurance premiums	(30,684)	(67,575)
Loss reserves recoverable	(113,508)	(95,429)
Paid losses recoverable	17,500	(4,571)
Reserve for losses and loss expenses	199,985	147,305
Unearned premiums	488,198	655,353
Reinsurance balances payable	111,488	18,610
Other operational balance sheet items, net	(137,618)	
Net cash provided by operating activities	52,685	69,443
Cash flows provided by (used in) investing activities		
Proceeds on sales of fixed maturity investments	1 632 371	1,376,077
Proceeds on maturities of fixed maturity investments		184,413
Purchases of fixed maturity investments	,	(1,537,606
Purchases of short-term investments, net		(428,040)
Purchases of other investments, net		(19,796)
Decrease (increase) in securities lending collateral	7,265	(5,361)
Redemption from operating affiliates		369
Distributions from (investments in) investment affiliates, net	11,708	(16,307)
Increase in restricted cash	(124,083)	(22,752)
Purchase of subsidiary, net of cash acquired	(183,923))
Net cash used in investing activities	(214,370)	(469,003)
Cash flows provided by (used in) financing activities		
Net proceeds on issuance of notes payable to AlphaCat investors	269,645	294,748
Net proceeds on issuance of preferred shares	209,045	144,852
Redemption of common shares, net	(11,961)	-
recomption of common shares, not	(11,701)	, (1,505)

Purchases of common shares under share repurchase program	(13,996)	(129,083)
Dividends paid on preferred shares	(4,406)	·
Dividends paid on common shares	(63,286)	(59,961)
(Decrease) increase in securities lending payable	(7,265)	5,361
Third party investment in redeemable noncontrolling interests	210,200	381,250
Third party redemption of redeemable noncontrolling interests	(79,334)	(10,800)
Third party investment in noncontrolling interests	258,300	171,674
Third party distributions of noncontrolling interests	(96,125)	(127,103)
Third party subscriptions deployed in AlphaCat Funds and Sidecars	(171,952)	(411,336)
Net cash provided by financing activities	531,506	252,217
Effect of foreign currency rate changes on cash and cash equivalents	10,608	(6,968)
Net increase (decrease) in cash and cash equivalents	380,429	(154,311)
Cash and cash equivalents - beginning of period	419,976	723,109
Cash and cash equivalents - end of period	\$800,405	\$568,798
Supplemental disclosure of cash flow information:		
Taxes paid during the period	\$568	\$3,837
Interest paid during the period	\$27,186	\$27,552
The accompanying notes are an integral part of these unaudited consolidated financial st	atements.	

<u>Table of Contents</u> Validus Holdings, Ltd. Notes to the Consolidated Financial Statements (unaudited) (Expressed in thousands of U.S. dollars, except share and per share information)

1. Basis of preparation and consolidation

These unaudited Consolidated Financial Statements (the "Consolidated Financial Statements") have been prepared in accordance with accounting principles generally accepted in the United States of America ("U.S. GAAP") for interim financial information and with the instructions to Form 10-Q and Article 10 in Regulation S-X. Accordingly, they do not include all of the information and footnotes required by U.S. GAAP for complete financial statements. In addition, the year-end balance sheet data was derived from audited financial statements but does not include all disclosures required by U.S. GAAP. This Quarterly Report on Form 10-Q should be read in conjunction with the financial statements and related notes included in Validus Holdings, Ltd.'s (the "Company") Annual Report on Form 10-K for the year ended December 31, 2016, as filed with the U.S. Securities and Exchange Commission (the "SEC"). The Company consolidates in these Consolidated Financial Statements the results of operations and financial position of all voting interest entities ("VOE") in which the Company has a controlling financial interest and all variable interest entities ("VIE") in which the Company is considered to be the primary beneficiary. The consolidation assessment, including the determination as to whether an entity qualifies as a VIE or VOE, depends on the facts and circumstances surrounding each entity.

In the opinion of management, these unaudited Consolidated Financial Statements reflect all adjustments (including normal recurring adjustments) considered necessary for a fair statement of the Company's financial position and results of operations as at the end of and for the periods presented. All significant intercompany accounts and transactions have been eliminated. The results of operations for any interim period are not necessarily indicative of the results for a full year.

The preparation of these financial statements in conformity with U.S. GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. While management believes that the amounts included in the Consolidated Financial Statements reflect its best estimates and assumptions, actual results could differ materially from those estimates. The Company's principal estimates include:

•reserve for losses and loss expenses;

•premium estimates for business written on a line slip or proportional basis;

•the valuation of goodwill and intangible assets;

•reinsurance recoverable balances including the provision for uncollectible amounts; and

•investment valuation of financial assets.

The term "ASC" used in these notes refers to Accounting Standard Codification issued by the United States Financial Accounting Standards Board (the "FASB").

2. Recent accounting pronouncements

Recently issued accounting standards not yet adopted

In May 2017, the FASB issued ASU 2017-09, "Compensation - Stock Compensation (Topic 718)." This ASU is directed at reducing diversity in practice when applying the accounting guidance to a change in the terms or conditions of a share-based payment award. The ASU is effective for fiscal periods beginning after December 15, 2017, and interim periods within those fiscal years. Early adoption is permitted, including adoption in an interim period. The Company has evaluated the impact of this guidance and it will not have a material impact on the Company's Consolidated Financial Statements. The Company plans to adopt this guidance on January 1, 2018.

<u>Table of Contents</u> Validus Holdings, Ltd. Notes to the Consolidated Financial Statements (unaudited) (Expressed in thousands of U.S. dollars, except share and per share information)

3. Business combination

On May 1, 2017, Western World Insurance Group, Inc. ("Western World"), a wholly owned subsidiary of the Company acquired all of the outstanding capital stock of Crop Risk Services ("CRS") for an aggregate purchase price of \$185,576 in cash. CRS is a primary crop insurance managing general agent ("MGA") based in Decatur, Illinois with 1,170 agents across 36 states. CRS does not have insurance licenses of its own, but acts solely as an MGA in that it can produce business for any properly licensed entity on a commission basis. Concurrent with closing of the transaction, Stratford Insurance Company ("Stratford"), a wholly–owned subsidiary of Western World, was granted the required license to write crop insurance in the United States and executed several agreements to transfer the related agriculture book of business to Stratford.

The CRS acquisition was undertaken to complement the Company's existing agricultural business and expand the Company's presence in U.S. primary specialty lines.

For segmental reporting purposes, the results of CRS' operations, including the related agricultural book of business have been included within the Western World segment in the Consolidated Financial Statements from the date of acquisition.

On closing, the Company recorded intangible assets totaling \$63,921 for Distribution Channels, Brand Name and Technology. Distribution Channels and Brand Name were estimated to have finite useful economic lives of ten years on acquisition and are being amortized on a straight line basis over such period. Technology was estimated to have a finite useful economic life of two years on acquisition and is being amortized on a straight line basis over such a period.

The purchase price was allocated to the acquired assets and liabilities of CRS based on estimated fair values on May 1, 2017, the date the transaction closed, as detailed below. The Company recognized goodwill of \$30,943 primarily attributable to CRS's assembled workforce and synergies expected to result upon the integration of CRS and its related book of business into the Company's operations. The estimates of fair values for tangible assets acquired and liabilities assumed were determined by management based on various market and income analyses. The Company estimated the fair values of intangible assets acquired based on variations of the income and cost approaches. Significant judgment was required to arrive at these estimates of fair value and changes to assumptions used could have led to materially different results.

The purchase of CRS was a taxable transaction and as such, goodwill and intangibles recorded at closing will be deductible for income tax purposes. The Company has recognized and recorded a deferred tax asset of \$6,443 which results from the excess of tax-deductible goodwill over book goodwill as recognized in the purchase price allocation.

<u>Table of Contents</u> Validus Holdings, Ltd. Notes to the Consolidated Financial Statements (unaudited) (Expressed in thousands of U.S. dollars, except share and per share information)

The fair value of net assets acquired, including	g GAAP a	
Total purchase price		\$185,576
Assets acquired		
Cash and cash equivalents	\$1,653	
Premiums receivable	564,453	
Prepaid reinsurance premiums	227,157	
Other assets	157,146	
Assets acquired		950,409
Liabilities acquired		
Reinsurance balances payable	\$294,201	1
Unearned premiums	406,649	
Net loss reserves	42,575	
Other liabilities	122,715	
Liabilities acquired	122,713	866,140
Excess purchase price		\$101,307
Excess purchase price		\$101,507
Goodwill and other intangible assets acquired		
Intangible asset - Distribution channels	\$52,898	
Intangible asset - Brand name	9,568	
Intangible asset - Technology	1,455	
Total intangible assets	63,921	
Goodwill	30,943	
Deferred tax arising on Goodwill	6,443	
Total goodwill and intangible assets		\$101,307
The Company also incurred transaction expen	ses related	to the CRS acquisition of \$4,427. Transaction expenses
included legal, financial advisory and audit rel		

<u>Table of Contents</u> Validus Holdings, Ltd. Notes to the Consolidated Financial Statements (unaudited) (Expressed in thousands of U.S. dollars, except share and per share information)

The following tables reconcile the carrying amount of goodwill and intangible assets from December 31, 2016 to June 30, 2017:

	Goodwill Six Months Ended June 30, 2017		
	Talbot	Western World	Total
Balance at December 31, 2016	20,393	176,365	196,758
Additions		30,943	30,943
Balance at June 30, 2017	20,393	207,308	227,701
	U	le assets hths Ended	June 30,
	Talbot	Western World	Total
Balance at December 31, 2016	93,924	21,668	115,592
Additions		63,921	63,921
Amortization	(2,081)	(1,914)	(3,995)
Balance at June 30, 2017	91,843	83,675	175,518
	Intangib	le assets	
	Six Mor	nths Ended	June 30,
	2017		
	With a	With an	
	Finite	Indefinite	e Total
	Life	Life	
Balance at December 31, 2016	11,424	104,168	115,592
Additions	63,921		63,921
Amortization	(3,995)		(3,995)
Balance at June 30, 2017	-	104,168	-

Operating results of CRS have been included in the Consolidated Financial Statements from the May 1, 2017 acquisition date.

The following selected unaudited information has been provided to present a summary of the results of CRS that have been included in the Consolidated Financial Statements for the three and six months ended June 30, 2017.

	From
	Acquisition
	Date to
	June 30,
	2017
Net premiums written	6,988
Net premiums earned	50,044
Total underwriting deductions	44,780
Underwriting income, before general and administrative expenses	5,264

<u>Table of Contents</u> Validus Holdings, Ltd. Notes to the Consolidated Financial Statements (unaudited) (Expressed in thousands of U.S. dollars, except share and per share information)

4. Investments

Managed investments represent assets governed by the Company's investment policy statement ("IPS") whereas, non-managed investments represent assets held in support of consolidated AlphaCat VIEs which are not governed by the Company's IPS. Refer to Note 6, "Variable interest entities," for further details.

The Company classifies its fixed maturity and short-term investments as trading and accounts for its other investments in accordance with ASC Topic 825 "Financial Instruments." As such, all investments are carried at fair value with interest and dividend income and realized and unrealized gains and losses included in net income for the period.

The amortized cost (or cost) and fair value of the Company's investments as at June 30, 2017 and December 31, 2016 were as follows:

	June 30, 2017		December 31, 2016		
	Amortized		Amortized		
	Cost or	Fair Value	Cost or	Fair Value	
	Cost	Fair value	Cost		
Managed investments					
U.S. government and government agency	\$649,214	\$646,436	\$809,392	\$804,126	
Non-U.S. government and government agency	293,002	292,504	245,651	240,791	
U.S. states, municipalities and political subdivisions	227,047	227,949	271,742	271,830	
Agency residential mortgage-backed securities	786,784	783,006	684,490	679,595	
Non-agency residential mortgage-backed securities	26,745	26,683	15,858	15,477	
U.S. corporate	1,378,884	1,386,484	1,540,036	1,534,508	
Non-U.S. corporate	380,317	379,480	418,520	410,227	
Bank loans	560,446	552,901	579,121	570,399	
Asset-backed securities	500,679	502,056	528,563	526,814	
Commercial mortgage-backed securities	317,732	316,190	333,740	330,932	
Total fixed maturities	5,120,850	5,113,689	5,427,113	5,384,699	
Short-term investments	255,289	255,516	228,574	228,386	
Other investments					
Fund of hedge funds			1,457	955	
Hedge funds	11,292	18,303	11,292	17,381	
Private equity investments	79,871	100,391	66,383	82,627	
Fixed income investment funds	266,041	268,110	247,967	249,275	
Overseas deposits	57,874	57,874	50,106	50,106	
Mutual funds	1,918	3,940	2,925	5,368	
Total other investments	416,996	448,618	380,130	405,712	
Investments in investment affiliates (a)	72,532	103,377	84,840	100,431	
Total managed investments	\$5,865,667	\$5,921,200	\$6,120,657	\$6,119,228	
Non-managed investments					
Catastrophe bonds	\$303,712	\$304,954	\$157,486	\$158,331	
Short-term investments	2,615,837	2,615,837	2,567,784	2,567,784	
Total non-managed investments	2,919,549	2,920,791	2,725,270	2,726,115	
Total investments	\$8,785,216	\$8,841,991	\$8,845,927	\$8,845,343	
The Company's investments in investment affiliat	tes have heer	treated as e	auity method	l investments v	

(a) The Company's investments in investment affiliates have been treated as equity method investments with the corresponding gains and losses recorded in

income as "Income (loss) from investment affiliates."

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(a) Fixed maturity investments

The following table sets forth certain information regarding the investment ratings of the Company's fixed maturity investments as at June 30, 2017 and December 31, 2016.

	June 30, 20	17		December 31, 2016			
	Fair Value	% of To	otal	Fair Value	% of 7	Fotal	
Managed fixed maturities							
AAA	\$2,318,254	42.8	%	\$2,405,597	43.4	%	
AA	463,060	8.5	%	538,289	9.7	%	
А	1,009,366	18.6	%	1,081,949	19.5	%	
BBB	703,563	13.0	%	740,861	13.4	%	
Total investment grade managed fixed maturities	4,494,243	82.9	%	4,766,696	86.0	%	
BB	229,023	4.2	0%	213,568	3.9	%	
B	176,743	3.3		177,737	3.2	%	
CCC	11,114	0.2	%	13,371	0.2	%	
NR	202,566	3.8		213,327	3.8	%	
Total non-investment grade fixed maturities	619,446	11.5	%	-	11.1	%	
Total managed fixed maturities	\$5,113,689		%	\$5,384,699		%	
Non-managed fixed maturities							
BB	28,177	0.4	0%	29,731	0.6	%	
B	2,781	0.4	% %	,	0.0	70 %	
NR	2,781	5.1		4, <i>32</i> 4 124,076	2.2	70 %	
	<i>,</i>	5.6		-			
Total non-managed fixed maturities	304,954 \$5,418,642			158,331	2.9	% 07	
Total fixed maturities	\$5,418,643	100.0	%	\$5,543,030	100.0	%	
10							

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The amortized cost and fair value amounts for the Company's fixed maturity investments held at June 30, 2017 and December 31, 2016 are shown below by contractual maturity. Actual maturity may differ from contractual maturity because certain borrowers may have the right to call or prepay certain obligations with or without call or prepayment penalties.

	June 30, 2017		December 31, 2016		
	Amortized (Testr Value	Amortized Costr Value		
Managed fixed maturities					
Due in one year or less	\$497,473	\$492,256	\$350,733	\$346,161	
Due after one year through five years	2,464,093	2,461,870	2,954,856	2,933,146	
Due after five years through ten years	456,793	459,311	430,365	426,647	
Due after ten years	70,551	72,317	128,508	125,927	
	3,488,910	3,485,754	3,864,462	3,831,881	
Asset-backed and mortgage-backed securities	1,631,940	1,627,935	1,562,651	1,552,818	
Total managed fixed maturities	\$5,120,850	\$5,113,689	\$5,427,113	\$5,384,699	
Non-managed catastrophe bonds					
Due in one year or less	\$33,662	\$32,441	\$43,664	\$45,418	
Due after one year through five years	263,300	265,735	112,572	111,656	
Due after five years through ten years	6,750	6,778	1,250	1,257	
Due after ten years					
Total non-managed fixed maturities	303,712	304,954	157,486	158,331	
Total fixed maturities	\$5,424,562	\$5,418,643	\$5,584,599	\$5,543,030	
13					

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(b)Other investments

The following tables set forth certain information regarding the Company's other investment portfolio as at June 30, 2017 and December 31, 2016:

otice period
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otice period
5

(a) The redemption frequency and notice periods only apply to investments without redemption restrictions. Other investments include alternative investments in various funds and pooled investment schemes. These alternative investments employ various investment strategies primarily involving, but not limited to, investments in collateralized obligations, fixed income securities, private equities, distressed debt and equity securities.

Certain securities included in other investments are subject to redemption restrictions and are unable to be redeemed from the funds. Distributions from these funds will be received as the underlying investments of the funds are liquidated. Currently, it is not known to the Company when these underlying assets will be sold by their investment managers; however, it is estimated that the majority of the underlying assets of the investments would liquidate over five to ten years from inception of the funds. In addition, one of the investment funds with a fair value of \$192,437 (December 31, 2016: \$184,749), has a lock-up period of approximately two years as at June 30, 2017 and may also impose a redemption gate. A lock-up period refers to the initial amount of time an investor is contractually required to remain invested before having the ability to redeem. Typically, the imposition of a gate delays a portion of the requested redemption, with the remaining portion settled in cash shortly after the redemption date. The underlying investments held in the overseas deposit funds are liquid and will generally trade freely in an open market. However, the Company's ability to withdraw from the overseas deposit funds is restricted by an annual and quarterly funding and release process for Lloyd's market participants.

The Company's maximum exposure to any of these alternative investments is limited to the amount invested and any remaining capital commitments. Refer to Note 15, "Commitments and contingencies," for further details. As at June 30, 2017, the Company does not have any plans to sell any of the other investments listed above.

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(c) Investments in investment affiliates

Included in the Company's managed investment portfolio as at June 30, 2017 were investments in Aquiline Financial Services Fund II L.P. ("Aquiline III"), Aquiline Financial Services Fund III L.P. ("Aquiline III") and Aquiline Technology Growth Fund L.P. ("Aquiline Tech").

Aquiline II and III

For further information regarding Aquiline II and III please refer to Note 7(c), "Investments in investment affiliates," included within the Company's Annual Report on Form 10-K for the year ended December 31, 2016. As at June 30, 2017, the Company's total unfunded investment commitment to Aquiline II and III was \$3,229 and \$62,031, respectively (December 31, 2016: \$2,040 and \$62,031).

Aquiline Tech

On March 20, 2017, the Company entered into a Subscription Agreement (the "Subscription Agreement") with Aquiline Technology Growth GP Ltd, (the "General Partner") pursuant to which the Company committed and agreed to purchase limited partnership or other comparable limited liability equity interests in Aquiline Tech, a Cayman Islands exempted limited partnership, with a capital commitment in an amount equal to \$20,000. The limited partnership interests are governed by the terms of an amended and restated exempted limited partnership agreement. As at June 30, 2017, the unfunded investment commitment to Aquiline Tech was \$18,786.

The following table presents a reconciliation of the Company's beginning and ending investments in investment affiliates for the three and six months ended June 30, 2017 and 2016:

	Three Mon	ths Ended	Six Months Ended		
	June 30,		June 30,		
	2017	2016	2017	2016	
Investments in investment affiliates, beginning of period	\$94,697	\$84,135	\$100,431	\$87,673	
Net capital (distributions) contributions	(786)	15,732	(11,708)	16,307	
Income (loss) from investment affiliates	9,466	(589)	14,654	(4,702)	
Investments in investment affiliates, end of period	\$103,377	\$99,278	\$103,377	\$99,278	

The following table presents the Company's investments in investment affiliates as at June 30, 2017 and December 31, 2016:

	June 30,				
	Investme at cost	Voting ent ownership %	Equity owners %		Carrying value
Aquiline II	\$33,349	_%	8.1	%	\$52,010
Aquiline III	37,969	_%	9.0	%	50,153
Aquiline Tech	1,214	_%	16.4	%	1,214
Total investments in investment affiliates	\$72,532				\$103,377

Decembe	er 31, 2016		
Investme at cost	Voting ent ownership %	Equity ownership %	Carrying value

Aquiline II	\$46,871 -%	8.1	%	\$61,999
Aquiline III	37,969 –%	9.0	%	38,432
Total investments in investment affiliates	\$84,840			\$100,431

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(d) Net investment income

Net investment income was derived from the following sources:

	Three Months		Six Months Ended		
	Ended June 30,		June 30,		
	2017	2016	2017	2016	
Managed investments					
Fixed maturities and short-term investments	\$31,312	\$30,621	\$62,983	\$58,638	
Other investments	7,571	8,026	14,441	8,898	
Cash and cash equivalents and restricted cash	616	380	1,226	1,245	
Securities lending income	7	12	20	17	
Total gross investment income	39,506	39,039	78,670	68,798	
Investment expenses	(1,443)	(2,190)	(4,415)	(4,026)	
Total managed net investment income	\$38,063	\$36,849	\$74,255	\$64,772	
Non managed investments					
Fixed maturities and short-term investments	\$4,500	\$1,977	\$7,560	\$3,272	
Restricted cash, cash and cash equivalents	1,678	431	2,640	674	
Total non-managed net investment income	6,178	2,408	10,200	3,946	
Total net investment income	\$44,241	\$39,257	\$84,455	\$68,718	

Net investment income from other investments includes distributed and undistributed net income from hedge funds, overseas deposits and certain fixed income investment funds.

(e) Net realized and change in net unrealized gains on investments

The following table sets forth an analysis of net realized gains and the change in net unrealized gains on investments:

	Three Months		Six Months Ended	
	Ended Ju	ne 30,	June 30,	
	2017	2016	2017	2016
Managed fixed maturities, short-term and other investments				
Gross realized gains	\$5,175	\$3,306	\$7,865	\$6,523
Gross realized (losses)	(2,906)	(786)	(8,488)	(5,089)
Net realized gains (losses) on investments	2,269	2,520	(623)	1,434
Change in net unrealized gains on investments	15,942	30,052	30,291	77,130
Total net realized and change in net unrealized gains on managed	\$18,211	\$32,572	\$29,668	\$78,564
investments	φ10,211	\$32,372	\$29,000	\$78,304
Non-managed fixed maturities, short-term and other investments				
Gross realized gains	\$5	\$204	\$1,733	\$715
Gross realized (losses)				(9)
Net realized gains on investments	5	204	1,733	706
Change in net unrealized gains (losses) on investments	379	1,376	(622)	1,742
Total net realized and change in net unrealized gains on non-managed investments	384	1,580	1,111	2,448
Total net realized and change in net unrealized gains on total investments	\$18,595	\$34,152	\$30,779	\$81,012

<u>Table of Contents</u> Validus Holdings, Ltd. Notes to the Consolidated Financial Statements (unaudited) (Expressed in thousands of U.S. dollars, except share and per share information)

(f) Pledged cash and investments

As at June 30, 2017, the Company had \$5,221,174 (December 31, 2016: \$5,173,966) of cash and cash equivalents, restricted cash, short-term investments and fixed maturity investments that were pledged during the normal course of business. Of those, \$5,156,173 were held in trust (December 31, 2016: \$5,068,092). Pledged assets are generally for the benefit of the Company's cedants and policyholders, to support AlphaCat's fully collateralized reinsurance transactions and to facilitate the accreditation of Validus Reinsurance, Ltd., Validus Reinsurance (Switzerland) Ltd. ("Validus Re Swiss") and Talbot as an alien Insurer/Reinsurer by certain regulators.

In addition, the Company has pledged cash and investments as collateral under the Company's credit facilities in the total amount of \$404,516 (December 31, 2016: \$442,184). For further details on the credit facilities, please refer to Note 13, "Debt and financing arrangements."

5. Fair value measurements

(a) Classification within the fair value hierarchy

Fair value is defined as the price to sell an asset or transfer a liability in an orderly transaction between market participants. Under U.S. GAAP, a company must determine the appropriate level in the fair value hierarchy for each fair value measurement. The fair value hierarchy prioritizes the inputs, which refer broadly to assumptions market participants would use in pricing an asset or liability, into three levels. It gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities and the lowest priority to unobservable inputs. The level in the fair value hierarchy within which a fair value measurement in its entirety falls is determined based on the lowest level input that is significant to the fair value measurement in its entirety.

The three levels of the fair value hierarchy are described below:

Level 1 - Fair values are measured based on unadjusted quoted prices in active markets for identical assets or liabilities that we have the ability to access.

Level 2 - Fair values are measured based on quoted prices in active markets for similar assets or liabilities, quoted prices for identical assets or liabilities in inactive markets, or for which significant inputs are observable (e.g., interest rates, yield curves, prepayment speeds, default rates, loss severities, etc.) or can be corroborated by observable market data.

Level 3 - Fair values are measured based on inputs that are unobservable and significant to the overall fair value measurement. The unobservable inputs reflect the Company's own judgments about assumptions where there is little, if any, market activity for that asset or liability that market participants might use.

The availability of observable inputs can vary from financial instrument to financial instrument and is affected by a wide variety of factors including, for example, the type of financial instrument, whether the financial instrument is new and not yet established in the marketplace, and other characteristics particular to the instrument. To the extent that valuation is based on models or inputs that are less observable or unobservable in the market, the determination of fair value requires significantly more judgment.

Accordingly, the degree of judgment exercised by management in determining fair value is greatest for instruments categorized in Level 3. In periods of market dislocation, the observability of prices and inputs may be reduced for many instruments. This may lead the Company to change the selection of our valuation technique (for example, from market to cash flow approach) or to use multiple valuation techniques to estimate the fair value of a financial instrument. These circumstances could cause an instrument to be reclassified between levels within the fair value hierarchy.

<u>Table of Contents</u> Validus Holdings, Ltd. Notes to the Consolidated Financial Statements (unaudited) (Expressed in thousands of U.S. dollars, except share and per share information)

At June 30, 2017, the Company's investments were allocated between Levels 1, 2 and 3 as follows: Fair value					
				based on	
	Level 1	Level 2	Level 3	NAV practical expedient ^(a)	Total
Managed investments					
U.S. government and government agency	\$—	\$646,436	\$—	\$ —	\$646,436
Non-U.S. government and government agency		292,504			292,504
U.S. states, municipalities and political subdivisions	—	227,949			227,949
Agency residential mortgage-backed securities	—	783,006			783,006
Non-agency residential mortgage-backed securities	—	26,683			26,683
U.S. corporate		1,386,484			1,386,484
Non-U.S. corporate	—	379,480			379,480
Bank loans	—	328,729	224,172		552,901
Asset-backed securities	—	466,135	35,921		502,056
Commercial mortgage-backed securities	—	316,190			316,190
Total fixed maturities		4,853,596	260,093		5,113,689
Short-term investments	248,439	7,077			255,516
Other investments					
Hedge funds				18,303	18,303
Private equity investments				100,391	100,391
Fixed income investment funds		30,137	16,400	221,573	268,110
Overseas deposits			_	57,874	57,874
Mutual funds		3,940			3,940
Total other investments		34,077	16,400	398,141	448,618
Investments in investment affiliates (b)					103,377
Total managed investments	\$248,439	\$4,894,750	\$276,493	\$ 398,141	\$5,921,200
Non-managed investments					
Catastrophe bonds	\$—	\$236,929	\$68,025	\$ —	\$304,954
Short-term investments	2,615,837				2,615,837
Total non-managed investments	2,615,837	236,929	68,025		2,920,791
Total investments	\$2,864,276	\$5,131,679	\$344,518	\$ 398,141	\$8,841,991
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In accordance with ASC Topic 820 "Fair Value Measurements," investments measured at fair value using the net (a) asset value ("NAV") per share (or its equivalent) practical expedient have not been classified in the fair value hierarchy.

(b) In accordance with ASC Topic 825 "Financial Instruments," the Company's investments in investment affiliates have not been classified in the fair value hierarchy.

<u>Table of Contents</u> Validus Holdings, Ltd. Notes to the Consolidated Financial Statements (unaudited) (Expressed in thousands of U.S. dollars, except share and per share information)

At December 31, 2016, the Company's investments were allocated between Levels 1, 2 and 3 as follows: Fair value									
	Level 1	Level 2	Level 3	based on NAV practical expedient (a)	Total				
Managed investments									
U.S. government and government agency	\$—	\$804,126	\$—	\$—	\$804,126				
Non-U.S. government and government agency		240,791			240,791				
U.S. states, municipalities and political subdivisions		271,830			271,830				
Agency residential mortgage-backed securities		679,595			679,595				
Non-agency residential mortgage-backed securities		15,477			15,477				
U.S. corporate		1,534,508			1,534,508				
Non-U.S. corporate		410,227	—		410,227				
Bank loans		323,903	246,496		570,399				
Asset-backed securities		502,883	23,931		526,814				
Commercial mortgage-backed securities		330,932			330,932				
Total fixed maturities		5,114,272	270,427		5,384,699				
Short-term investments	209,651	18,735			228,386				
Other investments									
Fund of hedge funds				955	955				
Hedge funds				17,381	17,381				
Private equity investments			—	82,627	82,627				
Fixed income investment funds		30,941	12,168	206,166	249,275				
Overseas deposits				50,106	50,106				
Mutual funds		5,368			5,368				
Total other investments		36,309	12,168	357,235	405,712				
Investments in investment affiliates (b)					100,431				
Total managed investments	\$209,651	\$5,169,316	\$282,595	\$357,235	\$6,119,228				
Non-managed investments									
Catastrophe bonds	\$—	\$109,956	\$48,375	\$—	\$158,331				
Short-term investments	2,567,784				2,567,784				
Total non-managed investments	2,567,784	109,956	48,375		2,726,115				
Total investments	\$2,777,435	\$5,279,272	\$330,970	\$357,235	\$8,845,343				

In accordance with ASC Topic 820 "Fair Value Measurements," investments measured at fair value using the net (a)asset value ("NAV") per share (or its equivalent) practical expedient have not been classified in the fair value hierarchy.

(b) In accordance with ASC Topic 825 "Financial Instruments," the Company's investments in investment affiliates have not been classified in the fair value hierarchy.

At June 30, 2017, managed Level 3 investments totaled \$276,493 (December 31, 2016: \$282,595), representing 4.7% (December 31, 2016: 4.6%) of total managed investments.

(b) Valuation techniques

There have been no material changes in the Company's valuation techniques during the period, or periods, represented by these Consolidated Financial Statements. The following methods and assumptions were used in estimating the fair

value of each class of financial instrument recorded in the Consolidated Balance Sheets.

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Fixed maturity investments

In general, valuation of the Company's fixed maturity investment portfolio is provided by pricing services, such as index providers and pricing vendors, as well as broker quotations. The pricing vendors provide valuations for a high volume of liquid securities that are actively traded. For securities that do not trade on an exchange, the pricing services generally utilize market data and other observable inputs in matrix pricing models to determine month end prices. Prices are generally verified using third party data. Securities which are priced by an index provider are generally included in the index.

In general, broker-dealers value securities through their trading desks based on observable inputs. The methodologies include mapping securities based on trade data, bids or offers, observed spreads, and performance on newly issued securities. Broker-dealers also determine valuations by observing secondary trading of similar securities. Prices obtained from broker quotations are considered non-binding, however they are based on observable inputs and by observing secondary trading of similar securities obtained from active, non-distressed markets. The Company considers these Level 2 inputs as they are corroborated with other market observable inputs. The techniques generally used to determine the fair value of the Company's fixed maturity investments are detailed below by asset class. U.S. government and government agency

U.S. government and government agency securities consist primarily of debt securities issued by the U.S. Treasury and mortgage pass-through agencies such as the Federal National Mortgage Association, the Federal Home Loan Mortgage Corporation and the Government National Mortgage Association. Fixed maturity investments included in U.S. government and government agency securities are primarily priced by pricing services. When evaluating these securities, the pricing services gather information from market sources and integrate other observations from markets and sector news. Evaluations are updated by obtaining broker dealer quotes and other market information including actual trade volumes, when available. The fair value of each security is individually computed using analytical models which incorporate option adjusted spreads and other daily interest rate data. As the significant inputs used to price these securities are observable, the fair value of these investments are classified as Level 2. Non-U.S. government and government agency

Non-U.S. government and government agency securities consist of debt securities issued by non-U.S. governments and their agencies along with supranational organizations (also known as sovereign debt securities). Securities held in these sectors are primarily priced by pricing services who employ proprietary discounted cash flow models to value the securities. Key quantitative inputs for these models are daily observed benchmark curves for treasury, swap and high issuance credits. The pricing services then apply a credit spread for each security which is developed by in-depth and real time market analysis. For securities in which trade volume is low, the pricing services utilize data from more frequently traded securities with similar attributes. These models may also be supplemented by daily market and credit research for international markets. As the significant inputs used to price these securities are observable, the fair value of these investments are classified as Level 2.

U.S. states, municipalities and political subdivisions

The Company's U.S. states, municipalities and political subdivisions portfolio contains debt securities issued by U.S. domiciled state and municipal entities. These securities are generally priced by independent pricing services using the techniques described for U.S. government and government agency securities described above. As the significant inputs used to price these securities are observable, the fair value of these investments are classified as Level 2. Agency residential mortgage-backed securities

The Company's agency residential mortgage-backed investments are primarily priced by pricing services using a mortgage pool specific model which utilizes daily inputs from the active to be announced ("TBA") market which is very liquid, as well as the U.S. treasury market. The model also utilizes additional information, such as the weighted average maturity, weighted average coupon and other available pool level data which is provided by the sponsoring agency. Valuations are also corroborated with daily active market quotes. As the significant inputs used to price these

securities are observable, the fair value of these investments are classified as Level 2.

Non-agency residential mortgage-backed securities

The Company's non-agency mortgage-backed investments include non-agency prime residential mortgage-backed fixed maturity investments. The Company has no fixed maturity investments classified as sub-prime held in its fixed maturity investments portfolio. Securities held in these sectors are primarily priced by pricing services using an option adjusted spread model or other

<u>Table of Contents</u> Validus Holdings, Ltd. Notes to the Consolidated Financial Statements (unaudited) (Expressed in thousands of U.S. dollars, except share and per share information)

relevant models, which principally utilize inputs including benchmark yields, available trade information or broker quotes, and issuer spreads. The pricing services also review collateral prepayment speeds, loss severity and delinquencies among other collateral performance indicators for the securities valuation, when applicable. As the significant inputs used to price these securities are observable, the fair value of these investments are classified as Level 2.

U.S. corporate

Corporate debt securities consist primarily of investment-grade debt of a wide variety of U.S. corporate issuers and industries. The Company's corporate fixed maturity investments are primarily priced by pricing services. When evaluating these securities, the pricing services gather information from market sources regarding the issuer of the security and obtain credit data, as well as other observations, from markets and sector news. Evaluations are updated by obtaining broker dealer quotes and other market information including actual trade volumes, when available. The pricing services also consider the specific terms and conditions of the securities, including any specific features which may influence risk. In certain instances, securities are individually evaluated using a spread which is added to the U.S. treasury curve or a security specific swap curve as appropriate. As the significant inputs used to price these securities are observable, the fair value of these investments are classified as Level 2.

Non-U.S. corporate

Non-U.S. corporate debt securities consist primarily of investment-grade debt of a wide variety of non-U.S. corporate issuers and industries. The Company's non-U.S. corporate fixed maturity investments are primarily priced by pricing services. When evaluating these securities, the pricing services gather information from market sources regarding the issuer of the security and obtain credit data, as well as other observations, from markets and sector news. Evaluations are updated by obtaining broker dealer quotes and other market information including actual trade volumes, when available. The pricing services also consider the specific terms and conditions of the securities, including any specific features which may influence risk. As the significant inputs used to price these securities are observable, the fair value of these investments are classified as Level 2.

Bank loans

The Company's bank loan investments consist primarily of below-investment-grade debt of a wide variety of corporate issuers and industries. The Company's bank loans are primarily priced by pricing services. When evaluating these securities, the pricing services gather information from market sources regarding the issuer of the security and obtain credit data, as well as other observations, from markets and sector news. Evaluations are updated by obtaining broker dealer quotes and other market information including actual trade volumes, when available. The pricing services also consider the specific terms and conditions of the securities, including any specific features which may influence risk. As the significant inputs used to price these securities are observable, the fair value of these investments are classified as Level 2.

Also, included in the bank loan portfolio is a collection of loan participations held through an intermediary. A third party pricing service provides monthly valuation reports for each loan and participation using a combination of quotations from loan pricing services, leveraged loan indices or market price quotes obtained directly from the intermediary. Significant unobservable inputs used to price these securities include credit spreads and default rates; therefore, the fair value of these investments are classified as Level 3.

Asset-backed securities

Asset backed securities include mostly investment-grade debt securities backed by pools of loans with a variety of underlying collateral, including automobile loan receivables, student loans, credit card receivables, and collateralized loan obligations originated by a variety of financial institutions. Securities held in these sectors are primarily priced by pricing services. The pricing services apply dealer quotes and other available trade information such as bids and offers, prepayment speeds which may be adjusted for the underlying collateral or current price data, the U.S. treasury curve and swap curve as well as cash settlement. The pricing services determine the expected cash flows for each

security held in this sector using historical prepayment and default projections for the underlying collateral and current market data. In addition, a spread is applied to the relevant benchmark and used to discount the cash flows noted above to determine the fair value of the securities held in this sector. As the significant inputs used to price these securities are observable, the fair value of these investments are classified as Level 2. Where pricing is unavailable from pricing services, we obtain non-binding quotes from broker-dealers. This is generally the case when there is a low volume of trading activity and current transactions are not orderly. Broker-dealer quotes for which significant observable inputs are unable to be corroborated with market observable information are classified as Level 3.

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Commercial mortgage-backed securities

Commercial mortgage backed securities are investment-grade debt primarily priced by pricing services. The pricing services apply dealer quotes and other available trade information such as bids and offers, prepayment speeds which may be adjusted for the underlying collateral or current price data, the U.S. treasury curve and swap curve as well as cash settlement. The pricing services determine the expected cash flows for each security held in this sector using historical prepayment and default projections for the underlying collateral and current market data. In addition, a spread is applied to the relevant benchmark and used to discount the cash flows noted above to determine the fair value of the securities held in this sector. As the significant inputs used to price these securities are observable, the fair value of these investments are classified as Level 2.

Catastrophe bonds

Catastrophe bonds are priced based on broker or underwriter bid indications. As the significant inputs used to price these securities are observable, the fair value of these investments are classified as Level 2. To the extent that these indications are based on significant unobservable inputs, the fair value of the relevant bonds will be classified as a Level 3.

Short-term investments

Short-term investments consist primarily of highly liquid securities, all with maturities of less than one year from the date of purchase. The fair value of the portfolio is generally determined using amortized cost which approximates fair value. As the highly liquid money market-type funds are actively traded, the fair value of these investments are classified as Level 1. To the extent that the remaining securities are not actively traded due to their approaching maturity, the fair value of these investments are classified as Level 2.

Other investments

Fund of hedge funds

During the three months ended June 30, 2017, the Company's investment in a fund of hedge funds was liquidated. Prior to liquidation, the fund's administrator provided a monthly reported NAV with a three month delay in its valuation. The fund manager provided an estimate of the fund NAV at year end based on the estimated performance provided from the underlying funds. To determine the reasonableness of the estimated NAV, the Company compared the fund administrator's NAV to the fund manager's estimated NAV that incorporates relevant valuation sources. Prior to liquidation, the fair value of these investments were measured using the NAV practical expedient and therefore were not categorized within the fair value hierarchy.

Hedge funds

The hedge fund investment was assumed by the Company in the acquisition of Flagstone Reinsurance Holdings, S.A. ("Flagstone") (the "Flagstone hedge fund"). The Flagstone hedge fund's administrator provides quarterly NAVs with a three month delay in valuation. The fair value of this investment is measured using the NAV practical expedient and therefore has not been categorized within the fair value hierarchy.

Private equity investments

The private equity funds provide quarterly or semi-annual partnership capital statements with a three or six month delay which are used as a basis for valuation. These private equity investments vary in investment strategies and are not actively traded in any open markets. The fair value of these investments are measured using the NAV practical expedient and therefore have not been categorized within the fair value hierarchy.

Fixed income investment funds

The Company's investment funds classified as Level 2 consist of a pooled investment fund. The pooled investment is invested in fixed income securities with high credit ratings and is only open to Lloyd's Trust Fund participants. The fair value of units in the investment fund is based on the NAV of the fund and is traded on a daily basis.

Included in investment funds is a residual equity tranche of a structured credit fund valued using a dynamic yield that calculates an income accrual based on an underlying valuation model with a typical cash flow waterfall structure.

Significant unobservable inputs used to price this fund include default rates and prepayment rates; therefore, the fair value of the investment fund is classified as Level 3.

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The fair value of the Company's remaining investment funds is based on the NAV of the fund as reported by the independent fund administrator. The fund's administrators provide a monthly reported NAV with a one or three month delay in their valuation. The fair value of these investments are measured using the NAV practical expedient and therefore have not been categorized within the fair value hierarchy.

Overseas deposits

The Company's share of a portfolio of Lloyd's overseas deposits are managed centrally by Lloyd's and invested according to local regulatory requirements. The composition of the portfolio varies and the deposits are made across the market. The fair value of the deposits is based on the portfolio level reporting that is provided by Lloyd's. The fair value of these investments are measured using the NAV practical expedient and therefore have not been categorized within the fair value hierarchy.

Mutual funds

Mutual funds consist of an investment fund which invests in various quoted investments. The fair value of units in the mutual fund is based on the NAV of the fund as reported by the fund manager. The mutual fund has daily liquidity which allows us to redeem our holdings at the applicable NAV in the near term. As such, the Company has classified this investment as Level 2.

(c)Level 3 investments

The following table presents a reconciliation of the beginning and ending balances for all investments measured at fair value on a recurring basis using Level 3 inputs during the three and six months ended June 30, 2017 and 2016:

Three Months Ended June 30, 2017

	Bank Loans	Catastrophe Bonds	Fixed Income Investment Funds	Asset Backed Securities	Total
Level 3 investments, beginning of period	\$236,694	\$ 72,676	\$ 12,560	\$23,882	\$345,812
Purchases	16,757	5,000	3,432	11,053	36,242
Sales				(53)	(53)
Settlements	(28,893)	(10,216)	408		(38,701)
Net realized gains		216			216
Change in net unrealized (losses) gains	(386)	349		49	12
Amortization				990	990
Level 3 investments, end of period	\$224,172	\$ 68,025	\$ 16,400	\$	