LETTER TO SHAREHOLDERS

Swiss Life

Rentenanstalt

APRIL 2003

DEAR SHAREHOLDERS

Crisis as an opportunity: this is something of a cliché these days, but we lived through just such an episode in a dramatic fashion in 2002. It is an experience that has left its mark. We have forthrightly acknowledged the errors that occurred and worked hard to help rectify them.

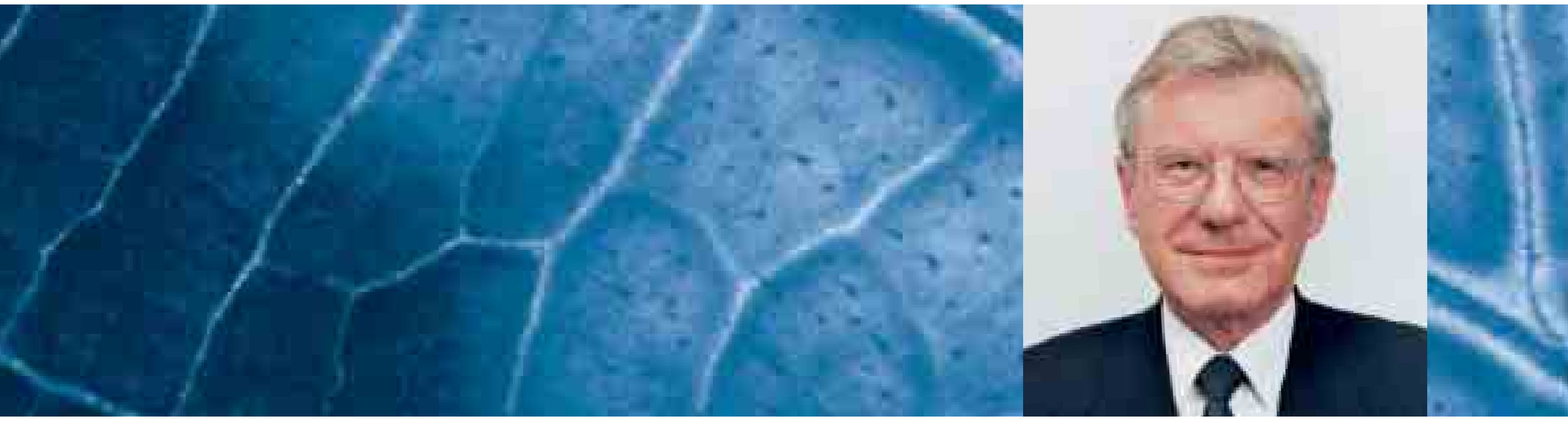
The Swiss Life Group reported a loss of CHF 1.7 billion for 2002. The year under review witnessed a disappointing financial result (because the reduction of the Group's equity exposure, which was undertaken to safeguard the capital base, necessarily involved the realisation of losses), together with a negative result on business in Switzerland (where falling interest rates caused a further deterioration in underlying conditions) and extraordinary write-downs. In spite of this loss, the enterprise has an adequate capital base. Compared to the previous year, gross written premiums fell by 3% to CHF 19.5 billion. Operating expenses decreased by 4% to CHF 3.5 billion. In view of the overall negative result, the Board of Directors will ask the General Meeting of Shareholders to forgo a dividend.

Through its strategic realignment, its conversion to a holding structure, changes to the top management team and the capital increase the enterprise has laid good foundations for its future. The new strategy, one adapted to the changed environment in which the company operates, has five cornerstones:

- focus on core business
- streamlined structure
- operational excellence
- financial strength
- performance culture

In order to accomplish this realignment as quickly as possible, we were able to secure the services of an experienced top management team with Rolf Dörig at its head. The new holding structure gives the Swiss Life Group an opportunity to accommodate all of its participations efficiently under one roof. Thanks to the capital increase we now have sufficient equity available to implement our new strategic realignment, even in today's challenging environment.

In the wide-ranging debate surrounding occupational provisions in Switzerland, which began last year and is by no means over yet, we have been campaigning resolutely for parameters to be set in this area that correspond to economic and demographic realities. In doing so we have attracted criticism from many quarters. However, the latest developments, such as providers abandoning this line of business and autonomous pension funds facing massive shortfalls, illustrate the



importance of not overburdening the system and of only making promises to the workforce that can be kept. The measures required to guarantee a secure and sustainable system of occupational benefits may not be popular, but they are urgently needed.

The two accounting errors and the LTS investment scheme for former members of the Corporate Executive Board damaged the company's reputation in a manner that far exceeded their substantive importance. The Board of Directors and the Corporate Executive Board have drawn the necessary conclusions. The changes made to the management team, the division of responsibilities between Chief Financial Officer and Chief Investment Officer, the improvements to quality management and reinforcement of staff on the financial side of the business, as well as more detailed reporting, all serve to underscore the increased efforts being made with regard to corporate governance and transparency.

It is especially important to me in difficult times like these to thank our members of staff for their commitment. Despite the gruelling circumstances and the criticism levelled at our enterprise, their commitment and dedication have played a role in the Swiss Life Group's realignment. I would like to address particular words of thanks to all those shareholders who are convinced of our company's success and who underlined this by participating in the capital increase. I would also especially like to thank our customers, whose loyalty represents our capital for the future. And I would personally like to express my gratitude to my colleagues of many years on the Board of Directors who will be stepping down along with me, or who have already done so in the course of the past year. In recent years we worked together for the company in a difficult environment.

Naturally, I would have preferred to have been able to present a better balance sheet in my final year as Chairman of the Board of Directors. Nevertheless I am confident that we have now set the right course for the future and laid the groundwork for creating new opportunities. I wish all of you who bear responsibility for our enterprise, both today and in future, the necessary strength and wisdom to live up to the confidence and trust that have been placed in you.

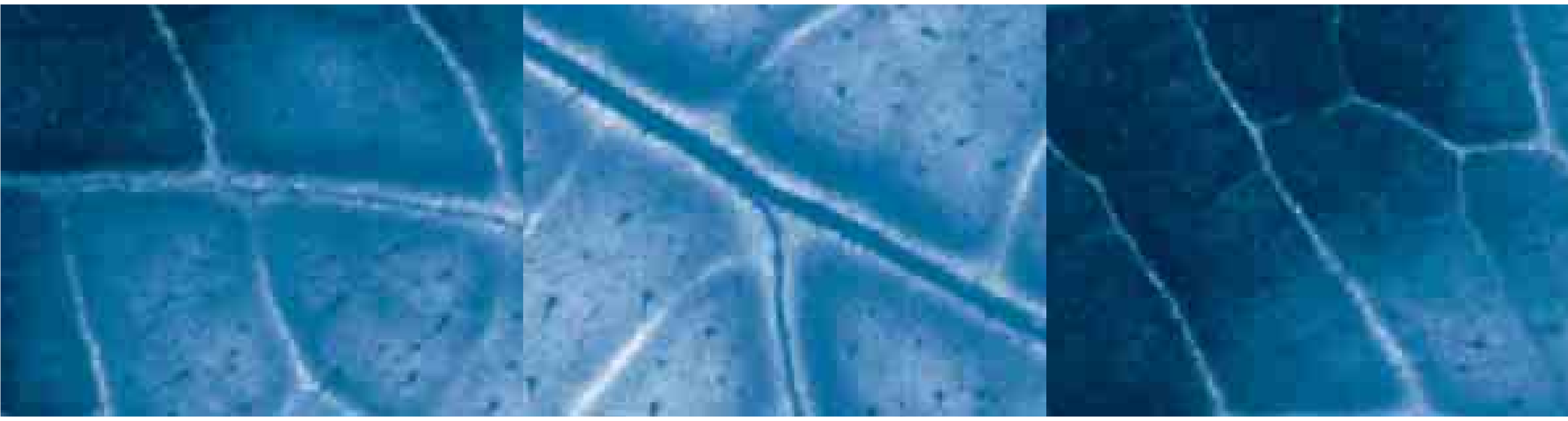
Andres F. Leuenberger
Chairman of the Board

CHANGES ON THE SWISS LIFE HOLDING BOARD OF DIRECTORS

Andres F. Leuenberger, Ulrich Oppikofer, Gilbert Coutau, Maria Luisa Garzoni, Josef Kühne and Henri B. Meier have decided to resign their seats with effect from the Annual General Meeting (AGM). Rino Rossi will also be retiring, on grounds of age.

The following names have been put forward for election to the Board of Directors at the Swiss Life Holding AGM on 27 May 2003:
Volker Bremkamp, 59, Managing Director of BMB Bremkamp Management- und Beteiligungs-GmbH
Paul Embrechts, 50, Professor of Mathematics at the Swiss Federal Institute of Technology (ETH) Zurich
Bruno Gehrig, 56, Vice-Chairman of the Governing Board of the Swiss National Bank
Rudolf Kellenberger, 58, Deputy CEO, Swiss Re
Peter Quadri, 57, General Manager, IBM Switzerland
Pierfranco Riva, 62, Lawyer and notary public
Franziska Tschudi, 44, CEO and member of the Board of Directors of the WICOR Group

Gerold Bührer and **Georges Muller** will be standing for re-election.
The Board of Directors intends to elect Bruno Gehrig as Chairman and Gerold Bührer as Vice Chairman.



ANNUAL RESULTS 2002

The Swiss Life Group reported a loss of CHF 1.7 billion for 2002 (after a loss of CHF 115 million the previous year). The poor result primarily stems from declines in the value of shares held and losses realised during the reduction of the equity exposure in the investment portfolio (CHF 800 million, net), as well as extraordinary write-downs of goodwill (CHF 832 million). Gross premium volume declined 3% from the previous year to CHF 19.5 billion. Operating expenses were brought down by CHF 145 million. With equity totalling CHF 4.2 billion, the Swiss Life Group has sufficient funds at its disposal to pursue its new strategic direction.

Premium volume stable

Gross premium volume was 1% higher than the previous year at CHF 15.8 billion. Gross premiums, including deposits under policyholder investment contracts (e.g. unit-linked products), decreased 3% in 2002 to CHF 19.5 billion. In pure insurance business, premiums remained at the previous year's level of CHF 14.7 billion in the life segment, while increasing by 12% to CHF 1.1 billion in the non-life segment. The improvement in non-life resulted from the transfer of the short-term disability insurance business from Swiss Life/Rentenanstalt to «La Suisse» and a corresponding reclassification in the non-life segment.

Steep rise in disability benefits

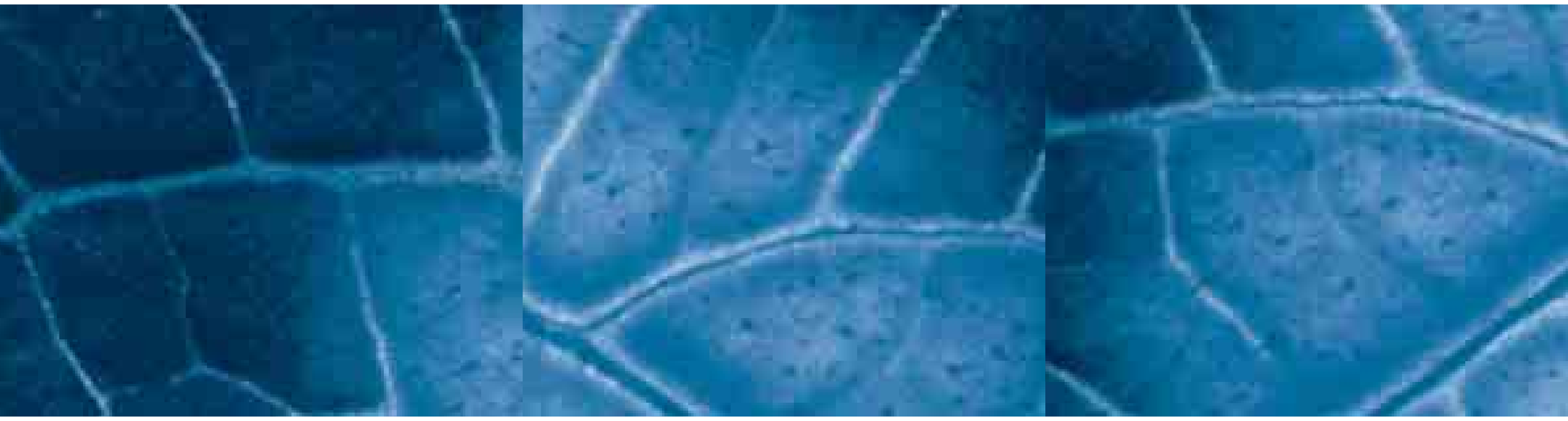
Benefits paid increased by 13% to CHF 12.9 billion. In addition to benefits paid in connection with expiring policies and job changes or staff cuts in companies with group insurance, there was a pronounced increase in disability benefits and policy surrenders, due to economic trends. By contrast, the outlay on bonuses and participation in surplus was around 50% lower at CHF 340 million. And, compared with the previous year, the amount reserved for payment of future bonuses shrank by 14% to CHF 4.4 billion.

Disappointing financial result

The financial result was down 18% at CHF 4.7 billion. Net investment income contracted to CHF 5.5 billion, a decline of 2%. Realised and unrealised net losses stemming from efforts to safeguard equity by cutting the proportion of shares in the investment portfolio amounted to CHF 2.3 billion (previous year's loss: CHF 141 million). Adjusted for hedging transactions, the profit from which has been included in net trading income, realised and unrealised net losses amounted to CHF 800 million. It should be pointed out that the figure for net losses also includes capital gains of approximately CHF 330 million from the sale of participations in the hedge fund sector.

Costs reduced considerably

Operating expenses were reduced by CHF 145 million to CHF 3.5 billion as a direct result of the cost-cutting programmes which have been introduced. In insurance business operating expenses fell by 7% to CHF 2.8 billion. CHF 212 million of the CHF 515 million savings aimed for by 2004 were already achieved in 2002, i.e. more than 40% of the overall target. Of the 1 500 positions which are to be eliminated by 2004, 724 had been cut by the end of 2002. At the end of the year



2002 staff numbers stood at 11 541 full-time equivalents (FTEs), a drop of 6%. As job cuts were only made in the second half of 2002, the impact of these measures will only become fully visible in the results for the current financial year.

Valuation adjustments lead to high goodwill write-downs

Amortisation of goodwill amounted to CHF 1.1 billion. CHF 832 million of this came from extraordinary write-downs, of which CHF 745 million related to Banca del Gottardo and CHF 87 million to Schweizerische Treuhandgesellschaft STG. Accordingly, the valuation of Banca del Gottardo in the Swiss Life Group consolidated balance sheet is now CHF 1.4 billion. For the current financial year the bank expects a profit in excess of CHF 80 million.

Equity of CHF 4.2 billion – solvency ratio a sound 182%

With the measures taken to strengthen core capital in the fourth quarter of 2002, the Swiss Life Group raised additional equity totalling CHF 1.1 billion, gross. As of 31 December 2002 total equity stood at CHF 4.2 billion. The company therefore has sufficient resources available in order to fully pursue its new strategic direction. The Group's core capital (equity plus liabilities with equity features) fell only slightly in the course of the year under review from CHF 7.7 billion to CHF 7.5 billion. The solvency margin of the former parent company, Swiss Life/Rentenanstalt, which encompasses 75% of the insurance business and 90% of the Group's mathematical reserve, stood at a healthy 182% as of 31 December 2002. This figure does not include the additional funds raised by Swiss Life Holding's capital increase.

Decline in assets under management for third parties

On 31 December 2002, assets under management totalled CHF 183.2 billion. This corresponds to a decline of 5.7% compared with the previous year, and is mainly attributable to the lower level of assets managed on behalf of third parties due to the negative trend on the share markets.

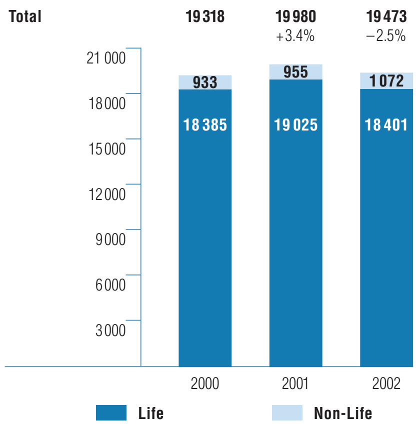
Results by segment

Results are reported in line with the new strategic orientation and reflect the following segmentation: life, core; life, non-core; non-life; private banking and investment management.

In the **core life** segment (Switzerland, France, Germany, the Netherlands, Belgium/Luxembourg), gross written premiums grew by 1% to CHF 12.9 billion. Including deposits under policyholder investment contracts, which were down 9%, gross premium volume came to CHF 16.4 billion, a decline of 1%. While premium income in individual insurance was 2% higher at CHF 7.3 billion, it was 4% lower in group business. Benefits paid increased by 4% to CHF 13.8 billion. Thanks to strict cost management, operating costs were brought down by 15% to CHF 2.0 billion. Assets under management at the end of 2002 totalled CHF 121.8 billion.

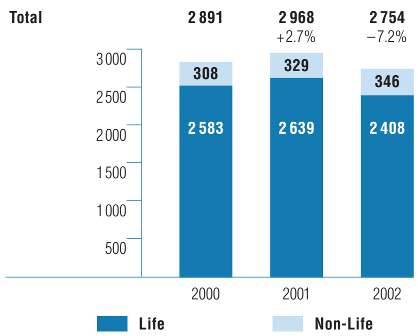
Gross premiums

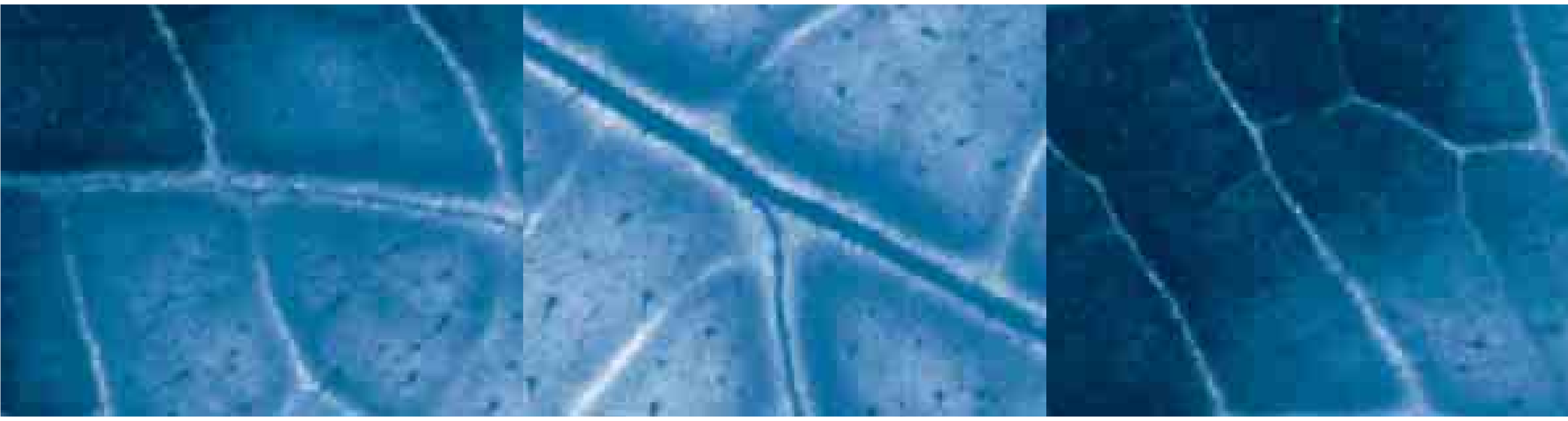
CHF million



Operating expenses (insurance business)

CHF million





In **Switzerland** Swiss Life was able to maintain its position as market leader in the year under review. Premium income amounted to CHF 8.2 billion. In individual insurance premium income declined by 3% to CHF 2.4 billion, while in group business it also fell by 3% to CHF 5.7 billion. The rise of 6% in benefits paid – bringing them to CHF 9.1 billion – was due to a special single-premium product reaching maturity and to an above-average increase in policy surrenders as a result of the general economic situation and the company's reputation problems. Savings of 18% were achieved in administrative costs, which fell to CHF 800 million. Staff cuts, in which full-time equivalents were reduced by 5%, proceeded according to plan.

In **France**, premium volume expanded in the year under review to EUR 3.3 billion. This corresponds to a 10% growth rate, clearly outstripping the expansion of the market as a whole. This gratifying result has been mainly driven by above-average policyholder bonuses, at a level of 7%. These bonuses were drawn from the profits on an earlier transaction which, under French law, must be distributed to the policyholders within eight years of the transaction. Driven by premium growth, assets under management went up 9% to EUR 16 billion. In France Swiss Life will in future concentrate on "Protection de la Personne", an area which encompasses life, pension, accident and health insurance. A partner is being sought for the property & casualty sector.

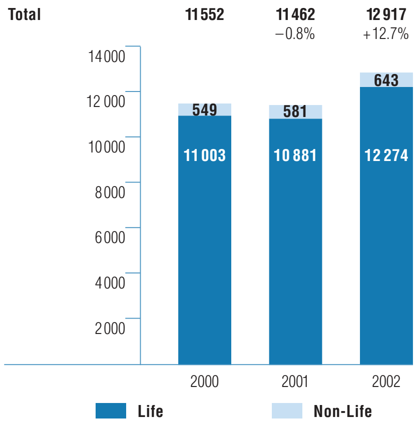
In **Germany** Swiss Life's gross premiums dropped 2% to EUR 1.1 billion. This fall is primarily the upshot of a large reduction in bonuses. Individual insurance, with a premium volume of EUR 860 million, experienced a 7% drop in premiums. Conversely, premium income from group insurance rose by 17% to EUR 244 million. Benefits paid fell by approximately 9%, as widely expected. On 31 December 2002 assets under management came to EUR 9.8 billion.

In the **Netherlands** premium income contracted by 3% to EUR 955 million owing to the pressure on premium rates. The drop in premium income is largely attributable to the 8% decline in gross premiums in individual insurance. In group business premium volume increased by 1%. The lack of pay rises, especially at large corporations, held back growth. Benefits paid declined by 3% to EUR 891 million, while assets under management grew by 9.6% to EUR 9.1 billion.

In **Belgium** and **Luxembourg** gross written premiums fell by 16% to EUR 366 million. This setback was due above all to a rapid fall-off in demand for unit-linked products in Belgium. Benefits paid increased in line with expectations. At the end of the reporting period assets under management amounted to EUR 2.2 billion.

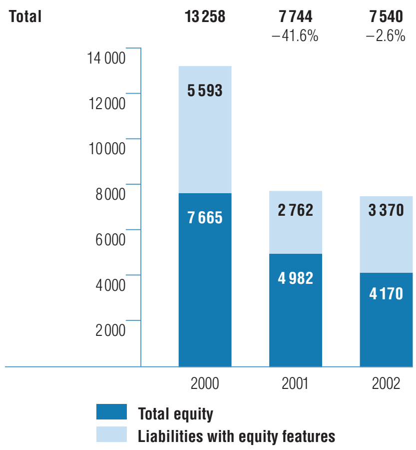
Insurance benefits paid

CHF million



Core capital as of 31.12.

CHF million



CONSOLIDATED STATEMENT OF INCOME

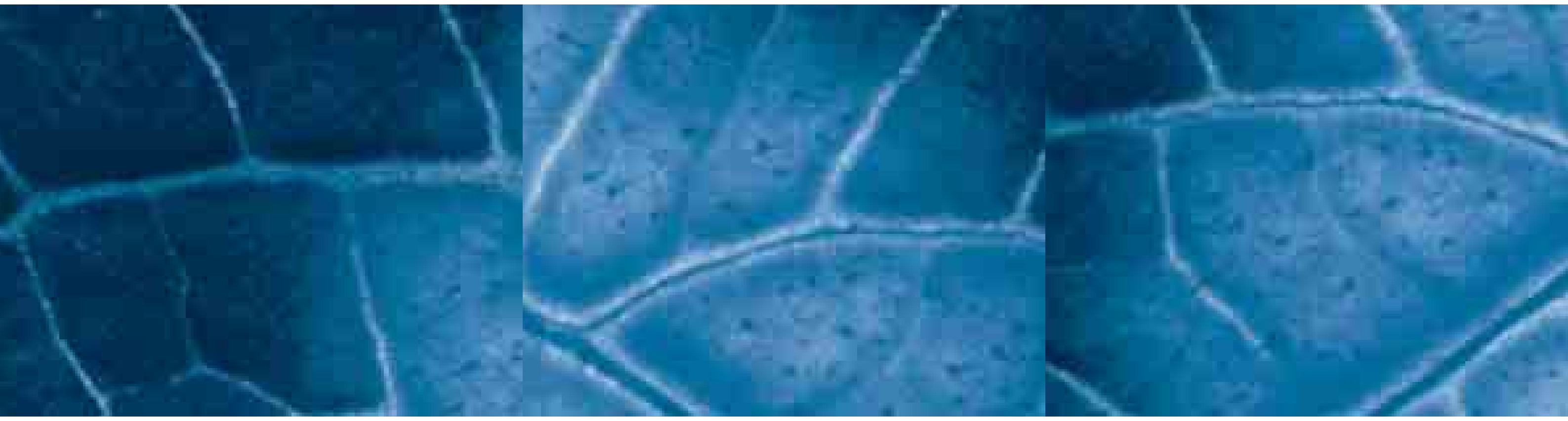
Consolidated statement of income for the years ended 31 December. In CHF million	2002	2001 (restated)
Revenue		
Net investment income	**5 505**	5 626
Net realised and unrealised gains/losses on investments	**–2 304**	–141
Net trading income	**1 512**	286
Investment management, banking and other fee income	**574**	664
Insurance premiums and policy fees[1]	**15 265**	15 129
Other income	**104**	199
Total revenue	**20 656**	21 763
Benefits, losses and interest expenses		
Interest credited to deposits under policyholder contracts, customer deposits and other funds on deposit	**–946**	–1 072
Interest on borrowings	**–363**	–431
Other interest expenses	**–11**	–114
Benefits paid and changes in insurance reserves	**–16 329**	–15 783
Policyholder bonuses and participation in surplus	**–340**	–683
Total benefits, losses and interest expenses	**–17 989**	–18 083
Operating expenses		
Investment management and banking expenses	**–917**	–856
Insurance-underwriting and policy-acquisition costs	**–1 680**	–1 805
Other operating and administrative expenses	**–858**	–939
Total operating expenses	**–3 455**	–3 600
Operating result	**–788**	80
Amortisation of goodwill and other intangible assets	**–1 059**	–183
Net result before tax and minority interests	**–1 847**	–103
Income tax expenses	**92**	20
Net result before minority interests	**–1 755**	–83
Minority interests	**61**	–32
Net result	**–1 694**	–115

[1] Under the accounting principles adopted, deposits under policyholder investment contracts are not recognised as income:

Insurance premiums and policy fees as reported	**15 265**	15 129
Deposits under policyholder contracts	**3 716**	4 350
Insurance premiums, policy fees and deposits	**18 981**	19 479

CONSOLIDATED BALANCE SHEET

Consolidated balance sheet for the years ended 31 December. In CHF million	**2002**	2001 (restated)
Assets		
Investments		
Held-to-maturity securities	**4 416**	5 000
Available-for-sale securities	**80 821**	81 220
Financial assets held for trading	**3 552**	2 411
Investment property	**10 770**	9 815
Loans originated by the enterprise	**31 650**	29 769
Investments in associates, partnerships and joint ventures	**181**	410
Other investments	**1 003**	1 070
Total investments	**132 393**	129 695
Other assets		
Cash and cash equivalents	**4 217**	6 374
Insurance and other receivables	**2 319**	3 476
Accrued income	**1 940**	1 830
Reinsurance assets	**1 533**	1 498
Deferred acquisition costs	**2 576**	2 815
Owner-occupied property and equipment	**1 625**	1 755
Goodwill and other intangible assets	**1 386**	2 501
Deferred tax assets	**1 721**	1 006
Other assets	**1 075**	895
Separate account (unit-linked) assets	**8 781**	11 434
Total other assets	**27 173**	33 584
Total assets	**159 566**	163 279
Liabilities and equity		
Liabilities		
Financial liabilities held for trading	**1 585**	1 345
Deposits under policyholder contracts, customer deposits and other funds on deposit	**28 086**	27 868
Insurance reserves	**100 638**	98 827
Borrowings	**6 534**	8 240
Deferred tax liabilities	**2 516**	1 837
Accrued expenses and other liabilities	**6 794**	8 498
Separate account (unit-linked) liabilities	**8 738**	11 469
Total liabilities	**154 891**	158 084
Minority interests	**505**	213
Equity		
Share capital	**1 172**	587
Share premium	**1 716**	1 780
Less: Treasury shares	**–36**	–540
Unrealised gains/losses not recorded in the income statement, net of taxes	**363**	283
Retained earnings	**955**	2 872
Total equity	**4 170**	4 982
Total liabilities and equity	**159 566**	163 279



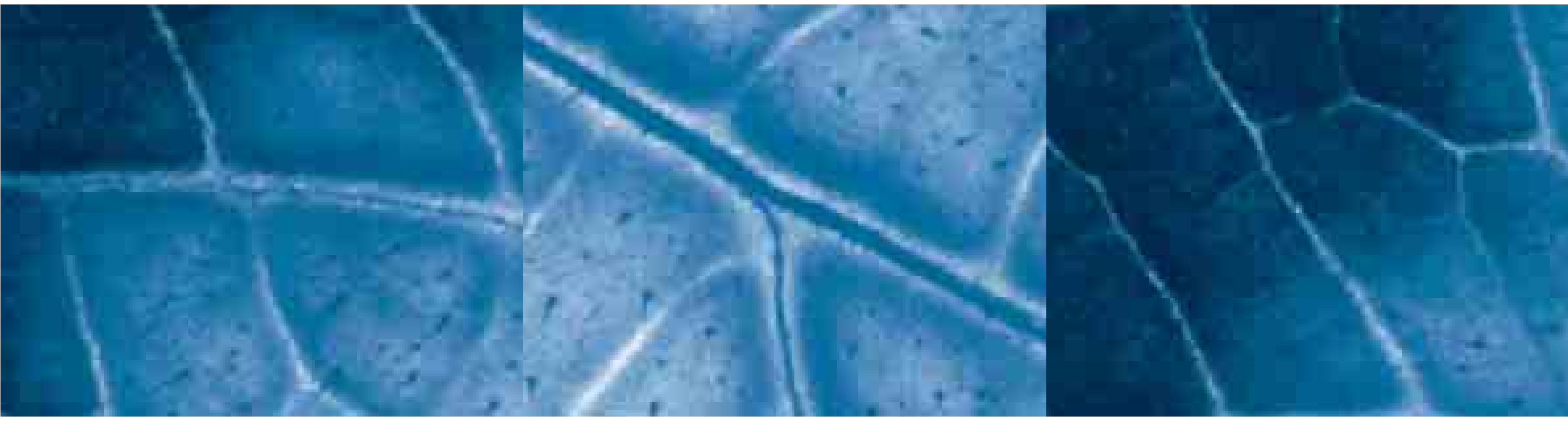
New companies joining the **Swiss Life Network**, the leading provider in the field of international pooling solutions (group insurance for multinationals), expanded the total to 51 partners in 44 countries. Despite the unfavourable state of the economy, business volume continued to advance, reaching CHF 2 billion. In the multinationals segment Swiss Life Network holds a commanding market position with about 40% of the "Fortune 100" companies numbering amongst its customers.

At CHF 2.0 billion, premium volume in the **non-core life** business («La Suisse» Vie, UK, Spain, Italy) was 16% lower than the previous year's level. Premium income declined in both individual and group insurance. Insurance benefits paid dropped by 5%. Costs rose 61% to CHF 363 million, affected by one-off impacts related to «La Suisse» (strengthening of pension fund reserves and additional amortisation of deferred acquisition costs). Assets under management at the end of 2002 totalled CHF 11.2 billion.

In the **non-life segment** (comprising property insurance business in Belgium and France, and the non-life segment of «La Suisse»), gross premiums expanded by 12% to CHF 1.1 billion, primarily as a result of the transfer of the short-term disability benefit portfolio from Swiss Life/Rentenanstalt to «La Suisse». While the cost ratio was trimmed by 3.2 percentage points to 34.2%, the claims ratio went up to 86.5%, owing to storm damage in Belgium and higher claims at «La Suisse».

The **private banking** segment (consisting mainly of Banca del Gottardo and Schweizerische Treuhandgesellschaft) experienced a loss of CHF 109 million, mainly owing to extraordinary write-downs, valuation adjustments and the strengthening of provisions. Assets under management at the end of 2002 totalled CHF 41.5 billion.

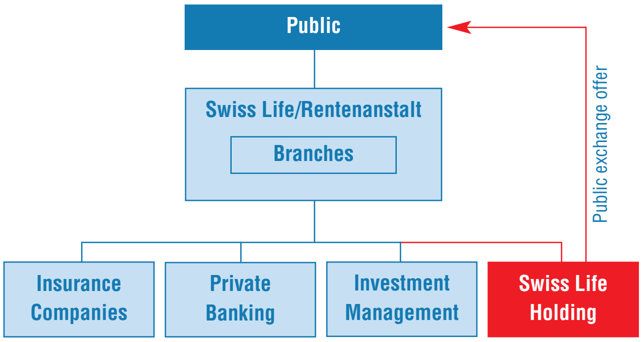
The **investment management** segment generated a profit of CHF 105 million. Income was down 19% from the previous year at CHF 278 million. Operating expenses decreased by 16% to CHF 172 million.



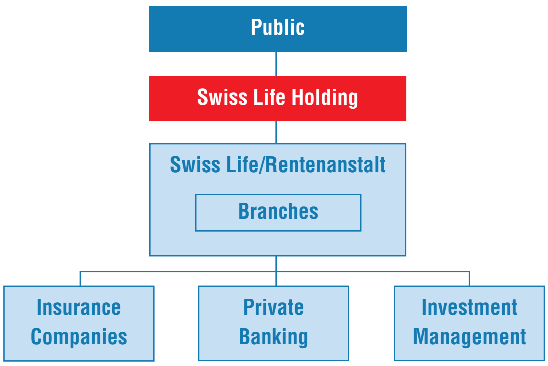
CONVERSION TO A HOLDING COMPANY STRUCTURE

Swiss Life Holding is the new parent company of the Group. The holding structure gives the Swiss Life Group the opportunity to accommodate all its participations efficiently under the one roof. The shares of Swiss Life Holding have been listed on the SWX Swiss Exchange since 19 November 2002.

The new holding structure enables the Swiss Life Group to efficiently accommodate all the undertakings in which its holds an ownership interest under the one roof. The Group's flexibility with regard to capital allocation and the funding of individual areas of business, as well as in partnership and cooperation agreements, is thus increased. Transparency is improved for shareholders and there are advantages when it comes to fiscal planning. Swiss Life/Rentenanstalt shareholders created the formal conditions for the conversion to a holding structure by approving the relevant motions at the Extraordinary General Meeting on 23 October 2002.

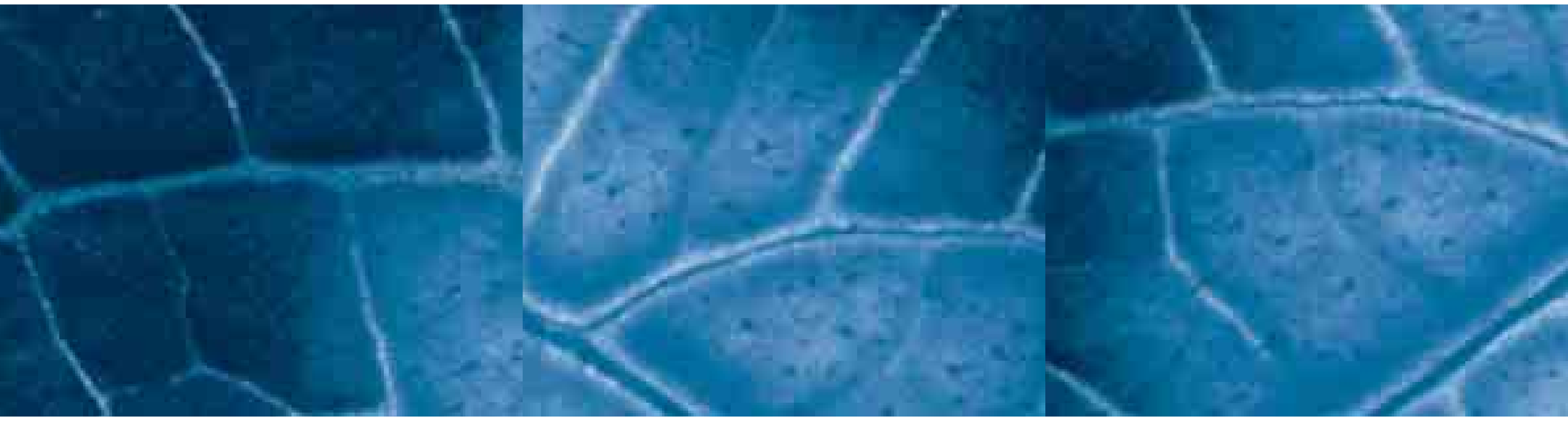


To implement this change in structure, Swiss Life/Rentenanstalt set up Swiss Life Holding, with its registered office in Zurich. The Articles of Association of the new company are largely identical to those of the former Swiss Life/Rentenanstalt, although the article stating its purpose has been adapted to accommodate the functions of a holding company. In October 2002 Swiss Life Holding submitted a public offer for the exchange of all Swiss Life/Rentenanstalt shares. This offer allowed shareholders to exchange each Swiss Life/Rentenanstalt share they held for a newly created share in Swiss Life Holding without being charged a fee.



By the end of the extension period on 6 November 2002 a total of 10 834 704 Swiss Life registered shares had been tendered to Swiss Life Holding for exchange (92.2% of the 11 747 000 outstanding shares). Swiss Life Holding thus controls 92.2% of the Swiss Life/Rentenanstalt share capital and votes.

With the successful completion of the exchange offer, Swiss Life Holding became the parent company of Swiss Life/Rentenanstalt. The shares of Swiss Life Holding have been listed on the SWX Swiss Exchange since 19 November 2002 (ticker symbol: SLHN).



CAPITAL INCREASE

With the successful conclusion of its capital increase, the Swiss Life Group has sufficient equity at its disposal to pursue its realignment to completion. The share subscription rights and mandatory convertible securities (an innovation in the Swiss market) met with high demand. The capital increase raised a total of CHF 1.1 billion (gross) in fresh equity.

Room for manoeuvre in implementing the new corporate strategy

With the successful conclusion of its capital increase in December 2002, Swiss Life Holding raised CHF 1.1 billion (gross) in fresh equity, thus achieving an important milestone in the implementation of its new corporate strategy. The additional resources will give the Group greater financial leeway during its strategic realignment and allow it to complete its planned divestments without being pressed for time.

Swiss Life Holding used two financial instruments to raise new capital, granting subscription rights for new shares and issuing mandatory convertible securities.

New shares

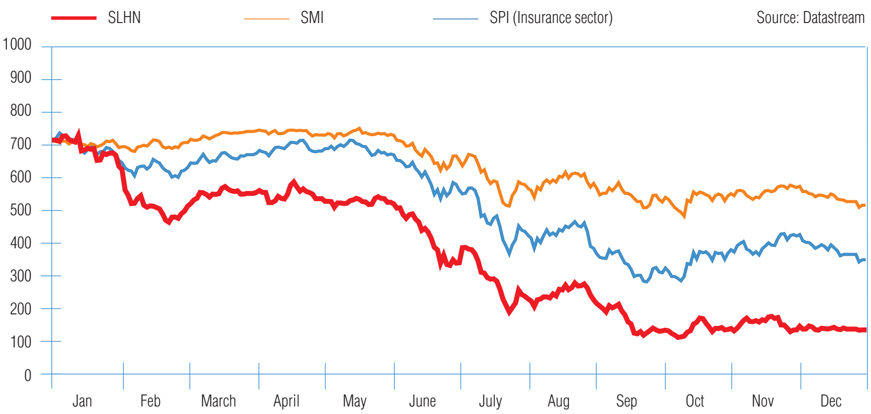
Each registered Swiss Life Holding shareholder was granted negotiable subscription rights which they could either exercise or sell. New shares could be subscribed for on a one-to-one basis and at a price of CHF 79 per share. Swiss Life Holding issued a total of 10 839 704 new registered shares with a par value of CHF 50 per share. This share issue raised a total of CHF 856 million in equity funding for the company.

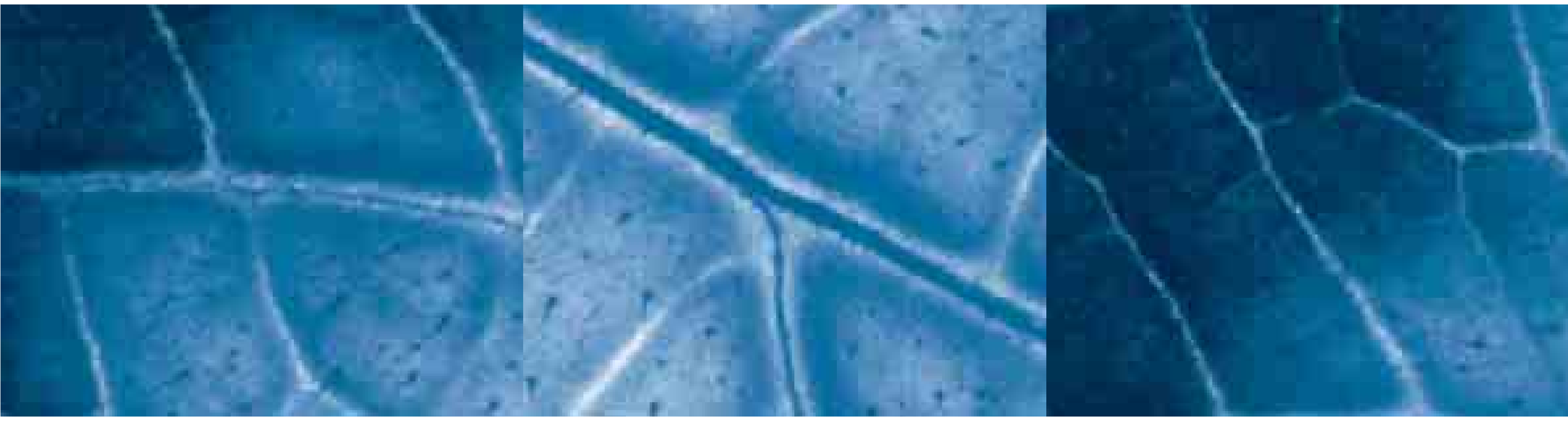
Convertible bond issue

The issuance of mandatory convertible securities brought in a further CHF 250 million in equity resources. The mandatory convertible securities are a special kind of convertible bond. Units will automatically be converted into Swiss Life Holding shares, on 19 December 2005 at the latest, provided they have not been redeemed by the holder at an earlier date. The mandatory convertible securities thus effectively represent an advance sale of equity. The convertible bonds were initially offered to existing shareholders in the form of non-negotiable advance subscription rights. The consortium of banks responsible for the issue was able to place on the market all those bonds not subscribed by shareholders.

For the issuer this instrument, which was being used for the first time in Switzerland, has the advantage of carrying an equity feature and enabling the company to participate in future positive trends in the share price.

Price performance 2002





SWISS LIFE SHARE PERFORMANCE

Swiss Life shares declined in value by 85% in the course of the year 2002. Alongside generally challenging economic conditions, which had a particularly negative impact on the financial services sector, there were also company-specific factors that led to a loss of confidence on the part of investors. The successful completion of the capital increase in December 2002 was an indication that shareholders are standing behind the new management as it implements the new strategy.

On the **stock markets** 2002 was a year of great insecurity and a conspicuous lack of investor confidence. Along with unexpectedly sluggish economic growth, recurring fears of a new Gulf war became the primary reason for the great reluctance to invest. Negative reports from a variety of major enterprises worldwide also fuelled the fundamentally poor mood of the markets. Many of the indices continued their nosedive against this background. For example, the Swiss Market Index (SMI) recorded a slide of around 28% in 2002; the Dow Jones Euro Stoxx 50 shared a similar fate, falling by 36%, and the Dow Jones Industrial Index was down 17%.

The **insurance industry** was hit harder than other financial service providers by this disappointing environment. The negative trend on the stock markets had an adverse effect on insurance company balance sheets and caused their profit outlook to deteriorate. In addition, the continued fall in interest rates impacted negatively on the profit situation of insurers. The Swiss Performance Insurance Index fell by 52% for the year. Similar losses were suffered by the Dow Jones Euro Stoxx Insurance Index, which slipped by 51%, the MSCI Europe Insurance Index, down 43% (in US dollars), and the S&P 500 Insurance Index, which fell by 22%.

Swiss Life shares declined in value by 85% in the course of the year. This disappointing development was due in part to the state of the industry as a whole and in part to factors specific to the company itself. The causes include the debate on the reduction of the minimum interest rate for occupational benefits in Switzerland, controversy surrounding the top management and the disclosure of two accounting errors. These events resulted in a widespread loss of confidence among investors in 2002.

Share statistics		31.12.2002[1]		31.12.2001[2]
Amounts in CHF (unless noted otherwise)				
No. of shares		**23 447 943**		11 747 000
Earnings per share		**–72.2**		-9.8
Equity per share		**177.8**		424.1
Share price on 31.12.		**107.8**		715.0
Annual high	(11.1.)	**523.6**	(15.2.)	1 395.0
Annual low	(8.10.)	**80.4**	(21.9.)	560.0
Market capitalisation		**2 527 688 255**		8 399 105 000
Price/earnings ratio		**n.m.**		n.m.
Price/equity ratio		**0.6**		1.7
Dividends		–		–

[1] based on the Swiss Life Holding share (SLHN), adjusted
[2] based on the Swiss Life/Rentenanstalt share (RAN)

Swiss Life Holding's stock exchange listing
Once the exchange period expired, shares of the new Swiss Life Holding were listed on the SWX Swiss Exchange from 19 November 2002.

Security Number: 1 485 278
ISIN: CH 001 485 278 1
Ticker symbol: SLHN
Reuters: SLHn.VX
Bloomberg: SLHN VX


Paul Müller Reto Himmel


Michael Koller


Martin Senn

QUESTIONS FOR THE MANAGEMENT TEAM

The result for the 2002 business year has been disappointing, but important groundwork has been laid in setting our future course. The new Group strategy, the holding structure, the capital increase and the appointment of a new management team have created essential preconditions for a successful future. The new management team, which has existed in its present form since January 2003, answers questions of current interest.

In view of the poor result, how do you assess the Swiss Life Group's performance in the 2002 financial year?

Rolf Dörig, Chief Executive Officer: Despite the disappointing results there were positive aspects to 2002. Within the context of implementing the new strategy we already introduced the necessary measures last year which were aimed at pointing Swiss Life back in the right direction. I would like to mention two points in particular: First, we intend to focus as soon as possible solely on our life insurance core business and second, we have to work considerably more efficiently in future.

What progress has been made so far?

Rolf Dörig: Today we can once again say that the Swiss Life Group is back on firm ground. We have sufficient equity available to implement the new strategy. Solvency remains strong. The efficiency programme is proceeding more rapidly than planned and the results are beginning to show up in the profitability of the Swiss business. I therefore firmly believe that we can make this turnaround a reality and that we can strengthen the confidence placed in us by our customers, staff and shareholders alike.

How do you intend to make the company more efficient?

Bruno Pfister, Chief Financial Officer: In addition to our cost-cutting measures we have introduced a new system to measure performance. It is attuned to our strategy and its purpose is to manage and monitor the achievement of our goals.

Does the company have the necessary technical infrastructure to support such management processes?

Reto Himmel, Chief Information and Technology Officer: It is a fact that modern management processes can no longer be achieved without powerful IT support. To support the implementation of our business strategy we therefore place great importance on using cost-effective IT that is systematically geared towards the needs of distribution and customer services. For this reason we have created the new area of Business Process Engineering. This unit will play an important role in simplifying business processes and introducing a Group-wide quality management process.

The company's announced new strategy also involves the planned sale of non-strategic units. How will you go about this?

Bruno Pfister: The planned divestments will be handled carefully, to ensure that we obtain fair prices. We intend to take our time, in view of the current unfavourable market situation. Until then we will continue to manage these units so as to maximise their value. In the insurance sector, we will withdraw from the UK, Italian and Spanish markets. In France, property & casualty insurance no longer belongs to the core business, but we will maintain the health insurance segment as a means of supporting business in the life sector. In Belgium, the non-life business will be sold off. Since private banking no longer belongs to our core business, we also intend to sell Banca del Gottardo and Schweizerische Treuhandgesellschaft (STG).

Where will the Swiss Life Group be represented internationally after its new strategy has been implemented?

René van der Smeede, Head of International Markets: In addition to the domestic market, Switzerland, we have defined five other countries as "core markets". These are Germany, France, the Netherlands, Belgium and Luxembourg. In all of these countries we already hold a strong position in the life insurance and pensions business. Our companies there have a good reputation, creating a sound foundation for our international activities. In addition to this, through the global Swiss Life Network consisting of 51 partners in 44 countries, we are market leader in a special product area, group insurance for multinational companies.


Bruno Pfister


Rolf Dörig


René van der Smeede

How do you assess Swiss Life's market position in Switzerland?

Paul Müller, Chief Markets Officer and CEO Switzerland: Swiss Life has maintained an excellent position in the life insurance and pensions business in Switzerland. We must, however, work hard to ensure that this remains so. Last year demonstrated clearly how important it is that our customers have confidence in us, and that we must now work hard to regain this confidence. Communicating with our customers and improving transparency are thus a priority. We want to make our customers, the general public and the political decision-makers aware of the parameters governing our business, so that they are better able to understand our position.

Over the past few months some doubts have been raised in the media concerning the security of retirement provisions. Is Swiss Life able to meet its pension obligations?

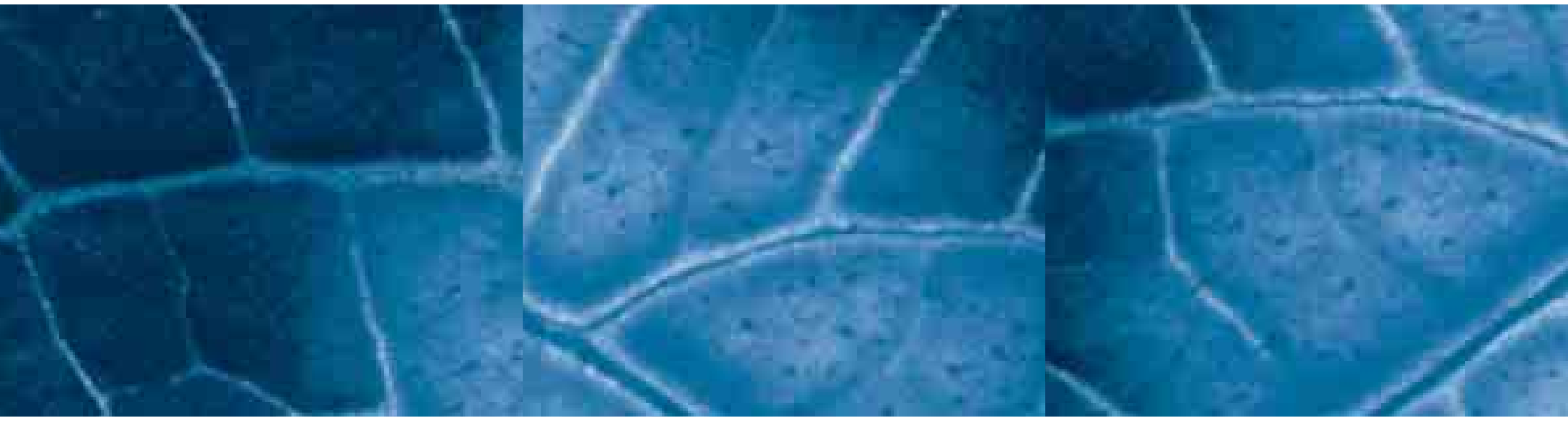
Michael Koller, Chief Risk Officer: Yes. The entitlements of insured persons are fully covered. On top of this Swiss Life/Rentenanstalt's solvency ratio is a strong 182%. This is well above the legally required 100%, and does not include the additional funds raised by Swiss Life Holding's capital increase.

Why has the minimum interest rate for BVG pensions been the subject of such fierce debate in Switzerland?

Michael Koller: In the last few years the downward trend on the stock markets and falling interest rates have weighed heavily on insurance companies by cutting into the returns on their investments. BVG pensions are legally required to be based on a stipulated minimum interest rate. Although this rate has been lowered from 4% to 3.25%, it still does not reflect economic realities. A model is used in the European Union under which the maximum interest rate comes to 60% of the rolling average rate on risk-free government bonds. This model would be a workable solution for the required minimum rate in Switzerland as well, because it is objective and easy to understand.

What consequences has Swiss Life drawn for its own investment policy from the unfavourable performance on the capital markets?

Martin Senn, Chief Investment Officer: Due to the negative performance on the global stock markets we reduced our equity exposure from 16% to under 2% in the course of last year. In future we aim to keep this exposure at a level between 0% and 5%. In order to better meet the demands placed on life insurers in the field of investments and to react faster to changes in the market, we will ensure that asset and liability management are better attuned to each other and will optimise the investment process.



Rolf Dörig
Chief Executive Officer

Rolf Dörig (b. 1957) laid the groundwork for his professional career by obtaining a doctorate in law from the University of Zurich before being called to the Bar in Zurich. Joining Credit Suisse in 1986, he assumed a number of executive responsibilities in various areas of banking and in different geographical markets. He subsequently became Chief of Staff and Chief Communications Officer for the Credit Suisse Group. As a member of the Executive Board of Credit Suisse Financial Services, he was assigned responsibility for Swiss Corporate and Retail Banking from 2000 onwards. In spring 2002 he also became Chairman Switzerland for the Credit Suisse Group. Mr Dörig has been CEO of the Swiss Life Group since November 2002. He is married with three children.

Bruno Pfister
Chief Financial Officer

Bruno Pfister (b. 1959), a qualified lawyer, worked for Chase Manhattan Bank in London and Geneva before serving as a consultant for companies in the financial services sector for a substantial period of time. At Liechtenstein Global Trust (LGT) he was in charge of a global strategic project before becoming CFO of LGT Bank in Liechtenstein in 1998. In 1999 the experienced transformation process manager assumed the role of Head of Customer Segment and Product Management at Credit Suisse. He has been CFO of the Swiss Life Group since mid-August 2002. Mr Pfister is married.

Michael Koller
Chief Risk Officer

Michael Koller (b. 1964), a Doctor of Mathematics, was an Assistant in the Mathematics Department of the Swiss Federal Institute of Technology Zurich before joining Swiss Life/Rentenanstalt in 1993. Since that date he has held a number of leading actuarial positions. In October 2001 he became head of the new Actuarial & Financial Techniques division. He has served on various professional bodies and is the author of a large number of publications. Since July 2002 he has been Professor of Life Insurance Mathematics at the Swiss Federal Institute of Technology Zurich. Mr Koller is married with two children.

Martin Senn
Chief Investment Officer

Martin Senn (b. 1957) was Treasurer at Swiss Bank Corporation in Hong Kong, Regional Treasurer for Asia and the Pacific in Singapore and headed the bank's branch office in Tokyo. In 1994 he moved to Credit Suisse where, in his role as Regional Treasurer, his responsibilities included treasury activities in Europe, among other tasks. He was later given the turnaround mandate for restructuring and repositioning the Credit Suisse Group in Japan. He possesses a sound knowledge of international financial markets and has extensive executive experience in cross-border product management. He joined the Swiss Life Group in January 2003 as Chief Investment Officer. Mr Senn is married with two children.

Paul Müller
Chief Markets Officer and CEO Switzerland

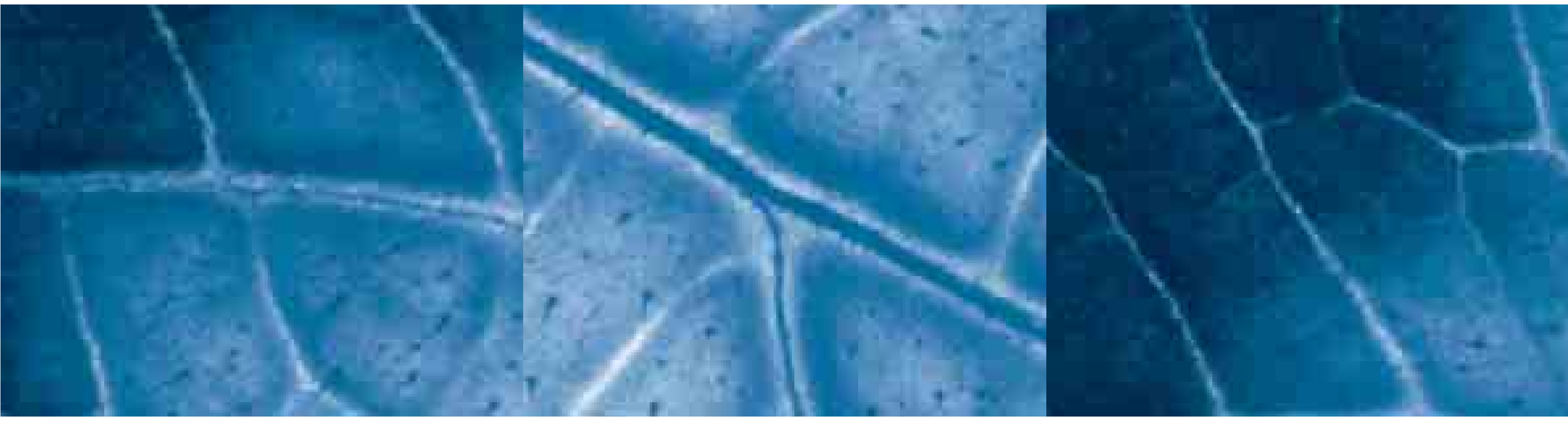
Paul Müller (b. 1950) is an economist and a seasoned insurance expert. He began his career at Winterthur Versicherungen. He then went on to hold a number of leading positions at Baloise Insurance. From 1995 he served as CEO of Helvetia Patria Assurances' Swiss Division in Basel. He took up his new position as Chief Markets Officer and CEO Switzerland at Swiss Life/Rentenanstalt in mid-January 2003. Mr Müller is married with two children.

René van der Smeede
Head of International Markets

The Dutchman René van der Smeede (b. 1948) has enjoyed a textbook career in insurance. He acquired extensive know-how while working for the Dutch company ENNIA in Spain and later at Aegon, where he served on the executive board in the Netherlands for ten years. In 1998 he became CEO of Swiss Life Netherlands (ZwitserLeven). In November 2002 he was appointed the new head of International Markets. Mr van der Smeede is married.

Reto Himmel
Chief Information & Technology Officer

The physicist and MBA Reto Himmel (b. 1956) began his career in 1982 as a software engineer with Brown Boveri & Cie. in Baden. After serving the Credit Suisse Group in a number of leading positions, he became a member of the Executive Board of ABN AMRO Bank (Switzerland) in 1997. Mr Himmel subsequently became Head of Operations at UBS Warburg Switzerland in August 2001. He took up his new position as Chief Information and Technology Officer for the Swiss Life Group in mid-January 2003. Mr Himmel is married.



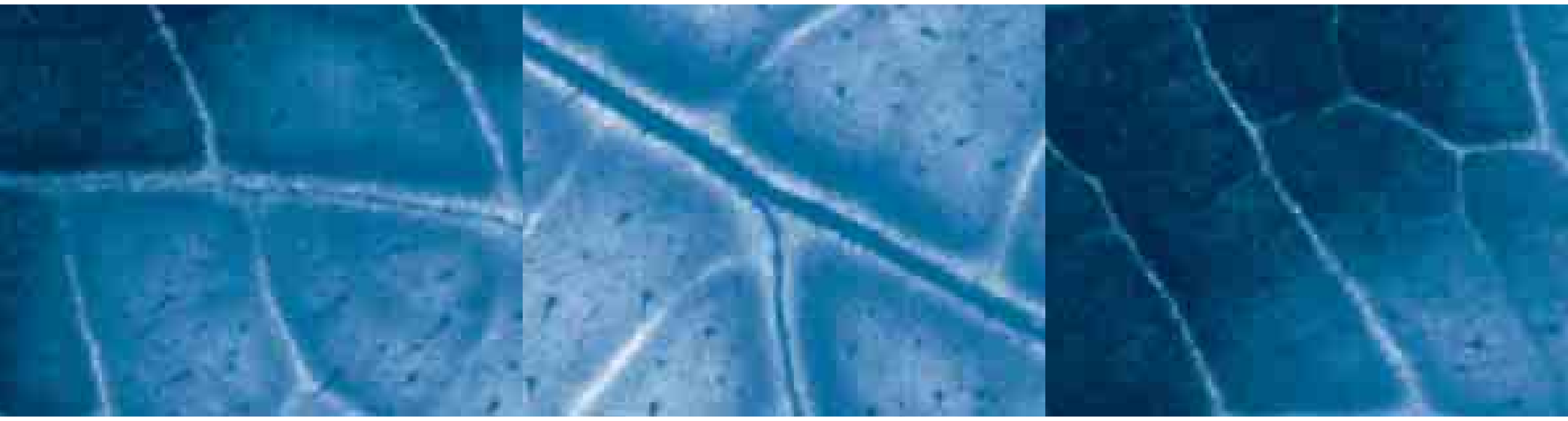
OUTLOOK FOR 2003

The Swiss Life Group is once again standing on firm ground. It is convinced that the implementation of the new strategy will create the conditions for a turnaround. If the financial environment does not deteriorate further, we are expecting a return to profitability in the 2003 business year based on the progress made in recent months.

While policyholders and shareholders benefited from the high returns of the 1990s, market conditions have changed dramatically in the course of the last two years. In the current year, the parameters for the life insurance industry have deteriorated yet again. In particular, interest rates declined by 0.8 percentage points in the first quarter of 2003 compared with the average for the previous year. There has been a further slide in the equity markets; the Swiss Market Index (SMI) dropped a further 12% in the first quarter of 2003. The market for corporate divestments is currently weak, meaning that opportunities are limited and need to be examined carefully.

Swiss Life is adjusting its business model in line with these circumstances. The Group is focusing on its core business. In all areas programmes are successfully in place which aim to reduce costs by CHF 515 million by 2004. The organisation has been streamlined and investment and balance sheet risks reduced. We are applying economic criteria even more systematically in setting premium rates.

In the core markets of Switzerland, France, Germany, the Netherlands and Belgium/Luxembourg, we are well placed to improve profitability and further enhance our strong market position. Provided there is no worsening in the market situation, the Swiss Life Group is expecting to return to the profit zone in the 2003 business year, an assumption which is backed up by the good progress in the implementation of the new strategy.



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IMPORTANT DATES FOR 2003

Annual General Meeting
27 May 2003 (Hallenstadion Zurich)

Press Conference and Analyst
Information on the Half-Year Results
10 September 2003

Interactive Annual Report:
Our Annual Report is now available
electronically at
www.swisslife-report.info

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