



Financial Corporation Limited

**THIRD QUARTER REPORT
September 30, 2017**

Financial Highlights

(Millions of dollars, except per share amounts)

Nine months ended September 30	2017	2016
Shareholders' Net Income	\$ 411.0	\$ 233.1
Shareholders' Comprehensive Income	\$ 357.9	\$ 226.5
Basic Earnings per Common Share	\$ 101.70	\$ 56.38
Common Shareholders' Equity	\$ 4,985.4	\$ 4,572.5
Common Shares Outstanding	4,019,667	4,019,667
Net Equity Value per Common Share ⁽¹⁾	\$ 1,242.85	\$ 1,132.28
Contribution to Shareholders' Net Income:		
E-L Corporate	\$ 289.3	\$ 133.8
Empire Life	121.7	99.3
	\$ 411.0	\$ 233.1
E-L Corporate		
Shareholders' Net Income	\$ 289.3	\$ 133.8
Investment and Other Income	\$ 91.5	\$ 84.6
Investments - Corporate	\$ 4,601.6	\$ 4,242.4
Empire Life		
Common Shareholders' Net Income	\$ 121.7	\$ 99.3
Net Premiums and Fee Income	\$ 810.9	\$ 829.1
Assets Under Management ⁽¹⁾	\$ 16,817.5	\$ 15,929.5
Minimum Continuing Capital and Surplus Requirements (%)	274.2	213.0

⁽¹⁾ See Non-GAAP measures within the Management's Discussion and Analysis

NOTICE OF NO AUDITOR REVIEW OF INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

The Company's external auditors have not performed a review of these unaudited interim condensed consolidated financial statements of E-L Financial Corporation Limited.

REPORT ON E-L FINANCIAL CORPORATION LIMITED

The following Management's Discussion and Analysis ("MD&A") of the operating results and financial condition of E-L Financial Corporation Limited ("E-L Financial" or the "Company") for the third quarter of 2017 should be read in conjunction with the MD&A for the year ended December 31, 2016, the Company's annual audited consolidated financial statements and the notes related thereto, the quarterly unaudited interim condensed consolidated financial statements and notes contained in this report, as well as the Company's MD&A and unaudited interim condensed consolidated financial statements for the quarters of 2016 and the previous quarters of 2017. The unaudited interim condensed consolidated financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board ("IASB"). Unless otherwise noted, both the consolidated financial statements and this MD&A are expressed in Canadian dollars. Figures in MD&A may differ due to rounding.

This MD&A contains certain forward-looking statements that are subject to risks and uncertainties that may cause the results or events mentioned in this discussion to differ materially from actual results or events. No assurance can be given that results, performance or achievement expressed in, or implied by, any forward-looking statements within this discussion will occur, or if they do, that any benefits may be derived from them.

Unless otherwise stated, all per share amounts are based on the average number of Common Shares and Series A Convertible Preference Shares outstanding for the period, adjusted for the Company's proportionate interest in its own common shares held indirectly through investments in associates ("Adjusted Common Shares").

Additional information relating to the Company, including its Annual Information Form, may be found at www.sedar.com.

Forward-looking statements and information

Certain statements in this MD&A about the Company's current and future plans, expectations and intentions, results, market share growth and profitability, strategic objectives or any other future events or developments constitute forward-looking statements and information within the meaning of applicable securities laws. The words "may", "will", "would", "should", "could", "expects", "plans", "intends", "trends", "indications", "anticipates", "believes", "estimates", "predicts", "likely" or "potential" or the negative or other variations of these words or other comparable words or phrases, are intended to identify forward-looking statements and information. Although management believes that the expectations and assumptions on which such forward-looking statements and information are based are reasonable, undue reliance should not be placed on the forward-looking statements and information because there can be no assurance that they will prove to be correct. By their nature, such forward-looking statements and information are subject to various risks and uncertainties, which could cause the actual results and expectations to differ materially from the anticipated results or expectations expressed. These risks and uncertainties include, but are not limited to, market risks including equity risks, hedging risks, interest rate risks, foreign exchange rate risks; liquidity risks; credit risks including counterparty risks; insurance risks including mortality risks, policyholder behaviour risks, expense risks, morbidity risks, product design and pricing risks, underwriting and claims risks, reinsurance risks; operational risks, including legal and regulatory risks, model risks, human resources risks, third party risks, technology, information security and business continuity risks; and business risks, including risks with respect to competition, risks with respect to financial strength, capital adequacy risks, risks with respect to distribution channels, risks with respect to changes to applicable income tax legislation, risks with respect to litigation, risks with respect to reputation, risks with respect to risk management policies, risks with respect to intellectual property, risks with respect to significant ownership of common shares. Please see the section titled "Description of the Business" in E-L Financial's Annual Information Form available at www.sedar.com for more details on these risks.

Material factors or assumptions that were applied in drawing a conclusion or making an estimate set out in the forward-looking statements and information include that the general economy remains stable;

assumptions on interest rates, mortality rates and policy liabilities; and capital markets continue to provide access to capital. These factors are not intended to represent a complete list of the factors that could affect the Company; however, these factors should be considered carefully, and readers should not place undue reliance on forward-looking statements made herein or in the documents reproduced herein.

To the extent any forward-looking information in this MD&A constitutes future-oriented financial information or financial outlooks within the meaning of securities laws, such information is being provided to demonstrate potential benefits and readers are cautioned that this information may not be appropriate for any other purpose. Future-oriented financial information and financial outlooks are, without limitation, based on the assumptions and subject to the risks set out above.

The forward-looking information contained herein is expressly qualified in its entirety by this cautionary statement. When relying on the Company's forward-looking statements and information to make decisions, investors and others should carefully consider the foregoing factors, assumptions and other uncertainties and potential events. Readers are cautioned not to place undue reliance on this forward-looking information, which is given as of the date hereof or the date indicated, and to not use such forward-looking information for anything other than its intended purpose. The Company undertakes no obligation to update publicly or revise any forward-looking statements and information, whether as a result of new information, future events or otherwise after the date of this document, except as required by law.

Non-GAAP measures

The MD&A contains information using non-GAAP measures. Current Canadian GAAP is IFRS for the Company's consolidated financial statements. The Company believes that these measures provide useful information to its shareholders in evaluating the Company's financial results. Where non-GAAP measures are used, descriptions have been provided as to the nature of the adjustments made.

The MD&A contains reference to net equity value, net equity value per common share and growth in net equity value per common share. Net equity value per common share is described and reconciled to shareholders' equity on page 7. These terms do not have any standardized meaning according to IFRS and therefore may not be comparable to similar measures presented by other companies.

The MD&A also contains non-consolidated cash flow information of E-L Financial which is a non-GAAP presentation. The information is useful as it separates the Company's cash flows from the cash flows of its subsidiaries. This information is reconciled to the consolidated cash flows on page 8.

Other non-GAAP measures are also used in the Empire Life Insurance Company ("Empire" or "Empire Life") section of the MD&A. These include references to annualized premium sales, assets under management, mutual fund gross and net sales, segregated fund gross and net sales and sources of earnings. These terms do not have any standardized meaning according to IFRS and therefore may not be comparable to similar measures presented by other companies.

Annualized premium sales is used as a method of measuring sales volume. It is equal to the premium expected to be received in the first twelve months for all new Individual Insurance and Employee Benefit policies sold during the period. Mutual fund gross and net sales and segregated fund gross and net sales are also used as measures of sales volume. The Company believes that these measures provide useful information to its shareholders in evaluating Empire Life's underlying financial results.

Sources of earnings breaks down Empire Life earnings into several categories which are useful to assess the performance of the business. These categories include expected profit from in-force business, impact of new business, experience gains and losses, management actions and changes in assumptions, and earnings on surplus. These terms are defined in the Glossary of Terms found at the end of this report. The sources of earnings components are reconciled to net income on page 14.

Assets under management is a non-GAAP measure of the assets managed by Empire Life, which includes general fund assets, mutual fund assets and segregated fund assets. They represent the total assets of

Empire Life and the assets its customers invest in. The Company believes that these measures provide useful information to its shareholders in evaluating Empire Life's underlying financial results.

The following table provides a reconciliation of assets under management to total assets in Empire Life's financial statements:

(in millions of dollars)	September 30 2017	December 31 2016	September 30 2016
General fund assets	\$ 8,257.1	\$ 7,780.2	\$ 7,918.7
Segregated fund assets	8,379.7	8,082.0	7,823.1
Total Empire Life assets	16,636.8	15,862.2	15,741.8
Mutual fund assets	180.7	188.9	187.7
Total assets under management	\$ 16,817.5	\$ 16,051.1	\$ 15,929.5

The Company

E-L Financial operates as an investment and insurance holding company. In managing its operations, the Company distinguishes between two operating segments, E-L Corporate and Empire Life.

E-L Corporate's operations includes the oversight of investments in global equities held through direct and indirect holdings of common shares, investment funds, closed-end investment companies and other private companies. E-L Financial holds a 51.9% interest in a closed-end investment corporation, United Corporations Limited ("United") which is listed on the Toronto Stock Exchange. United is an investment vehicle for long-term growth through investments in common equities. The invested assets and operations of United are consolidated and included in the E-L Corporate segment. In addition, E-L Corporate has two significant investments in associates including a 36.3% interest in Algoma Central Corporation ("Algoma") and a 24.0% interest in Economic Investment Trust Limited ("Economic"). Algoma and Economic are accounted for using the equity method.

The Company's investment in Empire Life (99.2% interest) is consolidated by E-L Financial. The Empire Life operating segment underwrites life and health insurance policies and provides segregated funds, mutual funds and annuity products.

The Company's strategy is to accumulate shareholder value through long-term capital appreciation and dividend income from its investments. E-L Financial oversees its investments through representation on the boards of directors of the subsidiaries and the other companies in which the Company has significant shareholdings.

Overview of results attributable to shareholders of E-L Financial

The following tables summarize the results of the Company's business segments:

E-L Financial consolidated <i>(millions of dollars)</i>	Third quarter		Year to date	
	2017	2016	2017	2016
Contribution to net income				
E-L Corporate ⁽¹⁾	\$ 10.6	\$ 153.5	\$ 289.3	\$ 133.8
Empire Life ⁽²⁾	38.8	37.8	121.7	99.3
Net income	49.4	191.3	411.0	233.1
Other comprehensive (loss) income ⁽²⁾	(20.1)	12.2	(53.1)	(6.6)
Comprehensive income	\$ 29.3	\$ 203.5	\$ 357.9	\$ 226.5

E-L Corporate <i>(millions of dollars)</i>	Third quarter		Year to date	
	2017	2016	2017	2016
Revenue				
Net (loss) gain on investments ⁽³⁾	\$ (25.0)	\$ 177.4	\$ 287.1	\$ 89.9
Investment and other income	25.4	22.1	91.5	84.6
Share of associates income	9.4	16.9	22.3	19.2
	9.8	216.4	400.9	193.7
Expenses				
Operating	6.4	6.0	20.0	18.1
Income taxes	1.2	28.3	54.7	23.9
Non-controlling interests	(8.4)	28.6	36.9	17.9
	(0.8)	62.9	111.6	59.9
Net income	10.6	153.5	289.3	133.8
Other comprehensive (loss) income, net of taxes ⁽¹⁾	(2.3)	1.1	(43.7)	(24.0)
Comprehensive income	\$ 8.3	\$ 154.6	\$ 245.6	\$ 109.8

Empire Life <i>(millions of dollars)</i>	Third quarter		Year to date	
	2017	2016	2017	2016
Revenue				
Net premiums	\$ 217.4	\$ 218.7	\$ 624.2	\$ 659.0
Net (loss) gain on investments ⁽³⁾	(214.9)	115.1	32.9	418.1
Investment income	69.8	60.0	204.0	186.2
Fee income	62.2	59.1	186.7	170.1
	134.5	452.9	1,047.8	1,433.4
Expenses				
Benefits and expenses	78.0	392.2	875.6	1,280.8
Income and other taxes	17.0	18.4	50.0	47.3
Non-controlling and participating policyholders' interests	0.7	4.5	0.5	6.0
	95.7	415.1	926.1	1,334.1
Net income	38.8	37.8	121.7	99.3
Other comprehensive (loss) income, net of taxes ⁽²⁾	(17.8)	11.1	(9.4)	17.4
Comprehensive income	\$ 21.0	\$ 48.9	\$ 112.3	\$ 116.7

⁽¹⁾ Net of non-controlling interests

⁽²⁾ Net of non-controlling interests and participating policyholders' income (loss)

⁽³⁾ Includes fair value change on fair value through profit and loss ("FVTPL") investments and realized gains on available for sale ("AFS") investments

E-L Financial reported consolidated net income of \$49.4 million or \$11.60 per share for the third quarter of 2017 compared to \$191.3 million or \$47.72 per share in 2016. The decrease in net income is primarily due to E-L Corporate's net fair value losses on the global investment portfolio of \$25.0 million compared to a net gain of \$177.4 million in 2016. The global investment portfolio for the third quarter of 2017 yielded a pre-tax total return of nil for the quarter compared to 4% in the prior period. The nil return for the third quarter of 2017 is primarily attributable to the impact of the strengthening of the Canadian dollar on the global investment portfolio which offset total investment returns.

Empire Life reported net income of \$38.8 million in the third quarter of 2017 compared to \$37.8 million for the comparable period in 2016. The increase in earnings for the third quarter of 2017 compared to 2016 is primarily as a result of improved operating results in the Employee Benefits product line and lower hedge costs, partially offset by lower gains in the Individual Insurance product line.

Consolidated net income for the first nine months of 2017 was \$411.0 million or \$101.70 per share compared with \$233.1 million or \$56.38 per share in 2016. The increase in net income is due to E-L Corporate's net gain on investments of \$287.1 million compared to \$89.9 million in 2016. E-L Corporate's global investment portfolio was positively impacted by the performance of foreign equity markets with a year to date total return on the global investment portfolio of 8% compared to 3% in the prior year.

Empire Life reported net income of \$121.7 million for the first nine months of 2017 compared to \$99.3 million for the comparable period in 2016. The increase in net income was primarily due to the above mentioned items and improved operating results in the Wealth Management product line.

Consolidated comprehensive income for the third quarter of 2017 was \$29.3 million or \$6.47 per share compared to \$203.5 million or \$50.84 per share in 2016. Consolidated comprehensive income for the first nine months of 2017 was \$357.9 million or \$88.17 per share compared to \$226.5 million or \$54.70 per share in 2016. The movement in comprehensive income for both the quarter and year to date is mainly due to the reasons noted above.

On November 1, 2017 E-L Financial entered into \$100 million secured loan with the brokerage firm of a Canadian chartered bank. The proceeds from the loan were used to fund the Company's investment in preferred shares of Empire Life.

Net equity value per share

Under IFRS, investments in Algoma and Economic are accounted for using the equity method and are not carried at fair value. Therefore, to provide an indication of the accumulated shareholder value, the following table adjusts shareholders' equity to reflect investments in associates at fair value:

<i>(millions of dollars, except per share amounts)</i>	Q3 2017	Q4 2016	Q3 2016
E-L Financial shareholders' equity	\$ 5,285.4	\$ 4,954.2	\$ 4,872.5
Less: First preference shares	(300.0)	(300.0)	(300.0)
	4,985.4	4,654.2	4,572.5
Adjustments for investments in associates not carried at fair value:			
Carrying value	(316.1)	(309.6)	(330.6)
Fair value ⁽¹⁾	327.5	316.1	296.5
	11.4	6.5	(34.1)
Non-controlling interest and deferred tax	(1.0)	(0.9)	13.1
	10.4	5.6	(21.0)
Net equity value	\$ 4,995.8	\$ 4,659.8	\$ 4,551.5
Common Shares ⁽²⁾ outstanding at year end	4,019,667	4,019,667	4,019,667
Net equity value per Common Share ⁽²⁾	\$ 1,242.85	\$ 1,159.26	\$ 1,132.28

⁽¹⁾ Based on quoted market prices

⁽²⁾ Common Shares includes Series A Convertible Preference Shares

Growth in net equity value

The Company's objective is to build long-term shareholder value by compounding growth in net equity value per Common Share over the long term. Set out below is a table that shows the net equity value per common share and growth for the respective fiscal periods. The growth in net equity value includes dividends paid to common shareholders.

Annual	Net equity value*	Growth*
	\$	%
2007	671.81	12.7
2008	551.59	(17.8)
2009	681.51	23.6
2010	747.28	9.7
2011	642.98	(13.9)
2012	740.49	15.2
2013	872.45	28.0
2014	970.65	11.3
2015	1,089.23	12.3
2016	1,159.26	6.8
Year to date		
September 30, 2017	1,242.85	7.5
Compounded annual growth in net equity value*		
2007 - 2016 - 10 years		7.6
1969 - 2016 - Since inception		12.5

* This chart was drawn from the individual annual reports and has not been restated for any subsequent changes in accounting policies.

Summary of quarterly results

The following table summarizes the quarterly results:

(millions of dollars, except per share amounts)	2017				2016			2015	
	Q3	Q2	Q1	Q4	Q3	Q2	Q1	Q4	
Revenue									
Net gain (loss) on investments ⁽¹⁾	\$ (239.9)	\$ 208.7	\$ 351.2	\$ (308.4)	\$ 292.4	\$ 298.7	\$ (83.2)	\$ 331.8	
Net premium income	217.4	204.4	202.5	222.4	218.7	210.6	229.8	206.3	
Investment and other income	157.5	174.6	150.1	150.0	141.2	158.7	141.0	148.7	
Associates ⁽²⁾	9.4	12.1	0.7	(31.3)	16.9	8.6	(6.3)	7.3	
Total	\$ 144.4	\$ 599.8	\$ 704.5	\$ 32.7	\$ 669.2	\$ 676.6	\$ 281.3	\$ 694.1	
Net income (loss) ⁽³⁾	\$ 49.4	\$ 97.5	\$ 264.1	\$ 100.0	\$ 191.3	\$ 103.2	\$ (61.4)	\$ 207.7	
Earnings (loss) per common share									
- basic	\$ 11.60	\$ 23.84	\$ 66.26	\$ 24.49	\$ 47.72	\$ 25.28	\$ (16.62)	\$ 51.90	
- diluted	\$ 11.31	\$ 22.30	\$ 60.41	\$ 22.77	\$ 43.52	\$ 23.48	\$ (16.62)	\$ 47.29	

⁽¹⁾ Fair value change on FVTPL investments and realized gain (loss) on AFS investments

⁽²⁾ Share of income (loss) of associates

⁽³⁾ Attributable to shareholders

Quarterly trend analysis

The consolidated revenue and consolidated net income of the Company are expected to fluctuate on a quarterly basis given its two segments. In particular, equity market movements, changes in interest rates, underwriting results, policy liability discount rates and policy reserve adjustments are likely to cause fluctuations.

Revenue for the third quarter of 2017 decreased from both the prior quarter of 2017 and the third quarter of 2016 partly due to the impact of lower net fair value investment gains for E-L Corporate and Empire Life. The decrease in E-L Corporate's net investment gains compared to the second quarter of 2017 and third quarter of 2016 is primarily due to the impact of foreign exchange movements. Empire Life reported lower net gains on investments for the third quarter of 2017 compared to 2016, primarily due to the impact of market interest rate and stock market movements on FVTPL investments.

Net premium income increased for the quarter and remained consistent with the third quarter of 2016. The increase in premium income for the quarter is due to higher sales of investment products.

Liquidity and capital resources

Consolidated cash flows

The condensed cash flow of United and Empire Life, as well as E-L Financial non-consolidated and consolidated are presented below:

Nine months ended September 30 (millions of dollars)	E-L Financial (non- consolidated)	United	Empire Life	Consolidation adjustments	E-L Financial	
					2017	2016
Cash flows from:						
Operating activities	\$ 50.6	\$ 10.8	\$ 241.2	\$ (12.1)	\$ 290.5	\$ 251.2
Financing activities	(28.1)	(23.7)	185.2	12.1	145.5	104.0
Investing activities	(24.5)	7.5	(428.4)	—	(445.3)	(415.1)
Decrease in cash and cash equivalents	(2.0)	(5.4)	(2.0)	—	(9.3)	(59.9)
Cash and cash equivalents, at the beginning of the period	31.9	19.2	368.9	—	419.9	306.6
Cash and cash equivalents, at the end of the period	\$ 29.9	\$ 13.8	\$ 366.9	\$ —	\$ 410.6	\$ 246.7

The increase in cash provided from operating activities in 2017 relative to 2016 reflects the increase in cash earnings during the first nine months of 2017 compared to the prior year along with changes in working capital levels.

The increase in financing activity cash flows during 2017 relative to 2016 was primarily due to Empire Life's issuance of \$199.3 million of subordinated debt in the third quarter of 2017. In the first quarter of 2016, Empire Life issued \$149.5 million of preferred shares.

The change in cash from investing activities during 2017 relative to 2016 was primarily driven by the timing of portfolio investment transactions and the investment of proceeds from Empire Life's issuance of \$199.3 million of subordinated debt compared to the issuance of \$149.5 million of preferred shares in the first quarter 2016.

Non-consolidated cash flows of E-L Financial

E-L Financial's corporate cash flows from operating activities, before payment of dividends, are primarily comprised of dividends and interest received, less operating expenses and income taxes.

The following table details the non-consolidated cash flows of the Company on a direct basis, excluding the cash flows of the subsidiaries. This table has been prepared to assist the reader in isolating the cash flows of E-L Financial (non-consolidated).

Nine months ended September 30

<i>(millions of dollars)</i>	2017	2016
Cash flows from:		
Operating activities		
Dividends from subsidiaries and associates	\$ 17.6	\$ 16.1
Dividends and interest	50.5	45.6
Expenses and taxes, net of other income	(17.5)	(27.0)
	50.6	34.7
Financing activities		
Cash dividends	(26.7)	(22.2)
Purchases of subsidiary shares	(1.4)	—
	(28.1)	(22.2)
Investing activities		
Purchases of investments	(1,014.6)	(312.9)
Proceeds from sales of investments	946.9	291.9
Net sales (purchases) of short-term investments	43.2	(19.6)
	(24.5)	(40.6)
Decrease in cash and cash equivalents	(2.0)	(28.1)
Cash and cash equivalents, at the beginning of the period	31.9	86.9
Cash and cash equivalents, at the end of the period	\$ 29.9	\$ 58.8

Operating cash flows for the first nine months of 2017 increased relative to the prior period reflecting changes in working capital.

On March 2, 2016, the Board of Directors approved a change to the Company's dividend policy, increasing its quarterly dividend to \$1.25 per Common Share from \$0.125 per share.

During the first quarter of 2017, for diversification reasons, E-L Financial reallocated the assets managed by one of the global investment managers. This resulted in higher investment portfolio turnover.

E-L Financial maintains sufficient liquidity through holding short-term investments, cash equivalents and high quality marketable investments that may be sold, if necessary, to fund new investment opportunities and to meet any operating cash flow requirements.

Analysis of business segments

The remainder of this MD&A discusses the individual results of operations and financial condition of the Company's business segments: E-L Corporate and Empire Life.

E-L CORPORATE

E-L Corporate's operations includes the oversight of investments in global equities held through direct and indirect holdings of common shares, investment funds, closed-end investment companies and other private companies.

Investments in Economic and Algoma are reported as investments in associates and are discussed below. Investments in equities and fixed income securities held directly by E-L Financial and through United are combined to form "Investments – corporate".

The following table provides a summary of E-L Corporate's results:

<i>(millions of dollars)</i>	Third quarter		Year to date	
	2017	2016	2017	2016
Revenue				
Net (loss) gain on investments	\$ (25.0)	\$ 177.4	\$ 287.1	\$ 89.9
Investment and other income	25.4	22.1	91.5	84.6
Share of associates income	9.4	16.9	22.3	19.2
	9.8	216.4	400.9	193.7
Expenses				
Operating	6.4	6.0	20.0	18.1
Income taxes	1.2	28.3	54.7	23.9
Non-controlling interests	(8.4)	28.6	36.9	17.9
	(0.8)	62.9	111.6	59.9
Net income				
Other comprehensive (loss) income, net of taxes	(2.3)	1.1	(43.7)	(24.0)
Comprehensive income	\$ 8.3	\$ 154.6	\$ 245.6	\$ 109.8

Investments - corporate

Investments - corporate includes investments in equities and short-term fixed-income investments. At September 30, 2017, investments - corporate had aggregate investments of \$4.6 billion, comprised primarily of common shares and units of investment funds, compared to aggregate investments at December 31, 2016 of \$4.3 billion. The fair value of investments - corporate is summarized in the table below:

<i>(millions of dollars)</i>	September 30 2017	December 31 2016
Short-term investments	\$ 22.3	\$ 65.6
Preferred shares	1.1	1.1
Common shares and units		
Canadian and U.S.	2,637.7	2,776.8
Europe	1,043.9	929.0
Other *	896.7	569.2
Total	4,578.3	4,275.0
Total invested assets	\$ 4,601.7	\$ 4,341.7

* Other investments includes equities and investment funds with exposure to Emerging Markets of \$408,690 (December 31, 2016 - \$145,131) and Japan of \$405,982 (December 31, 2016 - \$367,736).

The decrease in E-L Corporate's net income for the third quarter of 2017 is attributable to lower net fair value investment gains on the global investment portfolio. For the third quarter of 2017, E-L Corporate had net fair value losses on the global investments portfolio of \$25.0 million compared to net gains of \$177.4 million for the same period in 2016, resulting in a pre-tax return on investments of approximately nil in 2017 compared to 4% in the prior year.

During the nine months ended September 30, 2017, E-L Corporate had net gain on investments of \$287.1 million compared with \$89.9 million for the comparable period in 2016, resulting in a positive pre-tax return on investments of approximately 8% in 2017 compared to 3% in the prior year. This difference can primarily be attributed to the strong equity market performance during the nine months ended September 30, 2017 relative to the same period in the prior year.

The following table details the nine month return on investments by geographic region:

	Investment return
	%
Canada and U.S.	5
Europe	14
Other	12

Key contributors to the Other geographic region's investment returns included investments in Asia and emerging markets.

Share of associates income

The details of E-L Corporate's share of income (loss) of associates are as follows:

<i>(millions of dollars)</i>	Third quarter		Year to date	
	2017	2016	2017	2016
Algoma	\$ 11.9	\$ 13.1	\$ 15.8	\$ 16.3
Economic	(2.5)	3.7	6.5	2.8
	\$ 9.4	\$ 16.8	\$ 22.3	\$ 19.1

Algoma's earnings for the third quarter of 2016 included net gains on shipbuilding contracts. Excluding the gains, the net income in 2017 increased 19% compared to the third quarter of 2016 mainly due to the net earnings increase in the Domestic Dry-Bulk segment. On a year to date basis, net income for 2017 includes a gain on the sale of properties and the 2016 net income includes gains from the cancellation of shipbuilding contracts. Excluding these items, the 2017 year to date results shows significant improvement over 2016. The improvements in earnings in the Domestic Dry-Bulk segment were more than sufficient to offset decreases in the Ocean Self-unloaders and Product Tanker segments.

The Company's share of Economic's net income for the third quarter of 2017 decreased over the prior year as a result of a strengthening in the Canadian dollar in 2017. Economic's global investment portfolio had a quarterly pre-tax return, gross of fees, of negative 2.6% in the third quarter of 2017 compared to a return of 4.3% for the same period in 2016. On a year to date basis, Economic's global investment portfolio had a pre-tax return, gross of fees, of 4.1% during 2017 compared to a 3.4% return in 2016.

<i>(millions of dollars)</i>	September 30, 2017			December 31, 2016	
	Ownership	Carrying value	Fair value	Carrying value	Fair value
Algoma	36.3%	176.2	171.1	173.2	173.2
Economic	24.0%	139.9	156.4	136.4	142.9
Total		316.1	327.5	309.6	316.1

Additional information relating to Algoma and Economic may be found on their respective profiles at www.sedar.com.

Risk management

The objective of the Company's risk management process is to ensure that the operations of the Company encompassing risk are consistent with the Company's objectives and risk tolerance, while maintaining an appropriate risk/reward balance.

Market risk

Market risk is the most significant risk impacting E-L Corporate as its investing activities are influenced by market price, foreign currency and interest rate risk. As the Company's investment portfolio is represented by Canadian and global equities, the value of its investments will vary from day to day depending on a number of market factors including economic conditions, global events, market news, and on the performance of the issuers of the securities in which the Company invests. Changes in foreign currency exchange rates will also affect the value of investments of non-Canadian dollar securities. As of September 30, 2017, 41% (December 31, 2016 - 49%) of the investment - corporate including cash and cash equivalents was denominated in U.S. dollars, 12% (December 31, 2016 - 12%) in Euros and 4% (December 31, 2016 - 8%) in the Japanese Yen representing the largest foreign currency exposures.

Credit risk

In addition to the discussion of risks included in this MD&A, a comprehensive discussion of the material risks that impact the Company is included in the Annual Information Form which is available at www.sedar.com. Disclosures regarding E-L Corporate's financial instruments, including financial risk management, are included in Notes 3, 5 and 9 to the interim consolidated financial statements.

Outlook

The Company's future earning prospects are dependent on the successful management of its E-L Corporate portfolio and on the continued profitability of its insurance company subsidiary. The performance of the E-L Corporate portfolio is impacted by global securities markets and the selection of equity and fixed income investments. The Company continues to maintain its strategy of accumulating shareholder value through long-term capital appreciation and dividend income.

REPORT ON EMPIRE LIFE

Empire Life provides a broad range of life insurance and wealth management products, employee benefit plans and financial services to meet the needs of individuals, professionals and businesses through a network of Independent Financial Advisors (“IFA”), Managing General Agents (“MGA”), National Account firms, Mutual Fund Dealers and Employee Benefits brokers and representatives.

Empire Life reported third quarter common shareholders’ net income of \$39.1 million for 2017, compared to \$38.1 million for third quarter 2016. The increase in earnings for the third quarter of 2017 compared to 2016 is primarily as a result of improved operating performance in the Employee Benefits product line and lower hedge costs, partially offset by lower gains in the Individual Insurance product lines. Year to date common shareholders’ net income was \$122.6 million compared to \$100.2 million in 2016 primarily due to the above mentioned items and improved operating performance in the Wealth Management product line. Empire Life’s net income attributable to the owners of E-L Financial, after adjustment for non-controlling interests, is shown in the following table:

<i>(millions of dollars)</i>	Third quarter		Year to date	
	2017	2016	2017	2016
Empire Life common shareholders’ net income	\$ 39.1	\$ 38.1	\$ 122.6	\$ 100.2
Non-controlling interests	0.3	0.3	0.9	0.9
Net income, contribution to E-L Financial	\$ 38.8	\$ 37.8	\$ 121.7	\$ 99.3

Empire Life return on common shareholders’ equity (annualized) (“ROE”)	11.6%	12.8%	12.4%	11.6%
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The following table provides a breakdown of the sources of earnings for the third quarter and year to date:

Sources of Earnings <i>(millions of dollars)</i>	Third quarter		Year to date	
	2017	2016	2017	2016
Expected profit on in-force business	\$ 43.6	\$ 42.2	\$ 129.5	\$ 119.6
Impact of new business	(3.8)	(1.7)	(14.1)	(9.6)
Experience gains (losses)	14.5	9.7	7.7	(1.9)
Management actions and changes in assumptions	(2.7)	7.7	27.8	34.8
Earnings on operations before income taxes	51.6	57.9	150.8	142.9
Earnings (losses) on surplus	3.4	(4.6)	19.0	(1.6)
Income before income tax	55.0	53.3	169.8	141.3
Income taxes	13.7	13.1	40.7	35.4
Empire Life’s shareholders’ net income	41.2	40.2	129.0	105.9
Dividends on preferred shares	2.1	2.1	6.4	5.7
Empire Life common shareholders’ net income	\$ 39.1	\$ 38.1	\$ 122.6	\$ 100.2

For the third quarter and year to date of 2017 common shareholders’ net income was higher relative to 2016. Despite the higher net income, ROE was lower for the third quarter of 2017 due to higher levels of common shareholders’ equity on September 30, 2017 compared to September 30, 2016. ROE for the year to date of 2017 was higher than 2016 due to the strong increase in common shareholders’ net income.

The expected profit on in-force business for the third quarter and year to date increased by 3% and 8% respectively. The growth for the year to date was primarily from growth in management and guarantee fees in the Wealth Management product line. The impact of new business was primarily driven by higher segregated fund gross sales in the third quarter and year to date of 2017. Experience gains (losses) improved in the third quarter and year to date primarily due to improved health and long-term disability claim results in the Employee Benefits product line. Gains from management actions in the Individual Insurance line were

as a result of improved matching of assets and liabilities during the year to date in 2017 and during the third quarter and year to date in 2016. Earnings on surplus increased primarily due to lower costs from Empire Life's hedging program due to stable Canadian stock prices in 2017 compared to rising Canadian stock prices in 2016.

(millions of dollars)	Date issued	As at September 30		As at December 31
		2017	2016	2016
Preferred Shares & Subordinated Debentures				
Preferred Shares	January 2016	\$ 149.5	\$ 149.5	\$ 149.5
Subordinated debentures	May 2013	300.0	300.0	300.0
Subordinated debentures	December 2016	200.0	—	200.0
Subordinated debentures	September 2017	200.0	—	—

Empire Life has issued private and public securities to strengthen its capital position and fund new business growth since May 2013. In the first quarter of 2016, Empire Life issued \$149.5 million of preferred shares. The holders are entitled to receive fixed non-cumulative quarterly dividends yielding 5.75% annually for the period ending on April 17, 2021. After that the dividend rate will be reset every five years at a rate equal to the 5-year Government of Canada Bond yield plus 4.99%. In the fourth quarter 2016, Empire Life issued \$200 million principal amount of unsecured subordinated debentures with a maturity date at December 16, 2026. The interest rate on the debentures is 3.383% paid semi-annually until December 16, 2021. After that the interest rate will be the 3-month Canada deposit offer rate plus 1.95% from December 16, 2021 to December 16, 2026. In the third quarter of 2017, Empire Life issued \$200 million principal amount of unsecured subordinated debentures with a maturity date of March 15, 2028. The interest rate on the debentures is 3.664% paid semi-annually until March 15, 2023. After that the interest rate will be the 3-month Canada deposit offer rate plus 1.53% from March 15, 2023 to March 15, 2028. The issuances of the debentures in 2016 and 2017 have increased the interest paid relative to the third quarter of 2016 and year to date 2016. Empire Life may call for redemption on or after May 31, 2018, subject to OSFI approval, the subordinated debenture issued in May 2013.

The following table provides a summary of Empire Life results by major product line:

Three months ended September 30

(millions of dollars)	Wealth Management		Employee Benefits		Individual Insurance		Capital & Surplus		Total	
	2017	2016	2017	2016	2017	2016	2017	2016	2017	2016
Revenue										
Net premium income	\$ 42.7	\$ 44.5	\$ 82.0	\$ 85.0	\$ 92.6	\$ 89.1	\$ —	\$ —	\$ 217.3	\$ 218.6
Fee income	59.6	56.2	2.6	2.4	—	0.4	—	—	62.2	59.0
Investment income	9.7	10.2	0.9	0.9	46.1	47.4	13.1	1.6	69.8	60.1
Net (losses) gains on investments ⁽¹⁾	(12.7)	8.0	(1.9)	0.7	(196.5)	108.6	(3.8)	(2.2)	(214.9)	115.1
	99.3	118.9	83.6	89.0	(57.8)	245.5	9.3	(0.6)	134.4	452.8
Expenses										
Benefits and expenses	74.0	91.6	73.6	84.3	(75.1)	212.9	4.5	2.4	77.0	391.2
Income and other taxes	6.2	6.6	4.1	3.5	6.8	10.4	0.9	(1.1)	18.0	19.4
	80.2	98.2	77.7	87.8	(68.3)	223.3	5.4	1.3	95.0	410.6
Net income (loss) after tax	\$ 19.1	\$ 20.7	\$ 5.9	\$ 1.2	\$ 10.5	\$ 22.2	\$ 3.9	\$ (1.9)	\$ 39.4	\$ 42.2
Participating policyholders' portion									(1.8)	2.0
Dividends on preferred shares									2.2	2.1
Empire Life's common shareholders' net income									39.0	38.1
Non-controlling interests in net income									0.2	0.3
Net income attributable to owners of E-L Financial									\$ 38.8	\$ 37.8

Nine months ended September 30

<i>(millions of dollars)</i>	Wealth Management		Employee Benefits		Individual Insurance		Capital & Surplus		Total	
	2017	2016	2017	2016	2017	2016	2017	2016	2017	2016
Revenue										
Net premium income	\$ 102.0	\$ 136.8	\$ 248.7	\$ 253.7	\$ 273.5	\$ 268.5	\$ —	\$ —	\$ 624.2	\$ 659.0
Fee income	178.7	162.0	7.7	7.3	0.3	0.8	—	—	186.7	170.1
Investment income	29.5	30.7	2.6	2.8	133.4	130.0	38.5	22.7	204.0	186.2
Net gains (losses) on investments ⁽¹⁾	8.2	7.9	(1.2)	3.6	29.2	419.5	(3.3)	(12.9)	32.9	418.1
	318.4	337.4	257.8	267.4	436.4	818.8	35.2	9.8	1,047.8	1,433.4
Expenses										
Benefits and expenses	235.3	266.0	233.2	257.9	391.0	746.4	13.1	7.5	872.6	1,277.8
Income and other taxes	20.6	17.8	11.2	8.2	16.5	24.2	4.8	0.1	53.1	50.3
	255.9	283.8	244.4	266.1	407.5	770.6	17.9	7.6	925.7	1,328.1
Net income after tax	\$ 62.5	\$ 53.6	\$ 13.4	\$ 1.3	\$ 28.9	\$ 48.2	\$ 17.3	\$ 2.2	\$ 122.1	\$ 105.3
Participating policyholders' portion									(7.0)	(0.6)
Dividends on preferred shares									6.5	5.7
Empire Life's common shareholders' net income									122.6	100.2
Non-controlling interests in net income									0.9	0.9
Net income attributable to owners of E-L Financial									\$ 121.7	\$ 99.3

⁽¹⁾ Includes fair value change on FVTPL investments and realized gains on AFS investments

Product Line Results - Wealth Management

<i>(millions of dollars)</i>	September 30 2017	September 30 2016
Assets under management		
General fund annuities	\$ 957.0	\$ 971.7
Segregated funds	8,359.4	7,802.5
Mutual funds	180.7	187.7

<i>(millions of dollars)</i>	Third quarter		Year to date	
	2017	2016	2017	2016
Selected financial information				
Net fixed interest annuity premiums	\$ 42.9	\$ 44.5	\$ 102.1	\$ 136.8
Segregated fund gross sales	218.5	207.0	802.7	701.3
Segregated fund net sales	15.2	6.2	83.8	65.6
Segregated fund fee income	58.7	55.2	175.6	159.1
Mutual fund gross sales	3.7	6.9	17.5	27.0
Mutual fund net sales	(8.3)	0.5	(17.9)	8.3
Mutual fund fee income	0.7	0.7	2.2	2.2
Net income after tax	\$ 19.1	\$ 20.5	\$ 62.5	\$ 53.5

Assets in Empire Life general fund annuities decreased by 1.5%, while segregated fund assets increased by 7.1% and mutual fund assets decreased by 3.7% during the last 12 months. While the demand for fixed interest immediate annuities increased in 2016, demand in the third quarter and year to date of 2017 has tempered by low interest rate environment. Demand for fixed interest deferred annuities has also weakened in 2017. The growth in segregated funds over the last 12 months was attributable to increased stock markets and positive net sales from new products introduced in 2014. Mutual fund assets under management decreased as a result of lower than anticipated mutual fund sales combined with the closure of three mutual

funds in the third quarter of 2017.

Premium revenue for the Wealth Management product line is composed solely of new deposits on fixed interest annuities and excludes deposits on the segregated fund and mutual fund products. For the third quarter and year to date new fixed interest annuity deposits decreased compared to the comparable periods in 2016. Management believes that customers have started choosing equity products rather than more conservative fixed interest products due to the recent stability in the equity markets and low interest rates.

For the third quarter and year to date of 2017 segregated fund gross sales were up 5.5% and 14.5% compared to 2016, primarily due to 75% maturity guarantee product sales which increased by \$11.7 million and \$68.2 million from the third quarter and year to date in 2016 respectively. The products with 100% maturity guarantees also increased from the third quarter and year to date periods of 2016. The products with Guaranteed Minimum Withdrawal Benefit ("GMWB") decreased in the quarter, but increased year to date from the level achieved in the periods of 2016. Empire Life closed its segregated fund products that existed on October 31, 2014 to new policies and on November 3, 2014 launched a new suite of investment products including a new segregated funds family and a new version of its "GMWB" product. Fees charged to the customer on the new product line are higher than those for the former product line. The new product line's pricing and features are Empire Life's response to the economic, regulatory and competitive landscape in the segregated fund product marketplace. On October 23, 2017 Empire Life launched a new version of its GMWB product which is more capital efficient than the previous product, resulting in overall lower costs for the consumer. The industry segregated fund sales in 2017 were up approximately 13% from 2016, while Empire Life's sales have increased 14.5% over the same period.

Mutual fund gross sales for the quarter and year to date were lower than the same period in 2016. Empire Life continues to explore various strategic alternatives with respect to its mutual fund business.

For the third quarter and year to date segregated fund fee income increased by 6.3% and 10.4%, relative to the same period in 2016. The increase was primarily due to growth in segregated fund management fees and guarantee fees. Improved stock markets since the third quarter of 2016 have also resulted in higher average assets under management and management fees earned relative to 2016.

The following table provides a breakdown of the sources of earnings for the third quarter and year to date for Wealth Management:

Sources of Earnings - Wealth Management <i>(millions of dollars)</i>	Third quarter		Year to date	
	2017	2016	2017	2016
Expected profit on in-force business	\$ 27.2	\$ 27.2	\$ 81.6	\$ 74.5
Impact of new business	(1.8)	(0.9)	(6.4)	(4.4)
Experience (losses) gains	(0.1)	0.8	7.9	1.2
Earnings on operations before income taxes	25.3	27.1	83.1	71.3
Income taxes	6.2	6.6	20.5	17.8
Empire Life's shareholders' net income	\$ 19.1	\$ 20.5	\$ 62.6	\$ 53.5

The expected profit on in-force business for the third quarter was equal to last year as higher fee income in 2017 was offset by higher expenses in 2017. For the year to date increased expected profit on in-force business was primarily from higher fee income as a result of growth in the business and higher stock markets relative to 2016. The impact of new business was primarily driven by higher segregated fund gross sales in the third quarter and year to date of 2017. The improved experience gains for the year to date primarily relate to investment experience as a result of the appreciation in the value of interest and credit sensitive assets in the Wealth Management product line relative to 2016.

Product Line Results - Employee Benefits

<i>(millions of dollars)</i>	Third quarter		Year to date	
	2017	2016	2017	2016
Selected financial information				
Annualized premium sales	\$ 9.2	\$ 9.5	\$ 27.3	\$ 35.1
Net premium revenue	82.0	85.0	248.7	253.7
Net income after tax	\$ 5.9	\$ 1.3	\$ 13.4	\$ 1.3

For the third quarter and year to date, annualized premium sales for Employee Benefits decreased by 3.0% and 22.1% respectively in 2017 relative to 2016 which contributed to in-force premium revenue decreases of 3.6% and 1.9% for the same periods respectively. Empire Life continues to focus on profitable sales in the employee benefits market where price competition continues for all major product lines.

The following table provides a breakdown of the sources of earnings for the third quarter and year to date for Employee Benefits:

<i>(millions of dollars)</i>	Third quarter		Year to date	
	2017	2016	2017	2016
Expected profit on in-force business	\$ 6.0	\$ 5.0	\$ 16.5	\$ 15.2
Impact of new business	(1.9)	(1.2)	(6.3)	(4.5)
Experience gains (losses)	3.8	(1.6)	8.1	(8.3)
Earnings on operations before income taxes	7.9	2.2	18.3	2.4
Income taxes	2.0	0.9	4.9	1.1
Empire Life's shareholders' net income	\$ 5.9	\$ 1.3	\$ 13.4	\$ 1.3

Expected profit for the third quarter and year to date increased primarily as a result of improved mix of inforce business to more profitable contracts. Third quarter and year to date improvement in experience gains primarily related to improved health and long-term disability claims relative to 2016. As Empire Life balances claims management with customer experience it cannot predict whether claims improvement will continue.

Product Line Results - Individual Insurance

<i>(millions of dollars)</i>	Third quarter		Year to date	
	2017	2016	2017	2016
Selected financial information				
Annualized premium sales	\$ 8.5	\$ 10.5	\$ 23.7	\$ 28.0
Net premium revenue	92.5	89.1	273.5	268.5
Net income after tax				
Net income after tax shareholders' portion	\$ 13.5	\$ 21.5	\$ 38.4	\$ 51.9
Net (loss) income after tax policyholders' portion	(2.9)	0.7	(9.5)	(3.7)
Net income after tax	\$ 10.5	\$ 22.2	\$ 28.9	\$ 48.2

For the third quarter and year to date new premium sales decreased slightly from the comparable period in 2016 primarily due to the change in product mix offering by Empire Life from Universal Life to term insurance and tax changes effective January 1, 2017. The net premium revenue increased slightly as a result of higher in-force business since the third quarter of 2016. Empire Life's recently launched EstateMax[®] participating policy sales are lower than in the third quarter and year to date of 2016 as a result of product modifications launched late in the first quarter. EstateMax[®] is distributed through professional financial advisors aimed at providing simple estate planning solutions to Canadian baby boomers. In recent years Empire Life has been

shifting its product mix toward shorter-term products such as term life, while increasing prices on long-term products, due to the low long-term interest rate environment. During the fourth quarter of 2016 Empire Life decided to stop selling universal life insurance products but will continue to administer its in-force block of universal life insurance products.

The following table provides a breakdown of the sources of earnings for the third quarter and year to date for Individual Insurance (excludes policyholders' portion).

Sources of Earnings - Individual Insurance (excludes policyholders' portion)

<i>(millions of dollars)</i>	Third quarter		Year to date	
	2017	2016	2017	2016
Expected profit on in-force business	\$ 10.3	\$ 10.0	\$ 31.4	\$ 29.9
Impact of new business	(0.1)	0.4	(1.4)	(0.7)
Experience gains (losses)	10.8	10.5	(8.3)	5.2
Management actions and changes in assumptions	(2.7)	7.7	27.8	34.8
Earnings on operations before income taxes	18.3	28.6	49.5	69.2
Income taxes	4.9	7.1	11.1	17.3
Empire Life's shareholders' net income	\$ 13.4	\$ 21.5	\$ 38.4	\$ 51.9

The profitability of the Individual insurance inforce business has improved as a result of previous asset and liability management strategies. The impact of new business is modest as prices and expenses are as expected. The experience gains for the third quarter were favourable in both years primarily due to rising interest rates in 2017 and improved stock markets in 2016 respectively. The experience gains from rising interest rates and stock markets were partially offset by unfavourable surrender and lapse experience in both 2017 and 2016.

Management actions to improve asset/liability matching occurred primarily in the first half of 2017 and in the third quarter and year to date of 2016 resulting in a gain in both years. Empire Life increased its investment in real estate limited partnership units during the first quarter of 2017 and the first nine months of 2016. This investment is used to match long-term insurance contract liabilities. Management continued to make changes to the bond and equity portfolios in this quarter and year to date to reduce the mismatch between the liability and asset portfolio. Re-balancing of the bond portfolio during the third quarter of 2017 resulted in a loss for the quarter. Management made similar changes to the bond portfolio in the third quarter and year to date of 2016.

Long-term interest rate movements are demonstrated in the following table:

	Third quarter		Year to date	
	2017	2016	2017	2016
Interest rate movement				
30 year Canada federal government bond yield				
End of period	2.47 %	1.67 %	2.47 %	1.67 %
Beginning of period	2.14 %	1.72 %	2.31 %	2.16 %
Change during period	0.33 %	(0.05)%	0.16 %	(0.49)%
30 year Province of Ontario spread				
End of period	0.80 %	1.00 %	0.80 %	1.00 %
Beginning of period	0.85 %	1.05 %	0.90 %	1.05 %
Change during period	(0.05)%	(0.05)%	(0.10)%	(0.05)%
30 year A rated corporate spread (including financials)				
End of period	1.46 %	1.73 %	1.46 %	1.73 %
Beginning of period	1.41 %	1.81 %	1.60 %	1.92 %
Change during period	0.05 %	(0.08)%	(0.14)%	(0.19)%
30 year A rated financials spread				
End of period	1.99 %	2.26 %	1.99 %	2.26 %
Beginning of period	1.90 %	2.35 %	2.01 %	2.19 %
Change during period	0.09 %	(0.09)%	(0.02)%	0.07 %

Interest rate movements impact both bond asset fair values and insurance contract liabilities. In the third quarter and year to date of 2017 and 2016, the decrease in interest rates (including spreads described above) caused lower bond prices, which resulted in a bond asset fair value loss.

Stock market movements are demonstrated in the following table:

	Third quarter		Year to date	
	2017	2016	2017	2016
Stock market movement				
S&P/TSX Composite Index				
End of period	15,634.9	14,725.9	15,634.9	14,725.9
Beginning of period	15,182.2	14,064.6	15,287.6	13,010.0
Percentage change during period	3.0%	4.7%	2.3%	13.2%
S&P 500 Index				
End of period	2,519.4	2,168.3	2,519.4	2,168.3
Beginning of period	2,423.4	2,098.9	2,238.8	2,043.9
Percentage change during period	4.0%	3.3%	12.5%	6.1%

In the third quarter and year to date of 2017 the increase in stock markets caused common share asset fair value gains. However, the impact of these gains is significantly reduced by increased insurance contract liabilities.

Results - Capital and Surplus

<i>(millions of dollars)</i>	Third quarter		Year to date	
	2017	2016	2017	2016
Net income after tax				
Net income (loss) after shareholders' portion	\$ 2.7	\$ (3.1)	\$ 14.8	\$ (0.8)
Net income after tax policyholders' portion	1.2	1.3	2.5	3.1
Net income (loss) after tax	\$ 3.9	\$ (1.8)	\$ 17.3	\$ 2.3

In addition to the three major lines of business, Empire Life maintains distinct accounts for the investment income attributable to Shareholders' Capital and Surplus and to Policyholders' Surplus.

The following table provides a breakdown of the sources of earnings for the third quarter and year to date for Capital and Surplus (excludes policyholders' portion).

Sources of Earnings - Capital and Surplus (excludes policyholders' portion)

<i>(millions of dollars)</i>	Third quarter		Year to date	
	2017	2016	2017	2016
Income from investments	\$ 10.0	\$ 7.2	\$ 37.2	\$ 37.2
Losses on hedging instruments	(2.2)	(9.2)	(5.2)	(31.3)
Interest and other expenses	(4.5)	(2.5)	(13.1)	(7.5)
Earnings (loss) before income taxes	3.3	(4.6)	18.9	(1.6)
Income taxes	0.6	(1.5)	4.2	(0.8)
Empire Life's shareholders' net income (loss)	\$ 2.7	\$ (3.1)	\$ 14.7	\$ (0.8)

Income from investments increased in the third quarter of 2017 compared to third quarter 2016 primarily because of higher assets in surplus. During the third quarter and year to date of 2017, Empire Life experienced lower losses on its hedging program primarily due to the moderate rise in Canadian stock prices in 2017 compared to relatively steeper price increases in 2016 (discussed in the Risk Management section later in this report). Increased interest expense was due to Empire Life's issuance of \$200 million of subordinated debt during the fourth quarter of 2016.

Capital Resources

	September 30 2017	June 30 2017	March 31 2017	December 31 2016	September 30 2016
MCCSR Ratio	274.2%	249.2%	258.0%	248.3%	213.0%

Empire Life continues to maintain a strong balance sheet and capital position. Empire Life's debentures and preferred shares are rated by DBRS Limited ("DBRS") and A.M. Best Company, Inc. ("A.M. Best"). On May 24, 2017, DBRS confirmed its ratings of Empire Life including its issuer rating of "A" (sixth highest of 20 categories), its subordinated debt rating of "A (low)" (seventh highest of 20 categories), its financial strength rating of "A" (sixth highest of 22 categories) and its Preferred Share rating of Pfd-2 (fifth highest of 18 categories). All ratings have a stable trend.

On June 1 2017, A.M. Best confirmed its ratings of Empire Life including its "A Excellent" financial strength rating (third highest of 16 categories) its "a" long-term issuer credit rating (sixth highest of 21 categories), its "bbb+" subordinated debt rating (eighth highest of 21 categories), and its "bbb" Preferred Share rating (ninth highest of 21 categories). All ratings have a stable trend.

Empire Life's risk-based regulatory capital ratio, as measured by MCCSR, of 274.2% as at September 30, 2017 continues to be significantly above the requirements set by the Office of the Superintendent of Financial Institutions Canada ("OSFI") as well as Empire Life's minimum internal targets.

The increase in the MCCR ratio for the third quarter was primarily due to the \$200 million debenture issue on September 15, 2017. The increase in capital since the third quarter 2016 was primarily due to Empire Life's issuance of \$200 million principal amount of unsecured subordinated debentures on December 16, 2016, \$200 million principal amount of unsecured subordinated debentures on September 15, 2017 and strong earnings for the three quarters ending September 30, 2017.

<i>(millions of dollars)</i>	September 30 2017	June 30 2017	March 31 2017	December 31 2016	September 30 2016
Available regulatory capital					
Tier 1	\$ 1,310.5	\$ 1,248.8	\$ 1,248.2	\$ 1,206.1	\$ 1,123.1
Tier 2	877.1	741.8	713.2	707.2	540.7
Total	\$ 2,187.6	\$ 1,990.6	\$ 1,961.4	\$ 1,913.3	\$ 1,663.8
Required regulatory capital	\$ 797.9	\$ 798.7	\$ 760.1	\$ 770.7	\$ 781.2

The increase in Tier 1 available regulatory capital in the third quarter of 2017 was primarily due to net income and a decrease in the negative reserves which increase Tier 1 and decrease Tier 2 capital.

The increase in Tier 2 available regulatory capital for the third quarter of 2017 is primarily due to Empire Life's issuance of \$200 million principal amount of unsecured subordinated debt, subject to the maximum allowed by regulatory guidelines.

Regulatory capital requirements decreased during the third quarter of 2017 from lower market risk and insurance company risk such as lapse risk due to an increase in long term interest rates. This was partly offset by increased asset default risk, mortality risk and segregated fund guarantees as a result of normal business growth.

Effective January 1, 2018 MCCR will be replaced by the Life Insurance Capital Adequacy Test ("LICAT"). The LICAT is intended to improve the quality of available capital and provide a better alignment of the risk measures with the long-term economics of the life insurance business. The LICAT will behave differently under various economic scenarios when compared to MCCR. As a result LICAT ratios are not comparable to the MCCR ratio. Although OSFI has not released the final LICAT Guidelines, significant work has been done by Empire Life in preparation for the implementation of LICAT. Empire Life has a strong capital position under MCCR and will continue to have a strong capital position under the LICAT framework.

Risk Management

Caution Related to Sensitivities

In the sections that follow, the Company provides sensitivities and risk exposure measures for certain risks. These include sensitivities due to specific changes in market prices and interest rates, based on market prices, interest rates, assets, liabilities and business mix in place as at the calculation dates. The sensitivities are calculated independently for each risk factor, assuming that all other risk variables remain constant. Actual results can differ materially from these estimates for a variety of reasons, including the interaction among these factors when more than one factor changes; changes in actuarial and investment return and future investment activity assumptions; actual experience differing from the assumptions; changes in business mix, effective tax rates and other market factors; and the general limitations of the Company's internal models used for purposes of these calculations. Changes due to new sales or maturities, asset purchases/sales, or other management actions could also result in material changes to these reported sensitivities. For these reasons, the sensitivities should only be viewed as directional estimates of the underlying sensitivities for the respective factors based on the assumptions outlined, and should not be viewed as predictors for the Company's future net income, OCI, and capital sensitivities. Changes in risk variables in excess of the ranges illustrated may result in other than proportionate impacts.

Market Risk

Empire Life has equity market risk related to its segregated fund products and from equity assets backing life insurance liabilities. Empire Life has a semi-static hedging program. The objective of the hedging program is to partially protect Empire Life from possible future MCCSR ratio declines that might result from adverse stock market price changes. The hedging program currently employs put options and short positions on key equity indices. The extent of options used is monitored and managed on an ongoing basis, giving consideration to equity risk and the level of available capital.

There is income statement volatility from this hedging program. Based on current equity market levels, Empire Life has required capital for MCCSR purposes related to segregated fund guarantees, but does not have policy liabilities related to these guarantees on its balance sheet. Therefore a by-product of hedging MCCSR exposure is income statement volatility, as the gains or losses from hedging instruments are not offset by changes in policy liabilities related to segregated fund guarantees on the income statement. During the third quarter and year to date of 2017, Empire Life experienced a \$1.6 million loss and a \$3.8 million loss after tax respectively on its hedging program primarily due to stable Canadian stock prices compared to a loss of \$6.8 million and \$22.9 million respectively for the comparable period in 2016 primarily due to rising Canadian stock prices in 2016.

Empire Life's MCCSR ratio is also sensitive to stock market volatility, due primarily to liability and capital requirements related to segregated fund guarantees. As of September 30, 2017, Empire Life had \$8.4 billion of segregated fund assets and liabilities. Of this amount, approximately \$8.1 billion have guarantees. The following table provides a percentage breakdown by type of guarantee:

	September 30 2017	December 31 2016
Percentage of segregated fund liabilities with:		
75% maturity guarantee and a 75% death benefit guarantee	1.9%	1.2%
75% maturity guarantee and a 100% death benefit guarantee	48.6%	49.7%
100% maturity and death benefit guarantees (with a minimum of 15 years between deposit and maturity date)	6.5%	6.1%
100% maturity and death benefit guarantees	43.0%	43.0%

All Empire Life segregated fund guarantees are policy-based (not deposit-based), thereby generally lowering Empire Life's stock market sensitivity relative to products with deposit-based guarantees. Policy-based guarantees consider all of the deposits in the customer's policy (whether the fund value is below or above the guaranteed amount) to arrive at an overall net guarantee payment, whereas deposit-based guarantees consider only the deposits where the fund value is below the guaranteed amount and ignores all the deposits in the customer's policy where the fund value is above the guaranteed amount. Therefore, generally policy-based guarantees pay less than deposit-based guarantees. For segregated fund guarantee insurance contract liabilities the level of sensitivity is highly dependent on the level of the stock market at the time of performing the estimate. If period-end stock markets are high relative to market levels at the time that segregated fund policies were issued, the sensitivity is reduced. If period-end stock markets are low relative to market levels at the time that segregated fund policies were issued, the sensitivity is increased.

The segregated fund regulatory capital and liability framework includes the use of "zero floors" (i.e., negative amounts are not permitted so zero is used instead, as described below) and other regulatory constraints, and this often makes the sensitivity impacts non-linear. Generally as stock markets and interest rates rise the magnitude of the negative liabilities will also rise. In the first table below, Empire Life discloses the sensitivity of net income to changes in segregated fund guarantee insurance contract liabilities. There is a net loss resulting from a 20% and a 30% decrease at September 30, 2017 and at December 31 for 2016, but otherwise the amounts shown in the table are nil. These liabilities (present value of future benefits and expenses minus the present value of future fee revenue) are calculated using stochastic modeling techniques based on a range of future economic scenarios. The liabilities are the greater of: (i) the average of the amounts determined in the worst 20% of the scenarios; and (ii) zero. For the nil amounts shown in this table, the liability for Empire Life was negative. Therefore, the alternative level of zero is applied in these tests (zero floor) resulting in a net income impact of nil. Based on stock market levels at September 30, 2017 and December 31 for 2016, the sensitivity of Empire Life shareholders' net income to changes in segregated fund guarantee insurance contract liabilities resulting from stock market increases and decreases is as follows:

<i>(millions of dollars after tax)</i>	Increase		Decrease		
	20%	10%	10%	20%	30%
Sensitivity to segregated fund guarantees:					
September 30, 2017 Shareholders' net income	\$ nil	\$ nil	\$ nil	\$(26.4)	\$(138.0)
December 31, 2016 Shareholders' net income	\$ nil	\$ nil	\$ nil	\$(9.7)	\$(117.2)

As per the sensitivity table, the impact of stock market changes on the segregated fund guarantee liabilities is not linear. As noted earlier, Empire Life also has equity market risk related to its equity assets backing life insurance liabilities. Based on stock market levels as at September 30, 2017 and December 31, 2016, the sensitivity of Empire Life shareholders' net income (including changes in segregated fund guarantee insurance contract liabilities) resulting from stock market increases and decreases is as follows (excluding the effect of Empire Life's equity risk hedging program):

<i>(millions of dollars after tax)</i>	Increase		Decrease		
	20%	10%	10%	20%	30%
Sensitivity excluding equity risk hedge					
September 30, 2017 Shareholders' net income	\$47.8	\$23.9	\$(23.9)	\$(74.2)	\$(217.2)
December 31, 2016 Shareholders' net income	\$50.6	\$25.3	\$(25.3)	\$(60.3)	\$(196.2)

The equity risk hedging program provides relief in adverse scenarios, but incurs losses in positive scenarios.

The September 30, 2017 and December 31, 2016 amounts in the following table include the effect of Empire Life's equity risk hedging program (described above):

<i>(millions of dollars after tax)</i>	Increase		Decrease		
	20%	10%	10%	20%	30%
Sensitivity including equity risk hedge					
September 30, 2017 Shareholders' net income	\$41.8	\$20.8	\$(20.0)	\$(64.3)	\$(197.8)
December 31, 2016 Shareholders' net income	\$36.0	\$17.7	\$(15.7)	\$(35.6)	\$(147.7)

Empire Life also has a reinsurance agreement to cede a portion of Empire Life's segregated fund death benefit exposure. All Empire Life segregated fund policyholders with death benefit guarantees of at least \$2 million are included in this agreement. Empire Life does not reinsure any other insurer's segregated fund products.

Based on stock market levels on the dates indicated below the sensitivity of Empire Life's MCCR ratio to stock market increases and decreases for all Empire Life stock market exposures, including segregated fund guarantees, is as follows (excluding the effect of Empire Life's equity risk hedging program):

Excluding equity risk hedge MCCR	Increase		Decrease		
	20%	10%	10%	20%	30%
Sensitivity to stock markets (percentage points)					
September 30, 2017 MCCR ratio	1.7	1.0	(17.2)	(40.1)	(53.7)
December 31, 2016 MCCR ratio	(0.7)	(0.2)	(12.1)	(35.3)	(40.1)

The September 30, 2017 and December 31, 2016 amounts in the following table include the effect of Empire Life's equity risk hedging program (described below):

Including equity risk hedge MCCR	Increase		Decrease		
	20%	10%	10%	20%	30%
Sensitivity to stock markets (percentage points)					
September 30, 2017 MCCR ratio	(0.7)	(0.2)	(16.1)	(37.6)	(48.8)
December 31, 2016 MCCR ratio	(5.4)	(2.6)	(9.7)	(30.4)	(30.2)

The amount at risk related to segregated fund maturity guarantees and segregated fund death benefit guarantees and the resulting actuarial liabilities and MCCR required capital for Empire Life segregated funds is as follows:

Segregated Funds <i>(millions of dollars)</i>	Withdrawal Benefit > Fund Value		Maturity Guarantee > Fund Value		Death Benefit > Fund Value		Actuarial Liabilities	MCCR Required Capital
	Fund Value	Amount at Risk	Fund Value	Amount at Risk	Fund Value	Amount at Risk		
September 30, 2017	\$ 2,579.0	\$ 614.8	\$ 51.4	\$ 1.1	\$ 606.1	\$ 6.1	\$ nil	\$ 168.1
December 31, 2016	\$ 2,529.8	\$ 627.1	\$ 36.5	\$ 1.2	\$ 323.7	\$ 4.2	\$ nil	\$ 150.5

The first six columns of the above table show all segregated fund policies where the future withdrawal benefit, future maturity guarantee, or future death benefit guarantee is greater than the fund value. The amount at risk represents the excess of the future withdrawal benefit, future maturity guarantee or future death benefit guarantee amount over the fund value for these policies. The withdrawal benefit amounts in the above table relate to GMWB products. The GMWB withdrawal benefit amount at risk represents the amount that could be paid by Empire Life to GMWB policyholders if the net return on each GMWB policyholder's assets is zero for the remainder of each GMWB policyholder's life, based on life expectancy. As at September 30, 2017, the aggregate amount at risk for all three categories of risk is \$622.0 million. At December 31, 2016, the aggregate amount at risk for these three categories of risk was \$632.5 million. For these three categories of risk, the amount at risk is not currently payable. Payment is contingent on future outcomes including fund performance, deaths, deposits, withdrawals and maturity dates.

The level of actuarial liabilities and required regulatory capital in the above table is calculated based on the probability that Empire Life will ultimately have to make payment to the segregated fund policyholders for any fund value deficiency that may exist on future payments to GMWB policyholders, or upon future maturity of the segregated fund policies, or upon future death of the segregated fund policyholders. The amounts at risk at September 30, 2017 decreased slightly from the December 2016 levels for GMWB withdrawal benefit exposure as equity market performance is positive for 2017 year to date. The quarterly update of segregated fund policy data on our stochastic model resulted in an increase in required regulatory capital.

In addition, Empire Life's MCCR ratio is sensitive to changes in market interest rates. The impact of an immediate 50 basis point decrease in interest rates and a 50 basis point decrease in assumed initial reinvestment rate ("IRR") for non-participating insurance business and segregated fund guarantees for September 30, 2017 and December 31, 2016, is shown in the table below. This assumes no change in the ultimate reinvestment rate ("URR"). The first column below excludes the impact of market value changes in AFS bonds. The AFS bonds provide a natural economic offset to the interest rate risk attributable to Empire Life's product liabilities. The second column below shows the impact if the AFS bonds were sold to realize the gains from a 50 basis point decrease in interest rates.

	Before the sale of AFS assets	After the sale of AFS assets
	50bps decrease	50bps decrease
Sensitivity to market interest rates:		
September 30, 2017 MCCR ratio	-23.5%	-17.6%
December 31, 2016 MCCR ratio	-19.5%	-14.5%

Duncan N.R. Jackman

Chairman, President and Chief Executive Officer

November 7, 2017

E-L Financial Corporation Limited and subsidiary companies
CONSOLIDATED STATEMENTS OF FINANCIAL POSITION
UNAUDITED
(in thousands of Canadian dollars)

	September 30 2017	December 31 2016
Assets		
Cash and cash equivalents	\$ 410,596	\$ 419,906
Investments - corporate (Note 3)	4,601,629	4,341,596
Investments - insurance (Note 4)	7,731,532	7,235,918
Investments in associates (Note 5)	316,073	309,644
Premiums receivable	38,186	26,636
Other assets	134,809	167,783
Segregated fund assets (Note 7)	8,379,726	8,082,033
Total assets	\$ 21,612,551	\$ 20,583,516
Liabilities		
Reinsurance liabilities	535,115	533,357
Insurance contract liabilities	5,226,508	5,065,962
Investment contract liabilities	15,372	13,903
Deferred tax liabilities	241,227	244,219
Other liabilities	253,186	227,982
Subordinated debt	698,301	498,603
Segregated fund liabilities (Note 7)	8,379,726	8,082,033
Total liabilities	\$ 15,349,435	\$ 14,666,059
Equity		
Capital stock	\$ 372,388	\$ 372,388
Retained earnings	4,922,838	4,538,540
Accumulated other comprehensive (loss) ("AOCL") income ("AOCI")	(9,851)	43,271
Total E-L Financial shareholders' equity	5,285,375	4,954,199
Non-controlling interests in subsidiaries	935,516	912,131
Participating policyholders' interests	42,225	51,127
Total equity	6,263,116	5,917,457
Total liabilities and equity	\$ 21,612,551	\$ 20,583,516

Approved by the Board

Duncan N.R. Jackman, Director

James F. Billett, Director

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

E-L Financial Corporation Limited and subsidiary companies**CONSOLIDATED STATEMENTS OF INCOME****UNAUDITED****(in thousands of Canadian dollars, except per share amounts)**

	Three months ended		Nine months ended	
	September 30		September 30	
	2017	2016	2017	2016
Revenue				
Gross premiums	\$ 249,434	\$ 248,504	\$ 718,915	\$ 747,561
Premiums ceded to reinsurers	(32,056)	(29,853)	(94,682)	(88,554)
Net premiums	217,378	218,651	624,233	659,007
Investment and other income (Note 6)	157,470	141,191	482,201	440,987
Share of income of associates (Note 5)	9,445	16,885	22,245	19,165
Fair value change in fair value through profit or loss investments	(236,385)	284,230	277,812	477,119
Realized (loss) gain on available for sale investments (Notes 3 and 4)	(3,548)	8,288	42,162	30,863
	144,360	669,245	1,448,653	1,627,141
Expenses				
Gross claims and benefits	31,141	317,046	662,920	1,037,028
Claims and benefits recovered from reinsurers	(40,093)	(10,243)	(51,878)	(10,767)
Net claims and benefits	(8,952)	306,803	611,042	1,026,261
Change in investment contracts provision	72	887	217	1,010
Commissions	44,292	46,940	134,960	138,880
Operating	45,030	41,251	137,253	126,023
Interest expense	4,011	2,261	11,941	6,732
Premium taxes	4,904	5,044	14,644	14,316
	89,357	403,186	910,057	1,313,222
Income before income taxes	55,003	266,059	538,596	313,919
Income tax expense	13,295	41,676	90,174	56,922
Net income	41,708	224,383	448,422	256,997
Less: Participating policyholders' (loss) income	(1,771)	2,015	(6,969)	(578)
Non-controlling interests in net (loss) income	(5,968)	31,099	44,358	24,501
	(7,739)	33,114	37,389	23,923
E-L Financial shareholders' net income	\$ 49,447	\$ 191,269	\$ 411,033	\$ 233,074
Earnings per share attributable to E-L Financial common shareholders				
Basic	\$ 11.60	\$ 47.72	\$ 101.70	\$ 56.38
Diluted	\$ 11.31	\$ 43.52	\$ 94.02	\$ 53.03

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

E-L Financial Corporation Limited and subsidiary companies
CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME
UNAUDITED
(in thousands of Canadian dollars)

	Three months ended		Nine months ended	
	September 30		September 30	
	2017	2016	2017	2016
Net income	\$ 41,708	\$ 224,383	\$ 448,422	\$ 256,997
Other comprehensive income (“OCI”) (loss) (“OCL”), net of taxes (Note 8)				
Items that may be reclassified subsequently to net income:				
Net unrealized fair value change on available for sale investments (“AFS”)	(26,608)	13,578	(46,592)	19,138
Share of OCI (OCL) of associates	254	(4)	(2,954)	(8,080)
	(26,354)	13,574	(49,546)	11,058
Items that will not be reclassified to net income:				
Net remeasurement of defined benefit plans	7,804	(325)	(1,297)	(14,938)
Share of employee future benefits of associates	(2,996)	3	(5,324)	(2,497)
	4,808	(322)	(6,621)	(17,435)
Total (OCL) OCI	(21,546)	13,252	(56,167)	(6,377)
Comprehensive income	20,162	237,635	392,255	250,620
Less: Participating policyholders’ comprehensive (loss) income	(2,693)	2,913	(8,902)	814
Non-controlling interests in comprehensive (loss) income	(6,456)	31,189	43,246	23,324
	(9,149)	34,102	34,344	24,138
E-L Financial shareholders’ comprehensive income	\$ 29,311	\$ 203,533	\$ 357,911	\$ 226,482

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

E-L Financial Corporation Limited and subsidiary companies
CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY
UNAUDITED
(in thousands of Canadian dollars)

	E-L Financial shareholders' equity				NCI	PAR	Total equity
	Capital stock	Retained earnings	AOCI	Total			
At January 1, 2017	\$ 372,388	\$4,538,540	\$ 43,271	\$4,954,199	\$ 912,131	\$ 51,127	\$5,917,457
Net income (loss)	—	411,033	—	411,033	44,358	(6,969)	448,422
OCL	—	—	(53,122)	(53,122)	(1,112)	(1,933)	(56,167)
Comprehensive income (loss)	—	411,033	(53,122)	357,911	43,246	(8,902)	392,255
Dividends	—	(26,735)	—	(26,735)	(19,861)	—	(46,596)
At September 30, 2017	\$ 372,388	\$4,922,838	\$ (9,851)	\$5,285,375	\$ 935,516	\$ 42,225	\$6,263,116

	E-L Financial shareholders' equity				NCI	PAR	Total equity
	Capital stock	Retained earnings	AOCI	Total			
At January 1, 2016	\$ 372,388	\$4,243,683	\$ 60,453	\$4,676,524	\$ 766,367	\$ 52,837	\$5,495,728
Net income (loss)	—	233,074	—	233,074	24,501	(578)	256,997
(OCL) OCI	—	—	(6,592)	(6,592)	(1,177)	1,392	(6,377)
Comprehensive income (loss)	—	233,074	(6,592)	226,482	23,324	814	250,620
Dividends	—	(26,735)	—	(26,735)	(17,395)	—	(44,130)
Subsidiary preferred share issuance	—	(3,775)	—	(3,775)	149,500	—	145,725
Acquisition of subsidiary shares	—	—	—	—	(3,167)	—	(3,167)
At September 30, 2016	\$ 372,388	\$4,446,247	\$ 53,861	\$4,872,496	\$ 918,629	\$ 53,651	\$5,844,776

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

E-L Financial Corporation Limited and subsidiary companies
CONSOLIDATED STATEMENTS OF CASH FLOWS
UNAUDITED
(in thousands of Canadian dollars)

	Nine months ended September 30	
	2017	2016
Net inflow (outflow) of cash related to the following activities:		
Operating		
Net income	\$ 448,422	\$ 256,997
Items not affecting cash resources:		
Change in insurance and investment contract liabilities	160,978	565,766
Realized gain on available for sale of investments	(42,162)	(30,863)
Fair value change in fair value through profit or loss investments	(277,812)	(477,119)
Deferred taxes	4,320	866
Share of income of associates, net of dividends received	(15,973)	(14,443)
Amortization related to investments	(57,003)	(58,856)
Other items	46,430	30,090
	267,200	272,438
Net change in other assets and liabilities	23,314	(21,142)
	290,514	251,296
Financing		
Cash dividends to shareholders	(26,735)	(22,214)
Cash dividends by subsidiaries to non-controlling interests	(18,007)	(15,246)
Issue of preferred shares by Empire Life, net of costs	—	145,725
Purchases of subsidiary shares	(1,390)	—
Subordinated debt issue	199,300	—
Interest paid on subordinated debt	(7,688)	(4,305)
	145,480	103,960
Investing		
Purchases of investments	(3,388,907)	(2,345,579)
Proceeds from sale or maturity of investments	2,959,030	2,055,877
Net purchases of short-term investments	(7,500)	(118,620)
Net purchases of other assets	(7,927)	(6,802)
	(445,304)	(415,124)
Decrease in cash and cash equivalents	(9,310)	(59,868)
Cash and cash equivalents, beginning of the period	419,906	306,546
Cash and cash equivalents, end of the period	\$ 410,596	\$ 246,678
Fair value hierarchy for cash and cash equivalents:		
Level 1	\$ 37,522	\$ 54,570
Level 2	373,074	192,108
	\$ 410,596	\$ 246,678

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

1. Business operations

E-L Financial Corporation Limited (the “Company”) is an investment and insurance holding company, publicly traded on the Toronto Stock Exchange and incorporated under the laws of Ontario.

The head office, principal address and registered office of the Company is located at 165 University Avenue, Toronto, Ontario, M5H 3B8.

The consolidated financial statements were approved by the Company’s Board of Directors on November 7, 2017.

2. Significant accounting policies

(a) Basis of preparation

These unaudited interim condensed consolidated financial statements are prepared in accordance with International Accounting Standard 34 Interim Financial Reporting as issued by the International Accounting Standards Board (“IASB”) and follow the same accounting policies and methods as the most recent annual financial statements. These unaudited interim condensed consolidated financial statements do not include all of the disclosures required under International Financial Reporting Standards (“IFRS”) for annual financial statements and should be read in conjunction with the notes to the Company’s audited consolidated financial statements for the year ended December 31, 2016.

(b) Accounting changes

New accounting pronouncements adopted in 2017

Amendments to IAS 12 Income Taxes (“IAS 12”)

In January 2016, the IASB issued amendments to clarify the requirements for recognizing deferred tax assets on unrealized losses. The amendments clarify the accounting for deferred tax where an asset is measured at fair value and that fair value is below the asset’s tax base. They also clarify certain other aspects of accounting for deferred tax assets. Adoption of the amendment on January 1, 2017 did not have a significant impact on the consolidated financial statements.

Amendments to IAS 7 Statement of cash flows (“IAS 7”)

In January 2016, the IASB issued an amendment to IAS 7 introducing an additional disclosure that will enable users of financial statements to evaluate changes in liabilities arising from financing activities. The amendment is part of the IASB’s Disclosure Initiative, which continues to explore how financial statement disclosure can be improved. Adoption of the amendment on January 1, 2017 did not have a significant impact on the consolidated financial statements.

IFRS Annual Improvements 2014-2016

In December 2016, the IASB issued a limited number of amendments to clarify the requirements of three IFRS standards. The improvements on IFRS 12, Disclosure of interests in other entities is effective for the years beginning on or after January 1, 2017. Adoption of this improvement on January 1, 2017 in accordance with the transition provisions did not have a significant impact on the consolidated financial statements.

New accounting pronouncements issued but not yet effective

IFRS 15 Revenue from Contracts with Customers

In May 2014, the IASB published IFRS 15 which introduces a single model for recognizing revenue from contracts with customers. IFRS 15 excludes insurance contracts from its scope and is primarily applicable to the Company's non-insurance revenue. In April 2016, IASB issued amendments to IFRS 15 clarifying the guidance on identifying performance obligations, accounting for licenses of intellectual property and the principal versus agent assessment, and to provide additional practical expedients on transition. The standard and the amendments are effective for annual periods beginning on or after January 1, 2018, with retrospective application. The Company is evaluating the impact of IFRS 15 on its consolidated financial statements.

IFRS 16 Leases

In January 2016, the IASB published IFRS 16 which is effective January 1, 2019. The new standard requires the capitalization of all leases by recognizing the present value of the lease payments and showing them as lease assets, and recognizing a financial liability representing an obligation to make future lease payments. The Company is evaluating the impact of IFRS 16 on its consolidated financial statements.

IFRS 9 Financial Instruments

In July 2014, the IASB published the complete version of IFRS 9 which is effective for annual periods beginning on or after January 1, 2018, with retrospective application. The new standard includes requirements on the classification and measurement of financial assets and liabilities, an expected credit loss model that replaces the existing incurred loss impairment model and new hedge accounting guidance. The Company is currently evaluating the impact of IFRS 9 on its consolidated financial statements as well as the implementation options for insurers set out in the September 2016 amendment to IFRS 4 Insurance Contracts which allows eligible insurers to defer the adoption of IFRS 9 until the new insurance contracts standard is adopted, or 2021 at the latest.

IFRS 17 Insurance Contracts

In May 2017, the IASB published IFRS 17 Insurance Contracts which is effective for annual periods beginning on or after January 1, 2021. IFRS 17 replaces IFRS 4 Insurance Contracts and will change the fundamental principles used by Empire Life for recognizing and measuring insurance contract liabilities. It will also change the presentation and disclosures of the Company's consolidated financial statements. The Company is currently assessing the impact of IFRS 17 and expects that it will have a significant impact on the consolidated financial statements.

3. Investments – corporate

Invested assets

Investments – corporate includes the investments held at the corporate level of E-L Financial and the investment holdings of its subsidiary, United Corporations Limited ("United").

The following table provides a comparison of carrying values by class of asset:

Carrying value	As at September 30, 2017			As at December 31, 2016		
	Fair value through profit or loss	Available for sale	Total carrying value	Fair value through profit or loss	Available for sale	Total carrying value
Short-term investments						
Canadian federal government	\$ —	\$ —	\$ —	\$ 41,693	\$ —	\$ 41,693
Canadian corporate	22,310	—	22,310	23,865	—	23,865
Total short-term investments	22,310	—	22,310	65,558	—	65,558
Preferred shares - Canadian	1,058	—	1,058	1,058	—	1,058
Common shares and units						
Canadian	750,063	—	750,063	684,820	—	684,820
U.S.	1,887,588	—	1,887,588	2,063,530	28,422	2,091,952
Europe	1,043,870	—	1,043,870	880,620	48,358	928,978
Other	896,740	—	896,740	562,900	6,330	569,230
Total common shares and units	4,578,261	—	4,578,261	4,191,870	83,110	4,274,980
Total	\$ 4,601,629	\$ —	\$ 4,601,629	\$ 4,258,486	\$ 83,110	\$ 4,341,596

The Company's investment in common shares and units includes shares of public and private companies and units in pooled funds.

Investments – measured at fair value

The table below provides a comparison of the fair values by class of asset:

Fair value	As at September 30, 2017			
	Quoted Prices (Level 1)	Significant other observable inputs (Level 2)	Significant unobservable inputs (Level 3)	Total fair value
Short-term investments				
Canadian corporate	\$ —	\$ 22,310	\$ —	\$ 22,310
Preferred shares - Canadian	—	—	1,058	1,058
Common shares and units				
Canadian	24,217	104,043	621,803	750,063
U.S.	1,669,590	96,639	121,359	1,887,588
Europe	916,315	51,817	75,738	1,043,870
Other	501,249	356,044	39,447	896,740
Total common shares and units	3,111,371	608,543	858,347	4,578,261
Total	\$ 3,111,371	\$ 630,853	\$ 859,405	\$ 4,601,629

Fair value	As at December 31, 2016				
	Asset category	Quoted Prices (Level 1)	Significant other observable inputs (Level 2)	Significant unobservable inputs (Level 3)	Total fair value
Short-term investments					
Canadian federal government	\$ —	\$ 41,693	\$ —	\$ 41,693	
Canadian corporate	—	23,865	—	23,865	
Total short-term investments	—	65,558	—	65,558	
Preferred shares - Canadian	—	—	1,058	1,058	
Common shares and units					
Canadian	18,400	91,154	575,266	684,820	
U.S.	1,859,111	96,755	136,086	2,091,952	
Europe	817,388	46,622	64,968	928,978	
Other	309,030	232,995	27,205	569,230	
Total common shares and units	3,003,929	467,526	803,525	4,274,980	
Total	\$ 3,003,929	\$ 533,084	\$ 804,583	\$ 4,341,596	

The classification of a financial instrument into a level is based on the lowest level of input that is significant to the determination of the fair value. Transfers between fair value hierarchy levels are considered effective from the beginning of the reporting period in which the transfer is identified. There were no transfers of financial instruments between Level 1, Level 2 or Level 3 for the nine month period ended September 30, 2017 or during the year ended December 31, 2016. Included in Level 2 are the Company's investments in pooled funds of \$608,543 (December 31, 2016 - \$467,526).

Included in Level 3 are investments in common and preferred shares in private companies. The fair value change in FVTPL investments for Level 3 investments for nine month period ended September 30, 2017 was a fair value gain of \$54,822 (September 30, 2016 - a fair value loss of \$11,038). There were no purchases, sales, issues or settlements of Level 3 investments for the period ended September 30, 2017 or during the year ended December 31, 2016.

Impairment

Based on the impairment review as at September 30, 2017, a year to date impairment loss on AFS investments of \$nil before tax (September 30, 2016 - \$540) has been recorded in net income.

For analysis of the Company's risks arising from financial instruments, refer to Note 9 – Risk management.

4. Investments – insurance

Empire Life Insurance Company (“Empire Life”) invested assets

The following table provides a comparison of carrying values by class of asset:

Carrying Value Asset category	September 30, 2017			December 31, 2016		
	Fair value through profit or loss	Available for sale	Total carrying value	Fair value through profit or loss	Available for sale	Total carrying value
Short-term investments						
Canadian federal government	\$ 7,970	\$ 114,650	\$ 122,620	\$ 4,983	\$ 69,883	\$ 74,866
Canadian municipal governments	—	—	—	3,963	—	3,963
Corporate	31,001	—	31,001	24,045	—	24,045
Total short-term investments	38,971	114,650	153,621	32,991	69,883	102,874
Bonds						
Federal government	87,874	349,580	437,454	81,516	288,200	369,716
Provincial governments	2,736,084	382,922	3,119,006	2,614,635	310,369	2,925,004
Municipal governments	91,447	94,358	185,805	78,743	72,819	151,562
Total Canadian government bonds	2,915,405	826,860	3,742,265	2,774,894	671,388	3,446,282
Energy	60,837	57,654	118,491	50,679	43,649	94,328
Materials	10,330	—	10,330	10,716	—	10,716
Industrials	57,897	42,151	100,048	54,162	33,343	87,505
Consumer discretionary	21,979	28,823	50,802	17,037	27,028	44,065
Consumer staples	86,389	64,485	150,874	78,747	65,110	143,857
Health care	74,624	22,119	96,743	69,543	22,084	91,627
Financial services	535,866	346,786	882,652	504,027	343,255	847,282
Communications	69,235	42,633	111,868	45,101	28,148	73,249
Utilities	327,149	67,167	394,316	317,114	42,408	359,522
Real estate	1,000	—	1,000	6,726	—	6,726
Infrastructure	273,733	31,161	304,894	278,675	37,338	316,013
Total Canadian corporate bonds	1,519,039	702,979	2,222,018	1,432,527	642,363	2,074,890
Total bonds	4,434,444	1,529,839	5,964,283	4,207,421	1,313,751	5,521,172
Preferred shares - Canadian	338,162	11,659	349,821	274,871	10,313	285,184
Common shares						
Canadian						
Common	674,380	68,028	742,408	582,582	66,969	649,551
Real estate limited partnership units	88,065	—	88,065	75,594	—	75,594
U.S.	38,350	23	38,373	181,600	—	181,600
Other	28,910	725	29,635	22,866	—	22,866
Total common shares	829,705	68,776	898,481	862,642	66,969	929,611
Derivative assets	1,764	—	1,764	3,855	—	3,855
Loans and receivables:						
Mortgages	—	—	235,338	—	—	264,309
Loans on policies	—	—	50,282	—	—	47,969
Policy contract loans	—	—	77,942	—	—	80,944
Total	\$ 5,643,046	\$ 1,724,924	\$ 7,731,532	\$ 5,381,780	\$ 1,460,916	\$ 7,235,918

Empire Life investments – measured at fair value

The table below provides a comparison of the fair values by class of asset:

Fair value Asset category	As at September 30, 2017			As at December 31, 2016		
	Quoted Prices (Level 1)	Significant other observable inputs (Level 2)	Total fair value	Quoted Prices (Level 1)	Significant other observable inputs (Level 2)	Total fair value
Short-term investments	\$ —	\$ 153,621	\$ 153,621	\$ —	\$ 102,874	\$ 102,874
Bonds	—	5,964,283	5,964,283	—	5,521,172	5,521,172
Preferred shares	349,821	—	349,821	285,184	—	285,184
Common shares	810,416	88,065	898,481	854,017	75,594	929,611
Derivative assets	1,113	651	1,764	3,265	590	3,855
Loans and receivables:						
Mortgages	—	236,809	236,809	—	269,171	269,171
Loans on policies	—	50,282	50,282	—	47,969	47,969
Policy contract loans	—	77,942	77,942	—	80,944	80,944
Total	\$ 1,161,350	\$ 6,571,653	\$ 7,733,003	\$ 1,142,466	\$ 6,098,314	\$ 7,240,780

The fair value of mortgages has been calculated by discounting cash flows of each mortgage at a discount rate appropriate to its remaining term to maturity. The discount rates are determined based on regular competitive rate surveys.

The fair values of loans on policies and policy contract loans approximates their carrying values, due to the life insurance contracts that secure them.

The classification of a financial instrument into a level is based on the lowest level of input that is significant to the determination of the fair value. There were no transfers of financial instruments between Level 1, Level 2 or Level 3 for the period ended September 30, 2017 or during the year ended December 31, 2016.

Impairment

AFS investments

Based on the impairment review as at September 30, 2017, a year to date impairment loss on AFS investments of \$686 before tax (September 30, 2016 - \$777) has been recorded in net income. Impairment was assessed on these investments due to a number of factors, including the severity of the unrealized loss compared to the cost and the amount of time the investment had an unrealized loss.

Investment commitments

In the normal course of business, outstanding investment commitments are not reflected in the consolidated financial statements. In January 2016, Empire Life made a \$20,000 commitment to purchase additional units in a real estate limited partnership. Draws on this commitment are payable on demand up to and including July 31, 2018.

In February and March 2017, there were capital calls of \$1,094 and \$6,288 respectively in this real estate limited partnership. At September 30, 2017, there remained \$2,285 (December 31, 2016 - \$9,667) of outstanding capital calls to purchase units in a real estate limited partnership.

Empire Life derivative financial instruments

The values of derivative instruments are set out in the following table. The use of derivatives is measured in terms of notional principal amounts, which serve as the basis for calculating payments and are generally not actual amounts that are exchanged.

	September 30, 2017			December 31, 2016		
	Notional Principal	Fair Value Assets	Fair Value Liabilities	Notional Principal	Fair Value Assets	Fair Value Liabilities
Exchange-traded						
Equity index futures	\$ 76,740	\$ 834	\$ 109	\$ 128,708	\$ 1,471	\$ 213
Equity options	128,053	279	—	325,348	1,794	—
Over-the-counter						
Foreign currency forwards	28,689	651	21	28,247	590	25
Total	\$ 233,482	\$ 1,764	\$ 130	\$ 482,303	\$ 3,855	\$ 238

All contracts mature in less than one year.

For analysis of the risks arising from financial instruments, refer to Note 9 – Risk management.

5. Investments in associates

The Company has two investments in associates, all of which are held within the E-L Corporate segment.

Algoma Central Corporation (“Algoma”) is incorporated in Canada and is listed on the Toronto Stock Exchange under the symbol “ALC”. Algoma owns and operates the largest Canadian flag fleet of dry and liquid bulk carriers operating on the Great Lakes - St. Lawrence Waterway.

Economic Investment Trust Limited (“Economic”) is a closed-end investment corporation incorporated in Canada and is listed on the Toronto Stock Exchange under the symbol “EVT”. Economic is an investment vehicle for long-term growth through investments in common equities.

	Ownership	September 30, 2017		December 31, 2016	
		Carrying value	Fair value	Carrying value	Fair value
Algoma	36.3%	\$ 176,207	\$ 171,105	\$ 173,226	\$ 173,226
Economic	24.0%	139,866	156,387	136,418	142,905
Total		\$ 316,073	\$ 327,492	\$ 309,644	\$ 316,131

The following table details the movement during the period:

	9 months	12 months
	September 30, 2017	December 31, 2016
Balance, beginning of the period	\$ 309,644	\$ 328,389
Income recorded in the statements of income and comprehensive income:		
Share of income	22,245	19,687
Net impairment	—	(31,771)
	22,245	(12,084)
Share of other comprehensive loss	(9,544)	(747)
	12,701	(12,831)
Dividends received during the period	(6,272)	(5,914)
Balance, end of the period	\$ 316,073	\$ 309,644

The Company's associates are measured using the equity method. As at September 30, 2017, the fair value of the investments in associates was \$327,492 (December 31, 2016 - \$316,131). Fair value is based on the close price for each investment multiplied by the corresponding number of common shares held.

Impairment

Based on an impairment review of the investments in associates, there was no impairment at September 30, 2017 (September 30, 2016 - \$nil). Impairment was assessed on these investments due to a number of factors, including the severity of the unrealized loss compared to the cost and the amount of time the investment had an unrealized loss.

Financial information

Summarized below are the assets, liabilities, revenue, net income and comprehensive income of the Company's associates.

	Algoma		Economic	
	September 30 2017	December 31 2016	September 30 2017	December 31 2016
Cash and cash equivalents	\$ 60,533	\$ 130,039	\$ 8,343	\$ 12,941
Other current assets	104,256	126,966	897,440	833,983
Non-current assets	911,569	779,008	—	—
	1,076,358	1,036,013	905,783	846,924
Current liabilities	107,455	94,058	1,077	2,225
Non-current liabilities	309,669	300,405	75,416	68,299
	417,124	394,463	76,493	70,524
Net assets	\$ 659,234	\$ 641,550	\$ 829,290	\$ 776,400

	Algoma		Economic	
	September 30 2017	September 30 2016	September 30 2017	September 30 2016
Revenue	\$ 312,301	\$ 260,828	\$ 78,114	\$ 22,685
Net income (loss)	\$ 42,827	\$ 45,068	\$ 65,468	\$ 17,428
Other comprehensive loss	(19,563)	(28,851)	—	—
Total comprehensive (loss) income	\$ 23,264	\$ 16,217	\$ 65,468	\$ 17,428

At September 30, 2017 Algoma has commitments of \$202,556 (December 31, 2016 - \$233,695) mainly relating to the purchase of new vessels.

The Company received the following dividends during the period from the associates:

	Algoma		Economic		Total	
	2017	2016	2017	2016	2017	2016
Nine months ended September 30						
Dividends received	\$ 3,250	\$ 2,969	\$ 3,022	\$ 1,752	\$ 6,272	\$ 4,721

6. Investment and other income

Investment and other income is comprised of the following:

	Three months ended September 30		Nine months ended September 30	
	2017	2016	2017	2016
Interest income on:				
Available for sale	\$ 12,276	\$ 1,046	\$ 36,028	\$ 22,101
Fair value through profit or loss investments	43,431	45,054	126,298	124,267
Loans and receivables	4,695	5,103	14,353	15,434
Fee income	62,205	59,050	186,672	170,143
Dividend income	33,737	30,233	115,020	105,834
Other	1,126	705	3,830	3,208
Total	\$ 157,470	\$ 141,191	\$ 482,201	\$ 440,987

	Three months ended September 30		Nine months ended September 30	
	2017	2016	2017	2016
Interest income received	\$ 24,769	\$ 24,305	\$ 116,714	\$ 98,592
Dividend income received	35,873	30,163	111,814	100,555
Total	\$ 60,642	\$ 54,468	\$ 228,528	\$ 199,147

7. Segregated funds

a) The following table identifies segregated fund assets by category of asset:

	September 30 2017	December 31 2016
Cash and cash equivalents	\$ 213,858	\$ 262,838
Short-term investments	448,265	142,710
Bonds	1,531,674	1,668,044
Common and preferred shares	6,208,010	5,990,431
Net other assets	15,938	54,212
	8,417,745	8,118,235
Less segregated funds held within general fund investments	(38,019)	(36,202)
Total	\$ 8,379,726	\$ 8,082,033

b) The following table presents the investments of the segregated funds measured on a recurring basis at fair value classified by the fair value hierarchy:

	September 30, 2017			December 31, 2016		
	Level 1	Level 2	Total	Level 1	Level 2	Total
Cash and cash equivalents	\$ 15,751	\$ 198,107	\$ 213,858	\$ 60,370	\$ 202,468	\$ 262,838
Short-term investments	—	448,265	448,265	—	142,710	142,710
Bonds	—	1,531,674	1,531,674	—	1,668,044	1,668,044
Common and preferred shares	6,208,010	—	6,208,010	5,990,431	—	5,990,431
Total	\$ 6,223,761	\$ 2,178,046	\$ 8,401,807	\$ 6,050,801	\$ 2,013,222	\$ 8,064,023

There were no transfers between Level 1 and Level 2 and there were no Level 3 investments during the nine month period ended September 30, 2017 or during the year ended December 31, 2016.

c) The following table presents the change in segregated funds:

	Three months ended September 30		Nine months ended September 30	
	2017	2016	2017	2016
Segregated funds - beginning of the period	\$ 8,313,102	\$ 7,491,598	\$ 8,082,033	\$ 7,367,823
Additions to segregated funds:				
Amount received from policyholders	425,345	258,057	1,021,719	940,114
Interest	12,956	15,016	41,704	41,336
Dividends	30,925	28,361	105,175	93,519
Other income	8,009	7,598	22,558	22,044
Net realized gains on sale of investments	114,900	104,508	355,029	177,383
Net unrealized increase in fair value of investments	—	228,861	—	225,210
	592,135	642,401	1,546,185	1,499,606
Deductions from segregated funds:				
Amounts withdrawn or transferred by policyholders	410,174	252,363	937,950	877,377
Net unrealized decrease in fair value of investments	50,485	—	121,314	—
Management fees and other operating costs	64,296	57,187	187,411	166,827
	524,955	309,550	1,246,675	1,044,204
Net change in segregated funds held within general fund investments	(556)	(1,379)	(1,817)	(155)
Segregated funds - end of the period	\$ 8,379,726	\$ 7,823,070	\$ 8,379,726	\$ 7,823,070

d) Empire Life's exposure to segregated fund guarantee risk

Segregated fund products issued by Empire Life contain death, maturity and withdrawal benefit guarantees. Changes in global equity markets impact Empire Life's estimated liability for those guarantees.

8. Other comprehensive (loss) income

The following table summarizes the changes in the components of (OCL) OCI, net of tax:

	Three months ended September 30		Nine months ended September 30	
	2017	2016	2017	2016
Items that may be reclassified subsequently to net income:				
Net unrealized fair value change on available for sale investments				
Unrealized fair value change on AFS investments	\$ (29,593)	\$ 19,866	\$ (10,289)	\$ 43,867
Less: Realized gain (loss) on AFS investments reclassified to net income	2,985	(6,288)	(36,303)	(24,729)
	(26,608)	13,578	(46,592)	19,138
Share of OCI (OCL) of associates	254	(4)	(2,954)	(8,080)
	(26,354)	13,574	(49,546)	11,058
Items that will not be reclassified to net income:				
Net remeasurement of defined benefit plans	7,804	(325)	(1,297)	(14,938)
Share of employee future benefits of associates	(2,996)	3	(5,324)	(2,497)
	4,808	(322)	(6,621)	(17,435)
(OCL) OCI, net of tax	\$ (21,546)	\$ 13,252	\$ (56,167)	\$ (6,377)

(OCL) OCI is presented net of income taxes.

The following tax amounts are included in each component of (OCL) OCI:

	Three months ended September 30		Nine months ended September 30	
	2017	2016	2017	2016
Items that may be reclassified subsequently to net income:				
Net unrealized fair value change on available for sale investments				
Unrealized fair value change on AFS investments	\$ (10,301)	\$ 6,671	\$ (3,556)	\$ 16,118
Less: Realized gain (loss) on AFS investments reclassified to net income	562	(2,002)	(5,860)	(6,135)
	(9,739)	4,669	(9,416)	9,983
Share of OCI (OCL) of associates	39	—	(452)	(1,234)
	(9,700)	4,669	(9,868)	8,749
Items that will not be reclassified to net income:				
Net remeasurement of defined benefit plans	2,836	(119)	(470)	(5,439)
Share of employee future benefits of associates	(459)	—	(814)	(382)
	2,377	(119)	(1,284)	(5,821)
Total income taxes recognized in (OCL) OCI	\$ (7,323)	\$ 4,550	\$ (11,152)	\$ 2,928

9. Risk management

The objective of the Company's risk management process is to ensure that the operations of the Company encompassing risk are consistent with the Company's objectives and risk tolerance, while maintaining an appropriate risk/reward balance. The Company is exposed to financial risks arising from its investing activities. For investment risks, the Company is exposed to credit risk, liquidity risk and various market risks including interest rate risk, equity risk and foreign currency risk.

The disclosures in Notes 3, 4 and 5 provide the breakdown of investments by type and by geographic region based on the underlying risk. The fair values of these investments are inherently volatile and frequently change in value as a result of factors beyond the Company's control, including general economic and capital market conditions.

In the sections that follow, the Company provides sensitivities and risk exposure measures for certain risks. These include sensitivities due to specific changes in market prices and interest rates, based on the market prices, interest rates, assets, liabilities and business mix in place as at the calculation dates. The sensitivities are calculated independently for each risk factor, assuming that all other risk variables remain constant. Actual results may differ materially from these estimates for a variety of reasons, including the interaction among these factors when more than one factor changes: changes in actuarial and investment return and future investment activity assumptions; actual experience differing from the assumptions; changes in business mix, effective tax rates and other market factors and the general limitations of the Company's internal models used for purposes of these calculations. Changes due to new sales or maturities, asset purchases/sales or other management actions could also result in material changes to these reported sensitivities. For these reasons, the sensitivities should only be viewed as directional estimates of the underlying sensitivities for the respective factors based on the assumptions outlined and should not be viewed as predictors for the Company's future net income, OCI and capital sensitivities. Changes in risk variables in excess of the ranges illustrated may result in other than proportionate impacts.

Credit risk

Credit risk is the risk that one party to a financial instrument fails to discharge an obligation and causes a financial loss to another party.

The gross credit risk exposure for the Company related to its financial instruments is as follows:

	September 30, 2017	December 31, 2016
Cash and cash equivalents	\$ 410,596	\$ 419,906
Short-term investments	175,931	168,432
Bonds	5,964,283	5,521,172
Preferred shares	350,879	286,242
Derivative assets	1,764	3,855
Mortgages	235,338	264,309
Reinsurance	93,996	95,473
Loans on policies	50,282	47,969
Policy contract loans	77,942	80,944
Accrued investment income	47,176	43,271
Premiums receivables	38,186	26,636
Total	\$ 7,446,373	\$ 6,958,209

E-L Corporate has a securities lending agreement with its custodian, RBC Investor Services Trust. During March 2017, Empire Life entered into a securities lending agreement with its custodian. At September 30, 2017 the Company had loaned securities with a fair value of \$3,042,887 (December 31, 2016 - \$1,007,250) and received approximately \$3,136,539 (December 31, 2016 - \$1,058,642) in collateral.

Concentration of credit risk

The following table discloses the holdings of fixed income securities in the ten issuers, excluding the federal governments, to which the operating segments had the greatest exposure, as well as exposure to the largest single issuer of corporate bonds:

	E-L Corporate		Empire Life	
	September 30 2017	December 31 2016	September 30 2017	December 31 2016
Holdings of fixed income securities* in the 10 issuers (excluding federal governments) to which the operating segments had the greatest exposure	\$ 22,310	\$ 23,865	\$ 4,072,410	\$ 3,534,308
Percentage of the segment's total cash and investments	0.5%	0.5%	50.3%	46.5%
Exposure to the largest single issuer of corporate bonds	nil	nil	\$ 174,767	\$ 154,112
Percentage of the segment's total cash and investments	0.0%	0.0%	2.2%	2.0%

* Fixed income securities include bonds and debentures, preferred shares and short term investments.

a) Investments in bonds and debentures

Empire Life	September 30, 2017		December 31, 2016	
	Fair value	%	Fair value	%
AAA	\$ 438,601	7%	\$ 380,423	7%
AA	639,710	11%	591,132	11%
A	3,998,220	67%	3,689,809	66%
BBB (and lower ratings)	887,752	15%	859,808	16%
Total	\$ 5,964,283	100%	\$ 5,521,172	100%

b) Preferred shares

Empire Life's preferred share investments are all issued by Canadian companies with 1% (December 31, 2016 – 1%) of these investments rated as P1 as at September 30, 2017 and the remaining 99% (December 31, 2016 – 99%) rated as P2.

c) Mortgages

Empire Life's mortgages in the province of Ontario represent the largest concentration with \$235,338 or 100% (December 31, 2016 – \$264,309 or 100%) of the total mortgage portfolio.

Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Company's liquidity risk management strategy is to ensure that there will be sufficient cash to meet all financial commitments and obligations as they become due.

E-L Corporate:

Composition of E-L Corporate's liquidity:

	September 30, 2017	December 31, 2016
Cash and cash equivalents	\$ 43,743	\$ 51,033
Short-term investments	22,310	65,558
Total	\$ 66,053	\$ 116,591

Empire Life:

The following table provides bonds by contractual maturity (using the earliest contractual maturity date):

	September 30, 2017		December 31, 2016	
	Fair value	%	Fair value	%
1 year or less	\$ 213,217	4%	\$ 59,872	1%
1 - 5 years	536,319	9%	586,444	11%
5 - 10 years	707,818	12%	637,529	12%
Over 10 years	4,506,929	75%	4,237,327	76%
Total	\$ 5,964,283	100%	\$ 5,521,172	100%

Market risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk is directly influenced by the volatility and liquidity in the markets in which the related financial instruments are traded, expectations of future price and yield movements and the composition of the Company's investment portfolio. For the Company, the most significant market risks are interest rate risk, equity risk and foreign currency risk.

a) Interest rate risk

Empire Life

The following tables summarize the estimated immediate financial impact on shareholder's net income and OCI of a result of an immediate change in interest rates:

September 30, 2017	50 bps increase	50 bps decrease	100 bps increase	100 bps decrease
Shareholders' net income	\$ 8,675	\$ (9,671)	\$ 16,468	\$ (20,469)
Shareholders' OCI	\$ (40,562)	\$ 47,867	\$ (73,818)	\$ 103,038
September 30, 2016	50 bps increase	50 bps decrease	100 bps increase	100 bps decrease
Shareholders' net income	\$ 10,465	\$ (11,749)	\$ 19,800	\$ (24,962)
Shareholders' OCI	\$ (34,215)	\$ 40,050	\$ (62,597)	\$ 85,933

b) Equity risk

E-L Corporate

The following table summarizes the potential impact on E-L Corporate of a change in global equity markets. E-L Corporate used a 10% increase or decrease in equity markets as such a change is considered to be a reasonably possible change in equity markets based on historic results and is a useful comparator as it is commonly used. E-L Corporate used a 20% increase or decrease in its equity market sensitivity to illustrate that changes in equity markets in excess of 10% may result in both linear and non-linear impacts, and a 20% change in equity markets is a commonly used additional sensitivity factor.

The calculations below assume that all other variables are held constant and that all of E-L Corporate's equities move according to a one-to-one correlation with the equity markets.

	September 30, 2017		September 30, 2016	
	Effect on shareholders' net income	Effect on shareholders' OCI	Effect on shareholders' net income	Effect on shareholders' OCI
Corporate Investments:				
Investments - corporate				
10% fluctuation	\$ 330,546	\$ —	\$ 292,374	\$ 7,629
20% fluctuation	\$ 661,092	\$ —	\$ 584,749	\$ 15,258
Investments in associates				
10% fluctuation	\$ 14,034	nil	\$ 13,502	nil
20% fluctuation	\$ 28,068	nil	\$ 27,004	nil

Empire Life

The following table summarizes the estimated potential impact on Empire Life of a change in global equity markets. Empire Life uses a 10% increase or decrease in equity markets as a reasonably possible change in equity markets. Empire Life has also disclosed the impact of a 20% increase or decrease in its equity market sensitivity. The amounts in the following table include the effect of Empire Life's general fund equity risk economic hedging program. For segregated fund guarantees the level of sensitivity is highly dependent on the level of the stock market at the time of performing the estimate. If period end equity markets are high relative to market levels at the time that segregated fund policies were issued, the sensitivity is reduced. If period end equity markets are low relative to market levels at the time that segregated fund policies were issued, the sensitivity is increased.

The amounts shown below represent the impact on shareholders' net income, including segregated fund guarantees.

	September 30, 2017		September 30, 2016	
	Effect on shareholders' net income	Effect on shareholders' OCI	Effect on shareholders' net income	Effect on shareholders' OCI
Empire Life ⁽¹⁾				
10% increase	\$ 20,609	\$ 2,404	\$ 16,594	\$ 2,258
10% decrease	\$ (19,848)	\$ (2,404)	\$ (13,891)	\$ (2,258)
20% increase	\$ 41,458	\$ 4,807	\$ 34,038	\$ 4,516
20% decrease	\$ (63,772)	\$ (4,807)	\$ (21,362)	\$ (4,516)

⁽¹⁾ Includes the estimated impact on fee income net of trailer commissions after tax for a three month period.

Concentration of common equity holdings

E-L Corporate's largest exposure to common equities relates to its investment in associates of \$316,073 (December 31, 2016 – \$309,644) which represents 6% (December 31, 2016 – 7%) of E-L Corporate's total assets.

The following table identifies the concentration of common equity holdings within investments - insurance:

Empire Life	September 30 2017	December 31 2016
Exposure to the ten largest common share holdings	\$ 371,143	\$ 330,213
As a percentage of the segment's total cash and investments	5%	5%
Exposure to the largest single issuer of common shares	\$ 88,065	\$ 75,594
As a percentage of the segment's total cash and investments	1%	1%

c) Foreign currency risk

Foreign currency risk is the risk that the fair value or cash flows of a financial instrument will fluctuate because of changes in exchange rates and create an adverse effect on earnings and equity when measured in the Company's functional currency.

A 10% fluctuation in the U.S. dollar would have the following impact:

E-L Corporate: Approximately \$139,586 (September 30, 2016 – \$139,799) on shareholders' net income and \$3,607 (September 30, 2016 – \$5,450) on other comprehensive income.

Empire Life: Approximately \$nil (September 30, 2016 – \$nil) on shareholders' net income and \$nil (September 30, 2016 – \$nil) on other comprehensive income.

10. Operating segments

In managing its investments, the Company distinguishes between E-L Corporate and its investment in Empire Life. The Company's E-L Corporate segment includes United, the Company's closed-end investment subsidiary, investments in associates and investments - corporate. Empire Life underwrites life and health insurance policies and provides segregated funds, mutual funds and annuity products.

The following is an analysis of significant items of profit and loss by operating segment, operating segment assets and operating segment liabilities, reconciled to the Company's consolidated financial statements. The accounting policies applied by the operating segments are the same as those for the Company as a whole.

Three months ended	E-L Corporate	Empire Life	Total
September 30, 2017			
Revenue	\$ 9,891	\$ 134,469	\$ 144,360
Shareholders' net income	\$ 10,682	\$ 38,765	\$ 49,447
September 30, 2016			
Revenue	\$ 216,370	\$ 452,875	\$ 669,245
Shareholders' net income	\$ 153,498	\$ 37,771	\$ 191,269
Nine months ended			
September 30, 2017			
Revenue	\$ 400,863	\$ 1,047,790	\$ 1,448,653
Shareholders' net income	\$ 289,379	\$ 121,654	\$ 411,033
September 30, 2016			
Revenue	\$ 193,690	\$ 1,433,451	\$ 1,627,141
Shareholders' net income	\$ 133,748	\$ 99,326	\$ 233,074
September 30, 2017			
Segment assets ⁽¹⁾	\$ 4,975,710	\$ 16,636,841	\$ 21,612,551
Segment liabilities	\$ 266,909	\$ 15,082,526	\$ 15,349,435
December 31, 2016			
Segment assets ⁽¹⁾	\$ 4,721,340	\$ 15,862,176	\$ 20,583,516
Segment liabilities	\$ 253,941	\$ 14,412,118	\$ 14,666,059

⁽¹⁾ Segment assets for E-L Corporate include investments in associates of \$316,073 (December 31, 2016 - \$309,644).

11. Subordinated debt

On September 15, 2017, Empire Life issued \$200,000 principal amount of unsecured subordinated debentures with a maturity date of March 15, 2028. The interest rate from September 15, 2017 until March 15, 2023 is 3.664%, and the rate from March 15, 2023 until March 15, 2028 is equal to the 3-month Canadian Deposit Offering Rate plus 1.53%. Interest is payable semi-annually at September 15 and March 15 until March 15, 2023, quarterly thereafter with the first such payment on June 15, 2023. Empire Life may call for redemption of the debentures on or after March 15, 2023 subject to the approval of OSFI. The holders have no right of redemption. The fair value of these debentures is \$201,444 as of September 30, 2017 (as of December 31, 2016 \$nil), and is within level 2 of the fair value hierarchy. The fair value is provided by a third party bond pricing service.

On December 16, 2016, Empire Life issued \$200,000 principal amount of unsecured subordinated debentures with a maturity date of December 16, 2026. The interest rate from December 16, 2016 until December 16, 2021 is 3.383%, and the rate from December 16, 2021 until December 16, 2026 is equal to the 3-month Canadian Deposit Offering Rate plus 1.95%. Interest is payable semi-annually at December 16 and June 16 until December 16, 2021, quarterly thereafter with the first such payment on March 16, 2022. Empire Life may call for redemption of the debentures on or after December 16, 2021 subject to the approval of OSFI. The holders have no right of redemption. The fair value of these debentures is \$200,864 as of September 30, 2017 (as of December 31, 2016 \$199,870), and is within level 2 of the fair value hierarchy. The fair value is provided by a third party bond pricing service.

On May 31, 2013, Empire Life issued \$300,000 principal amount of unsecured subordinated debentures with a maturity date of May 31, 2023. The interest rate from May 31, 2013 until May 31, 2018 is 2.870%,

and the rate from May 31, 2018 until May 31, 2023 is equal to the 3-month Canadian Deposit Offering Rate plus 1.05%. Interest is payable semi-annually at May 31 and November 30 until May 31, 2018, quarterly thereafter with the first such payment on August 31, 2018. Empire Life may call for redemption of the debentures on or after May 31, 2018 subject to the approval of OSFI. The holders have no right of redemption. The fair value of these debentures is \$300,912 as of September 30, 2017 (as of December 31, 2016 \$301,062), and is within level 2 of the fair value hierarchy. The fair value is provided by a third party bond pricing service.

The debentures are subordinated in right of payment to all policy contract liabilities of Empire Life and all other senior indebtedness of Empire Life.

12. Subsequent event

On November 1, 2017 E-L Financial entered into \$100 million secured loan with the brokerage firm of a Canadian chartered bank. The proceeds from the loan were used to fund the Company's investment in preferred shares of Empire Life.

Glossary of Terms (Unaudited)

Accumulated Other Comprehensive Income (“AOCI”)

A separate component of shareholders’ and policyholders’ equity which includes net unrealized gains and losses on available for sale securities, unamortized gains and losses on cash flow hedges, unrealized foreign currency translation gains and losses and the Company’s share of AOCI from its associates. These items have been recognized in comprehensive income, but excluded from net income.

Active Market

An active market is a market in which the items traded are homogeneous, willing buyers and sellers can normally be found at any time and prices are available to the public.

Available For Sale (“AFS”) Financial Assets

Non-derivative financial assets that are designated as available for sale or that are not classified as loans and receivables, held to maturity investments, or held for trading.

Canadian Asset Liability Method (“CALM”)

The prescribed method for valuation of policy liabilities in Canada. CALM is a prospective basis of valuation that uses the full gross premium for the policy, the estimated expenses and obligations under the policy, current expected experience assumptions plus a margin for adverse deviations, and scenario testing to assess interest rate risk and market risks.

Canadian Institute of Actuaries (“CIA”)

As the national organization of the Canadian actuarial profession, the CIA means to serve the public through the provision by the profession of actuarial services and advice of the highest quality. The CIA ensures that the actuarial services provided by its members meet accepted professional standards; and assists actuaries in Canada in the discharge of their professional responsibilities.

Chartered Professional Accountants of Canada (“CPA Canada”)

Canada’s not-for-profit association for Chartered Professional Accountants (“CPA”) provides information and guidance to its members, students and capital markets. Working in collaboration with its provincial member organizations, CPA Canada supports the setting of accounting, auditing and assurance standards for business, not-for-profit organizations and government, and develops and delivers education programs.

Canadian Life and Health Insurance Association (“CLHIA”)

The CLHIA is an organization representing life insurance and health insurance providers in Canada. The industry develops guidelines, voluntarily and proactively, to respond to emerging issues and to ensure consumer interests are protected.

Earnings on Surplus

This source of earnings represents the pre-tax earnings on the shareholders’ capital and surplus funds.

Effective Interest Method

The effective interest method is a method of calculating the amortized cost of a financial asset or a financial liability and of allocating the interest income or interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments or receipts through the expected life of the financial instrument or, when appropriate, a shorter period to the net carrying amount of the financial asset or financial liability.

Expected Profit from In-Force Business

This source of earnings represents the profit Empire Life expects to generate on in-force business if experience is in line with the Empire Life’s best estimate assumptions for mortality, morbidity, persistency, investment returns, expenses and taxes.

Experience Gains and Losses

This source of earnings represents gains or losses due to the difference between actual experience and the best estimate assumptions.

Fair Value Through Profit or Loss (“FVTPL”)

Invested assets are classified as financial instruments at FVTPL if they are held for trading, or if they are designated by management under the fair value option.

Impact of New Business

Writing new business typically adds economic value to a life insurance company. At the point of sale, new business may have a positive or negative impact on earnings. A negative impact (new business strain) will result when the provision for adverse deviation included in the actuarial liabilities at the point of sale exceeds the expected profit margin in the product pricing. The impact of new business also includes any excess acquisition expenses not covered by product pricing at the point of issue.

International Financial Reporting Standards (“IFRS”)

Refers to the international accounting standards that were adopted in Canada, effective January 1, 2011; these are now Canadian Generally Accepted Accounting Principles.

Management Actions and Changes in Assumptions

This source of earnings component includes earnings generated by management actions during the year (e.g. acquisition or sale of a block of business, changes to product price, fees or asset mix, etc.) or the impact of changes in assumptions or methodology used for the calculation of actuarial liabilities for in-force business.

Minimum Continuing Capital and Surplus Requirements (“MCCSR”)

The ratio of the available regulatory capital of a life insurance company to its required regulatory capital, each as calculated under the Office of the Superintendent of Financial Institutions’ (“OSFI”) published guidelines.

Other Comprehensive Income (“OCI”)

Unrealized gains and losses, primarily on financial assets backing Capital and Surplus, are recorded as Other Comprehensive Income (“OCI”) or Other Comprehensive Loss (“OCL”). When these assets are sold or written down the resulting gain or loss is reclassified from OCI to net income. Remeasurements of post-employment benefit liabilities are also recorded as OCI or OCL. These remeasurements will not be reclassified to net income and will remain in AOCI.

Office of the Superintendent of Financial Institutions Canada (“OSFI”)

The primary regulator of federally chartered financial institutions and federally administered pension plans in Canada. OSFI’s mission is to safeguard policyholders, depositors and pension plan members from undue loss.

Participating Policies

The participating account includes all policies issued by Empire Life that entitle its policyholders to participate in the profits of the participating account. Empire Life has discretion as to the amount and timing of dividend payments which take into consideration the continuing solvency of the participating account.

Return on Common Shareholders’ Equity (“ROE”)

A profitability measure that presents the net income available to common shareholders as a percentage of the average capital deployed to earn the income.

HEAD OFFICE

Tenth Floor, 165 University Avenue, Toronto, Ontario, M5H 3B8

Tel: 416-947-2578

Fax: 416-362-2592

TRANSFER AGENT AND REGISTRAR

Computershare Investor Services Inc.

100 University Avenue, 9th Floor

Toronto, Ontario M5J 2Y1

Toll Free: 1-800-564-6253

www.computershare.com/service

STOCK EXCHANGE LISTINGS

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First Preference Shares, Series 2	ELF.PR.G
First Preference Shares, Series 3	ELF.PR.H

REPORTING PROCEDURE FOR ACCOUNTING AND AUDITING MATTERS

If you have a complaint regarding accounting, internal controls or auditing matters or a concern regarding questionable accounting or auditing matters, you should submit your written complaint or concern to:

Mr. James Billett
E-L Financial Corporation Limited
165 University Avenue, 10th Floor
Toronto, Ontario
M5H 3B8
Email: jfbillett@rogers.com
Phone: 416-284-6440

You may submit your complaint or concern anonymously. Your submission will be kept confidential and will be treated in accordance with The Company's policy for reporting accounting or auditing matters.

