New York Life Global Funding

$40,000,000,000
GLOBAL DEBT ISSUANCE PROGRAM

New York Life Global Funding, a special purpose statutory trust organized in series under the laws of the State of Delaware (the "Issuer"), may from time to time offer up to $40,000,000,000 of its senior secured medium-term notes (the "Notes") pursuant to the global debt issuance program (the "Program") described in this Offering Memorandum. The Notes will be offered in separate series (each, a "Series" or "Series of Notes"), each of which may be comprised of one or more tranches (each, a "Tranche") issued within six months from the issue date of the first Tranche of the applicable Series of Notes. The specific terms of the Notes of any Series will be set forth in one or more applicable pricing supplements (each such document, the "Pricing Supplement") prepared in connection with the issuance of each Tranche of Notes of such Series. The Issuer will use the net proceeds from the sale of each Series of Notes to purchase one or more funding agreements (each, a "Funding Agreement" and, together, the "Funding Agreements") from New York Life Insurance Company, a New York mutual life insurance company ("New York Life"). The exclusive purposes of the Issuer are, and the Issuer shall have the power and authority, to (i) issue and sell the Notes, (ii) use the net proceeds from the sale of the Notes to purchase one or more Funding Agreements, (iii) pledge, collaterally assign and grant a security interest in the Series Collateral (as defined herein) for each Series of Notes to the Indenture Trustee (as defined herein), and (iv) engage in only those other activities necessary or incidental thereto. The Issuer is organized in series, as permitted by Sections 3804(a) and 3806(b)(2) of the Delaware Statutory Trust Act (the "Trust Act"). In connection with the issuance of each Series of Notes, the Issuer will create a separate series of beneficial interests in a segregated pool of assets of the Issuer (each, a "Series of the Issuer"). The applicable Series of Notes and the related liabilities, obligations and expenses incurred, contracted for or otherwise existing with respect to such Series of the Issuer will be enforceable only against the assets of such Series of the Issuer and not against the assets of the Issuer generally or the assets of any other Series of the Issuer. The individual Series of the Issuer are not separate legal entities. The Notes of each Series will:

- **rank pari passu with respect to each other;**
- **be secured by one or more Funding Agreements;**
- **bear interest at a fixed or floating rate payable on such dates as set forth in the applicable Pricing Supplement, or bear no interest at all;**
- **mature 90 days or more from the date of issue;**
- **not be obligations of New York Life, any subsidiary or affiliate of New York Life or any other insurance company; and**
- **not benefit from any insurance guaranty fund coverage or any similar protection.**

The Irish Stock Exchange plc, trading as Euronext Dublin ("Euronext Dublin"), has approved this Offering Memorandum as a "Base Listing Particulars." Application will be made to Euronext Dublin for the Notes issued during the period of 12 months from the date of this Offering Memorandum to be admitted to the Official List (the "Official List") and trading on its Global Exchange Market (the "GEM"). However, Notes may be listed and/or admitted to trading on or by another securities exchange or not listed on any market or securities exchange. The GEM is not a regulated market for the purposes of Directive 2014/65/EU (as amended, "MiFID II") or Regulation (EU) No 600/2014 as it forms part of domestic law in the United Kingdom (the "U.K.") ("U.K. MiFIR"). The Notes may also be offered to the public in any Member State of the European Economic Area (the "EEA") or in the U.K.; *provided* that the Notes of each Series will, except for Notes issued solely outside the EEA or the U.K., be in minimum denominations of €100,000 (or its equivalent in another currency) and integral multiples of €1,000 (or its equivalent in another currency) in excess thereof. This Offering Memorandum supersedes the Offering Memorandum dated March 26, 2024, as supplemented, in relation to the Program.

Tranches of Notes to be issued under the Program will be rated or unrated. Where a Tranche of Notes is to be rated, such rating will not necessarily be the same as the rating assigned to Notes already issued. Where a Tranche of Notes is rated, the applicable rating(s) will be specified in the relevant Pricing Supplement. A security rating is not a recommendation to buy, sell or hold securities and may be subject to suspension, reduction or withdrawal at any time by the assigning rating agency.

See "Risk Factors" beginning on page 11 for a discussion of certain insurance regulatory issues and other factors that should be considered in evaluating an investment in the Notes.

The Notes have not been and will not be registered under the United States Securities Act of 1933, as amended (the "Securities Act"), or any state or foreign securities laws and, unless so registered, may not be offered, sold, pledged or otherwise transferred except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the Securities Act and applicable state or foreign securities laws. Accordingly, the Notes will be offered and sold (a) in the United States of America (the "United States" or "U.S."), only to "qualified institutional buyers" (as defined in Rule 144A under the Securities Act) and (b) in "offshore transactions" to persons other than "U.S. persons" (each as defined in Regulation S under the Securities Act). Prospective purchasers that are qualified institutional buyers are hereby notified that the Issuer may be relying on the exemption from the provisions of Section 5 of the Securities Act provided by Rule 144A. See "Purchase and Transfer Restrictions."

This Offering Memorandum is not a prospectus for purposes of Article 8 of Regulation (EU) 2017/1129 (as amended, the "EU Prospectus Regulation") or Regulation (EU) 2017/1129 as it forms part of domestic law in the U.K. (the "U.K. Prospectus Regulation"). This Offering Memorandum comprises a "Base Listing Particulars" for the purposes of admission to the Official List and to trading on the GEM.

Arranger for the Program
J.P. MORGAN

U.S. Purchasing Agents		Non-U.S. Purchasing Agents	
Academy Securities	Barclays	ANZ	Barclays
BMO Capital Markets	BNP PARIBAS	BMO Capital Markets	BNP PARIBAS
BofA Securities	Citigroup	BofA Securities	CIBC Capital Markets
Credit Agricole CIB	Deutsche Bank Securities	Citigroup	Crédit Agricole CIB
Goldman Sachs & Co. LLC	HSBC	Deutsche Bank	Goldman Sachs International
J.P. Morgan	Mizuho	HSBC	J.P. Morgan
Morgan Stanley	nabSecurities, LLC	Morgan Stanley	National Australia Bank
R. Seelaus & Co., LLC	RBC Capital Markets	RBC Capital Markets	TD Securities
TD Securities	UBS Investment Bank	UBS Investment Bank	Wells Fargo Securities
US Bancorp	Wells Fargo Securities		

Offering Memorandum dated March 26, 2025

The price and amount of Notes to be issued under the Program, up to the Authorized Amount, will be determined by the Issuer and each relevant Purchasing Agent.

FOR ARKANSAS RESIDENTS ONLY

The Notes may not be purchased by, offered, resold, pledged or otherwise transferred to an insurer domiciled in the State of Arkansas, a health maintenance organization, farmers' mutual aid association or other Arkansas domestic company regulated by the Arkansas Insurance Department.

FOR INDIANA RESIDENTS ONLY

The Indiana Insurance Department has stated that Indiana domestic insurers should contact the Indiana Insurance Department before purchasing the Notes.

FOR U.K. RESIDENTS ONLY

None of this Offering Memorandum, any amendment or supplement hereto, or any related Pricing Supplement is a prospectus for the purposes of the U.K. Prospectus Regulation.

U.K. MiFIR product governance / target market

The Pricing Supplement in respect of any Series of Notes may include a legend entitled "U.K. MiFIR Product Governance" which will outline the target market assessment in respect of the Notes of any such Series and which channels for distribution of the Notes are appropriate. Any person subsequently offering, selling or recommending the Notes (a "**U.K. distributor**") should take into consideration the target market assessment; however, a U.K. distributor subject to the FCA Handbook Product Intervention and Product Governance Sourcebook (the "**U.K. MiFIR Product Governance Rules**") is responsible for undertaking its own target market assessment in respect of the Notes (by either adopting or refining the target market assessment) and determining appropriate distribution channels.

A determination will be made in relation to each issue of Notes about whether, for the purpose of the U.K. MiFIR Product Governance Rules, any Purchasing Agent subscribing for any Notes is a manufacturer in respect of such Notes, but otherwise neither the Arranger nor the Purchasing Agents nor any of their respective affiliates will be a manufacturer for the purpose of the U.K. MiFIR Product Governance Rules.

Prohibition of Sales to U.K. Retail Investors

The Notes are not intended to be offered, sold or otherwise made available to and should not be offered, sold or otherwise made available to any retail investor in the U.K. For these purposes, a "retail investor" means a person who is one (or more) of: (i) a retail client, as defined in point (8) of Article 2 of Regulation (EU) No 2017/565 as it forms part of domestic law in the U.K.; or (ii) a customer within the meaning of the provisions of the U.K.'s Financial Services and Markets Act 2000, as amended (the "**FSMA**") and any rules or regulations made under the FSMA to implement Directive (EU) 2016/97 where that customer would not qualify as a professional client, as defined in point (8) of Article 2(1) of U.K. MiFIR. Consequently, no key information document required by Regulation (EU) No 1286/2014 as it forms part of domestic law in the U.K. (the "**U.K. PRIIPs Regulation**") for offering or selling the Notes or otherwise making them available to retail investors in the U.K. has been prepared and therefore offering or selling the Notes or otherwise making them available to any retail investor in the U.K. may be unlawful under the U.K. PRIIPs Regulation.

The communication of this Offering Memorandum, any amendment or supplement hereto, any related Pricing Supplement and any other document or materials relating to the issue of the Notes offered hereby is not being made, and this Offering Memorandum, any amendment or supplement hereto, any related Pricing Supplement and such other documents and/or materials have not been approved, by an authorized person for the purposes of section 21 of the FSMA. Accordingly, this Offering Memorandum, any amendment or supplement hereto, any related Pricing Supplement and such other documents and/or materials are not being distributed to, and must not be passed on to, the general public in the U.K. This Offering Memorandum, any amendment or supplement hereto, any related Pricing Supplement and such documents and/or materials are for distribution only to persons who (i) have professional experience in matters relating to investments and who fall within the definition of investment professionals (as defined in Article 19(5) of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005, as amended (the "**Financial Promotion Order**")), (ii) fall within Article 49(2)(a) to (d) of the Financial Promotion Order, (iii) are outside the U.K., or (iv) are any other persons to whom it may otherwise lawfully be communicated or distributed under the Financial Promotion Order (all such persons together being referred to as "**relevant persons**"). This Offering Memorandum, any amendment or supplement hereto, any related Pricing Supplement and such other documents and/or materials are directed only at relevant persons and must not be acted on or relied on by persons who are not relevant persons. Any investment or investment activity to which this Offering Memorandum, any amendment or supplement hereto, any related Pricing Supplement and any such other document or materials relates will be engaged in only with, relevant persons. Any person in the U.K. that is not a relevant person should not act or rely on this Offering Memorandum, any amendment or supplement hereto, any related Pricing Supplement or any other documents and/or materials relating to the issue of the Notes offered hereby or any of their contents.

FOR EEA INVESTORS ONLY

None of this Offering Memorandum, any amendment or supplement hereto or any related Pricing Supplement is a prospectus for the purposes of the EU Prospectus Regulation.

MiFID II product governance / target market

The Pricing Supplement in respect of any Series of Notes may include a legend entitled "MiFID II Product Governance" which will outline the target market assessment in respect of the Notes of any such Series and which channels for distribution of the Notes are appropriate. Any person subsequently offering, selling or recommending the Notes (an "**EU distributor**") should take into consideration the target market assessment; however, an EU distributor subject to MiFID II is responsible for undertaking its own target market assessment in respect of the Notes (by either adopting or refining the target market assessment) and determining appropriate distribution channels.

A determination will be made in relation to each issue of Notes about whether, for the purpose of the MiFID Product Governance rules under EU Delegated Directive 2017/593 (the "**MiFID Product Governance Rules**"), any Purchasing Agent subscribing for any Notes is a manufacturer in respect of such Notes, but otherwise neither the Arranger nor the Purchasing Agents nor any of their respective affiliates will be a manufacturer for the purpose of the MiFID Product Governance Rules.

Prohibition of Sales to EEA Retail Investors

The Notes are not intended to be offered, sold or otherwise made available to and should not be offered, sold or otherwise made available to any retail investor in the EEA. For these purposes, a retail investor means a person who is one (or more) of: (i) a retail client as defined in point (11) of Article 4(1) of MiFID II; or (ii) a customer within the meaning of Directive (EU) 2016/97, as amended (the "**Insurance Distribution Directive**"), where that customer would not qualify as a professional client as defined in point (10) of Article 4(1) of MiFID II.

Consequently, no key information document required by Regulation (EU) No 1286/2014 (as amended, the "**PRIIPs Regulation**") for offering or selling the Notes or otherwise making them available to retail investors in the EEA has been prepared and therefore offering or selling the Notes or otherwise making them available to any retail investor in the EEA may be unlawful under the PRIIPs Regulation.

FOR SINGAPORE RESIDENTS ONLY

This Offering Memorandum has not been and will not be registered as a prospectus under the Securities and Futures Act 2001 (the "**SFA**") by the Monetary Authority of Singapore, and the offer of the Notes in Singapore is made primarily pursuant to the exemptions under Sections 274 and 275 of the SFA. Accordingly, this Offering Memorandum and any other document or material in connection with the offer or sale, or invitation for subscription or purchase, of the Notes may not be circulated or distributed, nor may the Notes be offered or sold, or be made the subject of an invitation for subscription or purchase, whether directly or indirectly, to persons in Singapore other than (i) to an institutional investor (as defined in Section 4A of the SFA) pursuant to Section 274 of the SFA, or (ii) to an accredited investor (as defined in Section 4A of the SFA) pursuant to and in accordance with the conditions specified in Section 275 of the SFA.

FOR HONG KONG RESIDENTS ONLY

This Offering Memorandum has not been reviewed or approved by the Securities and Futures Commission or the Companies Registry of Hong Kong and, accordingly, the Notes may not be offered or sold by means of any document other than (a) in circumstances which do not constitute an offer to the public within the meaning of the Companies (Winding Up and Miscellaneous Provisions) Ordinance (Cap.32, Laws of Hong Kong) or the Securities and Futures Ordinance (Cap. 571), (b) in other circumstances which do not result in the document being a "prospectus" within the meaning of the Companies (Winding Up and Miscellaneous Provisions) Ordinance (Cap.32, Laws of Hong Kong) or (c) to "professional investors" within the meaning of the Securities and Futures Ordinance (Cap.571, Laws of Hong Kong) and any rules made thereunder.

No advertisement, invitation or document relating to the Notes may be issued or may be in the possession of any person for the purpose of issue (in each case whether in Hong Kong or elsewhere), which is directed at, or the contents of which are likely to be accessed or read by, the public in Hong Kong (except if permitted to do so under the laws of Hong Kong) other than with respect to Notes which are or are intended to be disposed of only to persons outside Hong Kong or only to "professional investors" within the meaning of the Securities and Futures Ordinance (Cap. 571, Laws of Hong Kong) and any rules made thereunder.

FOR CANADIAN RESIDENTS ONLY

The Notes may be sold only to purchasers purchasing, or deemed to be purchasing, as principal that are "accredited investors," as defined in National Instrument 45-106 Prospectus Exemptions or subsection 73.3(1) of the Securities Act (Ontario), and are "permitted clients," as defined in National Instrument 31-103 Registration Requirements, Exemptions and Ongoing Registrant Obligations. Any resale of the Notes must be made in accordance with an exemption from, or in a transaction not subject to, the prospectus requirements of applicable securities laws.

Securities legislation in certain provinces or territories of Canada may provide a purchaser with remedies for rescission or damages if this Offering Memorandum (including any amendment thereto) contains a misrepresentation, provided that the remedies for rescission or damages are exercised by the purchaser within the time limit prescribed by the securities legislation of the purchaser's province or territory. The purchaser should refer to any applicable provisions of the securities legislation of the purchaser's province or territory for particulars of these rights or consult with a legal advisor.

Pursuant to section 3A.3 of National Instrument 33-105 Underwriting Conflicts ("**NI 33-105**"), the Purchasing Agent(s) are not required to comply with the disclosure requirements of NI 33-105 regarding underwriter conflicts of interest in connection with any offering of Notes under the Program.

The Notes will be offered from time to time by the Issuer to or through the Purchasing Agents (as defined herein) acting as principals or agents. The Purchasing Agents, individually or in a syndicate, may purchase the Notes, as principals from the Issuer for resale to investors and other purchasers at varying prices relating to prevailing market prices at the time of resale as determined by any such Purchasing Agent or, if so specified in the applicable Pricing Supplement, for resale at a fixed offering price. In the alternative, the Issuer may agree with a Purchasing Agent that such Purchasing Agent will utilize its reasonable efforts on an agency basis on the Issuer's behalf to solicit offers to purchase Notes at 100% of the principal amount thereof.

The Issuer is not a subsidiary or an affiliate of New York Life, or any of its subsidiaries or affiliates. The obligations of the Issuer evidenced by the Notes will not be obligations of, and will not be guaranteed by, any other person, including, but not limited to, New York Life or any of its subsidiaries or affiliates. The obligations of New York Life under the Funding Agreements will not be obligations of, and will not be guaranteed by, any other person. The Series Collateral for a Series of Notes is the sole source of distributions on the Notes of such Series.

Under the Purchase Agreement (as defined herein), each Purchasing Agent has made, or will make, certain representations, warranties and covenants to the Issuer and New York Life. See "Plan of Distribution." No representation or warranty is made or implied by any Purchasing Agent or any of their respective affiliates to purchasers of Notes, and none of the Purchasing Agents nor any of their respective affiliates makes any representation or warranty, or accepts any responsibility to purchasers of Notes, as to the accuracy or completeness of the information contained in this Offering Memorandum, except as described below. The Purchasing Agents do not take any responsibility for any acts or omissions of the Issuer or any other person (other than the relevant Purchasing Agent) in connection with any issue and offering of Notes under the Program.

Neither the delivery of this Offering Memorandum nor any applicable Pricing Supplement nor the offering, sale or delivery of any Note shall create, in any circumstances, any implication that (i) the information contained in this Offering Memorandum is true subsequent to the date hereof or subsequent to the date upon which this Offering Memorandum has been most recently amended or supplemented, (ii) there have been no adverse changes in the financial situation of the Issuer or New York Life subsequent to the date hereof or subsequent to the date upon which this Offering Memorandum has been most recently amended or supplemented or (iii) any other information supplied in connection with the Notes is correct at any time subsequent to the date on which it is supplied, or, if different, the date indicated in the document containing such information.

This Offering Memorandum should be read and construed in accordance with any amendment or supplement hereto and with any other documents incorporated by reference herein or therein and, in relation to any Series of Notes, should be read and construed in accordance with each applicable Pricing Supplement. Any statement contained in this Offering Memorandum or in any of the documents incorporated by reference in, and forming part of, this Offering Memorandum shall be deemed to be modified or superseded for the purpose of this Offering Memorandum to the extent that a statement contained in any applicable Pricing Supplement is inconsistent with, modifies or supersedes such statement.

Each of the Issuer and New York Life has confirmed to the Purchasing Agents that this Offering Memorandum (read and construed in accordance with any amendment or supplement hereto and with any other documents incorporated by reference herein or therein and, in relation to any Series of Notes, read and construed in accordance with each applicable Pricing Supplement) does not and, at the issue date for a particular Tranche of Notes will not, contain any untrue statement of a material fact or fail to state any material fact necessary in order to make statements herein, in light of the circumstances under which they were made, not misleading. The confirmation by each of the Issuer and New York Life is limited to the extent any untrue statements or omissions of material fact or alleged untrue statements or omissions were made in reliance upon and in conformity with any written information furnished by any of the Purchasing Agents to the Issuer or New York Life expressly for use in this Offering Memorandum (read and construed in accordance with any amendment or supplement hereto and with any other documents incorporated by reference herein or therein and, in relation to any Series of Notes, read and construed in accordance with each applicable Pricing Supplement).

The offering of the Notes is being made in reliance upon an exemption from registration under the Securities Act for an offer and sale of securities that does not involve a public offering. Each purchaser of Notes in making its purchase will be deemed to have made certain acknowledgments, representations, warranties, and agreements as set forth under "Purchase and Transfer Restrictions." The Notes have not been and will not be registered under the Securities Act or any state or foreign securities laws and, unless so registered, may not be offered or sold except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the Securities Act and applicable state or foreign securities laws.

The Notes may not be transferred to, or acquired or held by, or acquired with the "plan assets" of, any Plan or other Plan Asset Entity or any Non-ERISA Plan (each as defined herein) or any entity the assets of which are treated as including the assets of a Non-ERISA Plan, unless the purchase, holding and disposition of the Notes by or on behalf of such plan or entity (i) in the case of a Plan or Plan Asset Entity, is exempt from the prohibited transaction provisions of Section 406 of the U.S. Employee Retirement Income Security Act of 1974, as amended ("**ERISA**"), and Section 4975 of the U.S. Internal Revenue Code of 1986, as amended (the "**Code**"), under Department of Labor Prohibited Transaction Class Exemption ("**PTCE**") 96-23, PTCE 95-60, PTCE 91-38, PTCE 90-1, PTCE 84-14, the Service Provider Exemption (as defined herein) or another applicable exemption, or (ii) in the case of a Non-ERISA Plan or entity the assets of which are treated as including the assets of a Non-ERISA Plan, will not violate any Similar Laws (as defined herein). See "ERISA and Other Benefit Plan Considerations" and "Purchase and Transfer Restrictions."

Because the primary assets of the Issuer will be one or more Funding Agreements issued by New York Life, there is a risk that the transfer of the Notes could subject the parties to such transfer to regulation under the insurance laws of jurisdictions implicated by the transfer. Among other things, it is likely that if the Notes were to be deemed to be contracts of insurance, the ability of a holder to sell the Notes in secondary market transactions or otherwise would be substantially impaired and, to the extent any such sales could be effected, the proceeds realized from any such sales would be materially and adversely affected. See "Risk Factors—Risk Factors Relating to the Notes—If the Notes Were Deemed to Be Contracts of Insurance or Participations in the Funding Agreements, the Holders of the Notes Could Be Subject to Certain Regulatory Requirements and the Marketability and Market Value of the Notes Could Be Reduced."

None of the Purchasing Agents will be under any obligation to make a market in the Notes and, to the extent that such market making is commenced by any of the Purchasing Agents, it may be discontinued at any time. The Notes are subject to substantial restrictions on transfer as set forth under "Purchase and Transfer Restrictions." Given the restrictions on and risks related to transfer, there is no assurance that a secondary market will develop or, if it does develop, that it will provide holders of the Notes with adequate liquidity or that such liquidity will be sustained. Further, the ability of the Purchasing Agents to make a market in the Notes may be impacted by changes in regulatory requirements applicable to the marketing, holding and trading of, and issuing quotations with respect to, the Notes. Prospective investors should proceed on the assumption that they may have to bear the economic risk of an investment in the Notes until the Stated Maturity Date (as defined herein) of such Notes.

The Notes issued as Bearer Notes (as defined herein) are subject to U.S. tax law requirements. Bearer Notes with a maturity in excess of 183 days will be issued in a manner that ensures the Bearer Notes are in "registered form" for U.S. federal income tax purposes.

Prospective purchasers should rely only on the information contained in this Offering Memorandum (read and construed in accordance with any amendment or supplement hereto and with any other documents incorporated by reference herein or therein and, in relation to any Series of Notes, read and construed in accordance with each applicable Pricing Supplement). No person is authorized by the Issuer or New York Life in connection with any offering made hereby to give any written information or to make any representation other than as contained in this Offering Memorandum (read and construed in accordance with any amendment or supplement hereto and with any other documents incorporated by reference herein or therein and, in relation to any Series of Notes, read and construed in accordance with each applicable Pricing Supplement) and, if given or made, such written information or representation must not be relied upon as having been authorized by any of the Issuer, New York Life, the Arranger for the Program or any of the Purchasing Agents.

Neither this Offering Memorandum nor any document incorporated herein nor any applicable Pricing Supplement constitutes an offer or an invitation to subscribe for or purchase any Notes in any jurisdiction in which it is unlawful to make such an offer or an invitation to subscribe and should not be considered as a recommendation by any of the Issuer, New York Life or any of the Purchasing Agents that any recipient of this Offering Memorandum or any applicable Pricing Supplement should subscribe for or purchase any Notes. None of the Purchasing Agents, their related bodies corporate, and/or their directors, officers, employees or clients act as the adviser of or owe any fiduciary or other duties to any recipient of this Offering Memorandum in connection with any Notes and/or any related transaction. No reliance may be placed on any Purchasing Agent for financial, legal, taxation, accounting or investment advice or recommendations of any sort. Each recipient of this Offering Memorandum, read as a whole with any amendment or supplement and each applicable Pricing Supplement, shall be taken to have made its own investigation and appraisal of the condition (financial and otherwise) of the Issuer and New York Life.

Notwithstanding anything expressed or implied to the contrary, each prospective purchaser, and each of their employees, representatives and agents, are hereby expressly authorized to disclose to any and all persons, without limitation of any kind, the tax treatment and tax structure of the transactions contemplated by this Offering Memorandum and all materials of any kind (including opinions or other tax analyses) that are provided to any such persons relating to such tax treatment and tax structure; provided, that any such disclosure of the tax treatment and tax structure and materials related thereto may not be made (i) in a manner that would constitute an offer to sell or the solicitation of an offer to buy the securities offered herein under applicable securities laws or (ii) when nondisclosure is reasonably necessary to comply with applicable securities laws. This authorization of tax disclosure is retroactively effective to the commencement of the first discussions between the offeror and the prospective purchaser regarding the transactions contemplated herein.

The Notes have not been approved or recommended by the U.S. Securities and Exchange Commission (the "**SEC**") or any other federal, state or foreign securities commission or securities regulatory authority or any insurance or other regulatory body. Furthermore, the foregoing authorities have not reviewed this document nor confirmed or determined the adequacy or accuracy of this document. Any representation to the contrary may be a criminal offense.

RATINGS

Any Series of Notes to be issued under the Program will be rated or unrated. Where a Series of Notes is to be rated, such rating will not necessarily be the same as the rating assigned to Notes already issued. Where a Series of Notes is rated, the applicable rating(s) will be specified in the relevant Pricing Supplement.

A RATING IS NOT A RECOMMENDATION TO BUY, SELL OR HOLD SECURITIES AND MAY BE SUBJECT TO SUSPENSION.

The ratings of the Notes by Fitch Ratings, Inc. ("**Fitch**"), Moody's Investors Service, Inc. ("**Moody's**") or S&P Global Ratings, acting through Standard & Poor's Financial Services LLC ("**S&P**"), are based primarily upon the insurance financial strength rating of New York Life. The rating of the Notes will be monitored and is subject to reconsideration at the sole discretion of Fitch, Moody's and S&P. Fitch, Moody's and S&P will each change their rating of the Notes in accordance with any change in the financial strength rating of New York Life or with any change in the priority status under the state jurisdiction governing funding agreements issued by New York Life.

STABILIZATION

In connection with any Tranche of Notes, the Purchasing Agent or Purchasing Agents (if any) named as the stabilizing manager(s) (the "**Stabilizing Manager(s)**") (or persons acting on behalf of any Stabilizing Manager) in the applicable Pricing Supplement may over-allot Notes (*provided* that, in the case of any Tranche of Notes to be admitted to trading on the GEM, the aggregate principal amount of Notes allotted does not exceed 105 percent of the aggregate principal amount of the relevant Tranche) or effect transactions with a view to supporting the market price of the Notes at a level higher than that which might otherwise prevail. However, stabilization may not necessarily occur. Any stabilization action may begin on or after the date on which adequate public disclosure of the terms of the offer of the relevant Tranche of Notes is made and, if begun, may cease at any time, but it shall, in any event, end no later than the earlier of 30 days after the issue date of the relevant Tranche of Notes and 60 days after the date of the allotment of the relevant Tranche of Notes. Any such stabilizing shall be conducted in compliance with all relevant laws, guidelines and regulations. For a description of these activities, see "Plan of Distribution."

RESPONSIBILITY STATEMENT

Each of the Issuer and New York Life accepts responsibility that, having taken all reasonable care to ensure that such is the case, the information contained in this Offering Memorandum is, to the best of their knowledge, in accordance with the facts and does not omit anything likely to affect the import of such information.

PRESENTATION OF FINANCIAL INFORMATION

Unless otherwise specified, the financial information of New York Life contained in this Offering Memorandum is based on New York Life's annual audited statutory financial statements attached hereto (including any notes thereto, the "**Statutory Financial Statements**"), at and for the years ended December 31, 2024 and 2023 (the "**2024 Statutory Financial Statements**"), and at and for the years ended December 31, 2023 and 2022. The Statutory Financial Statements are prepared in conformity with the National Association of Insurance Commissioners' ("**NAIC**") Accounting Practices and Procedures Manual ("**SAP**") prescribed or permitted by the New York State Department of Financial Services ("**NYSDFS**"). SAP differs in certain respects, which in some cases may be material, from accounting principles generally accepted in the United States ("**GAAP**") and international financial reporting standards adopted pursuant to the procedure of Article 3 of Regulation (EC) No. 1606/2002 ("**IFRS**"). See "Certain Financial and Accounting Matters—Accounting Policies and Principles" for an overview of significant differences between SAP and GAAP. See "Annex A—Significant Differences between SAP and IFRS Relevant to New York Life" for an overview of certain significant differences between SAP and IFRS.

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OVERVIEW OF THE PROGRAM

The following is a brief description only and should be read in conjunction with the rest of this Offering Memorandum, any amendments or supplements hereto, and, in relation to the Notes, in conjunction with each applicable Pricing Supplement and, to the extent applicable, the Description of the Notes set out herein. Unless the context otherwise requires, in this Offering Memorandum (i) references to New York Life are to New York Life Insurance Company on a stand-alone, non-consolidated basis and (ii) references to the Company are to New York Life Insurance Company, together with its domestic and international subsidiaries.

Issuer	New York Life Global Funding, a special purpose statutory trust organized in series under the laws of the State of Delaware which may, from time to time, offer up to $40,000,000,000 of the Notes.
Series of the Issuer.............................	The Issuer is organized in series, as permitted by Sections 3804(a) and 3806(b)(2) of the Trust Act. In connection with the issuance of each Series of Notes, the Issuer will create a separate Series of the Issuer. The applicable Series of Notes and the related liabilities, obligations and expenses incurred, contracted for or otherwise existing with respect to such Series of the Issuer will be enforceable only against the assets of such Series of the Issuer and not against the assets of the Issuer generally or the assets of any other Series of the Issuer. The individual Series of the Issuer are not separate legal entities. See "Description of the Issuer—The Issuer is Organized in Series."
Issuer Legal Entity Identifier	635400DPNHEAUHB7ZI15
Assets	The primary assets of the Issuer will be the Funding Agreements issued by New York Life. In addition, New York Life has agreed to pay certain expenses and other liabilities of the Issuer. See "Description of the Issuer—Expenses of the Issuer." Since New York Life will be the sole obligor under the Funding Agreements, the ability of the Issuer to meet its obligations, and the ability of the investors to receive payments from the Issuer, with respect to a particular Series of Notes, will be principally dependent upon New York Life's ability to perform its obligations under each Funding Agreement securing the Notes of the relevant Series. Despite this, investors will have no direct contractual rights against New York Life under any such Funding Agreement. In connection with the offering and sale of a Series of Notes, the Issuer will pledge, collaterally assign and grant a security interest in the applicable Series Collateral to the Indenture Trustee. Accordingly, recourse to New York Life under each such Funding Agreement and other components of the applicable Series Collateral will be enforceable only by the Indenture Trustee as a secured party on behalf of holders of such Series of Notes and each other person on whose behalf the Indenture Trustee is or will be holding the applicable Series Collateral. The Funding Agreements will be held in a custodial account for the Indenture Trustee in the State of Delaware by Wilmington Trust Company (the "**Collateral Custodian**").
Arranger...	J.P. Morgan Securities LLC

Purchasing Agents	Academy Securities, Inc., Australia and New Zealand Banking Group Limited, Barclays Capital Inc., Barclays Bank PLC, BMO Capital Markets Corp., BMO Nesbitt Burns Inc., BNP PARIBAS, BNP Paribas Securities Corp., BofA Securities, Inc., CIBC World Markets Inc., Citigroup Global Markets Inc., Citigroup Global Markets Limited, Credit Agricole Securities (USA) Inc., Crédit Agricole Corporate and Investment Bank, Deutsche Bank Securities Inc., Deutsche Bank AG, London Branch, Deutsche Bank AG, Sydney Branch, Goldman Sachs & Co. LLC, Goldman Sachs International, HSBC Securities (USA) Inc., HSBC Bank plc, J.P. Morgan Securities LLC, J.P. Morgan Securities plc, Merrill Lynch Canada Inc., Merrill Lynch International, Mizuho Securities USA LLC, Morgan Stanley & Co. LLC, Morgan Stanley & Co. International plc, nabSecurities, LLC, National Australia Bank Limited, R. Seelaus & Co., LLC, RBC Capital Markets, LLC, RBC Dominion Securities Inc., RBC Europe Limited, TD Securities (USA) LLC, TD Securities Inc., The Toronto-Dominion Bank, U.S. Bancorp Investments, Inc., UBS Securities LLC, UBS AG London Branch, Wells Fargo Securities, LLC and Wells Fargo Securities International Limited, and, in addition to, or in lieu of, the foregoing, any other entity that may become a Purchasing Agent pursuant to the terms of the Purchase Agreement.
Administrative Trustee	Pursuant to the Trust Agreement (as defined herein), Wilmington Trust Company will be the sole administrative trustee of the Issuer generally and with respect to each Series of the Issuer (the "**Administrative Trustee**"). The Administrative Trustee will not be obligated in any way to make payments under or in respect of the Notes. The Administrative Trustee has not participated in the preparation of this Offering Memorandum and is not affiliated with New York Life, the Trust Beneficial Owner, the Series Beneficial Owner, the Indenture Trustee or any of their respective affiliates.
Trust Beneficial Owner and Series Beneficial Owner	GSS Holdings II, Inc. (the "**Trust Beneficial Owner**") is the holder of the Beneficial Interest Certificate (as defined in the Trust Agreement) which evidences a beneficial interest in the General Property (as defined in the Trust Agreement) of the Issuer. Big Brothers Big Sisters of New York City (the "**Series Beneficial Owner**") will be designated as the sole beneficial owner of each Series of the Issuer. Neither the Trust Beneficial Owner nor the Series Beneficial Owner is affiliated with New York Life, the Administrative Trustee, the Indenture Trustee or any of their respective affiliates.
No Guarantee	The Issuer is not a subsidiary or affiliate of New York Life, or any of its subsidiaries or affiliates. The obligations of the Issuer evidenced by the Notes will not be obligations of, and will not be guaranteed by, any other person, including, but not limited to, New York Life or any of its subsidiaries or affiliates.
Notes	Up to an aggregate principal amount of $40,000,000,000 (or the equivalent in foreign or composite currencies) of Notes may be issued in multiple series. Each Series of Notes may be comprised of one or more Tranches issued on different issue dates within six months from the issue date of the first Tranche of the applicable Series of Notes. The Issuer may only issue a Tranche of Notes if New York Life has issued or will simultaneously issue one or more Funding Agreements to the Issuer,

	which will constitute an asset of the applicable Series of the Issuer and will become a part of the applicable Series Collateral. The Notes of a Series will all be subject to identical terms, except that the issue date, the issue price, the amount and date of the first payment of interest and the denomination size may be different in respect of different Tranches. The Notes of each Tranche will all be subject to identical terms in all respects.
Indenture and Series Indentures......	Each Series of Notes will be issued under, subject to and entitled to the benefits of the indenture, dated as of August 22, 2003, between the Issuer and the Indenture Trustee, Paying Agent, Calculation Agent and Registrar (as amended, supplemented or modified from time to time, the "**Indenture**") and a separate Series Indenture (as defined herein) by and between the Issuer and the Indenture Trustee. Each Series Indenture will incorporate the Indenture, which shall provide the terms that govern each separate Series Indenture thereunder, unless any such Series Indenture specifies otherwise. Any Tranche of Notes issued under a Series Indenture will constitute a single Series with any other Tranche(s) of Notes designated by the Issuer as being part of such Series.
Indenture Trustee..............................	Citibank, N.A., London Branch
Paying Agent, Registrar, Custodian and Transfer Agent	Citibank, N.A., London Branch
Irish Listing Agent.............................	Arthur Cox Listing Services Limited.
Calculation Agent...............................	As specified from time to time in the applicable Pricing Supplement. The Issuer reserves the right to terminate the appointment of a Calculation Agent and appoint a successor at any time.
Additional Transfer Agents, Paying Agents and Listing Agents	As specified from time to time in the applicable Pricing Supplement.
Ratings..	Financial strength ratings of New York Life as of March 26, 2025: (i) AM Best: A++ (ii) Fitch: AAA (iii) Moody's: Aaa (iv) S&P: AA+ The foregoing ratings reflect the applicable rating agency's opinion of New York Life's financial strength, operating performance and ability to meet its obligations to policyholders and are not evaluations directed toward the protection of investors. Therefore, such ratings should not be relied upon when making any investment decision and may be subject to review, revision, suspension, reduction or withdrawal at any time by the assigning rating agencies.
Currency	As specified from time to time in the applicable Pricing Supplement.
Maturities...	Any maturity of 90 days or longer, as indicated in the applicable Pricing Supplement, or such other minimum or maximum maturity that may be allowed or required from time to time by the relevant central bank or equivalent body (however designated) or any laws or regulations

	applicable to the Issuer or the currency in which the relevant Notes are denominated. See "Description of the Notes—General—Maturities."
Issue Price	Notes may be issued at an issue price which is equal to, less than or more than their principal amount.
Form of Notes and Clearance	The Notes may be offered and sold in the United States only, outside the United States only or in and outside the United States simultaneously as part of a global offering. Depending on where the relevant Notes are offered, whether such Notes are issued in registered or bearer form and in what currency the Notes are issued, the Notes will clear through one or more of The Depository Trust Company ("**DTC**"), Euroclear Bank SA/NV, ("**Euroclear**") and/or Clearstream Banking S.A. ("**Clearstream, Luxembourg**") or such other clearing system as may be specified in the applicable Pricing Supplement. Notes sold pursuant to an offering made in the United States only will be issued in accordance with Rule 144A and will clear through DTC. Such Notes will initially be represented by one or more DTC Global Notes (as defined herein) deposited with a custodian for, and registered in the name of a nominee of, DTC. Notes represented by DTC Global Notes will trade in DTC's Same-Day Funds Settlement System and secondary market trading activity in such Notes will therefore settle in same-day funds. Except as described below, Notes sold pursuant to an offering made outside of the United States only will be issued in accordance with Regulation S and will initially be represented by one or more Temporary Global Registered Notes (as defined herein). Beneficial interests in a Temporary Global Registered Note will be exchanged for equivalent beneficial interests in one or more Permanent Global Registered Notes (as defined herein) following the expiration of a period that commences upon the completion of the distribution of the Notes of the applicable Tranche, as determined and certified by the applicable Purchasing Agent, and continues for 40 consecutive days (the "**Distribution Compliance Period**"). Such Global Registered Notes (as defined herein) will be deposited (i) in the case of U.S. dollar denominated Notes with a common depositary for, and registered in the name of a nominee of, DTC and (ii) in the case of non-U.S. dollar denominated Notes with a common depositary for, and registered in the name of a nominee of, Euroclear and/or Clearstream, Luxembourg, as the case may be. Notes sold pursuant to an offering made in and outside the United States simultaneously as part of a global offering may be represented (i) solely by one or more DTC Global Notes deposited with a custodian for, and registered in the name of a nominee of, DTC or, (ii) alternatively, (a) by one or more DTC Global Notes so deposited and registered in respect of Notes sold in the United States and (b) by one or more separate Global Registered Notes deposited with a common depositary for, and registered in the name of a nominee of, Euroclear and/or Clearstream, Luxembourg, as the case may be, in respect of Notes sold outside the United States. Beneficial interests in a Global Registered Note will be exchangeable for Definitive Registered Notes (as defined herein) only if such exchange is permitted by applicable law (including, without limitation, Regulation S) and (i) any clearing corporation with which any Global Registered Note

is deposited and which is or whose nominee is the holder of such Global Registered Note shall have notified the Issuer that it or its nominee is unwilling or unable to continue as the depositary and Registered Holder (as defined in the Indenture) of such Global Registered Note and a successor clearing corporation or nominee, as applicable, is not appointed within 90 days; (ii) an Event of Default (as defined herein) shall have occurred and the maturity of the Notes of such Series shall have been accelerated in accordance with the terms of the Indenture, the applicable Series Indenture and the Notes of such Series; or (iii) the Issuer shall have decided in its sole discretion that the Notes of such Series should no longer be evidenced solely by one or more Global Registered Notes. The Definitive Registered Notes issued in exchange for beneficial interests in any Global Registered Note shall be of like tenor and of an equal aggregate principal amount, in authorized denominations. Such Definitive Registered Notes shall be registered in the name or names of such person or persons as the relevant clearing system shall instruct the Registrar. It is expected that such instructions may be based upon directions received by DTC from DTC participants with respect to ownership of beneficial interests in the DTC Global Notes. Except as provided above, owners of beneficial interests in a Global Registered Note will not be entitled to receive physical delivery of Definitive Registered Notes and will not be considered the registered holders of such Notes for any purpose.

In certain circumstances, the Issuer may agree to issue Notes sold pursuant to an offering made outside the United States to non-U.S. persons in bearer form. Bearer Notes will initially be represented by one or more Temporary Global Bearer Notes (as defined in the Indenture), which will be deposited outside the United States on the original issue date thereof with a common depositary for Euroclear and Clearstream, Luxembourg. Bearer Notes with a maturity in excess of 183 days will be issued in a manner that ensures the Bearer Notes are in “registered form” for U.S. federal income tax purposes.

Upon the expiration of the applicable Distribution Compliance Period, beneficial interests in a Temporary Global Bearer Note will be exchangeable for beneficial interests in one or more Permanent Global Bearer Notes (as defined in the Indenture), as and to the extent provided in the applicable Temporary Global Bearer Note; *provided* that the required certification of beneficial ownership has been received. Interests in a Permanent Global Bearer Note will be exchangeable in whole but not in part for Definitive Bearer Notes (as defined in the Indenture), only if such exchange is permitted by applicable law (including, without limitation, Regulation S) and (i) any clearing corporation with which any Permanent Global Bearer Note is deposited and which is or whose nominee is the bearer of such Permanent Global Bearer Note shall have notified the Issuer that it or its nominee is terminating and a successor clearing corporation or nominee, as applicable, is not appointed within 90 days; (ii) an Event of Default (as defined herein) shall have occurred and the maturity of the Notes of such Series shall have been accelerated in accordance with the terms of the Indenture, the applicable Series Indenture and the Notes of such Series; or (iii) the issuance of a Definitive Bearer Note is at the Issuer’s request upon a change in tax law that would be adverse to the Issuer but for the issuance of Definitive Bearer Notes. No Definitive Bearer Note delivered in exchange for a beneficial interest

	in a Permanent Global Bearer Note will be mailed or otherwise delivered to any location in the United States or its possessions in connection with such exchange. An exchange for a Definitive Bearer Note will be made at no charge to the holders of the beneficial interests in the Permanent Global Bearer Note being exchanged. Notwithstanding the foregoing, from and after such time as a Definitive Bearer Note is issued in exchange for a beneficial interest in a Permanent Global Bearer Note, any remaining interest in the Temporary Global Bearer Note will be exchangeable only for Definitive Bearer Notes. Subject to restrictions set forth in the Indenture and each applicable Note Certificate (as defined in the Indenture) or Series Indenture, upon 60 days' written notice expiring at least 30 days after the Exchange Date (as defined in the Indenture) from the holder of a Definitive Bearer Note or from Euroclear and/or Clearstream, Luxembourg, as the case may be, acting on instructions from any owner of a beneficial interest in a Permanent Global Bearer Note, such Definitive Bearer Note or beneficial interest in a Permanent Global Bearer Note may be exchanged for a beneficial interest in a Global Registered Note of such Series containing identical terms, denominated as authorized in or pursuant to the Indenture or an applicable Note Certificate or Series Indenture and in the same aggregate principal amount. An exchange for a beneficial interest in a Global Registered Note will be made at no charge to the holder of the Definitive Bearer Note or the owner of the beneficial interest in the Permanent Global Bearer Note, as the case may be, being exchanged. Notwithstanding anything to the contrary, Registered Notes will not be exchangeable for Bearer Notes. References to Euroclear and/or Clearstream, Luxembourg in this Offering Memorandum shall, whenever the context so permits, be deemed to include a reference to any additional or alternative clearing systems as may be specified in any applicable Pricing Supplement.
Pricing Options	The Issuer may issue Notes that bear interest at fixed rates ("**Fixed Rate Notes**") or at floating rates ("**Floating Rate Notes**"). Such Notes will bear interest payable as set forth in the applicable Pricing Supplement. The Issuer may also issue Discount Notes and Amortizing Notes (each as defined herein).
Payments	The Issuer will be obligated to make payments of principal of, any premium and interest on, and any Additional Amounts (as defined herein) with respect to, any Notes in the currency in which such Notes are denominated. Unless the context otherwise permits or requires, in this Offering Memorandum: (i) "**principal**", with respect to Discount Notes, means such amounts as shall be due and payable as specified in the terms of the applicable Discount Notes; and (ii) "**interest**" with respect to a Discount Note which by its terms bears interest only after maturity, means interest payable after maturity. Any such amounts to be paid by the Issuer in respect of DTC Global Notes denominated other than in U.S. dollars will, subject to the provisions of the applicable Pricing Supplement, be converted into U.S. dollars for payment to the holders thereof as described under "Description of the Notes—Payments." Subject to the provisions of the applicable Pricing Supplement, payments of principal of, any premium and interest on, and any Additional Amounts with

	respect to, any other Global Registered Notes and Bearer Notes will be made in the currency in which such Notes are denominated.
Denominations of Notes	Subject to the provisions of the applicable Pricing Supplement or as otherwise provided below, the Notes of a Series will be issued, with respect to U.S. dollar-denominated Notes, in minimum denominations of $2,000 and integral multiples of $1,000 in excess thereof. Any Notes admitted to the Official List and trading on the GEM or offered in any Member State of the EEA or the U.K. will be issued in minimum denominations of €100,000 (or the equivalent thereof in another currency at the time of issue) and integral multiples of €1,000 in excess thereof; however, for so long as any Series of Notes is in global form and Euroclear and Clearstream, Luxembourg so permit, the Pricing Supplement may provide that such Series of Notes in global form shall be tradeable in minimum denominations of €100,000 and integral multiples of €1,000 thereafter. Any Notes in respect of which the issue proceeds are received by the Issuer in the U.K. or the activity of issuing such Notes is carried on from an establishment maintained by the Issuer in the U.K. and which have a maturity of less than one year must (a) (i) have a minimum denomination and redemption value of £l00,000 (or its equivalent in other currencies), and (ii) be issued only to persons (x) whose ordinary activities involve them in acquiring, holding, managing or disposing of investments (as principal or agent) for the purposes of their businesses or (y) who it is reasonable to expect will acquire, hold, manage or dispose of investments (as principal or agent) for the purposes of their businesses; or (b) be issued in other circumstances that do not constitute a contravention of Section 19 of the FSMA by the Issuer.
Status of the Notes	The Notes of a Series will be direct, unconditional, secured and unsubordinated non-recourse obligations incurred by the Issuer with respect to the relevant Series of the Issuer and will rank equally among themselves without any preference. The Notes of each Series will be secured by, among other things, one or more Funding Agreements issued by New York Life to the Issuer. Willkie Farr & Gallagher LLP, special counsel for New York Life, has opined that in any rehabilitation, liquidation, conservation, dissolution or reorganization relating to New York Life, under New York law as in effect on the date of this Offering Memorandum, the claims under each Funding Agreement with respect to (i) payments of principal and interest would be accorded a priority equal to that of policyholders of New York Life (*i.e.*, would rank *pari passu* with the claims of policyholders of New York Life) and superior to the claims of general creditors of New York Life and (ii) payments of Additional Amounts would rank *pari passu* with the claims of general creditors of New York Life.
Listing	Application will be made to Euronext Dublin for the Notes issued during the period of 12 months from the date of this Offering Memorandum to be admitted to the Official List and trading on the GEM. However, Notes may be listed on another securities exchange or not listed on any market or securities exchange. Each applicable Pricing Supplement will indicate whether or not the Notes of that Series will be listed, and, if the Notes will be listed, on which securities exchange. Notes with a maturity of less than 12 months will not be listed.

	This Offering Memorandum comprises a "Base Listing Particulars" for the purposes of admission to the Official List and to trading on the GEM. If any European and/or national legislation is adopted and is implemented or takes effect in Ireland in a form that would require either New York Life or the Issuer to publish or produce its financial statements according to accounting principles that are materially different from SAP or that would otherwise impose requirements on either of New York Life or the Issuer that such entity in good faith determines are impracticable or unduly burdensome, New York Life or the Issuer may elect to de-list the Notes. Each of New York Life and the Issuer will use its reasonable efforts to obtain an alternative admission to listing, trading and/or quotation for the Notes by another listing authority, exchange and/or system outside the European Union (the "**EU**"), as the Issuer and New York Life may decide with the prior approval of the relevant Purchasing Agent(s). If such an alternative admission is not available to New York Life or the Issuer, or is, in either such entity's opinion, unduly burdensome, an alternative admission may not be obtained. Notice of any de-listing and/or alternative admission will be given as described in "General Information—Notices" herein.
Taxation...	Prospective purchasers of the Notes must carefully consider the tax consequences of the ownership and disposition of the Notes set forth under "Certain Tax Considerations" herein.
Withholding Tax and Payments of Additional Amounts	All payments in respect of the Notes will be made without any withholding or deduction for, or on account of, any present or future taxes, duties, levies, assessments or other governmental charges of whatever nature imposed or levied by or on behalf of any governmental authority in the United States having power to tax, unless such withholding or deduction is required by law. If any withholding or deduction is required by law, then the Issuer will, subject to certain exceptions set out in full herein, pay such additional amounts ("**Additional Amounts**") so that the net amounts received by the holders of the Notes will equal the amounts that the holders would have received had no such deduction or withholding been required. See "Description of the Notes—Withholding Tax and Payments of Additional Amounts." New York Life will agree in each Funding Agreement that payments in respect of such Funding Agreement shall be made without any withholding or deduction for, or on account of, any present or future taxes, duties, levies, assessments or other governmental charges of whatever nature imposed or levied by or on behalf of any governmental authority in the United States having the power to tax, unless such withholding or deduction is required by law. If any such withholding or deduction is required or if any such withholding or deduction is required under any related Notes, then New York Life, under the relevant Funding Agreement, will, subject to certain exceptions set out in full herein and therein, pay such Additional Amounts so that the net amount received by the Issuer or by the holder of the related Notes will equal the amount that would have been paid under the relevant Funding Agreement or any such related Notes had no such deduction or withholding been required. See

	"Description of Certain Terms and Conditions of the Funding Agreements—Payments of Additional Amounts." In addition, pursuant to the terms of each Funding Agreement, New York Life has certain rights to terminate the relevant Funding Agreement if New York Life is obligated to withhold or deduct any taxes with respect to payments under the Funding Agreement or pay any Additional Amounts, or if there is a material probability that New York Life will become obligated to do so (in the opinion of independent counsel selected by New York Life). See "Description of Certain Terms and Conditions of the Funding Agreements—Tax Redemption." The Issuer is required to redeem the Notes of the relevant Series as provided herein if New York Life exercises its right to terminate a Funding Agreement related to such Series. See "Description of the Notes—Tax Redemption."
Use of Proceeds	The Issuer will use the proceeds from the sale of each Series of Notes issued under the Program, net of certain expenses, underwriting discounts and commissions or similar applicable compensation, to purchase one or more Funding Agreements from New York Life.
Purchase and Transfer Restrictions.	The Notes have not been, and will not be, registered under the Securities Act and may not be offered, sold, pledged or otherwise transferred except as described under "Purchase and Transfer Restrictions" herein. The Notes will be offered and sold (a) in the United States only to "qualified institutional buyers" (as defined in Rule 144A under the Securities Act) and (b) in "offshore transactions" to persons other than "U.S. persons" (each as defined in Regulation S under the Securities Act). In addition, because the primary assets of the Issuer are Funding Agreements issued by New York Life, there is a risk that the transfer of the Notes could subject the parties to the transfer to regulation under the insurance laws of the jurisdictions implicated by the transfer. Among other things, it is likely that if the Notes were to be deemed to be contracts of insurance, the ability of a holder to sell the Notes in secondary market transactions or otherwise would be substantially impaired and, to the extent any such sales could be effected, the proceeds realized from any such sales would be materially and adversely affected. See "Risk Factors—Risk Factors Relating to the Notes—If the Notes Were Deemed to Be Contracts of Insurance or Participations in the Funding Agreements, the Holders of the Notes Could Be Subject to Certain Regulatory Requirements and the Marketability and Market Value of the Notes Could Be Reduced." Bearer Notes are subject to U.S. tax law requirements. The Issuer will only issue Bearer Notes with a maturity in excess of 183 days that are treated as in "registered form" for U.S. federal income tax purposes. Temporary Global Bearer Notes and Permanent Global Bearer Notes will be "effectively immobilized" as required to be in "registered form" under U.S. federal income tax law requirements. Certain additional restrictions will apply to sales made in Canada, the U.K. and Member States of the EEA, Japan, Hong Kong, Singapore and

	Australia, and other restrictions may apply in connection with a particular issuance of Notes. See "Plan of Distribution."
ERISA and Other Benefit Plan Considerations	Prospective purchasers of the Notes must carefully consider the restrictions on purchases set forth under "Purchase and Transfer Restrictions" and "ERISA and Other Benefit Plan Considerations."
Absence of Market for the Notes......	The Notes have no established trading market and there is no assurance that a secondary market will develop for the Notes. Although application will be made for the Notes to be admitted to the Official List and trading on the GEM, Notes may be listed on another securities exchange or not listed on any market or securities exchange. None of the Purchasing Agents will be under any obligation to make a market in the Notes and, to the extent that such market making is commenced by any of the Purchasing Agents, it may be discontinued at any time. The Notes are subject to substantial restrictions on transfer as set forth under "Purchase and Transfer Restrictions" herein. Given the restrictions on and risks related to transfer, there is no assurance that a secondary market will develop or, if it does develop, that it will provide holders of the Notes with adequate liquidity or that such liquidity will be sustained. Further, the ability of the Purchasing Agents to make a market in the Notes may be impacted by changes in regulatory requirements applicable to the marketing, holding and trading of, and issuing quotations with respect to, the Notes. Prospective investors should proceed on the assumption that they may have to bear the economic risk of an investment in the Notes until the Stated Maturity Date of such Notes.
Governing Law	The Notes, the Indenture and the relevant Series Indentures will be governed by, and construed in accordance with, the laws of the State of New York, *except* as required by mandatory provisions of law and *except* to the extent that the validity or perfection of the ownership of, and security interest in, the relevant Funding Agreement(s) constituting an asset of the relevant Series of the Issuer or remedies under the Indenture and the relevant Series Indenture in respect thereof may be governed by the laws of a jurisdiction other than the State of New York. The Trust Agreement and each Series Trust Agreement will be governed by, and construed in accordance with, the laws of the State of Delaware. Each Funding Agreement will be governed by, and construed in accordance with, the laws of the State of New York.

RISK FACTORS

Prospective purchasers of the Notes should carefully review the information contained elsewhere in this Offering Memorandum, any amendment or supplement hereto and any applicable Pricing Supplement, and should particularly consider the following.

Risk Factors Relating to the Notes

Noteholders Will Not Have any Direct Contractual Rights Against New York Life Under any Funding Agreements and the Claims of Noteholders are Limited to the Amount of the Applicable Series Collateral.

The obligations of the Issuer under the Notes of a Series, the Indenture and the applicable Series Indenture are payable only from the Series Collateral for such Series of Notes. See "Description of the Notes—General—Security; Limited Recourse." If any Event of Default shall occur with respect to any Series of Notes, the right of the holders of the Notes of such Series and the Indenture Trustee on behalf of such holders and other persons for whose benefit the Indenture Trustee is or will be holding such Series Collateral, will be limited to a proceeding against such Series Collateral. None of the holders of the Notes of such Series nor the Indenture Trustee on behalf of such holders and other persons for whose benefit the Indenture Trustee is or will be holding such Series Collateral, will have the right to proceed against the Series Collateral for any other Series of Notes or against New York Life or the other Non-Recourse Parties (as defined in "Description of the Notes—Non-Recourse Enforcement") to enforce the Notes or in the case of any deficiency judgment remaining after foreclosure of any property including the Series Collateral. All claims of holders of Notes of a Series in excess of amounts received by the relevant Series of the Issuer under each related Funding Agreement and other Series Collateral will be extinguished.

Following an Event of Default Under the Relevant Series of Notes, Payment of Certain Expenses Will Precede Payments Under the Relevant Series of Notes.

Any funds collected by the Indenture Trustee following an Event of Default, and any funds that may then be held or thereafter received by the Indenture Trustee as security with respect to the Notes of any Series, will be applied first to the payment of certain costs and expenses of the Indenture Trustee and any of its predecessors and their respective agents and attorneys in an aggregate amount of no more than $500,000 (the "**Priority Payments**") for all Series of Notes outstanding. The funds will next be applied to the payment of the amounts then due and unpaid on the Notes of such Series, ratably, without preference or priority of any kind, according to the aggregate principal amounts due and payable on such Notes. The amounts remaining after the payment of the Priority Payments may be insufficient to satisfy in full the payment obligations the Issuer has to the holders of Notes of a particular Series following the occurrence of an Event of Default.

There Is No Previous Market for the Notes to Be Issued, and Future Liquidity of the Notes May Be Limited.

Application will be made to Euronext Dublin for any Series of Notes issued during the 12 months from the date of this Offering Memorandum to be admitted to the Official List, and trading on the GEM. However, the Notes of any particular Series may be listed on another securities exchange or not listed on any market or securities exchange. Moreover, no previous market exists for the Notes of any particular Series and no assurances can be given that any market will develop with respect to the Notes of any particular Series. The Purchasing Agents are under no obligation to make a market in the Notes and to the extent that such market making is commenced, it may be discontinued at any time. Further, the ability of the Purchasing Agents to make a market in the Notes may be impacted by changes in regulatory requirements applicable to the marketing, holding and trading of, and issuance of quotations with respect to, the Notes, which may materially adversely affect the liquidity and trading prices for the Notes. There is no assurance that a secondary market will develop or, if it does develop, that it will provide holders of the Notes with liquidity of investment or that it will continue for any period of time. The Notes have not been and will not be registered under the Securities Act or any state or foreign securities law and transfers of Notes are subject to substantial transfer restrictions. A holder of Notes of any Series may not be able to liquidate its investment readily, and the Notes may not be readily accepted as collateral for loans. It is likely that if the Notes were to be deemed to be contracts of insurance, the ability of a holder to offer, sell or transfer the Notes in a secondary market transaction or otherwise would be substantially impaired and, to the extent any such sale or transfer could be effected, the proceeds realized from such sale or transfer could be materially and adversely affected. Investors should proceed on the assumption that they may have to hold the Notes until their Stated Maturity Date. See "Purchase and Transfer Restrictions."

If the Notes Were Deemed to Be Contracts of Insurance or Participations in the Funding Agreements, the Holders of the Notes Could Be Subject to Certain Regulatory Requirements and the Marketability and Market Value of the Notes Could Be Reduced.

The laws and regulations of the 50 states of the United States and the District of Columbia (the "**Covered Jurisdictions**") contain broad definitions of the activities that may constitute the business of insurance or the distribution of insurance products. Because the primary asset of the relevant Series of the Issuer will be one or more funding agreements issued by New York Life, it is possible that insurance regulators in one or more jurisdictions could take the position that (i) the issuance of the Notes by the relevant Series of the Issuer constitutes the indirect issuance of a funding agreement or other insurance product and (ii) the distribution, transfer, sale, resale or assignment of the Notes constitutes the production or sale of a funding agreement or other insurance product. If such a position were to be taken in any Covered Jurisdiction, the underlying activity and the persons conducting such activity (including the relevant Series of the Issuer, New York Life, a Purchasing Agent, an investor or such other person) could become subject to regulation under the insurance laws of one or more of the Covered Jurisdictions, which could, among other effects, require such persons to be subject to regulatory licensure or other qualification and levels of compliance that cannot practically be achieved. Failure to comply with such requirements could subject such persons to regulatory penalties. In addition, any such failure to comply with, or the threat of, any such regulation could reduce liquidity with respect to the Notes, prevent an investor from transferring the Notes and reduce the marketability and market value of the Notes. Therefore, any such regulation or threat of such regulation by any one or more Covered Jurisdictions could result in an investor either being unable to liquidate its investment in the Notes or, upon any such liquidation, receiving a value significantly less than the initial investment in the Notes.

Sidley Austin LLP advised Morgan Stanley & Co. LLC ("**Morgan Stanley**"), one of the Purchasing Agents of Notes under the Program, in a memorandum dated August 22, 2003 that it had obtained written confirmations from insurance regulators in 44 of the Covered Jurisdictions, and with respect to certain jurisdictions, subsequent verbal confirmations (the "**Regulatory Confirmations**") based in whole or in part on certain factual information provided by Morgan Stanley to such regulators containing a general description of a prototype funding agreement-backed securitization program (the "**Prototype Program**") which Morgan Stanley believes to be substantially similar to the Program, including information concerning debt securities (the "**Program Securities**") similar to the Notes, as deemed relevant by Morgan Stanley and its legal counsel. While each insurance regulatory agency in the Covered Jurisdictions has its own specific rules regulating funding agreements and/or contracts of insurance and/or the business of insurance, generally, such Regulatory Confirmations confirmed that:

(i) The Program Securities will not be considered to be funding agreements or insurance or annuity contracts under the insurance laws of the Covered Jurisdictions;

(ii) If the Program Securities are offered to or purchased by a Purchasing Agent in the Covered Jurisdictions, neither the issuer nor the insurer will be considered to be issuing funding agreements or insurance or annuity contracts or otherwise engaging in the business of insurance in each of the Covered Jurisdictions, respectively, solely as a result of such offer or sale of the Program Securities; and

(iii) None of the securities firms that sell the Program Securities initially or in the secondary market will be considered, solely as a result of such sales, to be (a) aiding and abetting the unauthorized sale in the Covered Jurisdictions of contracts governed by the insurance laws of each of the Covered Jurisdictions, respectively, or (b) selling such contracts in each of the Covered Jurisdictions, respectively.

In seven of the Covered Jurisdictions, namely Florida, Hawaii, Iowa, Louisiana, Mississippi, Missouri and New Mexico, the subject insurance regulatory agency did not issue a definitive reply to Morgan Stanley's request for a Regulatory Confirmation and, therefore, Morgan Stanley has received opinions of counsel which provide comfort with respect to these same issues in such seven Covered Jurisdictions. On August 22, 2003, Sidley Austin LLP advised Morgan Stanley that, based on the Regulatory Confirmations and such opinions, and the fact that the relevant features, terms and parameters of the Program and the Notes are consistent with those of the Prototype Program and the Program Securities, the foregoing conclusions should apply with respect to the Program and the Notes, as described in this

Offering Memorandum. Although New York Life has been provided with copies or summaries of such Regulatory Confirmations and opinions, New York Life believes that none of the other Purchasing Agents has been provided access to such Regulatory Confirmations and opinions and neither New York Life nor Morgan Stanley has obtained or received any information dated subsequent to August 22, 2003, nor does either of them have any current intention to obtain or receive any further guidance from insurance regulators or any opinions or advice of counsel in any Covered Jurisdiction as to these issues. There can be no assurance that since the date of such guidance, opinion or advice no such insurance regulator or counsel has changed its views as to these issues.

Notwithstanding the foregoing, there are variations in the insurance laws of the Covered Jurisdictions, nuances in their application, and differences in their interpretation or enforcement with respect to the subject regulatory issues. Insurance regulatory authorities have broad discretionary powers in administering the insurance laws of their respective jurisdictions, including the authority to modify or withdraw a regulatory interpretation and impose new rules. Advice of counsel may be erroneous or may represent a reasoned interpretation in circumstances where other conclusions are also possible. State courts are not necessarily bound by any regulatory interpretations and are not bound by opinions or advice of counsel, and such courts could take a contrary position. Further, factual information concerning the Prototype Program, the Program Securities, the Notes, the Issuer, the Series of the Issuer or New York Life which Morgan Stanley and its legal counsel did not deem material or relevant and was not disclosed to insurance regulators or local counsel in Covered Jurisdictions could be considered material by such regulators or counsel and, had such factual information been disclosed, could have resulted in different guidance or advice from such regulators or counsel. Finally, insurance regulators in the Covered Jurisdictions could raise insurance regulatory issues other than those noted above, which could adversely affect the issuance, purchase, resale, transfer or assignment of the Notes. For example, the California Department of Insurance has from time to time suggested that California's insurance laws may apply to the issuance of securities similar to the Notes. While Morgan Stanley was advised by counsel that such laws should not apply to the issuance of the Notes and that the California Department of Insurance has generally concurred with such conclusion, California's Regulatory Confirmation did not cover this issue with respect to Notes that may be issued under the Program. Accordingly, there can be no assurance that the purchase, resale, transfer or assignment of the Notes will not subject the parties to such transaction to regulation or enforcement proceedings under the insurance laws of one or more Covered Jurisdictions. Such a proceeding could result in fines, penalties and other civil and criminal enforcement actions, and could prohibit the transfer or effectiveness of the Notes without compliance with appropriate insurance licensing and other laws.

Furthermore, Morgan Stanley did not request or obtain any interpretations of the insurance laws of any jurisdiction other than the Covered Jurisdictions.

If Notes Are Redeemed, an Investor May Not Be Able to Reinvest the Redemption Proceeds in a Security Offering a Comparable Return.

The Issuer is required to redeem the Notes of a Series as described herein if New York Life exercises its right to terminate the Funding Agreement(s) related to such Series upon the occurrence of certain tax events, including, without limitation, if New York Life is required to pay Additional Amounts. See "Description of the Notes—Tax Redemption." In addition, Notes of a particular Series may be redeemable at the option of the Issuer. In case of any redemption of Notes, an investor may not be able to reinvest the redemption proceeds in a comparable security at an effective interest rate as high as that of the Notes being redeemed. New York Life's termination right under the relevant Funding Agreement(s) also might adversely impact an investor's ability to sell the Notes.

Any Notes Denominated in a Foreign Currency Are Subject to Exchange Rate and Exchange Control Risks.

The information set forth below is directed to prospective purchasers who are U.S. residents. The Issuer disclaims any responsibility to advise prospective purchasers who are residents of countries other than the United States of any matters arising under foreign law that may affect the purchase of, or holding of, or receipt of payments on, the Notes. Such persons should consult their own legal and financial advisors concerning these matters.

An investment in a Note that is denominated or payable in, or the payment of which is linked to the value of, currencies other than U.S. dollars entails significant risks. These risks include the possibility of significant changes in rates of exchange between the U.S. dollar and the relevant foreign currencies and the possibility of the imposition or modification of exchange controls by either the United States or foreign governments. These risks generally depend on economic and political events over which the Issuer and New York Life have no control.

In recent years, rates of exchange between U.S. dollars and some foreign currencies have been highly volatile, and this volatility may continue in the future. Fluctuations in any particular exchange rate that have occurred in the past are not necessarily indicative, however, of fluctuations that may occur during the term of any Note. Depreciation against the U.S. dollar of the currency in which a Note is payable would result in a decrease in the effective yield of the Note below its coupon rate and could result in an overall loss. In addition, depending on the specific terms of a currency-linked Note, changes in exchange rates relating to any of the relevant currencies could result in a decrease in its effective yield and in a loss of all or a substantial portion of the value of such Note.

Foreign exchange rates can either float or be fixed by sovereign governments. Exchange rates of most economically developed nations are permitted to fluctuate in value relative to the U.S. dollar and to each other. However, from time to time governments may use a variety of techniques, such as intervention by a country's central bank or the imposition of regulatory controls or taxes to influence the exchange rates of their currencies. Governments may also issue a new currency to replace an existing currency or alter the exchange rate or relative exchange characteristics by a devaluation or revaluation of a currency. These governmental actions could change or interfere with currency valuations and currency fluctuations that would otherwise occur in response to economic forces, as well as in response to the movement of currencies across borders. The Issuer will not make any adjustment or change in the terms of the Notes in the event that exchange rates should become fixed, or in the event of any devaluation or revaluation or imposition of exchange or other regulatory controls or taxes, or in the event of other developments affecting the U.S. dollar or any applicable foreign currency. The holder of such Notes will bear those risks.

If the principal of, any premium or interest on, and any Additional Amounts with respect to, any Note are payable in a Specified Currency (as defined herein) other than U.S. dollars, which are not available due to the imposition of exchange controls or other circumstances beyond the control of the Issuer, the Issuer will be entitled to satisfy its obligations to holders of the Notes by making such payment in U.S. dollars on the basis of the most recently available bid quotation determined on the applicable determination date related to such payment from a leading foreign exchange bank in London or New York City selected by the applicable Paying Agent, for the purchase of U.S. dollars with the Specified Currency for settlement on such payment date of the aggregate amount of the Specified Currency payable to all holders of Notes denominated other than in U.S. dollars scheduled to receive U.S. dollar payments. Any payment made under such circumstances in U.S. dollars where the required payment is other than in U.S. dollars will not constitute an "Event of Default" under the Notes.

Furthermore, the Issuer may (if so specified in the applicable Pricing Supplement) without the consent of the holder of any Note or coupon, redenominate all, but not less than all, of the Notes of any Series on or after the date on which the Member State of the EU in whose national currency such Notes are denominated has become a participant member in the third stage of the European economic and monetary union, as more fully set out in the applicable Pricing Supplement.

Each prospective purchaser of Notes should consult its own financial, legal and tax advisors as to any specific risks entailed by an investment by such purchaser in Notes that are denominated in, or the payment of which is related to the value of, foreign currency, as such Notes are not an appropriate investment for purchasers who are unsophisticated with respect to foreign currency transactions.

An Event of Default Under a Series of Notes May Not Constitute an "Event of Default" Under the Applicable Funding Agreement(s).

In certain circumstances, an Event of Default under a Series of Notes may not constitute an event of default under the applicable Funding Agreement(s). In such a case, it is possible that the obligations of the Issuer under any Series of Notes may be accelerated while the obligations of New York Life under the applicable Funding Agreement(s) may not be similarly accelerated. If this occurs, the Indenture Trustee may have no or limited ability to proceed against the applicable Series Collateral and holders of Notes may not be paid in full or in a timely manner upon such acceleration. See "Description of the Notes—Events of Default" and "Description of Certain Terms and Conditions of the Funding Agreements—Events of Default" in this Offering Memorandum.

The Issuer Has Limited Resources and Therefore Its Ability to Make Timely Payments With Respect to a Series of Notes Depends Entirely on New York Life Making Payments Under the Related Funding Agreements.

The Issuer is a special purpose statutory trust created on August 14, 2003 under the laws of the State of Delaware and organized in series as permitted by Sections 3804(a) and 3806(b)(2) of the Trust Act. The exclusive purposes of the Issuer are to (i) issue and sell the Notes, (ii) use the net proceeds from the sale of the Notes to acquire Funding Agreements, (iii) pledge, collaterally assign and grant a security interest in the Series Collateral for each Series of Notes to the Indenture Trustee, and (iv) engage in only those other activities necessary or incidental thereto. The net worth of the Issuer on the date hereof is approximately $1,000 and is not expected to increase materially. The Issuer's principal assets are Funding Agreements issued by New York Life.

In connection with the issuance of each Series of Notes, the Issuer will create a separate Series of the Issuer. The applicable Series of Notes and the related liabilities, obligations and expenses incurred, contracted for or otherwise existing with respect to such Series of the Issuer will be enforceable only against the assets of such Series of the Issuer and not against the assets of the Issuer generally or the assets of any other Series of the Issuer. The Notes of each Series will be secured by, among other things, one or more Funding Agreements. No Notes of a Series will have any right to receive payments under a Funding Agreement related to any other Series. Accordingly, the Issuer will only be able to make timely payments with respect to a Series of Notes if New York Life has made all required payments under the Funding Agreement securing such Series of Notes.

The obligations of the Issuer evidenced by the Notes will not be obligations of, and will not be guaranteed by, any other person, including, but not limited to, New York Life or any of its subsidiaries or affiliates. None of these entities nor any agent, trustee or beneficial owner of the Issuer or of any Series of the Issuer is under any obligation to provide funds or capital to the Issuer generally or with respect to any Series of the Issuer, except with respect to certain indemnity obligations of New York Life. For more information on New York Life's indemnity obligations, see "Description of the Issuer—Expenses of the Issuer."

Any Series of Floating Rate Notes Could Be Adversely Affected By Reform, Modification, or Potentially, Elimination or Discontinuance, of the Interest Rate Basis, or "Benchmark," Linked to Such Notes.

Interest on any Series of Floating Rate Notes may be determined by reference to certain reference rates, or "benchmarks," such as the Euro Interbank Offered Rate ("**EURIBOR**"), the Secured Overnight Financing Rate ("**SOFR**"), the Sterling Overnight Index Average ("**SONIA**") or the Hong Kong Interbank Offered Rate ("**HIBOR**"). For more information on the determination of interest on a Series of Floating Rate Notes, see "Description of the Notes—Pricing Options—Floating Rate Notes." EURIBOR and certain other benchmark rates and indices have been the subject of political and regulatory scrutiny as to how they are created and operated. This has resulted in regulatory reform and changes to existing benchmarks, with further changes anticipated. These reforms may cause such benchmarks to perform differently than in the past, to disappear entirely, or have other consequences which cannot be predicted. Moreover, neither the Issuer nor New York Life have control over the methods used by the administrator of any benchmark in its calculation thereof and cannot guarantee that any benchmark will not be discontinued or fundamentally altered in the future. Any such consequence could have a material adverse effect on any Notes linked to such a benchmark.

The potential elimination or discontinuance of any benchmark, or changes in the manner of administration of any benchmark, could require or result in an adjustment to the interest provisions described in "Description of the Notes—Pricing Options," or result in other consequences, in respect of any Notes linked to such benchmark. Furthermore, even prior to the implementation of any changes from benchmark reforms, uncertainty as to the nature of alternative reference rates and as to potential changes to a benchmark may adversely affect the trading market for securities based on that benchmark.

In the event that a published benchmark that is the Interest Rate Basis for a Series of Floating Rate Notes, or is the benchmark from which such Interest Rate Basis is derived, becomes unavailable, the rate of interest on that Series would be determined pursuant to the fallback arrangements described in "Description of the Notes—Pricing Options." These fallback arrangements include the possibility that the rate of interest could be determined by New

York Life or set by reference to a successor rate or an alternative reference rate and that such successor rate or alternative reference rate may be adjusted (if required) in order to reduce or eliminate any economic prejudice or benefit (as applicable) to investors arising out of the replacement of the relevant benchmark. Moreover, under the fallback arrangements, New York Life may in certain instances make technical, administrative or operational changes that they decide are appropriate to reflect the adoption of the successor rate or alternative reference rate, including as to the timing and frequency of determining rates and making payments of interest and other administrative matters. In certain circumstances, the ultimate fallback of interest for a particular Interest Period or Interest Reset Date (as applicable) may result in the rate of interest for the last preceding Interest Period or Interest Reset Date (as applicable) being used. This may result in the effective application of a fixed rate for a Series of Floating Rate Notes based on the benchmark rate which was last observed.

The determination of a successor or alternative reference rate, the calculation of the interest rate on any Series of Floating Rate Notes by reference to such rate (including the application of any adjustment), any implementation of administrative changes and any other determinations, decisions or elections that may be made under the terms of any such Series of Floating Rate Notes in connection with the foregoing could adversely affect the value of such Notes, the return on such Notes and the price at which investors can sell such Notes. In addition, due to the uncertainty concerning the availability of successor rates and alternative reference rates and the involvement of New York Life, the relevant fallback provisions may not operate as intended at the relevant time and may be different from the fallback provisions adopted by swap dealers for derivative instruments linked to the benchmark, such that investors may be unable to appropriately hedge their interest rate risk.

In addition, the composition and characteristics of a successor or alternative reference rate will not be the same as those of the benchmark applicable to a Series of Floating Rate Notes, may not be the economic equivalent of such benchmark, there can be no assurance that such rate will perform in the same way as the applicable benchmark would have at any time and there is no guarantee that such rate will be a comparable substitute for the applicable benchmark (each of which means that a transition to a successor or alternative reference rate could adversely affect the value, return on, and price at which investors can sell, a Series of Floating Rate Notes affected by such a transition). Moreover, (i) any failure of such successor or alternative reference rate to gain market acceptance could adversely affect such Series of Floating Rate Notes, (ii) such successor or alternative reference rate may have a very limited history and the future performance of such successor or alternative reference rate may not be predictable based on historical performance, (iii) the secondary trading market for such Series of Floating Rate Notes linked to such successor or alternative reference rate may be limited and (iv) the administrator of such successor or alternative reference rate may make changes that could change the value of such rate or discontinue such rate and would have no obligation to consider the interests of holders of such Series of Floating Rate Notes in doing so.

The above matters or any other significant change to the setting or existence of any relevant reference rate could have a material adverse effect on the value or liquidity of, and the amount payable under, any Series of Floating Rate Notes. Investors should consider these matters when making their investment decision with respect to the relevant Floating Rate Notes.

SOFR and SONIA, and Interest Rate Bases That Are Derived From Them, Such as Compounded SOFR, Compounded Daily SONIA and Average SONIA, Are Relatively New in the Marketplace and Limited Market Precedent Exists.

Interest on any Series of Floating Rate Notes may be determined by reference to SOFR or SONIA, or another Interest Rate Basis linked to SOFR or SONIA, such as Compounded SOFR, Compounded Daily SONIA or Average SONIA. Compounded SOFR, Compounded Daily SONIA and Average SONIA are calculated using the specific formulas described in this Offering Memorandum, as supplemented by the applicable Pricing Supplement, not the SOFR or SONIA rates published on or in respect of a particular date during an Interest Period or (other than Average SONIA) an arithmetic average of SOFR or SONIA rates during such period. For this and other reasons, the interest rate during any Interest Period on a Series of Floating Rate Notes for which Compounded SOFR, Compounded Daily SONIA or Average SONIA is the benchmark will not necessarily be the same as the interest rate on other SOFR-linked or SONIA-linked investments that use an alternative basis to determine the applicable interest rate. Further, if the SOFR or SONIA rate in respect of a particular date during an Interest Period is negative, its contribution to the SOFR Index or SONIA Compounded Index will be less than one, resulting in a reduction to Compounded SOFR or

Compounded Daily SONIA used to calculate the interest payable on such Series of Floating Rate Notes on the Interest Payment Date for such Interest Period.

SOFR and SONIA have a limited performance history. The Federal Reserve Bank of New York ("**FRBNY**") began publishing the SOFR Index on March 2, 2020, and the Bank of England began publishing the SONIA Compounded Index on August 3, 2020. Limited market precedent exists for securities that use SOFR or SONIA as the interest rate or reference rate and the methods for calculating interest rates based upon SOFR or SONIA continue to develop. Accordingly, the specific formulas for calculating Compounded SOFR or Compounded Daily SONIA rates for Notes issued under this Offering Memorandum may not be widely adopted by other market participants, if at all. The Issuer may in the future issue Notes referencing a SOFR or SONIA-based benchmark that differ materially in terms of interest determination when compared with previously issued Notes referencing the same benchmark due to changes in the market over time.

The market continues to develop in relation to SOFR and SONIA as reference rates in the capital markets and their adoption as an alternative to the London Inter-Bank Offered Rate ("**LIBOR**"). The market or a significant part thereof may adopt an application of SOFR or SONIA that differs significantly from those set out in this Offering Memorandum (including in relation to fallbacks in the event that such rates are discontinued or fundamentally altered) and used in relation to a Series of Floating Rate Notes that reference a SOFR or SONIA rate issued under this Offering Memorandum. If the market adopts a different calculation method for interest rates based on SOFR or SONIA than that utilized in a Series of the Issuer's Notes, the market value of such Notes could be adversely affected.

The Interest Payable on a Series of Floating Rate Notes With an Interest Rate Basis Derived from SOFR or SONIA Will Be Determined Differently Than a Floating Rate Note Based on a Forward-Looking Benchmark, Which May Adversely Affect the Liquidity and Trading Prices of Such Notes.

SOFR and SONIA are backward-looking, compounded, overnight lending rates. SOFR, SONIA and other "risk-free" reference rates differ materially from inter-bank offered rates, which are expressed on the basis of a forward-looking term and include a risk element based on inter-bank lending. As such, SOFR and SONIA may behave materially differently than inter-bank offered rates as interest reference rates for the Issuer's Floating Rate Notes.

Interest due on any Series of Floating Rate Notes utilizing certain Interest Rate Bases that derive from backward-looking "risk-free" reference rates, such as Compounded SOFR or Compounded Daily SONIA, will be determined immediately prior to the relevant Interest Payment Date unlike Floating Rate Notes linked to a forward-looking benchmark where the interest rate is determined at the beginning of the applicable Interest Period. As a result, investors holding Floating Rate Notes based on such risk-free rates will not know the amount of interest payable with respect to a particular Interest Period until shortly prior to the related Interest Payment Date, and it may be difficult for investors to reliably estimate the amount of interest that will be payable on each such Interest Payment Date. In addition, some investors may be unwilling or unable to trade such Floating Rate Notes without changes to their information technology systems, all of which could adversely impact the liquidity and trading price of any such Series of Floating Rate Notes.

Market participants and relevant working groups are exploring alternative reference rates based on SOFR and SONIA, which seek to measure the market's forward expectation of such rates over a designated term. On July 29, 2021, the Alternative Reference Rates Committee convened by the Federal Reserve and the FRBNY formally recommended the use of the CME Group's computation of forward-looking SOFR term rates. Nonetheless, continued uncertainty surrounding the adoption and use of forward-looking term rates based on SONIA or SOFR, including the CME Group's computation, could have a material adverse effect on the return on, value of and market for a Series of Floating Rate Notes referencing any such rate.

New York Life May Make Determinations With Respect to Any Series of Floating Rate Notes, Which May Adversely Affect the Value of such Notes.

New York Life will make certain determinations with respect to a Series of Floating Rate Notes as further described in "Description of the Notes—Pricing Options—Floating Rate Notes." In addition, in the event that the benchmark applicable to a Series of Floating Rate Notes is unavailable, New York Life will make certain determinations with respect to such Series of Floating Rate Notes in New York Life's sole discretion as further described in "Description of the Notes—Pricing Options—Floating Rate Notes—Effect of Benchmark Transition Event." Any of these determinations may adversely affect the value of such Series of Floating Rate Notes, the return on such Series of Floating Rate Notes and the price at which investors can sell such Notes. Moreover, certain determinations may require the exercise of discretion and the making of subjective judgments, such as with respect to determining whether a Benchmark Transition Event (as defined in "Description of the Notes—Pricing Options—Floating Rate Notes—Effect of Benchmark Transition Event") has occurred and whether to implement technical, administrative or operational changes with respect to a Series of Floating Rate Notes in connection with the adoption of a successor or alternative reference rate. These potentially subjective determinations may adversely affect the value of such Series of Floating Rate Notes, the return on such Series of Floating Rate Notes and the price at which investors can sell such Notes.

Risk Factors Relating to New York Life

The Funding Agreements Are Unsecured Obligations of New York Life. If the Funding Agreements Were Not Treated as Insurance Contracts, They Would Be Accorded the Same Priority in a Liquidation or Dissolution of New York Life as its Other General Unsecured Obligations.

The Funding Agreements, which are the sole source of payments for the Notes of any Series, are unsecured obligations of New York Life and, in the event of New York Life's insolvency, will be subject to the provisions of Article 74 of the New York Insurance Law (the "**Liquidation Act**"), which establishes the priority of claims from the estate of an insolvent New York insurance company. Willkie Farr & Gallagher LLP, special counsel for New York Life, has opined that in any rehabilitation, liquidation, conservation, dissolution or reorganization relating to New York Life, under New York law as it is in effect on the date of this Offering Memorandum, the claims under each Funding Agreement with respect to (i) payments of principal and interest would be accorded a priority in liquidation equal to that of policyholders of New York Life (*i.e.*, would rank *pari passu* with the claims of policyholders of New York Life) and superior to the claims of general creditors of New York Life and (ii) payments of Additional Amounts would rank *pari passu* with the claims of general creditors of New York Life. Such opinion of counsel is based upon certain facts, assumptions and qualifications (as set forth therein), is only an opinion and does not constitute a guarantee, and is not binding upon any court, including without limitation a court presiding over any rehabilitation, liquidation, conservation, dissolution or reorganization of New York Life under New York insurance law. If the Funding Agreements were not treated as insurance contracts under New York law, they would be accorded the same priority in a liquidation or dissolution of New York Life as its other general unsecured obligations.

Difficult Conditions in the Global Capital Markets and in the Economy May Adversely Affect New York Life's Business, Results of Operations, Financial Condition and Liquidity.

New York Life's business, results of operations, financial condition and liquidity could be materially affected by difficult conditions in the global capital markets and the economy generally, both in the United States and internationally. Stressed conditions, volatility and disruptions in global capital markets or in particular markets or financial asset classes can have an adverse effect on New York Life, in part because New York Life has a large investment portfolio and assets supporting New York Life's insurance liabilities are sensitive to changing market factors. Disruptions and volatility in individual market sectors within New York Life's investment portfolio could result in significant realized and unrealized losses. Global market factors, including interest rates, credit spreads, equity prices, real estate markets, foreign currency exchange rates, oil prices, consumer spending, business investment, government spending, the volatility and strength of the capital markets, deflation and inflation, liquidity and solvency concerns relating to the banking system and regulatory action in response thereto by federal, state or foreign regulators, and government actions taken in response to any of these factors, could all affect the business and economic environment and, ultimately, the profitability of New York Life's business. Disruptions in one market or asset class can also spread to other markets or asset classes. Upheavals in the financial markets could also affect New York Life's financial condition (including its liquidity and capital levels) to the extent that significant liabilities mature at a time when financial markets are unsettled.

Upheavals in the financial markets can also affect New York Life's business through their effects on general levels of economic activity, employment and customer behavior. In an economic downturn, characterized by higher unemployment, lower family incomes, lower corporate earnings, lower business investment and lower consumer spending, the demand for insurance products and financial products may be adversely affected. In addition, weak equity market performance could adversely affect sales of variable annuities, mutual funds and investment management products, cause potential purchasers of such products to refrain from making new or additional investments in such products and cause current investors to withdraw from the market or reduce their rates of ongoing investment.

Disruptions in various real estate markets and sectors can have an adverse effect on New York Life because a portion of New York Life's investment portfolio is linked to real estate, including mortgage loans, mortgage-backed securities and equity real estate investments. For example, the commercial office sector faces significant challenges and an uncertain outlook. Remote work trends and hybrid work schedules, as well as existing and expanding environmental laws and regulations, pose a challenge to the performance of older office buildings. The impact varies widely by market, property and tenant. As a result, the commercial office sector is suffering from stagnant net operating income and an oversupply of lease and sublease space in the market leading to negative net absorption and increased vacancy. These headwinds are not only impacting equity real estate investments but also commercial mortgages. Although New York Life manages credit risk and market valuation risk in its real estate-related investments through geographic, property type and product type diversification and asset allocation, economic conditions in the real estate sector will continue to influence, and may adversely impact, the performance of these investments.

New York Life's revenues and net investment income are likely to come under pressure in periods of uncertain financial market conditions. See "—New York Life Is Exposed to Significant Financial and Capital Market Risks Which May Adversely Affect Its Business, Results of Operations and Financial Condition, " and "—The Occurrence of Natural or Man-Made Disasters Could Adversely Affect New York Life's Operations, Results of Operations and Financial Condition."

New York Life Is Exposed to Significant Financial and Capital Markets Risks Which May Adversely Affect Its Business, Results of Operations and Financial Condition.

New York Life is exposed to significant financial and capital markets risks, including changes in interest rates, credit spreads, equity prices, bond indices, real estate markets, market volatility, global economic performance in general, and the performance of specific obligors, including government securities included in its investment portfolio and other factors outside New York Life's control, including:

Interest Rate Risk

Fluctuations in interest rates can affect the profitability of New York Life's life insurance and annuity businesses, which are predominantly spread-based businesses. The income from certain New York Life insurance and annuity products is derived from the "spread" between the crediting rate New York Life is required to pay under policies and contracts and the rate of return New York Life is able to earn on its general account investments supporting such policies and contracts.

Periods of high or increasing interest rates have the potential to negatively affect New York Life's profitability. In periods of increasing interest rates, life insurance policy loans, surrenders and withdrawals may increase as policyholders seek investments with higher perceived returns. This could result in cash outflows requiring New York Life to sell invested assets at a time when the prices of those assets are adversely affected by the increase in market interest rates, which could cause New York Life to suffer realized investment losses. When interest rates rise, such as in inflationary periods, New York Life may also face competitive pressure to increase crediting rates on its life insurance and annuity contracts. Such changes in New York Life's crediting rates may occur more quickly than corresponding changes to the rates New York Life earns on its general account investments, thereby reducing its spreads in respect of such contracts. In addition, an increase in interest rates accompanied by unexpected extensions of certain lower yielding investments could result in a decline in New York Life's profitability. An increase in interest rates would also adversely affect the fair values of the fixed income securities in New York Life's investment portfolio.

The interest rate environment may continue to cause New York Life's interest maintenance reserve ("**IMR**") balance to be negative because of sales of fixed income securities at a capital loss, as well as capital losses generated on the termination of derivatives used to hedge interest rate risk. Previous statutory accounting guidance required the non-admittance of negative IMR, which could cause an insurer's surplus and financial strength to be misrepresented in its statutory financial statements due to a lower surplus balance and RBC ratio. On August 13, 2023, the NAIC adopted an interim solution with regard to the treatment of an insurer's negative IMR balance. The interim statutory accounting guidance, effective until December 31, 2025, permits an insurer with a company action level risk-based capital ("**RBC**") ratio greater than 150% (or an authorized control level RBC ratio greater than 300%) to admit negative IMR up to 10% of its general account capital and surplus, subject to certain restrictions and adjustments. The NAIC is developing a permanent solution for this issue.

During periods of low or declining interest rates, as cash becomes available from premiums on life insurance and annuity policies, from maturity, redemption or sale of existing securities or from other sources, the yield on the new investments may be lower than that on existing investments, thus lowering the average yield New York Life earns on its investment portfolio. Periods of low or declining interest rates have the potential to negatively affect New York Life's profitability in the following principal ways:

- New York Life is contractually obligated to credit a fixed minimum rate of interest on almost all of its life insurance and annuity policies and therefore may earn less investment spread than was originally targeted at the pricing of a policy. Should yields on new investments decline to levels below these guaranteed minimum rates for a long enough period, New York Life may be required to credit interest to policyholders at a higher rate than the rate of return it earns on its portfolio of investments supporting those products, thus generating losses. If a low interest rate environment were to continue for an extended period of time, New York Life's future prospects could be adversely affected.

- A lower portfolio rate restricts New York Life's ability to maintain its investment spread since competitive pressure and the need to satisfy policyholder expectations constrain how much New York Life can reduce rates credited to policyholder funds to compensate for declines in its portfolio rate.

Accordingly, low or declining interest rates may materially affect New York Life's results of operations, financial position and cash flows and significantly reduce its profitability.

Credit Risk

New York Life may realize losses on bonds held in its investment portfolio arising from defaults and impairments of bonds considered to be other-than-temporary, including as a result of exposure to bonds of financial institutions which themselves have significant exposure to counterparties suffering economic difficulties. New York Life may also realize losses on delinquencies or defaults in its commercial loan portfolio.

Equity Risks

The value of New York Life's unaffiliated common and preferred stock portfolio and other equity investments could experience declines as a result of difficult conditions in the global capital markets and the economy. A portion of these investments in limited partnerships and other invested assets have underlying private equity characteristics.

In addition, because the revenues of New York Life's investment management businesses are to a large extent based on fees related to the value of assets under management, declines in equity and other capital markets could reduce such values and therefore reduce fee revenues. As different investment styles move in or out of favor and performance fluctuates, these businesses may experience asset outflows which would also reduce fee revenue.

Equity declines may also increase the exposure of New York Life and its wholly-owned subsidiary New York Life Insurance and Annuity Corporation ("**NYLIAC**") to losses from annuity products that have guaranteed minimum benefits.

Fluctuations in Credit Spreads

New York Life's exposure to credit spreads primarily relates to market price and cash flow variability associated with changes in credit spreads. A widening of credit spreads would reduce the value of New York Life's bond portfolio. Such widening of credit spreads, to the extent it reflects actual deterioration of credit quality, could result in higher other-than-temporary impairments ("**OTTI**"). Credit spread tightening would reduce net investment income associated with new purchases of fixed income securities.

Regulatory Developments Could Adversely Affect New York Life's Business.

New York Life's insurance business is subject to comprehensive state regulation and supervision throughout the U.S. New York Life is also affected by federal legislation and administrative policies in areas such as securities laws, employee benefit plan regulation, financial services regulations and taxation. Changes in laws or regulations or the interpretation thereof could significantly increase New York Life's compliance costs and tax expenses and reduce its profitability. Failure to comply with applicable regulations may expose New York Life to significant penalties and reputational damage.

Insurance Regulation. New York Life and its U.S. insurance subsidiaries are subject to comprehensive state regulation and supervision throughout the United States. State laws in the United States grant insurance regulatory authorities broad administrative powers with respect to, among other things, licensing companies and agents to transact business, calculating the value of assets to determine compliance with statutory requirements, mandating certain insurance benefits, regulating certain premium rates, reviewing and approving policy forms, regulating unfair trade and claims practices, including restrictions on marketing and sales practices, distribution agreements and payments of inducements, requiring the implementation of privacy, data protection and cybersecurity measures, establishing and revising statutory reserve requirements and solvency standards, fixing maximum interest rates on life insurance policy loans and minimum rates for accumulation of surrender values, approving future rate increases, restricting various transactions between affiliates, and regulating the types, amounts and valuation of investments.

From time to time, regulators raise issues during examinations or audits that could, if determined adversely, have a material impact on New York Life. New York Life cannot predict whether or when regulatory actions may be taken that could adversely affect its operations.

In addition, changes to existing laws and regulations may impose further regulatory burdens on insurers. State insurance regulators and state legislatures frequently reexamine existing laws and regulations, and the NAIC proposes and periodically updates model laws and regulations for consideration by the states. New or modified laws and regulations may increase compliance costs and, in some cases, adversely affect an insurer's operations. For example, the NYSDFS has adopted regulations that implement a "best interest" standard for the sale of life insurance and annuity products in New York. The regulations require a consumer's best interest, and not the financial interests of a producer or insurer, to serve as the basis for a producer's recommendation as to any transaction involving a life insurance or annuity product. The NAIC has also taken actions in this area, amending the Suitability in Annuity Transactions Model Regulation ("**SAT Model Regulation**") in 2020 to include a "best interest" standard for the sale of annuities. The amended SAT Model Regulation has been adopted in a majority of states, including Delaware where NYLIAC is domiciled, and additional states may adopt it in the future. These regulations, where enacted, will increase compliance costs and may have adverse effects on sales of certain of New York Life's products.

State regulators, such as the NYSDFS, also regularly review and update their statutory reserve and risk-based capital requirements. Changes to these requirements may increase the amount of reserves and capital that New York Life and its U.S. insurance subsidiaries are required to hold. Moreover, the NAIC continues to implement a principle-based reserving ("**PBR**") approach for the calculation of insurance reserves for life insurance and annuity products. Under a PBR framework, statutory reserves for new business reflect a combination of company experience and prescribed assumptions and methodologies. In recent years, the PBR framework has been implemented for life insurance and variable annuities, including in New York, and regulators plan to implement a PBR framework for non-variable annuities with a three-year transition period beginning in 2026. The ultimate financial impact from PBR on New York Life is uncertain, but could result in more volatile and less predictable reserve and capital levels for these products.

Assessments are levied against New York Life and its U.S. insurance subsidiaries as a result of mandatory participation in various types of state guaranty associations. The amounts of such assessments are highly unpredictable and could increase significantly if there is an increase in the number or size of insurance companies which become insolvent or subject to rehabilitation or if the laws governing assessments change.

U.S. Federal Regulation Affecting Insurance. Federal initiatives often have an impact on New York Life's life insurance business in several areas, including regulation of financial services, securities and derivatives markets, anti-money laundering and taxation. In addition, the Federal Insurance Office ("**FIO**") has the authority to monitor all aspects of the insurance industry, including to identify gaps in regulation that could pose systemic risks, and to develop federal policy on prudential international insurance matters, including by participating in the negotiation of international insurance agreements with foreign regulators on behalf of the United States. Congress and federal regulatory authorities from time to time propose new forms of regulation that directly or indirectly affect the insurance industry and could adversely affect New York Life's business.

Securities Regulation. Certain insurance policies and annuity contracts offered by NYLIAC, and all of the mutual funds and municipal fund securities (interests in college savings plans established pursuant to Section 529 of the Code) offered by certain subsidiaries of New York Life, are subject to regulation under the federal securities laws administered by the SEC. These products may also be subject to the rules of the Financial Industry Regulatory Authority ("**FINRA**"), a securities self-regulatory organization, as well as certain state securities laws applicable to the broker-dealers affiliated with New York Life that participate in the distribution of these products. Investment management products offered by certain subsidiaries of New York Life that operate outside the U.S. are subject to regulation under the securities laws of the jurisdictions in which they operate. The SEC, FINRA and state and foreign securities regulators also regulate aspects of the securities-related business of subsidiaries of New York Life that provide securities brokerage services or investment advisory services or conduct other securities-related activities.

Securities laws and regulations are primarily intended to protect investors in the securities market and generally confer broad supervisory powers on the regulators, including the power to limit or restrict the conduct of business for failure to comply with such laws and regulations. If a regulator determines that a New York Life subsidiary has failed to comply with applicable laws and regulations, its securities-related business could be adversely affected. In addition, federal, state and foreign governments and securities regulators often make changes to existing laws or regulations, which can impact the Company's business. For example, the SEC adopted Regulation Best Interest in 2020, which requires broker-dealers and their representatives to act in the best interest of retail customers when making recommendations regarding the variable products and other securities products offered by New York Life or its subsidiaries, without putting their own financial or other interests ahead of retail customers' interests. Similarly, several state regulators and legislatures have proposed measures that would make broker-dealers, sales agents and investment advisers and their representatives subject to a fiduciary duty when providing products and services to customers, including pension plans and Individual Retirement Accounts ("**IRAs**"). Changes in the securities laws and regulations, or the interpretation thereof, applicable to the products and services offered by New York Life and its subsidiaries could significantly increase compliance costs and/or negatively impact the distribution of those products and services.

Federal legislation and administrative policies in other areas, including employee benefit plan and IRA regulation, could significantly affect the insurance industry and the costs faced by its participants. The U.S. Department of Labor ("**DOL**") issued new regulations in April 2024 (the "**DOL Regulations**") that substantially expand the definition of "investment advice fiduciary" under the Employee Retirement Income Security Act of 1974, as amended ("**ERISA**"), and the Code. The definition broadens the circumstances under which New York Life and its sales personnel, such as agents and registered representatives, in providing investment advice with respect to employee pension and welfare benefit plans subject to ERISA and IRAs and other plans subject to Section 4975 of the Code, including rollovers from ERISA retirement plans to IRAs, IRA-to-IRA rollovers, and plan-to-plan rollovers, could be deemed to be fiduciaries under ERISA or the Code.

The DOL also amended existing prohibited transaction exemptions ("**PTEs"),** including PTE 2020-02, PTE 84-24, and other PTEs on which financial services providers – including insurance companies and distributors of insurance and other financial products – rely when advising ERISA pension and welfare plans and IRAs. Among other things, these amendments apply additional disclosure and other requirements to, and increase fiduciary requirements and fiduciary liability exposure in respect of, transactions involving ERISA pension and welfare plans, plan participants and IRAs.

The effective date of the DOL Regulations and PTE amendments was September 23, 2024, with a one-year transition period for certain requirements under the PTEs. However, two federal district courts issued national stays on the effective date of the DOL Regulations and the amendments to the existing PTEs. The DOL initially appealed these decisions, but has since paused its appeals to allow the new administration and new DOL officials sufficient time to familiarize themselves with these cases and determine how to proceed. New York Life cannot predict when or whether the DOL Regulations and PTE amendments will go into effect, and if so, any impact on the products and services it makes available in the ERISA plan and IRA marketplace at that time.

Regulation of Cybersecurity, Data Protection and Privacy and the Use of Artificial Intelligence. Cybersecurity, data protection and data privacy have come under increased scrutiny by legislators and regulatory authorities. Under the cybersecurity regulation adopted by the NYSDFS, New York Life must maintain a cybersecurity program designed to identify and address its cybersecurity risks and protect consumers' private data. In November 2023, the NYSDFS adopted amendments to the cybersecurity regulation to require the implementation of new reporting, governance and oversight measures, enhanced technical safeguards, and mandate notification to NYSDFS in the event that a covered entity makes a cyber-ransom payment. In addition, the NAIC's Insurance Data Security Model Law (the "**Data Security Model Law**") has been enacted in more than 25 jurisdictions, including Delaware where NYLIAC is domiciled. The Data Security Model Law provides standards for data security, governance, risk management, and for the investigation, and notification to state insurance regulators, of cybersecurity events involving unauthorized access to, or the misuse of, certain nonpublic information. State laws based on the Data Security Model Law may impose significant new regulatory burdens intended to protect the confidentiality, integrity and availability of information systems and the sensitive or nonpublic information stored on such systems. New York Life cannot predict how many other states will also enact the Data Security Model Law, or in what form or when.

Several states have enacted or are considering comprehensive privacy legislation that may apply to some extent to New York Life's operations in those states. For example, California law requires companies doing business in the state, including New York Life, to comply with enhanced privacy protections for California residents whose data such companies collect, and also provides California residents whose data is disclosed in a data breach with a private right of action against the companies who collected their data. Similar laws have been adopted or have been proposed in other states, and if or where passed, such laws may have potentially conflicting requirements that would make compliance challenging. However, several of these state laws include broad, entity-wide or data-wide exemptions for financial institutions that are subject to privacy protections in the Gramm-Leach-Bliley Act or similar, state financial privacy laws.

In addition, New York Life's investment management subsidiaries operating in foreign jurisdictions are subject to local privacy regulations, including the General Data Protection Regulation in the EU and similar regulations in the U.K. and elsewhere, and the SEC has recently proposed rules on cybersecurity risk management that would apply to SEC-registered investment advisers and funds, including certain of New York Life's subsidiaries.

The NAIC and state insurance regulators have been focused on addressing unfair discrimination in the use of consumer data and technology, and certain states have enacted or are considering anti-discrimination legislation and guidance that may apply to some extent to New York Life's operations in those states. For example, Colorado law prohibits insurers from using external consumer data and information sources ("**ECDIS**"), as well as algorithms or predictive models that use ECDIS, in a way that unfairly discriminates based on protected classes. Effective November 2023, Colorado adopted a regulation requiring life insurers to implement a governance and risk management framework for the use of artificial intelligence, machine learning and other technologies that utilize ECDIS. It is expected that Colorado will also promulgate testing regulations for the use of artificial intelligence, machine learning and other technologies that utilize ECDIS. Similarly, in 2024, the NYSDFS issued a circular letter setting forth fairness principles, transparency requirements, and governance and risk management responsibilities for insurers concerning the use of artificial intelligence systems and ECDIS in the underwriting and pricing of life insurance and annuity products. In addition, in December 2023, the NAIC adopted the *Model Bulletin on the Use of Artificial Intelligence Systems by Insurers* which outlines how state insurance regulators that adopt the bulletin will exercise their existing statutory authority to govern the development, acquisition and use of artificial intelligence technologies, as well as the types of information and documentation that departments may request during an investigation or examination of an insurer in relation to artificial intelligence systems. At least twenty-three states have adopted bulletins in a substantively similar form to the NAIC's model.

These laws and regulations, and new or modified laws, regulations and guidance that may be adopted in the future, may increase New York Life's compliance costs and reduce its profitability. In addition, failure to comply with these regulations may lead to reputational damage, fines and increased regulatory scrutiny, or litigation.

Adverse Capital and Credit Market Conditions May Significantly Affect New York Life's Ability to Meet Liquidity Needs or Access Capital, as well as Affect New York Life's Cost of Capital.

The capital and credit markets may be subject to periods of extreme volatility and disruption, which have at times severely limited the availability of credit. New York Life needs liquidity to pay benefits and other operating expenses, provide its subsidiaries with funds to meet their business needs and to support growth, and to repay certain maturing liabilities.

If New York Life were to need access to additional financing for any reason at a time of volatility or disruption in the capital and credit markets, its ability to obtain such financing could be limited and the cost of any such financing could be significant. New York Life's access to financing depends on a variety of factors such as market conditions, regulatory conditions, the availability of credit to New York Life and the life insurance industry generally, volume of trading activities and New York Life's credit ratings and credit capacity. Similarly, New York Life's access to funds could be adversely affected if regulatory authorities or rating agencies took negative actions against it, such as a ratings downgrade. If a combination of these factors were to occur, New York Life might not be able to successfully obtain additional financing on favorable terms, or at all.

Some of New York Life's Investments Are Relatively Illiquid or Are in Asset Classes That Have Experienced Significant Market Valuation Fluctuations.

New York Life holds certain investments that lack liquidity, such as privately placed fixed income securities and loans; equity real estate; and private equity and other limited partnership interests. If New York Life were to require significant amounts of cash on short notice in excess of cash on hand and liquid investments, New York Life could have difficulty selling these investments in a timely manner or be forced to sell them for less than it otherwise would have been able to realize, or both.

New York Life also holds certain investments in asset classes that are liquid but have in the past experienced significant market fluctuations, such as mortgage-backed and other asset-backed securities. The reported value of New York Life's relatively illiquid types of investments, its investments in the asset classes described above and, at times, its high quality, generally liquid asset classes, do not necessarily reflect the price that New York Life would realize upon the sale of the asset. If New York Life were forced to sell certain of its assets in a volatile or illiquid market, market prices may be lower than New York Life's carrying value in such investments. This could result in realized losses which could have a material adverse effect on New York Life's net income and financial position.

New York Life Faces Significant Competition.

New York Life faces significant competition in its insurance and investment management businesses. New York Life's ability to compete is based on a number of factors, including product features, investment performance, service, price, distribution capabilities, scale, commission structure, name recognition and financial strength ratings. A decline in New York Life's competitive position as to one or more of these factors could adversely affect its profitability. The nature of New York Life's businesses means that actual and potential competitors include a large number of insurance companies, mutual fund companies, banks and investment management firms. Industry consolidation, including acquisitions of insurance and other financial services companies in the United States by multinational companies, could result in larger competitors with strong financial resources, marketing and distribution capabilities and brand identities. Outside the U.S., New York Life's subsidiaries compete against established local and international participants. These competitive pressures could result in increased pressure on the pricing of the Company's products and services, and could harm its ability to maintain or increase profitability.

New York Life's career agency force is the primary means by which it distributes life insurance and annuity products. In order to continue increasing life insurance and annuity sales, New York Life must attract, develop and retain those who are or can be productive career agents. Competition exists among insurers for sales representatives with such skills. New York Life and its U.S. insurance subsidiaries compete with other insurers for sales representatives primarily on the basis of their financial condition, support services and compensation and product features. New York Life's ability to maintain sales growth also depends on its ability to have continued success in its alternative distribution channels. Distributors are generally free to sell products from whichever providers they wish, which makes it important for New York Life to continually offer distributors products and services they find attractive. If New York Life is unable to attract and retain these agents and maintain these distribution channels, its ability to grow its business and generate revenues from sales would suffer.

In addition, societal changes and technological innovation may lead to changes in customers' preferences as to how they want to interact with, and the types of products they want to purchase from, New York Life. The COVID-19 pandemic accelerated the pace of some of these changes, particularly with regard to the way customers interact with agents. New York Life may need to adapt its distribution channels, customer service model or product offerings to accommodate evolving customer preferences. Implementing these changes may require significant expenditures. To the extent competitors are more successful at adapting to technological changes and evolving customer preferences, New York Life's competitive position and profitability may be adversely impacted.

Downgrades or Potential Downgrades in New York Life's Ratings Could Harm Its Competitive Position in the Life Insurance Market and Could Adversely Impact an Investment in the Notes.

Nationally recognized statistical rating organizations ("**NRSROs**"), such as AM Best Company ("**AM Best**"), Fitch, Moody's and S&P, publish financial strength/claims paying ability ratings on life insurance companies, including New York Life, based on their evaluations of an insurance company's ability to meet its financial obligations. These ratings indicate an NRSRO's view of an insurance company's ability to meet its obligations to its insureds. NRSROs also assign credit ratings to New York Life's debt securities and surplus notes. Credit ratings are indicators of a debt issuer's ability to meet the terms of debt obligations in a timely manner, and are important factors in a company's overall funding profile and ability to access external capital.

In certain of New York Life's markets, ratings are an important competitive factor. NRSROs continue to review the financial performance and condition of life insurers, including New York Life. A significant downgrade in New York Life's ratings, or the potential for such a downgrade, could adversely affect its competitive position in the life insurance market and increase its cost of funds.

New York Life cannot predict what actions rating agencies may take in the future that could adversely affect its business. As with other companies in the financial services industry, New York Life's financial strength/ claims paying ability ratings and ratings of New York Life's debt securities and outstanding surplus notes could be downgraded at any time and without any notice by any NRSRO and there can be no assurance that a rating will be maintained for any given period of time or that a rating will not be lowered or withdrawn in its entirety. In addition, it is possible that the NRSROs may change the benchmarks they use to analyze capital, liquidity, earnings and other factors that are critical to the assignment of a particular rating.

Although New York Life's ratings are not ratings of the Notes offered hereby, a downgrade of New York Life's ratings would most likely result in a corresponding downgrade of ratings of any outstanding Series of Notes. In addition, any downgrade or potential downgrade in the ratings assigned to the Notes or to New York Life's ratings in general could adversely impact the trading prices of, and the liquidity of any market for, the Notes.

The Amount of Statutory Capital that New York Life Must Hold is Sensitive to a Number of Factors Outside of its Control, Including Equity Market and Credit Market Conditions.

New York Life conducts its insurance business directly and through licensed insurance company subsidiaries. Insurance regulators and the NAIC prescribe accounting standards and statutory capital and reserve requirements for New York Life and its U.S. insurance company subsidiaries. The NAIC has established regulations that provide minimum capitalization requirements based on RBC formulas for life insurance companies that are a function of asset, insurance business, interest rate and operational and management risks.

In any particular year, statutory surplus amounts and RBC ratios may increase or decrease depending on a variety of factors, including the amount of statutory income or losses generated by New York Life (which itself is sensitive to equity market and credit market conditions), the amount of additional capital it must hold to support its business growth, changes in equity market levels, the value of certain fixed-income and equity securities in its investment portfolio, the value of certain derivative instruments and changes in interest rates and foreign currency exchange rates, as well as changes to the NAIC RBC formulas. These factors are outside of New York Life's control. Increases in the amount of required statutory reserves reduce the statutory capital used in calculating New York Life's RBC ratios. In addition, in extreme scenarios of equity market declines, the amount of additional statutory reserves that NYLIAC is required to hold for its variable annuity guarantees would increase, which would decrease NYLIAC's, and therefore New York Life's, statutory surplus. New York Life's statutory surplus and RBC ratios have a significant influence on its financial strength/claims paying ability ratings.

The NAIC, the FIO and the Board of Governors of the Federal Reserve System (the "**Federal Reserve Board**"), as well as international insurance regulators at the International Association of Insurance Supervisors ("**IAIS**"), have developed group capital standards and assessment methodologies. In November 2019, the IAIS adopted a global framework for the supervision of internationally active insurance groups which includes a risk-based, group-wide global insurance capital standard ("**ICS**") that underwent a five-year monitoring period from 2020 to 2024 and may begin to be implemented by IAIS member regulators in their domestic insurance laws. In 2020, the NAIC developed a group capital calculation tool ("**GCC**") using an RBC aggregation methodology for all entities within an insurance holding company system, including non-U.S. entities. The goal of the GCC is to provide U.S. regulators with a method to aggregate the available capital and the minimum capital of each entity in a group in a way that applies to all companies regardless of their structure. Concerns remain about how the ICS will interact with existing U.S. capital requirements and the NAIC's development of the GCC. New York Life cannot predict what impact these proposed capital standards may have on its operations. It is possible that New York Life or its affiliates may be required to hold additional capital, which may adversely affect its operations. It is also possible that new capital standards could have a disparate impact on New York Life or other insurance groups based on arbitrary factors like corporate structure or the use or non-use of affiliate reinsurance, potentially harming New York Life's competitive position.

To the extent that New York Life's statutory capital resources are deemed to be insufficient to maintain a particular rating by one or more NRSROs, it may seek to improve its capital position, including through operational changes and potentially seeking outside capital. If New York Life is not able to improve its capital position in such a scenario for any reason, any ratings downgrade that followed could have a material and adverse effect on New York Life's business, results of operations, financial condition and liquidity.

The Determination of the Amount of Allowances and Impairments Taken on New York Life's Investments Is Subjective and Could Materially Impact Its Results of Operations or Financial Condition.

The determination of the amount of allowances and impairments of investments varies by investment type and is based upon New York Life's periodic evaluation and assessment of risks associated with the respective asset class. Such evaluations and assessments are revised as conditions change and new information becomes available. Management updates its evaluations quarterly and reflects changes in allowances and impairments in operations as such evaluations are revised. There can be no assurance that New York Life's management's best estimate reflects actual losses that New York Life will ultimately incur on these investments. Furthermore, additional impairments may need to be taken or allowances provided for in the future. Historical trends may not be indicative of future impairments or allowances.

For example, the cost of New York Life's fixed income and equity securities is adjusted for impairments deemed to be other-than-temporary that are charged to earnings in the period in which the determination is made. The assessment of whether impairments have occurred is based on management's case-by-case evaluation of the underlying reasons for the decline in fair value of a security. New York Life's management considers a wide range of factors about the security issuer and uses its best judgment in evaluating the cause of the decline in the estimated fair value of the security and in assessing the prospects for near-term recovery. Inherent in management's evaluation of the security are assumptions and estimates about the operations of the issuer and its future earnings potential. For further information regarding New York Life's impairment methodology, see "Management's Discussion and Analysis of Financial Condition and Results of Operations—New York Life's Investment Portfolio."

Losses Due to Defaults by, or Deteriorating Credit of, Others, Including Issuers of Investment Securities, Reinsurers and Derivative Instrument Counterparties, Could Adversely Affect the Value of New York Life's Investments, Results of Operations, Financial Condition or Liquidity.

Issuers or borrowers whose securities or loans are held by New York Life, customers, trading counterparties, counterparties under swaps and other derivative contracts, reinsurers, clearing agents, exchanges, clearing houses and other financial intermediaries and guarantors may default on their obligations to New York Life due to bankruptcy, insolvency, lack of liquidity, adverse economic conditions, operational failure or other reasons. Such defaults could have a material adverse effect on New York Life's results of operations, financial condition and liquidity. In addition, the underlying collateral supporting structured securities held by New York Life, including mortgage-backed securities, may deteriorate or default causing these structured securities to be defaulted.

New York Life uses reinsurance and derivative instruments to mitigate its risks in various circumstances and to hedge various business risks. Amounts that New York Life expects to collect under reinsurance and derivative contracts are subject to counterparty risk. New York Life's obligations are not changed by its risk mitigation activities, and defaults by reinsurers and derivative counterparties could have a material adverse effect on New York Life's financial condition and results of operations.

In addition, U.S. federal banking regulators have adopted regulations that require certain regulated banking institutions to include in certain derivatives, securities lending and other financial contracts, referred to as qualified financial contracts or "QFCs," terms that delay or restrict the rights of counterparties, such as New York Life, to terminate such contracts, foreclose on collateral or exercise other default rights in the event that the banking institution, or its affiliate, is subject to resolution or insolvency proceedings. It is possible that these requirements could adversely affect New York Life's ability to terminate existing derivatives and securities lending agreements or to realize amounts to be received under such agreements.

Deviations from Assumptions Regarding Future Mortality, Morbidity and Interest Rates Used in Calculating Reserve Amounts and Pricing New York Life's Products Could Have a Material Adverse Impact on Its Results of Operations or Financial Condition.

New York Life establishes and carries reserves to pay future policyholder benefits and claims. The process of calculating reserve amounts for an insurance organization involves the use of a number of estimates and assumptions, including those related to mortality (the incidence of death in a given time or place), morbidity (the incidence and severity of a disease or medical condition) and interest rates (the rates expected to be paid or received on financial instruments, including insurance or investment contracts). Since New York Life cannot precisely determine the amount or timing of actual future benefits and claims, actual results could differ significantly from those assumed. Deviations from one or more of these estimates and assumptions could have a material adverse effect on New York Life's results of operations or financial condition.

New York Life sets prices for many of its insurance and annuity products based upon expected claims and payment patterns, using assumptions for mortality, morbidity, persistency (how long a contract stays in force) and interest rates. In addition to the potential effect of natural or man-made disasters, such as the COVID-19 pandemic, significant increases in mortality or morbidity could emerge gradually over time, due to changes in the natural environment, the health habits of the insured population, effectiveness of treatment for disease or disability, or other factors. In addition, New York Life could fail to accurately provide for changes in other pricing assumptions, including changes in interest and inflation rates. Significant deviations in actual experience from New York Life's pricing assumptions could have a material adverse effect on the profitability of its products. New York Life's earnings are significantly influenced by the claims paid under its insurance contracts and will vary from period to period depending upon the amount of claims incurred. There is only limited predictability of claims experience within any given month or year. New York Life's future experience may not match its pricing assumptions or its past results. As a result of adverse experience, its results of operations and financial condition could be materially adversely affected.

Changes In New York Life's Assumptions Regarding the Discount Rate, Expected Rate of Return, Life Expectancy and Expected Increase in Compensation Used For New York Life's Pension and Other Postretirement Benefit Plans May Result In Increased Expenses and Reduce New York Life's Profitability.

New York Life determines its pension and other postretirement benefit plan costs based on assumed discount rates, expected rates of return on plan assets, life expectancy of plan participants and expected increases in compensation levels and trends in health care costs. Changes in these assumptions may result in increased expenses and reduce New York Life's profitability.

New York Life's Risk Management Policies and Procedures May Leave It Exposed to Unidentified or Unanticipated Risks, Which Could Negatively Affect New York Life's Business.

New York Life has devoted significant resources to develop and periodically update its risk management policies and procedures and expects to do so in the future. However, New York Life's policies and procedures to identify, monitor and manage risks may not be fully effective. Many of the methods used by New York Life to manage risk and exposures are based on the use of observed historical market behavior or statistics based on historical models. As a result, these methods may not predict future exposures, which could be significantly greater than the historical measures indicate. Other risk management methods depend on the evaluation of information regarding markets, clients, catastrophe occurrence or other matters that is publicly available or is otherwise accessible to New York Life, which may not always be accurate, complete, up-to-date or properly evaluated. Moreover, New York Life is subject to the risk of inadequate performance of contractual obligations by third-party vendors of products and services that are used in its businesses or to whom New York Life outsources certain business functions, as well as the risk of past or future misconduct by employees of its vendors and service providers, which could result in violations of law by New York Life, regulatory sanctions and/or reputational or financial harm. Management of operational, legal and regulatory risks requires, among other things, policies and procedures to record properly and verify a large number of transactions and events, and these policies and procedures may not always be fully effective.

New York Life's Requirements to Post Collateral or Make Payments Related to Declines in Market Value of Specified Assets Could Adversely Affect Its Liquidity and Expose it to Counterparty Credit Risk.

Many of New York Life's derivatives transactions with financial and other institutions specify the circumstances under which the parties are required to post collateral. In addition, under the terms of some of its transactions, New York Life may be required to make payments to New York Life's counterparties related to any decline in the market value of the specified assets. The amounts of collateral New York Life is required to post and the payments it may be required to make under these agreements may incrementally increase under certain circumstances. Such requirements could adversely affect New York Life's liquidity and expose it to counterparty credit risk.

New York Life's Securities Lending Program Subjects It to Potential Liquidity and Other Risks.

New York Life has a securities lending program whereby fixed income securities are loaned to third parties, primarily major brokerage firms and commercial banks. The borrowers of these securities provide New York Life with collateral, typically cash. New York Life separately manages this collateral and invests it in other securities, primarily U.S. Treasuries, U.S. government agency securities and mortgage-backed securities and highly rated corporate fixed income securities with short durations. Securities loaned under such transactions may be sold or repledged by the transferee.

As of December 31, 2024, all of the securities on loan under the program could be returned to New York Life by the borrowers, or called by New York Life, at any time. Returns of loaned securities would require New York Life to return the cash collateral associated with such loaned securities. In addition, in some cases, the maturity of the securities held as invested collateral (i.e., securities that New York Life has purchased with cash received from third parties) may exceed the term of the related securities loan and the market value may fall below the amount of cash received as collateral and invested. If New York Life is required to return significant amounts of cash collateral on short notice and it is forced to sell securities to meet the return obligation, it may have difficulty selling such collateral that is invested in securities in a timely manner, be forced to sell securities in a volatile or illiquid market for less than it otherwise would have been able to realize under normal market conditions, or both. New York Life seeks to mitigate these risks by limiting the size of its securities lending programs as well as maintaining relatively short maturities of assets involved under the program. Under stressful capital market and economic conditions, liquidity deteriorates broadly, which may further restrict New York Life's ability to sell securities.

The Occurrence of Natural or Man-Made Disasters Could Adversely Affect New York Life's Operations, Results of Operations and Financial Condition.

The occurrence of natural disasters, including hurricanes, floods, earthquakes, tsunamis, tornadoes, fires, explosions and pandemic disease, and man-made disasters, including acts of terrorism, war and other military actions, and governmental and non-governmental responses to any of the foregoing, could adversely affect New York Life's operations, results of operations or financial condition, by causing, among other things, losses in New York Life's investment portfolio due to significant volatility in global financial markets or the failure of counterparties to perform; changes in the rate of mortality, morbidity, claims, withdrawals, lapses and surrenders of existing policies and contracts, as well as sales of new policies and contracts; and disruption of New York Life's normal business operations due to catastrophic property damage, loss of life, or disruption of infrastructure, including communication and financial services.

There can be no assurance that New York Life's business continuation plans and insurance coverages would be effective in mitigating any negative effects on New York Life's operations or profitability in the event of such a disaster.

Moreover, climate change may increase the frequency and severity of certain natural disasters, and regulators may increasingly focus their examinations on how insurers manage climate-related risks. In 2021, the NYSDFS adopted regulations that require an insurance group to include climate change risk in its enterprise risk management function, and issued guidance regarding its expectations for New York domestic insurers related to the management of financial risks from climate change, including expectations that an insurer incorporate climate risk into its financial risk management, manage climate risk through its enterprise risk management functions, and incorporate the management of climate risk into its corporate governance structure at the group or insurer entity level. The NAIC is similarly developing guidance with respect to insurers' management of climate-related risks. Climate change may also affect the value of investments, including real estate investments, in New York Life's portfolio. New York Life cannot predict the long-term impacts on its business from climate change or related regulation.

Changes in Tax Laws and the Interpretation Thereof Could Adversely Affect New York Life's Business.

The U.S. and state, local and foreign jurisdictions in which New York Life operates consider from time to time legislation that could increase or change the manner of taxing the products New York Life sells and of calculating the amount of taxes paid by life insurance companies or other corporations, including New York Life. For example, the Inflation Reduction Act, enacted on August 16, 2022, included a number of tax-related provisions including a 15% corporate alternative minimum tax based on adjusted financial statement income that became effective on January 1, 2023. Changes to federal, state or other tax laws may affect the amount and timing of U.S. federal income taxes that New York Life pays in connection with its operations, including its foreign operations, as well as the attractiveness of certain of its products to its customers. New York Life cannot predict whether, or in what form, legislation implementing any potential changes or other legislation that could affect the taxes that New York Life pays or the tax treatment of its products, will ultimately be enacted or what the impact of any such legislation would be on its business or results from operations.

The attractiveness to New York Life's customers of many of its products is due, in part, to favorable tax treatment. Current federal income tax laws generally permit the tax-deferred accumulation of earnings on the premiums paid by the holders of annuities and life insurance products. Taxes, if any, are payable generally on income attributable to a distribution under the contract for the year in which the distribution is made. Death benefits under life insurance contracts may be received free of federal income tax. Congress from time to time considers legislation that could have the effect of reducing or eliminating the relative benefit of the deferral of taxation for New York Life's insurance, annuity and investment products. As a result, demand for certain of New York Life's products that offer income tax deferral could be negatively impacted. In addition, Congress has from time to time considered other legislation that would reduce or eliminate the benefits to policyholders of the deferral of taxation on the accretion of value within certain insurance products or otherwise affect the taxation of insurance products and insurance companies. To the extent that legislation is enacted in the future to reduce the tax deferred status of insurance or annuity products, limit the exclusion of death benefits from income, or reduce the taxation of competing products, all life insurance companies, including New York Life, could be materially adversely affected.

Congress has from time to time also considered material changes to the federal estate tax. The Tax Cuts and Jobs Act ("**Tax Reform**") enacted in late 2017, increased the tax exemption amount under the estate tax starting after December 31, 2017 and before January 1, 2026. This increased tax exemption amount will expire at the end of 2025, unless legislation is enacted that would extend current law. If this increased exemption amount expires, the exemption amount beginning in 2026 will be approximately one half of the 2025 amount. Any changes to the estate tax, and any potential future legislation that would repeal or further materially decrease the estate tax or materially reduce the number of estates subject to the estate tax, may adversely affect the sales of certain of New York Life's products.

In those jurisdictions in which New York Life does business, its taxes could increase as a result of the expiration of various Tax Reform provisions at the end of 2025, other changes in tax law and regulations or in the interpretation of applicable tax laws and regulations. Changes in corporate tax rates in any jurisdictions in which New York Life does business, including further changes to the U.S. corporate federal income tax rate, could affect the value of deferred tax assets and deferred tax liabilities. A reduction in the corporate tax rates would reduce the value of any net deferred tax assets included in New York Life's surplus. Furthermore, the value of deferred tax assets could be impacted by New York Life's future earnings levels. Conversely, any further changes in U.S. federal tax policy that result in an increase in corporate tax rates could result in lower after-tax earnings for New York Life.

Litigation and Regulatory Investigations May Result in Significant Financial Losses and Harm to New York Life's Reputation.

New York Life faces litigation and regulatory investigations and other actions in the ordinary course of operating its business, including the risk of individual and class action lawsuits relating to suitability, sales or underwriting practices, claims payments and procedures, product design, disclosure, administration, wage and hour, denial or delay of benefits and breaches of fiduciary or other duties. Plaintiffs in class action and other litigation against New York Life may seek substantial or unspecified compensatory and punitive damages, and the probability and amount of liability, if any, may remain unknown for substantial periods of time.

A substantial liability for a lawsuit judgment or a significant regulatory action against New York Life could have a material and adverse effect on its business, results of operations and financial condition. Moreover, even if New York Life ultimately prevails in the litigation, regulatory action or investigation, it still could suffer significant harm to its reputation, which could have a material adverse effect on its business, results of operations and financial condition, including its ability to attract new customers, retain current customers and recruit and retain employees and agents.

New York Life's International Business Faces Political, Legal, Operational, Tax and Other Risks that Could Negatively Impact Its Results of Operations.

Certain of New York Life's investment management subsidiaries have operations in markets outside the United States. Seguros Monterrey New York Life, S.A. de C.V. ("**Seguros Monterrey**"), an insurance subsidiary of New York Life, operates in Mexico. These operations are subject to regulation and supervision by the applicable financial services regulatory authority in the jurisdictions in which they operate, and they face certain political, legal, operating, tax and other risks generally not encountered in New York Life's U.S. operations. New York Life faces the risk of discriminatory regulation, nationalization or expropriation of assets, price controls and exchange controls or other restrictions that could prevent it from transferring funds from these operations out of the countries in which they operate or converting local currencies into U.S. dollars or other currencies. In addition, New York Life relies on local staff, including sales forces, in these countries and may encounter labor problems resulting from workers' associations, trade unions and protective labor laws in some countries.

New York Life's operations outside the U.S. are subject to foreign currency translation risk whereby the assets and liabilities of the operations are held in currencies other than the U.S. dollar. In Mexico, Seguros Monterrey sells U.S. dollar denominated products, which subjects it to foreign exchange risk. For example, when the foreign currency weakens, the cost of such products generally increases and may result in reduced sales volume and higher policy surrenders. In addition, New York Life's investment management business is subject to foreign exchange risk through its international operations and may be impacted by movements in currency exchange rates. These risks can adversely impact both the financial condition and results of operations of New York Life.

New York Life's international businesses are also subject to the risk of changes in laws and regulations or the interpretation thereof in those jurisdictions in which they conduct business. Any such change could have an adverse effect on these businesses and on New York Life. For instance, the U.K. has ceased to be a member of the EU and is no longer subject to EU law. The relationship between the U.K. and the EU is now governed by the terms and conditions of a Trade and Cooperation Agreement. New York Life's investment management operations include EU entities that do business in the U.K., and U.K. entities that do business in EU countries. These entities may face increased legal and regulatory challenges in conducting their cross-border business due to the U.K.'s withdrawal from the EU and uncertainties related to the evolving relationship between the U.K. and the EU.

A Computer System Failure or Information Security Breach Could Disrupt New York Life's Business, Damage its Reputation and Adversely Impact Its Profitability.

New York Life is highly dependent on computer systems to conduct its business, including for customer service, marketing and sales activities, customer relationship management and the production of financial statements. While New York Life has policies, procedures, automation and backup plans and facilities designed to prevent or limit the effect of failure, its computer systems may be vulnerable to disruptions or breaches as the result of natural disasters, man-made disasters, actions of employees or third-party service providers (whether due to human error or misconduct), criminal activity including ransomware attacks, or other events beyond its control. Moreover, New York Life's computer systems have been, and will likely continue to be, subject to computer viruses or other malicious code, attempts at unauthorized access, cyber-attacks or other computer-related penetrations. The proliferation of emerging technologies, including artificial intelligence, which could be used by malicious actors to commit financial fraud, create sophisticated phishing attacks or bypass information security measures, increase New York Life's information security risks and exposure. The failure of New York Life's computer systems for any reason could disrupt its operations, result in the loss of customer business and reputational harm, adversely impact its profitability, and subject it to regulatory scrutiny.

New York Life retains confidential information on its computer systems, including customer information and proprietary business information. While New York Life has established multiple administrative and technical controls to reduce the risk of cyber-incidents and protect its information technology, in the current environment there can be no guaranty that any set of controls or technical measures will prevent security breaches or assure that any such breach would be detected immediately. Any compromise of the security of New York Life's computer systems that results in the disclosure of personally identifiable customer information could damage New York Life's reputation, expose New York Life to litigation, increase regulatory scrutiny and require it to incur significant technical, legal and other expenses.

New York Life conducts due diligence, negotiates contractual provisions and, in many cases, conducts periodic reviews of its vendors and other third parties that provide operational or information technology services to it to confirm compliance with New York Life's information security standards. However, the failure of the computer systems or information security measures of such third parties or their disaster recovery plans for any reason could cause significant interruptions in New York Life's operations and result in a failure to maintain the confidentiality, integrity or availability of sensitive data, including personal information relating to customers. Such a failure could harm New York Life's reputation, subject it to litigation and increased regulatory scrutiny, require it to incur increased expenses and otherwise adversely affect its business.

DOCUMENTS AVAILABLE

For the life of the Program and for as long as Notes are listed on the Official List of Euronext Dublin and admitted to trading on the GEM, upon request the Issuer will provide to each person to whom a copy of this Offering Memorandum has been delivered without charge copies of the following documents:

(i) this Offering Memorandum;

(ii) the Indenture, each Series Indenture, the Trust Agreement, each Series Trust Agreement and the Certificate of Trust (all as defined herein);

(iii) the Charter and By-Laws of New York Life;

(iv) the Statutory Financial Statements and all audited statutory financial statements of New York Life (including any notes thereto) filed with the NYSDFS after the date hereof;

(v) all annual unaudited statutory financial statements of New York Life (including any notes, schedules and supplements thereto) filed with the NYSDFS after the date hereof;

(vi) all quarterly unaudited statutory financial statements of New York Life (including any notes and schedules thereto) filed with the NYSDFS after the date hereof;

(vii) any amendments and supplements to this Offering Memorandum that remain in effect at the time of the offering of the Series of Notes and which have not been modified or superseded by any other amendment, supplement or document incorporated by reference in this Offering Memorandum;

(viii) all reports, letters, and other documents, historical financial information, valuations and statements prepared by any expert at the Issuer's request any part of which is included or referred to in the registration document;

(ix) all financial statements of the Issuer generally and with respect to the applicable Series of the Issuer prepared after the date hereof, if any;

(x) a copy of each Funding Agreement relating to any Series of Notes listed on any securities exchange (provided, that, with respect to the offering of any Series of Notes not listed on any securities exchange, a copy of each Funding Agreement relating to such Series of Notes will be available for inspection and can be obtained free of charge by a holder of any Notes of such Series); and

(xi) all amendments and supplements to this Offering Memorandum and each Pricing Supplement relating to any Series of Notes listed on any securities exchange prepared by the Issuer from time to time (provided, that, with respect to the offering of any Series of Notes not listed on any securities exchange, a copy of each Pricing Supplement relating to such Series of Notes will be available for inspection and can be obtained free of charge by a holder of any Notes of such Series).

Copies of such documents may also be inspected during normal business hours at the office of the Issuer located at c/o Wilmington Trust Company, Rodney Square North, 1100 North Market Street, Wilmington, DE 19890. In addition, physical copies of such documents will be available free of charge from the principal office of the relevant Paying Agent(s).

The Issuer extends to each investor the opportunity, prior to the consummation of the sale of any Notes, to ask questions of, and receive answers from, the Issuer concerning the Issuer, any Series of the Issuer, the Notes, the Series Collateral, New York Life and the terms and conditions of the Program, and to obtain any further information it may consider necessary in making an informed investment decision or in order to verify the information set forth herein, to the extent the Issuer possesses the same or can acquire such information without unreasonable effort or expense.

The Issuer is not subject to the reporting requirements of the Securities Exchange Act of 1934, as amended (the "**Exchange Act**"). The Issuer has agreed that, at any time while the Notes are outstanding, it will furnish the holders of Notes and prospective purchasers designated by such holders, upon request, the information required to be delivered pursuant to Rule 144A(d)(4) under the Securities Act.

Requests for available information may be made by contacting the relevant offices of the Paying Agents.

This Offering Memorandum and any amendment or supplement to this Offering Memorandum, as the case may be, will be published on the website of Euronext Dublin at www.euronext.com. The information on any web site mentioned in this Offering Memorandum or any web site directly or indirectly linked to any web site mentioned in this Offering Memorandum is not a part of, or incorporated by reference into, this Offering Memorandum and investors in the Notes should not rely on it.

Other than as set forth in this Offering Memorandum, in any amendment or supplement hereto, or in any Pricing Supplement, the Issuer does not intend to provide any post-issuance information in relation to any issue of Notes.

Delaware law does not require that the Issuer, either generally or with respect to any Series of the Issuer, prepare financial statements. The Issuer has not prepared financial statements as of the date of this Offering Memorandum, and it is not anticipated that any such financial statements will be prepared with respect to the Issuer generally or with respect to any Series of the Issuer. If and when prepared, copies of the financial statements of the Issuer generally and with respect to any Series of the Issuer will be made available free of charge from the Issuer at its office located at c/o Wilmington Trust Company, Rodney Square North, 1100 North Market Street, Wilmington, DE 19890.

FORWARD-LOOKING INFORMATION

This Offering Memorandum contains forward-looking statements that are intended to enhance the reader's ability to assess New York Life's future financial and business performance. Forward-looking statements include, but are not limited to, statements that represent New York Life's beliefs concerning future operations, strategies, financial results or other developments, and contain words and phrases such as "may," "expects," "should" or similar expressions. Because these forward-looking statements are based on estimates and assumptions that are subject to significant business, economic and competitive uncertainties, many of which are beyond New York Life's control or are subject to change, actual results could be materially different and the value of New York Life's investments, New York Life's financial condition and New York Life's liquidity could be adversely affected. The following uncertainties, among others, may have such an effect:

- Difficult conditions in the global capital markets and the economy.
- Significant financial and capital market risks affecting New York Life's businesses, including interest rate risk, credit risk, equity risk and the risk of fluctuations in credit spreads.
- Adverse regulatory developments.
- Adverse capital and credit market conditions.
- Significant market valuation fluctuations of New York Life's investments, including some that are relatively illiquid.
- Significant competition in New York Life's businesses.
- Downgrades or potential downgrades in New York Life's ratings.
- The sensitivity of the amount of statutory capital New York Life must hold to factors outside of its control.
- Subjectivity in determining the amount of allowances and impairments taken on certain of New York Life's investments.
- Losses due to defaults by, or deteriorating credit of, others, including issuers of investment securities or reinsurance and derivative instrument counterparties.
- Deviations from assumptions regarding future mortality, morbidity and interest rates used in calculating reserve amounts and pricing New York Life's products.
- Changes in New York Life's assumptions regarding the discount rate, expected rate of return, life expectancy and expected increase in compensation used for its pension and other postretirement benefit plans.
- Effectiveness of New York Life's risk management policies and procedures.
- Requirements to post collateral or make payments related to declines in market value of specified assets.
- Liquidity and other risks in connection with New York Life's securities lending program.
- Occurrence of natural or man-made disasters, such as terrorist attacks, military actions, and large scale pandemics or natural disasters.
- Changes in tax laws and the interpretation thereof.

- Litigation and regulatory investigations.
- Political, legal, operational, tax and other risks affecting New York Life's international businesses.
- A computer system failure or security breach.

Consequently, such forward-looking statements should be regarded solely as New York Life's current plans, estimates and beliefs. New York Life does not intend, and does not undertake, any obligation to update any forward-looking statements to reflect future events or circumstances after the date of such statements.

Prospective investors should review carefully the section captioned "Risk Factors" in this Offering Memorandum for a more complete discussion of the risks of an investment in the Notes.

USE OF PROCEEDS

The proceeds from the sale of each Series of Notes issued under the Program, net of certain expenses, underwriting discounts and commissions or similar applicable compensation will be used immediately by the Issuer to purchase one or more Funding Agreements from New York Life.

DESCRIPTION OF THE ISSUER

*This section provides an overview of the material provisions of the Trust Agreement, dated as of August 14, 2003 (as amended and restated by the Amended and Restated Trust Agreement, dated as of August 22, 2003, the "**Trust Agreement**") between the Administrative Trustee and the Trust Beneficial Owner and the Certificate of Trust (the "**Certificate of Trust**") filed with the Secretary of State of the State of Delaware on August 14, 2003. These documents are not restated in their entirety and prospective investors should read the actual documents.*

General

The Issuer is a special purpose statutory trust created on August 14, 2003 under the laws of the State of Delaware pursuant to the Trust Agreement and the filing of the Certificate of Trust for the purpose of, among other things, issuing the Notes. The exclusive purposes of the Issuer are, and the Issuer shall have the power and authority, to:

- issue and sell the Notes;
- use the net proceeds from the sale of the Notes to purchase one or more Funding Agreements;
- pledge, collaterally assign and grant a security interest in the Series Collateral for each Series of Notes to the Indenture Trustee; and
- engage in only those other activities necessary or incidental thereto.

The principal executive office of the Issuer is located at New York Life Global Funding, c/o: Wilmington Trust Company, Rodney Square North, 1100 North Market Street, Wilmington, DE 19890; its telephone number is 302-636-6392; and its facsimile number is 302-636-4140, Attention: Corporate Trust Administration. The organization identification number of the Issuer is 3693142 and the Legal Entity Identifier code of the Issuer is 635400DPNHEAUHB7ZI15.

The Issuer is Organized in Series

The Issuer is organized in series, as permitted by Sections 3804(a) and 3806(b)(2) of the Trust Act. In connection with the issuance of each Series of Notes, the Issuer will:

- create a separate Series of the Issuer pursuant to a Series Trust Agreement (as defined in the Trust Agreement);
- issue and sell the Notes of such Series with respect to the applicable Series of the Issuer; and
- purchase each related Funding Agreement from New York Life and procure the other components of the Series Collateral with respect to the applicable Series of the Issuer. See "Description of the Notes—General—Security; Limited Recourse."

Accordingly, the applicable Series of Notes and the liabilities, obligations and expenses related thereto will constitute debt, liabilities, obligations and expenses incurred, contracted for or otherwise existing with respect to the applicable Series of the Issuer. The Series Collateral for the applicable Series of Notes will constitute the assets of, and be associated with, such Series of the Issuer.

Although the applicable Series of the Issuer will not be a separate legal entity, the Trust Act provides that, if the Issuer complies with all applicable statutory requirements, the debts, liabilities, obligations and expenses incurred, contracted for or otherwise existing with respect to a particular Series of the Issuer will be enforceable only against the assets of such Series of the Issuer and not against the assets of the Issuer generally or the assets of any other Series of the Issuer. In addition, under the Trust Act, none of the debts, liabilities, obligations and expenses incurred, contracted for or otherwise existing with respect to the Issuer generally or any other Series of the Issuer will be enforceable against the assets of such Series of the Issuer. Notice of this limitation on liabilities of each Series of the Issuer is set forth in the Certificate of Trust.

Administrative Trustee

Wilmington Trust Company is the sole administrative trustee of the Issuer generally and with respect to each Series of the Issuer, and has agreed, under the terms of the Trust Agreement to provide certain administrative services to the Issuer generally and with respect to each Series of the Issuer until such time as the Series Trust Agreement is terminated. The Series Trust Agreement shall be terminated following the payment to each of the holders of the relevant series of Notes, and the beneficial interest owner of the relevant beneficial interest of all amounts required to be paid to them pursuant to such series of Notes, the relevant Series Indenture, the Trust Agreement, the relevant Series Trust Agreement and other program documentation. Under the Trust Agreement, the Administrative Trustee may resign at any time upon 90 days' notice to the Trust Beneficial Owner and the Indenture Trustee and may also be removed by the Trust Beneficial Owner and the Indenture Trustee for cause in case of the Administrative Trustee being adjudged bankrupt or subject to analogous proceedings. The resignation or removal of the Administrative Trustee shall become effective upon appointment by the Trust Beneficial Owner and the Indenture Trustee of a successor Administrative Trustee and the acceptance of such appointment by the successor Administrative Trustee. The Administrative Trustee has not participated in the preparation of this Offering Memorandum and will not be obligated in any way to make any payments under or in respect of the Notes. The Administrative Trustee is not affiliated with New York Life, the Trust Beneficial Owner, the Series Beneficial Owner, the Indenture Trustee or any of their respective affiliates.

Trust Beneficial Owner and Series Beneficial Owner

The Trust Beneficial Owner is the holder of the Beneficial Interest Certificate which evidences a beneficial interest in the General Property of the Issuer. After the payment in full to the holders of a Series of Notes of all amounts required to be paid to them and the satisfaction of all other expenses and liabilities of the relevant Series of the Issuer, Big Brothers Big Sisters of New York City, as the Series Beneficial Owner, will be entitled to receive any remaining Series Property (as defined in the Trust Agreement) of the relevant Series of the Issuer. As such, the Series Beneficial Owner will be the sole "beneficial owner" of each Series of the Issuer (as defined and used in Sections 3801(b) and 3806(b)(2) of the Trust Act). Neither the investment by the Trust Beneficial Owner nor any investment by the Series Beneficial Owner will be secured by the Series Collateral relating to any Series of Notes.

No Affiliation

None of New York Life or any of its officers, directors, subsidiaries or affiliates owns any beneficial interest in the Issuer nor has any of these persons or entities entered into any agreement with the Issuer other than:

- a license agreement pursuant to which, among other things, New York Life has granted to the Issuer a non-exclusive license to use the name "New York Life" as provided therein in connection with the Program;

- the Support Agreement (as defined herein);

- the Seventh Amended and Restated Purchase Agreement dated March 29, 2019 (as amended, the "**Purchase Agreement**"), among the Issuer, New York Life and the Purchasing Agents; and

- the Funding Agreements and certain other documents contemplated by the Program in connection with the issue and sale of the Funding Agreements and the Notes of each Series.

None of New York Life, its officers, directors, subsidiaries or affiliates is affiliated with the Trust Beneficial Owner, the Series Beneficial Owner, the Administrative Trustee or the Indenture Trustee.

Records and Financial Statements

As required by the Trust Act:

- separate and distinct records will be maintained for each Series of the Issuer; and
- the assets associated with each such Series of the Issuer will be held and maintained separately from the assets of the Issuer generally and from the assets of each other Series of the Issuer.

Delaware law does not require that the Issuer, either generally or with respect to any Series of the Issuer, prepare financial statements. Although the Issuer has commenced operations, the Issuer has not prepared financial statements as of the date of this Offering Memorandum, and it is not anticipated that any such financial statements will be prepared with respect to the Issuer generally or with respect to any Series of the Issuer.

Expenses of the Issuer

The Issuer has entered into a Support and Expenses Agreement, dated as of August 22, 2003 (the "**Support Agreement**"), with New York Life, pursuant to which New York Life has agreed to indemnify the Issuer with respect to any and all of the costs, losses, damages, claims, actions, suits, expenses (including reasonable fees and expenses of counsel), disbursements, taxes, penalties and liabilities of any kind or nature of the Issuer, other than the following: (i) any obligation of the Issuer to make any payment to any Holder (as defined in the Support Agreement) in accordance with the terms of the Notes; (ii) any obligation or expense of the Issuer to the extent that such obligation or expense has actually been paid utilizing funds available to the Issuer from payments under the applicable Funding Agreements (as defined in the Support Agreement); (iii) except for any amounts payable to the Administrative Trustee, any cost, loss, damage, claim, action, suit, expense, disbursement, tax, penalty and liability of any kind or nature whatsoever resulting from or relating to any insurance regulatory or other governmental authority asserting that: (a) the Notes are, or are deemed to be, (1) participations in the Funding Agreements or (2) contracts of insurance; or (b) the offer, purchase, sale and/or transfer of the Notes (1) constitute the conduct of the business of insurance or reinsurance in any jurisdiction or (2) require the Issuer, any Purchasing Agent, or any Holder to be licensed as an insurer, insurance agent or broker in any jurisdiction; (iv) any obligation of the Issuer to pay Additional Amounts to indemnify any Holder against potential withholding tax liabilities; and (v) any cost, loss, damage, claim, action, suit, expense, disbursement, tax, penalty and liability of any kind or nature whatsoever resulting from or relating to the acts or failures to act of any Service Provider (as defined in the Support Agreement) to the extent that such Service Provider would not be entitled to indemnification or payment from the Issuer in connection with any such act or failure to act pursuant to the terms of any agreement between the Issuer and such Service Provider in effect on the date of the Support Agreement.

CAPITALIZATION OF THE ISSUER

The following table presents the Issuer's capitalization at March 26, 2025 prepared in conformity with GAAP.

	At March 26, 2025
Debt[1]	
Short-Term Debt	$ —
Long-Term Debt	34,493,620,836
Total Debt	34,493,620,836
Equity	
Paid in Capital	1,000
Retained Earnings	—
Accumulated Other Comprehensive Income	—
Total Equity	1,000
Total Capitalization	$ 34,493,621,836

1 For non-U.S. dollar denominated debt, amounts payable are converted to U.S. dollars using the spot rate of exchange at the applicable pricing date.

CERTAIN FINANCIAL AND ACCOUNTING MATTERS

Accounting Policies and Principles

Statutory Accounting Practices

The financial statements of New York Life included in this Offering Memorandum are presented in accordance with SAP prescribed or permitted by the NYSDFS. SAP differs from GAAP in that SAP is primarily designed to reflect the ability of the insurer to satisfy its obligations to policyholders, contract holders and beneficiaries, whereas under GAAP, revenues and expenses are recorded in financial reporting periods to match revenues and expenses and reflect the ongoing financial results of the insurer. For example, under SAP, commissions and other costs incurred in connection with acquiring new business are charged to operations in the year incurred; whereas under GAAP, certain of these expenses are deferred and amortized on a basis to match them against appropriate revenues.

Under SAP, New York Life's financial statements are not consolidated and investments in subsidiaries are generally shown at net equity value. Accordingly, the assets, liabilities and results of operations of New York Life's subsidiaries are not consolidated with the assets, liabilities and results of operations, respectively, of New York Life. However, New York Life's financial statements reflect, in New York Life's assets, the net equity value of New York Life's subsidiaries and, in New York Life's surplus, the current year change in net equity value of subsidiaries, less contributions received from or returns of capital paid to New York Life, as an unrealized gain or loss on investments. Dividends declared by subsidiaries to New York Life are included in New York Life's net investment income.

Discussion of Certain Differences between SAP and GAAP

The financial information of New York Life is presented in accordance with SAP. Statutory accounting is used by state insurance regulators to monitor the operations of insurance companies. Financial statements prepared under SAP as determined under New York Insurance Law vary from those prepared under GAAP in certain material respects, primarily as follows:

<u>Investments</u>

- investments in bonds are generally carried at amortized cost or values as prescribed by the NYSDFS, whereas under GAAP, investments in bonds that are classified as available for sale or trading are carried at fair value, with changes in fair value of bonds classified as available for sale reflected in equity, and changes in fair value of bonds classified as trading reflected in earnings;

- credit loss-related bond impairments that are deemed to be other than temporary are recorded as a direct write-down to the security without the ability to reverse those losses in the future if expected cash flows increase. Under GAAP, estimated credit losses on bonds classified as available for sale are recorded through an allowance for credit losses subject to future reversals if expected cash flows increase;

- investments in subsidiaries, controlled and other affiliated entities as defined in Statements of Statutory Accounting Principles No. 97, "Investments in Subsidiary, Controlled and Affiliated Entities" ("**SCAs**"), including partnerships, limited liability companies ("**LLCs**") and joint ventures, are accounted for under the equity method. Under the equity method, domestic insurance subsidiaries are recorded at their underlying audited statutory surplus. Nonpublic non-insurance subsidiaries and other controlled entities are recorded at their underlying audited GAAP equity. Changes in the value of such investments are recorded as unrealized gains or losses. The earnings of such investments are recorded in net investment income only when dividends are declared. Under GAAP, these investments are consolidated;

- investments in noncontrolled partnerships and LLCs are accounted for under the equity method for both SAP and GAAP. Under the statutory equity method, undistributed income and capital gains and losses for these investments are reported in surplus as unrealized gains or losses, whereas under GAAP, in many cases, for investment companies, unrealized gains and losses are included in net investment income;

- for investments in mortgage loans, specific valuation allowances are established for the excess carrying value of a mortgage loan over the estimated fair value of the collateral as an unrealized loss in surplus when it is probable that based on current information and events, New York Life will be unable to collect amounts due under the contractual terms of the loan agreement. Under GAAP, a valuation allowance is established for expected credit losses. The valuation allowance under GAAP is based on historical experience, current economic conditions and reasonable and supportable forecasts;

- realized gains and losses resulting from changes in interest rates are deferred in the interest maintenance reserve ("**IMR**") and amortized into investment income over the remaining life of the investment sold, whereas under GAAP, the gains and losses are recognized in income at the time of sale;

- certain derivative instruments are carried at amortized cost, whereas under GAAP, all derivative instruments are carried at fair value;

<u>Insurance Contracts</u>

- contracts that have any mortality or morbidity risk, regardless of significance, and contracts with life contingent annuity purchase rate guarantees are classified as insurance contracts, whereas under GAAP, only contracts that have significant mortality or morbidity risk are classified as insurance contracts otherwise they are accounted for in a manner consistent with the accounting for interest bearing or other financial instruments;

- payments received for universal and variable life insurance products, certain variable and fixed deferred annuities and group annuity contracts are reported as premium income and corresponding change in reserves, whereas GAAP would treat these payments as deposits to policyholders' account balances;

- the costs related to acquiring insurance contracts (principally commissions), policy issue expenses and sales inducements are charged to income in the period incurred, whereas under GAAP, these costs are deferred when related directly to successful sales and amortized over the periods benefited;

- life insurance and annuity reserves are based on different statutory methods and assumptions than they are under GAAP;

- reinsurance agreements are accounted for as reinsurance on a SAP and GAAP basis if certain risk transfer provisions have been met. SAP requires the reinsurer to assume insurance risk, regardless of the significance of the loss potential, whereas GAAP requires that there is a reasonable possibility that the reinsurer may realize significant loss from assuming insurance risk; assets and liabilities from reinsurance transactions are reported net of reinsurance, whereas under GAAP, assets and liabilities from reinsurance transactions are reported gross of reinsurance;

<u>Taxes</u>

- deferred income taxes exclude state income taxes and are admitted to the extent they can be realized within three years subject to a 15% limitation of capital and surplus with changes in the net deferred tax reflected as a component of surplus, whereas under GAAP, deferred income taxes include federal and state income taxes and changes in deferred taxes are reflected in either earnings or other comprehensive income;

- a tax loss contingency is required to be established if it is more likely than not that a tax position will not be sustained upon examination by taxing authorities. If a loss contingency is greater than 50% of the tax benefit associated with a tax position, the loss contingency is increased to 100%, whereas under GAAP the amount of the benefit for any uncertain tax position is the largest amount that is greater than 50% likely of being realized upon settlement;

Surplus

- an asset valuation reserve ("**AVR**") based on a formula prescribed by the NAIC is established as a liability to offset potential non-interest related investment losses. Changes in the AVR are recorded directly to surplus, whereas under GAAP, no AVR is recognized;

- certain assets, such as investments in SCA entities that do not have audited financial statements, deferred taxes as noted above, intangible assets, overfunded pension plan assets, furniture and equipment, and unsecured receivables are considered nonadmitted and excluded from assets, whereas they are included in assets under GAAP subject to a valuation allowance, as appropriate;

- surplus notes are included as a component of surplus, whereas under GAAP, they are presented as a liability; and

Other

- goodwill held by an insurance company is admitted subject to a 10% limitation on surplus and amortized over the useful life of the goodwill, not to exceed 10 years, and goodwill held by non-insurance subsidiaries is assessed in accordance with GAAP, subject to certain limitations for holding companies and foreign insurance subsidiaries, whereas under the GAAP private company accounting alternative, goodwill is amortized over the useful life of the goodwill, not to exceed 10 years, and is tested for impairment, but it is not subject to the 10% limitation on equity.

The effects on the financial statements of the above variances between SAP as determined under New York Insurance Law and GAAP are material to New York Life.

Adjustments for Impaired Investments

The cost basis of bonds and equity securities is adjusted for impairments in value deemed to be other-than-temporary, with the associated realized loss reported in net income. For a discussion of how New York Life determines whether an impairment is appropriate, see "Management's Discussion and Analysis of Financial Condition and Results of Operations—New York Life's Investment Portfolio."

Statutory Investment Reserves

SAP requires a life insurance company to maintain both an AVR and an IMR to absorb both realized and unrealized gains and losses on a portion of the life insurance company's investments. The AVR is an investment reserve established to provide for default risk on fixed income assets and market value fluctuation on equity-type investments. The amount of the AVR is determined by formula, which considers the type of investment, the credit rating (where applicable) and current year changes in realized and unrealized capital gains and losses (other than those resulting from changes in interest rates). Changes in the AVR are accounted for as direct increases or decreases in surplus.

The IMR applies to interest-sensitive investments including bonds, preferred stocks, mortgage-backed securities, asset-backed securities, mortgage loans and certain derivatives. The IMR is designed to capture the after-tax capital gains or losses which are realized upon the sale of such investments and which result from changes in the overall level of interest rates. The captured after-tax net realized gains or losses are then amortized into income. Under the NAIC's interim statutory accounting guidance, insurers are allowed to admit negative IMR (*i.e.*, when deferred cumulative realized losses exceed cumulative realized gains) as special surplus for admitted disallowed IMR up to 10% of its capital and surplus as required to be shown on the balance sheet of the statutory financial statements most recently filed by such insurer with its domiciliary state insurance regulator, adjusted to exclude any net positive goodwill, electronic database processing equipment and operating system software, net deferred tax assets and admitted net negative IMR. Only insurers with a risk-based capital greater than 300% authorized control level can admit negative IMR. Most of New York Life's admitted disallowed IMR relates to realized losses on derivatives. New York Life uses derivatives to hedge reinvestment risk by locking in a yield. The amortization of the IMR derivative losses is offset by higher investment income earned on new bonds.

Dividends to Policyholders

New York Life annually determines the amount of dividends payable to eligible policyholders. These dividends have the effect of reducing the cost of insurance to policyholders and should be distinguished from the dividends paid on shares of capital stock by other types of business corporations or by stock life insurance companies. Policies on which such dividends may be payable are referred to as participating policies; policies on which such dividends are not payable are referred to as non-participating policies.

Annually, the board of directors of New York Life (the "**Board of Directors**") approves the divisible surplus[1] of New York Life to be paid out to eligible policyholders in accordance with an actuarially determined dividend scale. New York Life has discretion, subject to statutory requirements as to the source of dividends, to vary the amount of dividends payable to policyholders, even many years after the issuance of a particular policy. In determining the policyholder dividends payable in any year, the Board of Directors considers, among other things, the amounts necessary to meet New York Life's future policy obligations, maintain reserves and operate the business. To the extent authorized by the Board of Directors, New York Life has the right to continue to declare policyholder dividends and to make dividend payments on its participating policies.

Policy Reserves

Life insurance companies price their insurance products based upon assumptions regarding certain future events, including investment income, expenses incurred and use of mortality and morbidity tables. SAP prescribes methods for providing for future benefits to be paid on a conservative basis, primarily by charging current operations with amounts necessary to establish appropriate reserves for anticipated future claims. Thus, under applicable state law, New York Life must maintain reserves in amounts which are actuarially calculated to be sufficient to meet its various policy and contract obligations as they become due. Such reserves appear as liabilities on New York Life's financial statements.

New York Life is required under the New York Insurance Law to conduct annually an analysis of the sufficiency of all life insurance and annuity statutory reserves. New York Life conducts its annual analysis as of December 31. See "Regulation and Supervision—Insurance Regulation—Policy and Contract Reserve Sufficiency Analysis."

Reinsurance

New York Life uses a variety of reinsurance agreements with insurers to control its loss exposure. Generally, these agreements are structured either on an automatic basis, where all risks meeting prescribed criteria are automatically covered, or on a facultative basis, where the reinsurer must accept the specific reinsurance risk before the reinsurer becomes liable on that risk. The amount of each risk retained by New York Life on a facultative basis depends on its evaluation of the specific risk, its maximum retention limits and the amount of reinsurance available.

Under the terms of the reinsurance agreements, the reinsurers will be liable to reimburse New York Life for the ceded amount in the event a claim on a reinsured policy is paid. New York Life remains primarily liable for all claims payable on reinsured policies, even if the reinsurer fails to meet its obligations under the reinsurance agreement. New York Life routinely collects amounts due from its reinsurers on a timely basis. For more information, see "Description of the Business of the Company—Reinsurance."

New York Life is a party to a reinsurance agreement (the "**Closed Block Reinsurance**") with John Hancock Life Insurance Company (U.S.A.) and one of its affiliates ("**John Hancock**") in which New York Life assumes on a

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[1] Divisible surplus is the portion of New York Life's total surplus that is available, following each year's operations, for distribution in the form of dividends.

coinsurance basis 100% of John Hancock's obligations and liabilities under the policies included in the closed block of participating whole life policies established in connection with the demutualization of John Hancock Mutual Life Insurance Company (the "**Closed Block**"). New York Life retrocedes 40% of those obligations and liabilities to John Hancock on a funds-withheld arrangement. The assets received from this transaction are held in a reinsurance trust as security for New York Life's obligations to John Hancock and are contractually restricted. The majority of such assets are allocated to the Closed Block and are held for the exclusive benefit of the policies included in the Closed Block.

The insurance-related revenue from the Closed Block policies, including net investment income from the assets allocated to the Closed Block, after satisfying certain related expenses and taxes, inure solely to the benefit of those reinsured policyholders and will not be available to New York Life's policyholders. Dividends for the Closed Block are approved by John Hancock.

Effective December 31, 2023, New York Life entered into a strategic indemnity reinsurance agreement on a coinsurance with funds withheld basis (the "**Term Reinsurance Agreement**") with Münchener Rückversicherungs-Gesellschaft Aktiengesellschaft ("**Munich Re**"). Under the Term Reinsurance Agreement, New York Life ceded on a quota share basis 85% of all the risks under certain term life policies and respective riders issued by New York Life between January 1, 2000 and December 31, 2019. New York Life pays Munich Re an annual risk and profit charge which will decrease over time. New York Life receives from Munich Re a quarterly experience refund if the experience refund formula is positive.

Separate Accounts

Under state insurance laws, insurers are permitted to establish separate investment accounts in which assets backing certain policies, including certain group annuity contracts, are held. The investments in each separate account (which may be pooled or customer-specific) are maintained separately from those in other separate accounts and the general account. Generally, the investment results of the separate account assets pass through to separate account policyholders and contract holders, so that an insurer derives management and other fees from, but bears no investment risk on, those assets. In separate accounts for products with minimum interest rate guarantees, the risk that the investment results of the separate account assets will not meet the minimum rate guaranteed on such products is borne by the insurer.

STATUTORY CAPITALIZATION OF NEW YORK LIFE

New York Life is a mutual insurance company incorporated under the laws of the State of New York, United States. New York Life was incorporated on May 21, 1841 under the name Nautilus Insurance Company, was licensed to transact business in the State of New York on April 17, 1845 and changed its name to New York Life Insurance Company on April 5, 1849. The U.S. federal employer identification number of New York Life is 13-5582869. The registered office of New York Life is 51 Madison Avenue, New York, New York 10010. The telephone number of New York Life is +1 (800) 692-3086.

As a mutual company, New York Life has no capital stock and no shareholders. New York Life's participating policyholders generally have certain rights to receive policy dividends, and they and certain other policyholders may have rights to receive distributions in a proceeding for its rehabilitation, liquidation or dissolution. Policyholders also have certain rights to vote in the election of directors as provided by New York law.

New York Life's balance sheet includes its surplus and an AVR. The amount by which the admitted assets of New York Life exceed its liabilities is referred to as surplus. The AVR stabilizes surplus from fluctuations in the value of the investment portfolio (see "Certain Financial and Accounting Matters—Accounting Policies and Principles—Statutory Investment Reserves").

The following table sets forth the capitalization of New York Life at December 31, 2024. The AVR is included in the following table even though such reserve is shown as a liability on New York Life's balance sheet. This treatment is consistent with the general view of the insurance industry. In addition, this reserve is included as part of total adjusted capital for RBC purposes.

	December 31, 2024 (in millions)
Total Short-Term Debt (less than 1 year)	**$ 450**
AVR	$ 4,588
Surplus:	
Surplus notes	4,233
Special surplus for admitted disallowed IMR[1]	804
Unassigned funds	21,390
Surplus and AVR	**$ 31,015**

[1] See "Certain Financial and Accounting Matters—Accounting Policies and Principles—Statutory Investment Reserves."

SELECTED HISTORICAL STATUTORY FINANCIAL INFORMATION OF NEW YORK LIFE

The table presented below sets forth selected historical financial information for New York Life. Prospective investors should read it in conjunction with "Certain Financial and Accounting Matters" and New York Life's Statutory Financial Statements. The selected financial information for New York Life at and for each of the years ended December 31, 2024, 2023 and 2022 has been derived from the Statutory Financial Statements.

The preparation of financial statements requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements. Actual results may differ from estimates. Historical results are not necessarily indicative of results for any future period.

	2024	2023	2022
		(in millions)	
Statement of Operations Data:			
Total income	$ 27,193	$ 23,838	$ 25,880
Dividends to policyholders[1]	2,651	2,389	2,131
Net gain from operations	846	70	170
Net income	470	28	15
Balance Sheet Data:			
Total assets	$ 244,901	$ 231,902	$ 222,781
Total liabilities	$ 218,474	$ 206,608	$ 198,894
Surplus:			
Surplus notes	4,233	4,232	4,232
Special surplus for admitted disallowed IMR[2]	804	435	—
Unassigned funds	21,390	20,627	19,655
Surplus	26,427	25,294	23,887
AVR[3]	4,588	4,513	4,235
Surplus and AVR	$ 31,015	$ 29,807	$ 28,122
Other Data:			
Equity investments in subsidiaries[4]	$ 14,738	$ 14,373	$ 13,617

1 Dividends to policyholders (excluding dividends on assumed reinsurance) are discretionary and subject to the approval of the Board of Directors, and dividends for the Closed Block are approved by the ceding company.

2 See "Certain Financial and Accounting Matters—Accounting Policies and Principles—Statutory Investment Reserves."

3 Included in Total liabilities above but are treated as part of adjusted capital in the calculation of RBC.

4 Included in Total assets above.

MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

Prospective investors should read the following overview in conjunction with "Certain Financial and Accounting Matters", "Selected Historical Statutory Financial Information of New York Life" and the audited Statutory Financial Statements of New York Life and the notes thereto contained elsewhere in this Offering Memorandum.

General

New York Life is a New York State-domiciled life insurer licensed in New York in 1845. New York Life had total assets of $245 billion at December 31, 2024 and $232 billion at December 31, 2023, and total life insurance in force of $1,410 billion at December 31, 2024 and $1,496 billion at December 31, 2023. The wide range of insurance and investment products and services offered through New York Life and its subsidiaries and affiliates includes life insurance, annuities (including guaranteed lifetime income ("**GLI**")), long-term care insurance, disability insurance, pension products, mutual funds and other investment products and investment advisory services.

Operations are conducted through New York Life and its subsidiaries, including:

- NYLIAC
- NYLIFE Insurance Company of Arizona ("**NYLAZ**")
- Life Insurance Company of North America ("**LINA**")
- New York Life Group Insurance Company of NY ("**NYLGI**")
- New York Life Investment Management Holdings LLC and subsidiaries ("**NYL Investments**")
- NYL Investors LLC ("**NYL Investors**")
- Madison Capital Funding LLC ("**MCF**")
- New York Life Enterprises LLC and subsidiaries ("**NYLE**")
- NYLIFE LLC and subsidiaries ("**NYLIFE LLC**")

The results of the subsidiaries are included in surplus as unrealized gains and losses, and dividends from subsidiaries are recorded as a component of net investment income when declared.

Business Operations

Insurance and Annuities

New York Life and its U.S. insurance subsidiaries offer insurance products and services through the following business operations: Life Insurance Solutions; Long-Term Care ("**LTC**"); New York Life Direct; the Group Membership Association Division ("**Group Membership**"); Institutional Annuities; Retail Annuities; Institutional Life; New York Life Group Benefit Solutions ("**GBS**"); and Individual Disability Insurance.

The Life Insurance Solutions, Retail Annuities and LTC business operations provide, respectively, individual life insurance, annuities and long-term care insurance principally to middle- and upper-income individuals, small-to-medium-size businesses and their owners, and professionals. These products are marketed through New York Life's career agency force, supplemented by third-party distributors, including banks, brokers and independent financial advisors, and alternative distribution channels, including New York Life Direct, one of the market leaders in direct-to-consumer life insurance sales, and Group Membership, which underwrites group life and disability programs for professional and affinity organizations. New York Life conducts a significant portion of its insurance business through New York Life's wholly owned subsidiary, NYLIAC, which offers variable and universal life insurance products and, through Institutional Life, products specially designed for the bank-owned life insurance ("**BOLI**") and corporate owned life insurance ("**COLI**") markets. New York Life's insurance results also include the activity of the Closed Block Reinsurance.

The Institutional Annuities business includes New York Life's structured settlement annuities, guaranteed products ("**GP**") (including guaranteed interest contracts ("**GICs**") and funding agreements offered through New York Life) and stable value businesses.

New York Life's GBS business develops and markets group life, disability and accident insurance products to employers nationwide primarily through a network of independent brokers. GBS has a strong presence with both middle market employers (those with 50 to 5,000 employees) and large national market employers (those with more than 5,000 employees). GBS products are issued by LINA and NYLGI.

New York Life and its U.S. insurance company subsidiaries offer their insurance and annuity products nationwide. New York Life also offers individual and group life insurance, health insurance and investment products in Mexico through Seguros Monterrey New York Life, S.A. de C.V. ("**Seguros Monterrey**"), an indirect subsidiary of New York Life through NYLE.

Investment Management

Through its subsidiaries, including NYL Investments, MCF and NYL Investors, New York Life delivers investment management solutions through an array of products and services for both institutional and retail clients. New York Life's investment management business includes: investment management boutiques, retail mutual funds and general account investment management (the management of certain assets of New York Life and its affiliates).

Basis of Financial Presentation

The discussion below regarding New York Life's results of operations is based on the audited Statutory Financial Statements of New York Life contained elsewhere in this Offering Memorandum. Those financial statements have been prepared on the basis of SAP prescribed by the NYSDFS. Under SAP, results of subsidiaries are not consolidated with the results of New York Life on a line-by-line basis, but rather are generally recorded at their underlying net equity value as affiliated common stock investments and other invested assets, with the current year change in net equity value, less dividends paid to and contributions from New York Life reflected in unrealized capital gains and losses through surplus. Dividends received from subsidiaries are included in New York Life's net investment income. During 2024 and 2023, New York Life recorded dividend distributions from its subsidiaries of $1,126 million and $478 million, respectively.

Financial statements prepared on the basis of SAP vary in certain material respects from financial statements prepared on the basis of GAAP. See "Certain Financial and Accounting Matters—Accounting Policies and Principles—Discussion of Certain Differences between SAP and GAAP."

Income, Benefits and Expenses

New York Life derives its income principally from premiums on life insurance and annuity contracts and net investment income from general account assets. New York Life's benefits and expenses consist principally of insurance benefits provided to policyholders and beneficiaries; additions to reserves; and operating expenses, including marketing, administrative and distribution costs. In addition, New York Life has historically focused, and expects to continue to focus, on participating life insurance products, which typically pay annual policyholder dividends. As a result, a significant deduction from income is represented, and likely will continue to be represented, by policyholder dividends.

New York Life's profitability is primarily derived from spread on mortality and investment income and depends primarily on the adequacy of its product pricing, which is a function of its ability to select underwriting risk, its mortality and persistency experience, its ability to generate investment income and control credit risk on the investments supporting its products and its ability to control expenses in accordance with its pricing assumptions. See "Risk Factors—Risk Factors Relating to New York Life—Deviations from Assumptions Regarding Future Mortality, Morbidity and Interest Rates Used in Calculating Reserve Amounts and Pricing New York Life's Products Could Have a Material Adverse Impact on Its Results of Operations or Financial Condition."

Results of Operations

The following is a discussion and analysis of the statutory results of operations of New York Life for the years ended December 31, 2024, 2023 and 2022.

Results of Operations – For the Year Ended December 31, 2024 Compared to the Year Ended December 31, 2023

Term Reinsurance Agreement

New York Life's net income for the year ended December 31, 2024 was not significantly impacted from the Term Reinsurance Agreement as the experience refund formula was positive. However, certain individual components of the results of operations were more widely impacted as discussed below (see "—Premium Income", "—Other Income," "—Benefit Payments," "—Additions to Reserves," "—Adjustments in Funds Withheld," "—Federal and Foreign Income Taxes" and "Results of Operations – For the Year Ended December 31, 2023 Compared to the Year Ended December 31, 2022—Strategic Reinsurance Transaction").

Net Income

New York Life's net income, which is comprised of net gain from operations after dividends to policyholders and federal and foreign income taxes plus net realized capital gains (losses) (after-tax and transfers to the IMR), was $470 million for the year ended December 31, 2024, representing a $442 million increase from net income of $28 million reported for the year ended December 31, 2023. The increase in net income year over year was driven by a higher net gain from operations of $776 million, partially offset by higher realized losses of $334 million, for the year ended December 31, 2024 (see "—Net Realized Capital Gains (Losses)").

Net Gain from Operations

As a mutual insurance company, all dividends paid by New York Life to participating policyholders are included in net gain from operations. However, since dividends are supported by unassigned surplus, not all of the sources that support dividends are reported in pre-dividend net gain (such as capital gains (losses) and undistributed earnings from subsidiaries). Therefore, focusing on net gain from operations before dividends to policyholders and federal and foreign income taxes provides the best insight into New York Life's performance.

Net gain from operations before dividends to policyholders and federal and foreign income taxes for the year ended December 31, 2024 was $3,563 million, representing an increase of $901 million, when compared to the net gain from operations before dividends to policyholders and federal and foreign income taxes of $2,662 million reported for the year ended December 31, 2023, The increase was primarily driven by higher net investment income due to U.S. insurance subsidiary dividends and higher bond income. The increase in bond income was driven by both higher yields and higher average invested assets (see "—Net Investment Income (including amortization of IMR)").

Dividends to policyholders and federal and foreign income tax expense for the year ended December 31, 2024 were $2,651 million and $66 million, respectively, and for the year ended December 31, 2023 were $2,389 million and $203 million, respectively (see "—Dividends to Policyholders" and "—Federal and Foreign Income Taxes").

Net gain from operations after dividends to policyholders and federal and foreign income taxes was $846 million for the year ended December 31, 2024, and $70 million for the year ended December 31, 2023.

Premium Income

Premiums are primarily generated from sales of life insurance, annuities, LTC insurance and disability insurance. In addition, sales of Institutional Annuities, with annuity purchase rate guarantees, are counted as premium since there is mortality risk in such products.

Premium income from the insurance business primarily consists of recurring premiums from New York Life's agency sold life business, while premium income from the annuities business is generally single premium and can be more volatile from year to year.

The following table illustrates premium income by business operation for the years ended December 31, 2024 and 2023 ($ in millions):

						Change		
		2024		**2023**		**$**	**%**	
Life Insurance Solutions (excluding Term Reinsurance Agreement)[1]	$	9,607	$	9,651	$	(44)	—	%
Term Reinsurance Agreement[1]		—		(1,677)		1,677	100	
Total Life Insurance Solutions		9,607		7,974		1,633	20	
New York Life Direct		1,576		1,551		25	2	
Group Membership		622		631		(9)	(1)	
LTC		393		377		16	4	
Closed Block Reinsurance		110		100		10	10	
Individual Disability Insurance		3		1		2	nm	
Total Insurance Business[2]		12,311		10,634		1,677	16	
Institutional Annuities		4,000		3,764		236	6	
Retail Annuities		966		750		216	29	
Total Annuities Business		4,966		4,514		452	10	
Total	**$**	**17,277**	**$**	**15,148**	**$**	**2,129**	**14**	**%**

1 Term Reinsurance Agreement premiums for the year ended December 31, 2023 of $(1,677) million represents the initial premium transfer in 2023 on the execution of the Term Reinsurance Agreement.

2 Recurring premiums account for 82% and 81% of the total insurance business for the years ended December 31, 2024 and 2023, respectively.

nm = not meaningful

Life Insurance Solutions premiums, excluding the initial premium transfer in 2023 of the Term Reinsurance Agreement, for the year ended December 31, 2024 decreased $44 million from the year ended December 31, 2023. 2024 premiums reflect the ongoing impact of ceded renewal premiums of $(255) million due to the Term Reinsurance Agreement, which more than offset in force growth.

Institutional Annuities premiums for the year ended December 31, 2024 increased $236 million from the year ended December 31, 2023 primarily due to higher sales of stable value products and structured settlements, partially offset by lower sales of single premium buy-out contracts for pension risk transfer and GICs.

Retail Annuities premiums for the year ended December 31, 2024 increased $216 million from the year ended December 31, 2023, primarily due to higher sales of participating income annuities.

Net Investment Income (including amortization of IMR)

The following table illustrates investment income based on components of New York Life's investment portfolio for the years ended December 31, 2024 and 2023 ($ in millions):

	2024	2023	Change $	Change %
Bonds	$ 6,343	$ 5,598	$ 745	13 %
Other Invested Assets[1]	825	1,063	(238)	(22)
Mortgage Loans	1,020	966	54	6
Policy Loans	754	665	89	13
U.S. Insurance Subsidiary Dividends[2]	918	—	918	nm
Equity Securities	29	42	(13)	(31)
Other	746	653	93	14
Gross Investment Income	10,635	8,987	1,648	18
Investment Expenses[3]	(949)	(854)	(95)	(11)
Net Investment Income	9,686	8,133	1,553	19
Amortization of IMR	20	53	(33)	(62)
Total	**$ 9,706**	**$ 8,186**	**$ 1,520**	**19 %**

1 Includes dividends from non-insurance subsidiaries of New York Life.

2 Dividends from the wholly owned U.S. insurance subsidiaries of New York Life.

3 Investment expenses include interest expense on surplus notes (see "—Financing—Surplus Notes").

nm = not meaningful

The $1,520 million increase in net investment income was primarily due to dividends from insurance subsidiaries and an increase in bond income driven by both higher yields and higher average invested assets, partially offset by a decrease in dividends from non-insurance subsidiaries in 2024 as compared to 2023.

Other Income

The following table shows the primary components of other income for the years ended December 31, 2024 and 2023 ($ in millions):

	2024	2023	Change $	Change %
Investment in COLI Policies	$ 246	$ 232	$ 14	6 %
Commission and expense allowance on reinsurance ceded[1]	100	352	(252)	(72)
Net loss on derivatives hedging funding agreement issuances	(205)	(178)	(27)	(15)
Other	69	98	(29)	(30)
Total	**$ 210**	**$ 504**	**$ (294)**	**(58)%**

1 2024 primarily includes policy administration charges covered under the Term Reinsurance Agreement. While 2023 includes $320 million representing the initial ceding commission, net of deferrals to surplus, on the Term Reinsurance Agreement, which was entirely offset by federal income tax expense.

New York Life has purchased various COLI policies from NYLIAC for the purpose of informally funding non-qualified pension and post-retirement plans and deferred compensation plans. NYLIAC holds the underlying assets supporting these policies. Income from these policies represents the net change in cash surrender value, driven by the performance of the underlying assets supporting the policies. The income from the investment in COLI policies during the year ended December 31, 2024 is higher compared to the year ended December 31, 2023, largely due to higher equity returns in 2024. This was primarily passed on to participants in certain deferred compensation plans, and therefore, was partially offset by higher interest credited expense included in general operating expenses (see "—Operating Expenses").

Other income also includes the net loss on settlement of derivatives that hedge either foreign exchange exposure on foreign denominated funding agreements or manage interest risk on these programs. Note, this net loss is economically offset by lower benefit payments in Institutional Annuities due to foreign exchange on benefit payments or higher net investment income on floating rate assets (see "—Net Investment Income (including amortization of IMR)" and "—Benefit Payments").

Benefit Payments

New York Life's benefit payments primarily include death benefits, annuity benefits, LTC benefits, disability benefits, surrender benefits (including scheduled maturities and withdrawals on Institutional Annuities) and interest on policy claims and deposit funds.

The following table shows benefit payments by business operation for the years ended December 31, 2024 and 2023 ($ in millions):

			Change	
	2024	**2023**	**$**	**%**
Life Insurance Solutions	$ 5,406	$ 5,250	$ 156	3 %
New York Life Direct	1,033	1,015	18	2
Group Membership	379	367	12	3
LTC	184	166	18	11
Closed Block Reinsurance	426	392	34	9
Total Insurance Business	7,428	7,190	238	3
Institutional Annuities	7,894	7,936	(42)	(1)
Retail Annuities	144	122	22	18
Total Annuities Business	8,038	8,058	(20)	—
Total	**$ 15,466**	**$ 15,248**	**$ 218**	**1 %**

Life Insurance Solutions benefit payments for the year ended December 31, 2024 increased $156 million from the year ended December 31, 2023. 2024 amounts include ceded benefits paid of $180 million due to the Term Reinsurance Agreement. Excluding the ceded benefits paid, Life Insurance Solutions benefit payments increased $336 million, primarily driven by higher surrenders on whole life products as lapse rates are beginning to normalize to pre-pandemic levels.

New York Life Closed Block Reinsurance benefit payments for the year ended December 31, 2024 increased $34 million from the year ended December 31, 2023, primarily due to a large claim in 2024.

Institutional Annuities benefit payments for the year ended December 31, 2024 decreased $42 million from the year ended December 31, 2023, primarily driven by lower withdrawals related to the rebalancing of New York Life's Defined Benefit Pension Plans ("**Pension Plans**") and stable value products (see "—Net Transfers to (from) Separate Accounts"). This decrease was partially offset by higher scheduled maturities on funding agreements and increased withdrawals on participating contracts.

Additions to Reserves

The following table shows additions to reserves by business operation for the years ended December 31, 2024 and 2023 ($ in millions):

	2024	2023	Change $	Change %
Life Insurance Solutions (excluding Term Reinsurance Agreement)[1]	$ 4,844	$ 4,868	$ (24)	— %
Term Reinsurance Agreement[1]	—	(2,060)	2,060	100
Total Life Insurance Solutions	4,844	2,808	2,036	73
New York Life Direct	110	133	(23)	(17)
Group Membership	(17)	15	(32)	nm
LTC	277	262	15	6
Individual Disability Insurance	2	—	2	nm
Closed Block Reinsurance	(210)	(193)	(17)	(9)
Total Insurance Business	5,006	3,025	1,981	65
Institutional Annuities	(34)	274	(308)	(112)
Retail Annuities	780	544	236	43
Total Annuities Business	746	818	(72)	(9)
Total	**$ 5,752**	**$ 3,843**	**$ 1,909**	**50 %**

[1] Term Reinsurance Agreement additions to reserves for the year ended December 31, 2023 of $2,060 million represents the initial release of reserves in 2023 ceded to Munich Re.

nm = not meaningful

Institutional Annuities additions to reserves for the year ended December 31, 2024 decreased $308 million from the year ended December 31, 2023. The decrease was primarily driven by lower sales of single premium buy-out contracts for pension risk transfer, lower net flows into the general account contracts of Pension Plans and lower net flows into participating contracts. This is partially offset by lower outflows from stable value products.

Retail Annuities additions to reserves for the year ended December 31, 2024 increased $236 million from the year ended December 31, 2023, primarily due to sales from participating income annuities.

Net Transfers to (from) Separate Accounts

The following table shows the components of the net transfers to (from) separate accounts for the years ended December 31, 2024 and 2023 ($ in millions):

	2024	2023	Change $	Change %
Transfers to separate accounts	$ 1,766	$ 1,398	$ 368	26 %
Transfers from separate accounts	(3,252)	(3,671)	419	11
Total	**$ (1,486)**	**$ (2,273)**	**$ 787**	**35 %**

Changes in net transfers to (from) separate accounts during the year ended December 31, 2024 increased $787 million from the year ended December 31, 2023, primarily related to lower net transfers out of stable value products, as well as lower withdrawals from rebalancing separate account contracts of the Pension Plans (see "—Benefit Payments").

Adjustments in Funds Withheld

New York Life enters into reinsurance agreements to coinsure its liabilities with another insurer, and under these agreements, New York Life may retain the assets supporting the reinsured liabilities. Under those types of arrangements, New York Life establishes a funds withheld liability. Adjustments in funds withheld represent the establishment of the funds withheld liability and related interest.

The following table shows the components of adjustments in funds withheld for the years ended December 31, 2024 and 2023 ($ in millions):

			Change	
	2024	**2023**	**$**	**%**
Interest credited on funds withheld	$ 143	$ 115	$ 28	24 %
Establishment of funds withheld[1]	—	420	(420)	(100)
Total	**$ 143**	**$ 535**	**$ (392)**	**(73)%**

[1] Establishment of funds withheld liability under Term Reinsurance Agreement.

Operating Expenses

The following table shows the components of operating expenses for the years ended December 31, 2024 and 2023 ($ in millions):

			Change	
	2024	**2023**	**$**	**%**
General operating expenses[1]	$ 3,024	$ 3,080	$ (56)	(2) %
Variable sales expenses[2]	731	743	(12)	(2)
Total	**$ 3,755**	**$ 3,823**	**$ (68)**	**(2)%**

[1] General operating expenses include, but are not limited to, salaries, incentive compensation, licenses and fees, charitable contributions and rent expense.

[2] Variable sales expenses include, agents' commissions and premium tax expense.

Dividends to Policyholders

The following table shows dividends to policyholders for the years ended December 31, 2024 and 2023 ($ in millions):

	2024	2023	Change $	Change %
Dividends – New York Life Policyholders	$ 2,604	$ 2,354	$ 250	11 %
Dividends – Closed Block Reinsurance[1]	47	35	12	34
Total	**$ 2,651**	**$ 2,389**	**$ 262**	**11 %**

[1] Dividends for the Closed Block Reinsurance are approved by the ceding company.

Dividends to New York Life policyholders are approved by New York Life's Board of Directors annually and primarily factor in investment experience (interest earnings, credit loss experience and equity returns), mortality results and expense levels that develop over a period of time (see "Certain Financial and Accounting Matters—Dividends to Policyholders").

Federal and Foreign Income Taxes

Under SAP, as prescribed or permitted by the NYSDFS, current federal and foreign income taxes are reflected in net income, whereas deferred tax items are reflected as a component of surplus. Therefore, differences between the statutory tax rate and book income to tax expense includes temporary book/tax differences in addition to permanent differences. The following table reconciles the tax expense calculated at the statutory rate to the tax benefit reflected in New York Life's results of operations for the years ended December 31, 2024 and 2023 (in millions):

	2024	2023	Change
Tax expense on net gain from operations	**$ 191**	**$ 57**	**$ 134**
Dividends from subsidiaries[1]	(236)	(100)	(136)
Tax credits[2]	(94)	(83)	(11)
Prior year return to provision adjustment	(11)	(64)	53
Commission on reinsurance ceded[3]	(3)	252	(255)
Excess of book over tax reserves	99	79	20
Deferred acquisition costs tax	42	64	(22)
Other[4]	78	(2)	80
Total federal income tax expense	**$ 66**	**$ 203**	**$ (137)**

[1] Dividends from subsidiaries represent after-tax earnings of the subsidiaries and are not subject to tax when received by New York Life.

[2] Tax credits result primarily from investments in low income housing and alternative energy.

[3] Represents tax on portion of ceding commission deferred from net gain related to the Term Reinsurance Agreement in 2023 and the ensuing impact from amortization in net gain in 2024.

[4] Other consists mostly of changes in incentive compensation accruals and capitalization of research and experimental expenditures.

Net Realized Capital Gains (Losses)

New York Life reported net realized capital losses after taxes and transfers to the IMR of $376 million for the year ended December 31, 2024, an increase of $334 million from the net realized capital losses of $42 million reported for the year ended December 31, 2023.

The following table represents net realized capital gains (losses) for the years ended December 31, 2024 and 2023 (in millions):

	2024	2023	Change
Bonds	$ (123)	$ (262)	$ 139
Common and preferred stocks	36	299	(263)
Limited partnerships	29	(4)	33
Derivatives	(250)	(539)	289
Real estate	191	—	191
Other[1]	(20)	64	(84)
Total before OTTI and capital losses tax	**(137)**	**(442)**	**305**
OTTI[2]	(638)	(310)	(328)
Capital gains tax benefit	48	70	(22)
Net realized capital losses after-tax and before transfers to the IMR	**(727)**	**(682)**	**(45)**
Capital losses transferred to the IMR[3]	351	640	(289)
Net realized capital losses after-tax	**$ (376)**	**$ (42)**	**$ (334)**

1 Other includes foreign exchange gains and losses on funding agreements related to the Notes.

2 OTTI losses are generally not subject to current tax treatment; however, current year tax includes benefits on current year OTTI on residential mortgage-backed securities and sales of other securities impaired in prior years.

3 Capital gains tax benefit transferred to the IMR was $93 million and $170 million for the years ended December 31, 2024 and 2023, respectively.

Realized capital losses on bonds of $123 million and $262 million for the years ended December 31, 2024 and 2023, respectively, were primarily due to sales of treasury notes, corporate bonds, and bond exchange traded funds. The majority of these losses were transferred to the IMR and the remaining losses were recorded to the AVR.

Realized capital gains on common and preferred stocks of $36 million for the year ended December 31, 2024 were due to sales in the financial services sector. Realized capital gains on common and preferred stocks of $299 million for the year ended December 31, 2023 were primarily due to sales of common stock exchange traded funds.

Realized capital losses on derivatives of $250 million and $539 million for the years ended December 31, 2024 and 2023, respectively, were primarily due to terminations on derivative strategies used to hedge against the low interest rate environment. Of these losses, $285 million and $549 million for the years ended December 31, 2024 and 2023, respectively, were transferred to the IMR. The losses amortizing through the IMR are expected to be significantly offset by higher net income resulting from reinvestment in a higher interest rate environment.

Realized capital gains on real estate of $191 million for the year ended December 31, 2024, were primarily due to the sale of five properties in the multifamily and industry sectors.

The following table shows the distribution of OTTI and the year-over-year change in OTTI by asset type for the years ended December 31, 2024 and 2023 (in millions):

	2024	2023	Change
Limited partnerships	$ (266)	$ (202)	$ (64)
Mortgage loans	(226)	(3)	(223)
Bonds	(80)	(45)	(35)
Other invested assets	(60)	(45)	(15)
Common and preferred stocks	(6)	(15)	9
Total OTTI	**$ (638)**	**$ (310)**	**$ (328)**

OTTI for limited partnerships ("**LPs**") of $266 million and $202 million for the years ended December 31, 2024 and 2023, respectively, was primarily due to leveraged buyouts approaching the end of their lifecycle, as well as in 2024, two real estate office sector LPs that are constrained by remote/hybrid work environments and in 2023 an imminent foreclosure of one office building. Certain LPs record expenses and fees accumulated over the life of the partnership as unrealized losses, therefore, when the partnership is at the end of its lifecycle such losses are realized by recording OTTI.

OTTI for mortgage loans of $226 million for the year ended December 31, 2024 was primarily due to impairments in the office sector, lower valuations due to elevated interest rates, declining demand and reduced income streams.

OTTI for bonds of $80 million for the year ended December 31, 2024 was primarily due to ABS securities backed by under performing unsecured consumer loans and corporate bonds in various sectors. OTTI on bonds of $45 million for the year ended December 31, 2023 was primarily due to impairments in the telecommunications/media sectors due to high cost of borrowing, liquidity concerns and aggressive competition.

OTTI for other invested assets of $60 million and $45 million for the years ended December 31, 2024 and 2023, respectively, was primarily due to ABS residual securities backed by underperforming unsecured consumer loans.

Results of Operations – For the Year Ended December 31, 2023 Compared to the Year Ended December 31, 2022

Strategic Reinsurance Transaction

The Term Reinsurance Agreement enabled New York Life to release reserves, resulting in an increase in surplus of $1,201 million at December 31, 2023, but had no impact on New York Life's net income for the year ended December 31, 2023, as the net gain is deferred and included as a direct increase in surplus as required under SAP. New York Life's results of operations for the year ended December 31, 2023 includes a $320 million pre-tax gain, which is entirely offset by a federal income tax expense. Certain individual components of the results of operations were impacted as discussed below (see "—Premium Income", "—Other Income", "—Additions to Reserves", "—Adjustments in Funds Withheld", "—Federal and Foreign Income Taxes" and "Financial Position – At December 31, 2023 Compared to December 31, 2022—Statutory Surplus").

Net Income

New York Life's net income, which is comprised of net gain from operations after dividends to policyholders and federal and foreign income taxes plus net realized capital gains (losses) (after-tax and transfers to the IMR), was $28 million for the year ended December 31, 2023, representing a $13 million increase from net income of $15 million reported for the year ended December 31, 2022.

The increase in net income year over year was driven by lower net realized capital losses of $113 million, partially offset by lower net gain from operations of $100 million, in 2023 (see "—Net Realized Capital Gains (Losses)").

Net Gain from Operations

As a mutual insurance company, all dividends paid by New York Life to participating policyholders are included in net gain from operations. However, since dividends are supported by unassigned surplus, not all of the sources of dividends are also reported in pre-dividend net gain (such as capital gains (losses) and undistributed earnings from subsidiaries). Therefore, focusing on net gain from operations before dividends to policyholders and federal and foreign income taxes provides the best insight into New York Life's performance.

Net gain from operations before dividends to policyholders and federal and foreign income taxes for the year ended December 31, 2023 was $2,662 million, representing an increase of $330 million when compared to the net gain from operations before dividends to policyholders and federal and foreign income taxes of $2,332 million reported for the year ended December 31, 2022. This increase is primarily driven by the benefits of a growing in force and improved fixed income yields, in addition to the pre-tax gain related to the Term Reinsurance Agreement. The increase is partially offset by lower U.S. insurance subsidiary dividends, lower distributed income from LPs and higher operating expenses, largely related to higher interest costs on pension and other post-retirement expenses (see "—Net Investment Income (including amortization of IMR)," "—Benefit Payments," "—Additions to Reserves" and "—Operating Expenses").

Dividends to policyholders and federal and foreign income tax expense for the year ended December 31, 2023 were $2,389 million and $203 million, respectively, and for the year ended December 31, 2022 were $2,131 million and $31 million, respectively (see "—Dividends to Policyholders" and "—Federal and Foreign Income Taxes").

Net gain from operations after dividends to policyholders and federal and foreign income taxes was $70 million for the year ended December 31, 2023 and $170 million for the year ended December 31, 2022.

Premium Income

Premiums are primarily generated from sales of life insurance, annuities, LTC insurance and disability insurance. In addition, sales of Institutional Annuities, with annuity purchase rate guarantees, are counted as premium since there is mortality risk in such products.

Premium income from the insurance business primarily consists of recurring premiums from New York Life's agency sold life business, while premium income from the annuities business is generally single premium and can be more volatile from year to year.

The following table shows premium income by business operation for the years ended December 31, 2023 and 2022 ($ in millions):

			Change	
	2023	**2022**	**$**	**%**
Life Insurance Solutions (excluding Term Reinsurance Agreement)	$ 9,651	$ 9,379	$ 272	3 %
Term Reinsurance Agreement	(1,677)	—	(1,677)	nm
Total Life Insurance Solutions	7,974	9,379	(1,405)	(15)
New York Life Direct	1,551	1,543	8	1
Group Membership	631	641	(10)	(2)
LTC	377	356	21	6
Closed Block Reinsurance	100	136	(36)	(26)
Individual Disability Insurance	1	—	1	nm
Total Insurance Business[1]	10,634	12,055	(1,421)	(12)
Institutional Annuities	3,764	5,714	(1,950)	(34)
Retail Annuities	750	380	370	97
Total Annuities Business	4,514	6,094	(1,580)	(26)
Total	**$ 15,148**	**$ 18,149**	**$ (3,001)**	**(17) %**

[1] Recurring premiums account for 83% of the total insurance business (excluding Term Reinsurance Agreement) for the years ended December 31, 2023 and 2022.

nm = not meaningful

Life Insurance Solutions (excluding Term Reinsurance Agreement) premiums for the year ended December 31, 2023 increased $272 million from the year ended December 31, 2022, primarily due to an increase in renewals driven by in force growth in whole life products.

Institutional Annuities premiums for the year ended December 31, 2023 decreased $1,950 million from the year ended December 31, 2022, primarily due to lower sales of stable value products and GICs, partially offset by higher sales of single premium buy-out contracts for pension risk transfer and structured settlements.

Retail Annuities premiums for the year ended December 31, 2023 increased $370 million from the year ended December 31, 2022, primarily due to higher sales of participating income annuities.

Net Investment Income (including amortization of IMR)

The following table illustrates investment income based on components of New York Life's investment portfolio for the years ended December 31, 2023 and 2022 ($ in millions):

	2023	2022	Change $	Change %
Bonds	$ 5,598	$ 4,806	$ 792	16 %
Other Invested Assets	1,063	1,190	(127)	(11)
Mortgage Loans	966	879	87	10
Policy Loans	665	604	61	10
U.S. Insurance Subsidiary Dividends[1]	—	400	(400)	(100)
Equity Securities	42	22	20	91
Other	653	546	107	20
Gross Investment Income	8,987	8,447	540	6
Investment Expenses[2]	(854)	(777)	(77)	(10)
Net Investment Income	8,133	7,670	463	6
Amortization of IMR	53	99	(46)	(46)
Total	**$ 8,186**	**$ 7,769**	**$ 417**	**5 %**

1 Dividends from the wholly owned U.S. insurance subsidiaries of New York Life.

2 Investment expenses include interest expense on surplus notes (see "—Financing—Surplus Notes").

Income from fixed income assets accounts for 69% of net investment income for the year ended December 31, 2023, which was a significant improvement from the prior year, primarily due to a favorable trend in interest rates and asset growth. This improvement was offset by a decrease in net investment income from equity related investments, including dividends from subsidiaries and distributed income from LPs.

Other Income

The following table shows the primary components of other income for the years ended December 31, 2023 and 2022 ($ in millions):

	2023	2022	Change $	Change %
Investment in COLI Policies	$ 232	$ (58)	$ 290	nm %
Commission and expense allowance on reinsurance ceded[1]	352	35	317	nm
Net loss on derivatives hedging funding agreement issuances	(178)	(77)	(101)	(131)
Other	98	62	36	58
Total	**$ 504**	**$ (38)**	**$ 542**	**nm %**

1 Increase primarily due to the initial ceding commission pre-tax amount of $1,521 million from the Term Reinsurance Agreement, partially offset by the after-tax amount of $1,201 million that is deferred and included as a direct increase in surplus as required under SAP. The net impact of $320 million is entirely offset by federal income tax expense resulting in no impact on New York Life's net income.

nm = not meaningful

New York Life has purchased various COLI policies from NYLIAC for the purpose of informally funding non-qualified pension and post-retirement plans and deferred compensation plans. NYLIAC holds the underlying assets supporting these policies. The change in cash surrender value of these policies is mainly driven by the performance of these underlying assets. The increase in investment in COLI policies was due to higher equity returns during the year ended December 31, 2023 compared to the year ended December 31, 2022. This was primarily passed on to participants in certain deferred compensation plans, and therefore, is partially offset by higher interest credited expense included in general operating expenses (see "—Operating Expenses").

Other income also includes the net loss on settlement of derivatives that hedge either foreign exchange exposure on foreign denominated funding agreements or manage interest risk on these programs. Note, this net loss is economically offset by lower benefit payments in Institutional Annuities due to foreign exchange on benefit payments or higher net investment income on floating rate assets (see "—Net Investment Income (including amortization of IMR)" and "—Benefit Payments").

Benefit Payments

New York Life's benefit payments primarily include death benefits, annuity benefits, LTC benefits, disability benefits, surrender benefits (including scheduled maturities and withdrawals on Institutional Annuities) and interest on policy claims and deposit funds.

The following table shows benefit payments by business operation for the years ended December 31, 2023 and 2022 ($ in millions):

			Change	
	2023	**2022**	**$**	**%**
Life Insurance Solutions	$ 5,250	$ 5,122	$ 128	2 %
New York Life Direct	1,015	1,086	(71)	(7)
Group Membership	367	415	(48)	(12)
LTC	166	146	20	14
Closed Block Reinsurance	392	453	(61)	(13)
Total Insurance Business	7,190	7,222	(32)	—
Institutional Annuities	7,936	5,910	2,026	34
Retail Annuities	122	99	23	23
Total Annuities Business	8,058	6,009	2,049	34
Total	**$ 15,248**	**$ 13,231**	**$ 2,017**	**15 %**

Life Insurance Solutions benefit payments for the year ended December 31, 2023 increased $128 million from the year ended December 31, 2022, primarily due to higher surrenders and an increase in death benefits from higher large claims.

New York Life Direct benefit payments for the year ended December 31, 2023 decreased $71 million from the year ended December 31, 2022, primarily due to favorable claims experience.

New York Life Closed Block Reinsurance benefit payments for the year ended December 31, 2023 decreased $61 million from the year ended December 31, 2022, primarily due to lower volume and severity on incurred death and surrender benefits.

Institutional Annuities benefit payments for the year ended December 31, 2023 increased $2,026 million from the year ended December 31, 2022, primarily driven by higher withdrawals related to stable value products, higher withdrawals related to Pension Plans, and scheduled maturities on funding agreements (see "—Net Transfers to (from) Separate Accounts").

Additions to Reserves

The following table shows additions to reserves by business operation for the years ended December 31, 2023 and 2022 ($ in millions):

	2023	2022	Change $	Change %
Life Insurance Solutions (excluding Term Reinsurance Agreement)	$ 4,868	$ 4,767	$ 101	2 %
Term Reinsurance Agreement	(2,060)	—	(2,060)	nm
Total Life Insurance Solutions	2,808	4,767	(1,959)	(41)
New York Life Direct	133	127	6	5
Group Membership	15	(15)	30	nm
LTC	262	300	(38)	(13)
Closed Block Reinsurance	(193)	(249)	56	22
Total Insurance Business	3,025	4,930	(1,905)	(39)
Institutional Annuities	274	1,197	(923)	(77)
Retail Annuities	544	404	140	35
Total Annuities Business	818	1,601	(783)	(49)
Total	**$ 3,843**	**$ 6,531**	**$ (2,688)**	**(41)%**

nm = not meaningful

Life Insurance Solutions (excluding Term Reinsurance Agreement) additions to reserves for the year ended December 31, 2023 increased $101 million from the year ended December 31, 2022, primarily due to an increase in reserves from recurring premiums on whole life and term products.

Term Reinsurance Agreement additions to reserves for the year ended December 31, 2023 decreased $2,060 million from the year ended December 31, 2022, due to the release of reserves ceded to Munich Re.

Institutional Annuities additions to reserves for the year ended December 31, 2023 decreased $923 million from the year ended December 31, 2022. The decrease was primarily driven by lower net flows, including premiums, benefits, and net transfers to (from) separate accounts, from stable value products and lower net sales from GICs. This was partially offset by higher sales of single premium buy-out contracts for pension risk transfer and structured settlements.

Retail Annuities additions to reserves for the year ended December 31, 2023 increased $140 million from the year ended December 31, 2022, primarily due to sales from participating income annuities.

Net Transfers to (from) Separate Accounts

The following table shows the components of the net transfers to (from) separate accounts for the years ended December 31, 2023 and 2022 ($ in millions):

	2023	2022	Change $	Change %
Transfers to Separate Accounts	$ 1,398	$ 2,629	$ (1,231)	(47)%
Transfers from Separate Accounts	(3,671)	(2,298)	(1,373)	(60)
Total	**$ (2,273)**	**$ 331**	**$ (2,604)**	**nm %**

nm = not meaningful

Changes in net transfers to (from) separate accounts during the year ended December 31, 2023 decreased $2,604 million from the year ended December 31, 2022, primarily related to lower net transfers into stable value products and higher withdrawals from rebalancing separate account contracts of the Pension Plans, of which the majority was invested externally (see "—Benefit Payments").

Adjustments in Funds Withheld

New York Life enters into reinsurance agreements to coinsure its liabilities with another insurer, and under these agreements, New York Life may retain the assets supporting the reinsured liabilities. Under those types of arrangements, New York Life establishes a funds withheld liability. Adjustments in funds withheld represent the establishment of the funds withheld liability and related interest.

The following table shows the components of adjustments in funds withheld for the years ended December 31, 2023 and 2022 ($ in millions):

	2023	2022	Change $	Change %
Interest credited on funds withheld	$ 115	$ 123	$ (8)	(7)%
Establishment of funds withheld[1]	420	—	420	nm
Total	**$ 535**	**$ 123**	**$ 412**	**nm %**

[1] Establishment of funds withheld liability under Term Reinsurance Agreement.

nm = not meaningful

Adjustments in funds withheld for the year ended December 31, 2023 was $535 million, representing an increase of $412 million when compared to adjustments in funds withheld of $123 million for the year ended December 31, 2022. The increase primarily represented the establishment of the funds withheld on the Term Reinsurance Agreement, as a liability was recorded to represent the assets that were not transferred to Munich Re in support of the reserves ceded, net of the amount of the initial ceding commission that was not received from Munich Re.

Operating Expenses

The following table shows the components of operating expenses for the years ended December 31, 2023 and 2022 ($ in millions):

	2023	2022	Change $	Change %
General Operating Expenses[1]	$ 3,080	$ 2,618	$ 462	18 %
Variable Sales Expenses[2]	743	714	29	4
Total	**$ 3,823**	**$ 3,332**	**$ 491**	**15 %**

[1] General Operating Expenses include, but are not limited to, salaries, incentive compensation, licenses and fees, charitable contributions and rent expense.

[2] Variable Sales Expenses include agents' commissions and premium tax expense.

General operating expenses for the year ended December 31, 2023 increased $462 million from the year ended December 31, 2022, primarily driven by higher interest crediting expense of $175 million on deferred compensation plans due to higher equity returns, which was funded by the increase in income from investment in COLI policies, and higher post-retirement expenses due to the increase in the assumed discount rates for New York Life's pension and other post-retirement plans (see "—Other Income").

Dividends to Policyholders

The following table shows dividends to policyholders for the years ended December 31, 2023 and 2022 ($ in millions):

	2023	2022	Change $	Change %
Dividends – New York Life Policyholders	$ 2,354	$ 2,105	$ 249	12 %
Dividends – Closed Block Reinsurance[1]	35	26	9	35
Total	**$ 2,389**	**$ 2,131**	**$ 258**	**12 %**

[1] Dividends for the Closed Block Reinsurance are approved by the ceding company.

Dividends to New York Life policyholders are approved by New York Life's Board of Directors annually and primarily factor in investment experience (interest earnings, credit loss experience and equity returns), mortality results and expense levels that develop over a period of time (see "Certain Financial and Accounting Matters—Dividends to Policyholders").

Federal and Foreign Income Taxes

Under SAP prescribed or permitted by the NYSDFS, current federal and foreign income taxes are reflected in net income, whereas deferred tax items are reflected as a component of surplus. Therefore, differences between the statutory tax rate and book income to tax expense includes temporary book/tax differences in addition to permanent differences. The following table reconciles the tax expense calculated at the statutory rate to the tax benefit reflected in New York Life's results of operations for the years ended December 31, 2023 and 2022 (in millions):

	2023	2022	Change
Tax expense on net gain from operations	**$ 57**	**$ 42**	**$ 15**
Tax credits[1]	(83)	(58)	(25)
Dividends from subsidiaries[2]	(100)	(129)	29
Tax exempt income	(84)	(18)	(66)
Commission on reinsurance ceded[3]	252	—	252
Non-deductible pension and post-retirement benefits	27	(8)	35
Excess of book over tax reserves	66	163	(97)
Deferred acquisition costs tax	64	35	29
Other	4	4	—
Total federal income tax expense	**$ 203**	**$ 31**	**$ 172**

1 Tax credits result primarily from investments in low income housing and alternative energy.

2 Dividends from subsidiaries represent after-tax earnings of the subsidiaries and are not subject to tax when received by New York Life.

3 Represents tax on portion of ceding commission deferred from net gain related to the Term Reinsurance Agreement.

Net Realized Capital Gains (Losses)

New York Life reported net realized capital losses after taxes and transfers to the IMR of $42 million for the year ended December 31, 2023, a decrease of $113 million from the net realized capital losses of $155 million reported for the year ended December 31, 2022.

The following table shows the net realized capital gains (losses) for the years ended December 31, 2023 and 2022 (in millions):

	2023	2022	Change
Bonds	$ (262)	$ (110)	$ (152)
Common and preferred stocks	299	71	228
LPs	(4)	(4)	—
Derivatives	(539)	(386)	(153)
Other[1]	64	144	(80)
Total before OTTI and capital losses tax	**(442)**	**(285)**	**(157)**
OTTI[2]	(310)	(234)	(76)
Capital gains tax benefit	70	15	55
Net realized capital losses after-tax and before transfers to the IMR	**(682)**	**(504)**	**(178)**
Capital losses transferred to the IMR[3]	640	349	291
Net realized capital losses after-tax	**$ (42)**	**$ (155)**	**$ 113**

[1] Other includes foreign exchange gains and losses on funding agreements related to the Notes.

[2] OTTI losses are generally not subject to current tax treatment; however, current year tax includes benefits on current year OTTI on residential mortgage-backed securities and sales of other securities impaired in prior years.

[3] Capital gains tax benefit transferred to the IMR was $170 million and $93 million for the years ended December 31, 2023 and 2022, respectively.

Realized capital losses on bonds of $262 million and $110 million for the years ended December 31, 2023 and 2022, respectively, were primarily due to sales of treasury notes and corporate bonds on foreign currencies that are hedged. The majority of these losses were transferred to the IMR and the remaining losses were recorded to the AVR.

Realized capital losses on derivatives of $539 million for the year ended December 31, 2023 were primarily due to losses on derivative strategies used to hedge against the low interest rate environment. $549 million of realized capital losses on derivatives were transferred to the IMR for the year ended December 31, 2023. The losses that will amortize through the IMR are expected to be significantly offset by higher net income due to reinvestment of cashflows at higher interest rates. Realized capital losses on derivatives of $386 million for the year ended December 31, 2022, were primarily due to losses on derivative strategies used to hedge against the low interest rate environment. Realized capital losses on derivatives of $316 million were transferred to the IMR for the year ended December 31, 2022. The losses that will amortize through the IMR are expected to be significantly offset by higher net income due to reinvestment of cashflows at higher interest rates.

The following table shows the distribution of OTTI and the year-over-year change in OTTI by asset type for the years ended December 31, 2023 and 2022 (in millions):

	2023	2022	Change
LPs	$ (202)	$ (105)	$ (97)
Bonds	(45)	(100)	55
Other invested assets	(45)	—	(45)
Common and preferred stocks	(15)	(22)	7
Mortgage loans	(3)	(7)	4
Total OTTI	**$ (310)**	**$ (234)**	**$ (76)**

OTTI for LPs of $202 million was primarily due to leveraged buyouts approaching the end of their lifecycle, as well as an imminent foreclosure of one office building. LPs record expenses and fees accumulated over the life of the partnership as unrealized losses, therefore, when the partnership is at the end of its lifecycle such losses are realized by recording OTTI. OTTI on bonds of $45 million was primarily due to impairments in the telecommunications/media sectors due to high cost of borrowing, liquidity concerns and aggressive competition. However, this was significantly less than the bond OTTI recorded in 2022 which was elevated due to impairments of Russian securities related to the war in Ukraine and subsequent sanctions. OTTI for other invested assets of $45 million for the year ended December 31, 2023 was primarily due to asset-backed residual securities backed by underperforming unsecured consumer loans.

Financial Position

The following is a discussion and analysis of the statutory financial position of New York Life at December 31, 2024, 2023 and 2022.

Financial Position – At December 31, 2024 Compared to December 31, 2023

Assets

New York Life's total assets at December 31, 2024 were $244,901 million, which was $12,999 million, or 6%, higher than the $231,902 million reported at December 31, 2023. The increase is reflected in the following assets:

- $12,905 million higher cash and invested assets primarily driven by the investment of operating cash flow with the increase mainly in fixed income investments.

Liabilities

New York Life's total liabilities, including AVR, at December 31, 2024 were $218,474 million, which was $11,866 million, or 6%, higher than the $206,608 million reported at December 31, 2023. The increase is reflected in the following liabilities:

- $12,223 million increase in policy reserves and deposit funds is primarily driven by higher deposits in funding agreements related to medium term notes sales and Federal Home Loan Bank funding as well as the aging of the in force, particularly in whole life products. The table below presents policy reserves and deposit funds by business operation at December 31, 2024 and December 31, 2023 ($ in millions):

			Change	
	2024	**2023**	**$**	**%**
Life Insurance Solutions	$ 96,432	$ 91,511	$ 4,921	5 %
New York Life Direct	3,691	3,575	116	3
Group Membership	2,133	2,139	(6)	—
LTC	4,773	4,496	277	6
Closed Block Reinsurance	4,322	4,562	(240)	(5)
Individual Disability Income	3	1	2	nm
Total Insurance Business	111,354	106,284	5,070	5
Institutional Annuities	71,333	64,959	6,374	10
Retail Annuities	4,008	3,229	779	24
Total Annuities Business	75,341	68,188	7,153	10
Total	**$ 186,695**	**$ 174,472**	**$ 12,223**	**7 %**

nm = not meaningful

Statutory Surplus

Statutory surplus was $26,427 million at December 31, 2024, an increase of $1,133 million, or 4%, from the $25,294 million reported at December 31, 2023. The main drivers of the change in New York Life's statutory surplus are presented in the following table (in millions):

	2024
Beginning surplus	$ 25,294
Net income	470
Change in net unrealized capital gains/(losses)[1]	(368)
Change in deferred taxes[1,2]	211
Change in AVR	(75)
Change in nonadmitted assets[2,3]	636
Pension and post-retirement impacts[3]	274
Change in surplus as a result of reinsurance	(14)
Other	(1)
Ending surplus	**26,427**
AVR	4,588
Surplus and AVR[4]	**$ 31,015**

1 Deferred tax benefit on change in net unrealized capital losses of $48 million was reclassified to "Change in deferred taxes."

2 An increase in nonadmitted deferred income taxes of $171 million was reclassified to "Change in deferred taxes."

3 A decrease in nonadmitted prepaid pension assets of $112 million was reclassified to "Pension and post-retirement impacts."

4 Consolidated statutory surplus and AVR, which includes the AVR of New York Life's wholly owned U.S. insurance subsidiaries totaled $33,265 million at December 31, 2024.

Change in Net Unrealized Capital Gains/(Losses)

The following table shows the components of the change in net unrealized capital gains/(losses) at December 31, 2024 from December 31, 2023 (in millions):

		2024
Affiliated:		
Domestic insurance subsidiaries:		
Operations	$	885
Subsidiary dividends to New York Life[1]		(918)
Amortization of goodwill[2]		(418)
Total domestic insurance subsidiaries		(451)
Asset management subsidiaries		143
Insurance subsidiary in Mexico and other		207
Total affiliated		(101)
Unaffiliated:		
Mortgage loans		53
Common and preferred stocks		24
Other invested assets		(118)
Other[3]		(226)
Total unaffiliated		(267)
Total change in net unrealized capital gains/(losses)	**$**	**(368)**

1 No impact to New York Life's surplus as dividend income is reported in net income.

2 Goodwill associated with the acquisition of GBS in 2020. See Note 6 of the Statutory Financial Statements.

3 Other primarily includes derivatives and foreign exchange.

The increase in net unrealized capital gains associated with domestic insurance subsidiary operations of $885 million was primarily driven by the performance of LINA due to strong underwriting margin results and lower expenses, as well as NYLIAC due to investment spread and favorable mortality.

The decrease in net unrealized capital gains associated with other investments of $226 million was primarily driven by a reduction in foreign currency-related hedges which was mainly due to the qualification of foreign private bond hedges during the year.

Change in Deferred Taxes

The following table shows the components of the change in deferred taxes at December 31, 2024 from December 31, 2023 (in millions):

		2024
Deferred income tax benefit on operating results	$	334
Deferred tax benefit on change in net unrealized capital losses		48
Subtotal		382
Increase in nonadmitted deferred income taxes		(171)
Total change in deferred taxes	**$**	**211**

Change in AVR

The AVR liability represents a portion of New York Life's surplus set aside to offset potential non-interest related investment losses. Changes in AVR are recorded directly to surplus. The AVR liability is based on a formula prescribed by the NAIC and is largely influenced by the size and quality of the investment portfolio. Changes in the AVR are driven by non-interest related gains and losses on the investment portfolio and an annual contribution based on factors set by the NAIC. Factors are also used to set a reserve objective and a maximum reserve. The AVR liability increased by $75 million at December 31, 2024 from December 31, 2023, which reduced surplus and is currently at its maximum reserve.

Change in Nonadmitted Assets

Certain assets are not allowed as admitted assets under SAP. Generally, these are assets with economic value, but which cannot be readily used to pay policyholder obligations. New York Life had a net decrease in nonadmitted assets that resulted in an increase to surplus of $636 million during the year ended December 31, 2024. The decrease was primarily due to the change in nonadmitted goodwill associated with the GBS acquisition as a result of the amortization of goodwill and the change in nonadmitted investment in two wholly owned subsidiaries, NYL Investors and Seguros Monterrey, that is included in change in net unrealized gains/(losses). This is partially offset by the change in nonadmitted assets related to furniture and equipment that is included in change in net unrealized gains/(losses) (see “—Change in Net Unrealized Capital Gains/(Losses)”).

Pension and Post-retirement Benefits Impacts

The calculation of pension and other post-retirement benefits obligations requires management to select demographic and economic assumptions that affect the reported amounts of assets and liabilities at December 31 of each year. Assumptions include, but are not limited to, interest rates, return on plan assets, mortality, withdrawal and retirement rates, and healthcare cost trend rate. The selected actuarial assumptions comply with the NAIC guidance, which requires New York Life to use its best estimate for each assumption, and are reviewed regularly for reasonableness, comparing assumed results to actual plan experience with adjustments made when necessary. New York Life uses a December 31 measurement date for these plans, as required.

Pension and post-retirement related impacts reported as a direct adjustment to surplus do not include the expenses (annual service costs, amortization of unrecognized actuarial losses and prior service costs) reported in net gain/(loss) from operations. These adjustments increased surplus by $274 million.

The following table shows the components of the pension and post-retirement benefits related impacts (in millions):

		2024
Impact of updates and return on assets:		
Increase in discount rate (from 5.04% to 5.72%)	$	710
Post-retirement health plan amendment		297
Shortfall in return on plan assets in excess of assumed		(187)
Other assumption updates		(171)
Impact of updates and return on assets	$	649
Change in nonadmitted overfunded asset		(493)
Impact of updates and return on assets net of change in nonadmitted overfunded asset	**$**	**156**
1/1 balance recognized in 2024 net gain		118
Total pension and post-retirement benefits related impacts	**$**	**274**

Financial Position – At December 31, 2023 Compared to December 31, 2022

Assets

New York Life's total assets at December 31, 2023 were $231,902 million, which was $9,121 million, or 4%, higher than the $222,781 million reported at December 31, 2022. The increase is reflected in the following assets:

- $10,106 million higher cash and invested assets mainly driven by the investment of operating cash flow with the increase primarily in fixed income investments.

Liabilities

New York Life's total liabilities, including AVR, at December 31, 2023 were $206,608 million, which was $7,714 million, or 4%, higher than the $198,894 million reported at December 31, 2022. The increase is reflected in the following liabilities:

- $8,466 million increase in policy reserves and deposit funds is primarily driven by higher deposits in funding agreements related to medium term notes sales and Federal Home Loan Bank funding as well as the aging of the in force, particularly in whole life products. The table below presents policy reserves and deposit funds by business operation at December 31, 2023 and December 31, 2022 ($ in millions):

			Change	
	2023	**2022**	**$**	**%**
Life Insurance Solutions	$ 91,511	$ 88,994	$ 2,517	3 %
New York Life Direct	3,575	3,437	138	4
Group Membership	2,139	2,102	37	2
LTC	4,496	4,234	262	6
Closed Block Reinsurance	4,562	4,787	(225)	(5)
Individual Disability Income	1	—	1	nm
Total Insurance Business	106,284	103,554	2,730	3
Institutional Annuities	64,959	59,764	5,195	9
Retail Annuities	3,229	2,688	541	20
Total Annuities Business	68,188	62,452	5,736	9
Total	**$ 174,472**	**$ 166,006**	**$ 8,466**	**5 %**

nm = not meaningful

Statutory Surplus

Statutory surplus was $25,294 million at December 31, 2023, an increase of $1,407 million, or 6%, from the $23,887 million reported at December 31, 2022. The main drivers of the change in New York Life's statutory surplus are presented in the following table (in millions):

	2023
Beginning surplus	$ 23,887
Net income	28
Change in surplus as a result of the Term Reinsurance Agreement[1]	1,201
Change in net unrealized capital gains/(losses)[2]	(110)
Change in deferred taxes[2,3]	185
Change in AVR	(278)
Change in nonadmitted assets[3,4]	277
Pension and post-retirement impacts[4]	154
Change in reserve valuation basis	(58)
Other	8
Ending surplus	**25,294**
AVR	4,513
Surplus and AVR[5]	**$ 29,807**

1 Increase due to the deferral of the after-tax impact of the initial ceding commission.

2 Deferred capital losses tax benefit on change in net unrealized capital losses of $113 million was reclassified to "Change in deferred taxes."

3 An increase in nonadmitted deferred income taxes of $127 million was reclassified to "Change in deferred taxes."

4 A decrease in nonadmitted prepaid pension assets of $147 million was reclassified to "Pension and post-retirement impacts."

5 Consolidated statutory surplus and AVR, which includes the AVR of New York Life's wholly owned U.S. insurance subsidiaries totaled $31,875 million at December 31, 2023.

Change in Net Unrealized Capital Gains/(Losses)

The following table shows the components of the change in net unrealized capital gains/(losses) at December 31, 2023 from December 31, 2022 (in millions):

	2023
Affiliated:	
Domestic insurance subsidiaries:	
Operations	$ 578
Amortization of goodwill[1]	(418)
Total domestic insurance subsidiaries	160
Asset management subsidiaries	(62)
Insurance subsidiary in Mexico and other	330
Total affiliated	428
Unaffiliated:	
Common stocks	(206)
Other invested assets	(209)
Other[2]	(123)
Total unaffiliated	(538)
Total change in net unrealized capital gains/(losses)	**$ (110)**

1 Goodwill associated with the acquisition of GBS in 2020. See Note 6 of the Statutory Financial Statements.

2 Other primarily includes derivatives, foreign exchange and mortgage loans.

The increase in net unrealized capital gains associated with domestic insurance subsidiary operations of $578 million was primarily driven by the performance of NYLIAC due to spread and fee income, partially offset by new business strain.

The decrease in net unrealized capital gains associated with common stocks of $206 million was primarily due to the reversal of unrealized gains for realized gains, partially offset by favorable equity returns (see "Results of Operations – For the Year Ended December 31, 2023 Compared to the Year Ended December 31, 2022—Net Realized Capital Gains (Losses)").

The decrease in net unrealized capital gains associated with other invested assets of $209 million was primarily due to the reversal of unrealized gains for distributed income/realized gains, partially offset by earnings from private equity investments from their audited financial statements from December 31, 2022 through September 30, 2023, as LPs are reported on a one quarter lag (see "Results of Operations – For the Year Ended December 31, 2023 Compared to the Year Ended December 31, 2022—Net Investment Income (including amortization of IMR) and —Net Realized Capital Gains (Losses)").

Change in Deferred Taxes

The following table shows the components of the change in deferred taxes at December 31, 2023 from December 31, 2022 (in millions):

		2023
Deferred income tax benefit on operating results	$	199
Deferred capital losses tax benefit on change in net unrealized capital losses		113
Subtotal		312
Increase in nonadmitted deferred income taxes		(127)
Total change in deferred taxes	**$**	**185**

Change in AVR

The AVR liability represents a portion of New York Life's surplus set aside to offset potential non-interest related investment losses. Changes in AVR are recorded directly to surplus. The AVR liability is based on a formula prescribed by the NAIC and is largely influenced by the size and quality of the investment portfolio. Changes in the AVR are driven by non-interest related gains and losses on the investment portfolio and an annual contribution based on factors set by the NAIC. Factors are also used to set a reserve objective and a maximum reserve. The AVR liability increased by $278 million at December 31, 2023 from December 31, 2022, which reduced surplus and is currently at its maximum reserve.

Change in Nonadmitted Assets

Certain assets are not allowed as admitted assets under SAP. Generally, these are assets with economic value, but which cannot be readily used to pay policyholder obligations. New York Life had a net decrease in nonadmitted assets that resulted in an increase to surplus of $277 million for the year ended December 31, 2023. The decrease was primarily due to the change in nonadmitted goodwill associated with the GBS acquisition as a result of the amortization of goodwill that is included in change in net unrealized gains/(losses).

Pension and Post-retirement Benefits Impacts

The calculation of pension and other post-retirement benefits obligations requires management to select demographic and economic assumptions that affect the reported amounts of assets and liabilities at each year end. Assumptions include, but are not limited to, interest rates, return on plan assets, mortality, withdrawal and retirement rates, and healthcare cost trend. The selected actuarial assumptions comply with the NAIC guidance, which requires New York Life to use its best estimate for each assumption, and are reviewed regularly for reasonableness, comparing assumed results to actual plan experience with adjustments made when necessary. New York Life uses a December 31 measurement date for these plans, as required.

Pension and post-retirement related impacts reported as a direct adjustment to surplus do not include the expenses (annual service costs, amortization of unrecognized actuarial losses and prior service costs) reported in net gain/(loss) from operations. These adjustments increased surplus by $154 million.

The following table shows the components of the pension and post-retirement benefits related impacts (in millions):

	2023
Impact of updates and return on assets:	
Decrease in discount rate (from 5.23% to 5.04%)	$ (219)
Return on plan assets in excess of assumed	312
Other assumption updates	(44)
Impact of updates and return on assets	49
Change in nonadmitted overfunded asset	(34)
Impact of updates and return on assets net of change in nonadmitted overfunded asset	**15**
1/1 balance recognized in 2023 net gain	139
Total pension and post-retirement benefits related impacts	**$ 154**

Liquidity Sources and Requirements

Liquidity Sources

New York Life's principal cash inflows from its insurance activities are derived from life insurance premiums, annuity considerations, funding agreements, GICs and deposit funds. New York Life's principal cash inflows from investments result from proceeds on sales, interest payments, repayments of principal, maturities of invested assets and investment income. The following table sets forth the total available liquidity of New York Life from liquid assets and other funding sources at the end of the specified periods (in millions). Liquid assets include cash and cash equivalents, short-term investments and publicly traded securities, excluding assets that are pledged or otherwise committed. Other funding sources includes the available capacity at short-term borrowing facilities.

New York Life's Available Liquidity at Market Value

	December 31,		
	2024	**2023**	**2022**
Cash and short-term investments:			
Cash and cash equivalents	$ 3,960	$ 3,548	$ 2,031
Short-term investments	621	309	938
Less: securities lending and other short-term liabilities	(1,829)	(1,967)	(1,441)
Net cash and short-term investments	**2,752**	**1,890**	**1,528**
Liquid bonds:			
U.S. government and agency bonds	5,504	7,393	7,359
Public corporate investment-grade bonds & collateralized mortgage obligations	57,554	55,474	50,336
Total liquid bonds	**63,058**	**62,867**	**57,695**
Equities:			
Public equities	350	347	706
Total liquid assets	**66,160**	**65,104**	**59,929**
Other funding sources:			
Bank facility/commercial paper capacity	3,000	3,001	3,001
Federal Home Loan Bank available capacity[1]	8,514	8,521	7,490
Total other funding sources	**11,514**	**11,522**	**10,491**
Total available liquidity	**$ 77,674**	**$ 76,626**	**$ 70,420**

[1] Available capacity represents 5% of New York Life's total admitted assets, less secured borrowing. At December 31, 2024, New York Life's borrowing capacity with the Federal Home Loan Bank of New York was $12,245 million, of which $3,731 million had been used. At December 31, 2023, New York Life's borrowing capacity with the Federal Home Loan Bank of New York was $11,595 million, of which $3,074 million had been used.

New York Life's U.S. insurance subsidiaries are subject to certain insurance regulatory restrictions as to the payment of dividends to New York Life. These restrictions pose no short-term or long-term liquidity concerns for New York Life, as it does not rely on subsidiary dividends as a significant source of liquidity.

Liquidity Uses

New York Life's principal cash outflows primarily relate to the payment of liabilities associated with its various life insurance, annuity and group pension (GICs and funding agreements) products, operating expenses and income taxes. Liabilities arising from New York Life's insurance activities primarily relate to benefit payments, policy surrenders, withdrawals from GICs and maturities of funding agreements, and loans and dividends to policyholders. See "—Investment Risk Management" for a discussion of liquidity risk.

A primary liquidity concern with respect to life insurance and annuity products is the risk of early policyholder and contract holder withdrawals. New York Life includes provisions in certain of its contracts that are designed to limit withdrawals from general account institutional pension products (group annuities, GICs and certain deposit fund liabilities) sold to employee benefit plan sponsors. Such provisions include surrender charges, market value adjustments and prohibitions or restrictions on withdrawals. New York Life closely monitors its liquidity requirements in order to match cash inflows with expected cash outflows, and employs an asset/liability management approach tailored to the specific requirements of each product line based upon the return objectives, risk tolerance, liquidity, tax and regulatory requirements of the underlying products. It also regularly conducts liquidity stress tests and monitors early warning indicators of potential liquidity issues.

New York Life participates in a securities lending program for its general account whereby fixed income securities are loaned to third parties, primarily major brokerage firms and commercial banks. The borrowers of its securities provide New York Life with collateral, typically in cash. New York Life separately manages this collateral and invests such cash collateral in a portfolio of highly rated fixed income securities with short maturities. Securities on loan under the program could be returned to New York Life by the borrowers, or New York Life could call such securities at any time. Returns of loaned securities would require New York Life to return the cash collateral associated with such loaned securities. New York Life was liable for cash collateral under its control of $685 million and $1,093 million at December 31, 2024 and 2023, respectively. See "Risk Factors—Risk Factors Relating to New York Life—New York Life's Securities Lending Program Subjects It to Potential Liquidity and Other Risks."

New York Life is committed to maintaining adequate capitalization for its insurance and non-insurance subsidiaries to fund growth opportunities and support new products, and, with respect to its U.S. insurance subsidiaries, to maintain targeted RBC levels. In addition, New York Life may make loans to its affiliates to provide additional funds to meet the business needs of these entities. New York Life received returns of capital (net of capital contributions) of $287 million and $26 million from its insurance and non-insurance subsidiaries during the years ended December 31, 2024 and 2023, respectively.

The following table summarizes New York Life's total direct reserves, surrender privileges and cash value available for policy loans at December 31, 2024 and 2023 (in millions):

		2024				2023			
		Individual Life	Annuity	Group Life and Accident and Health	Total	Individual Life	Annuity	Group Life and Accident and Health	Total
1	Total direct reserves	$95,972	$33,810	$6,554	$136,336	$91,243	$32,963	$9,899	$134,105
2	Of total reserves (Line 1), amounts related to policies that have surrender privileges	$92,560	$8,679	$3,306	$104,545	$87,859	$9,292	$3,191	$100,342
3	Of policies that have surrender privileges (Line 2), amounts redeemable for cash to policyholders	$87,120	$8,106	$2,665	$97,891	$82,839	$8,623	$2,531	$93,993
4	Of total reserves (Line 1), cash value with respect to policies for which policyholders had rights to take policy loans[1]	$87,102	$—	$—	$87,102	$82,821	$—	$—	$82,821

[1] Individual life insurance policies, other than term life insurance policies, generally increase in cash value over the life of the policies. Policyholders have the right to borrow from New York Life an amount generally up to the cash value of their policies at any time. The majority of cash value eligible for policy loans are at variable interest rates, which are reset annually on the policy anniversary.

The following table summarizes New York Life's direct deposit fund liabilities and surrender privileges at December 31, 2024 and 2023 (in millions):

		2024				2023			
		Individual Life	Annuity	Group Life and Accident and Health	Total	Individual Life	Annuity	Group Life and Accident and Health	Total
1	Total direct deposit fund liabilities	$2,291	$41,528	$193	$44,012	$2,114	$35,120	$182	$37,416
2	Of total deposit funds (Line 1), amounts related to deposits that have surrender privileges	$2,291	$1,226	$193	$3,710	$2,114	$1,197	$182	$3,493
3	Of deposit funds that have surrender privileges (Line 2), amounts redeemable for cash to policyholders	$2,291	$1,154	$193	$3,638	$2,114	$1,100	$182	$3,396

Cash Flows

Net cash provided from operating activities for the years ended December 31, 2024 and 2023 was $8,171 million and $7,011 million, respectively.

Net cash used in investing activities was $12,589 million and $8,919 million for the years ended December 31, 2024 and 2023, respectively. In 2024 and 2023, New York Life used the cash flow generated by its operations to invest primarily in fixed income securities.

Net cash from financing activities and miscellaneous sources was $5,054 million and $3,198 million for the years ended December 31, 2024 and 2023, respectively. The increase in net cash from financing activities and miscellaneous resources was primarily driven by higher deposit funds.

Financing

New York Life Capital Corporation

New York Life Capital Corporation ("**NYLCC**") is a wholly owned indirect subsidiary of New York Life and serves as a conduit for New York Life to the credit markets and is authorized to issue up to $3.5 billion of commercial paper to institutional investors. The proceeds are loaned to New York Life or its subsidiaries for investment purposes or to meet short-term liquidity needs. At December 31, 2024 and 2023, New York Life had a loan payable to NYLCC of $450 million and $419 million, respectively.

Effective September 15, 2022, New York Life and NYLCC, as borrowers, entered into a $1.75 billion revolving credit facility with a syndicate of lenders (the "**2022 Credit Facility**"). The 2022 Credit Facility expires on September 15, 2027. At December 31, 2024 and 2023, the credit facility was not used and there was no outstanding balance.

Federal Home Loan Bank of New York

New York Life is a member of the Federal Home Loan Bank of New York ("**FHLB of NY**") and issues funding agreements to the FHLB of NY in exchange for cash. The proceeds are used for general business purposes. The funding agreements are issued through the general account and are included in the liability for deposit funds in the Statutory Statements of Financial Position. When a funding agreement is issued, New York Life is required to post collateral in the form of eligible securities including mortgage-backed, government and agency debt instruments for each of the advances received. Upon any event of default by New York Life, the FHLB of NY's recovery on the collateral is limited to the amount of New York Life's liability to the FHLB of NY. The following table summarizes the details of New York Life's funding agreements to the FHLB of NY at December 31, 2024 and 2023 (in millions):

	2024	2023
Funding agreement liability	$ 3,759	$ 3,118
Fair value of collateral pledged to the FHLB of NY	$ 7,062	$ 8,028
Investment in FHLB of NY stock	$ 215	$ 186

New York Life had posted additional capital or collateral of $3,303 million and $4,910 million at December 31, 2024 and 2023, respectively, to allow for additional funding through the FHLB of NY if the need arose.

Surplus Notes

The following table summarizes the surplus notes issued and outstanding at December 31, 2024 ($ in millions):

Issue Date	Principal Amount	Carrying Value	Interest Paid Current Year	Cumulative Interest Paid	Interest Rate	Maturity Date
4/14/2020	$ 1,250	$ 1,243	$ 47	$ 215	3.75 %	5/15/2050
4/4/2019	1,000	994	45	250	4.45 %	5/15/2069
10/8/2009	1,000	999	67	1,019	6.75 %	11/15/2039
5/5/2003	1,000	997	58	1,264	5.88 %	5/15/2033
Total	**$ 4,250**	**$ 4,233**	**$ 217**	**$ 2,748**		

The 2020 surplus notes, 2019 surplus notes, 2009 surplus notes and the 2003 surplus notes (collectively, the "**Surplus Notes**") were issued pursuant to Rule 144A under the Securities Act of 1933, as amended, and are administered by Citibank, as registrar/paying agent. Interest on the Surplus Notes is paid semi-annually on May 15th and November 15th of each year.

The Surplus Notes are unsecured and subordinated to all present and future indebtedness, policy claims and other creditor claims against New York Life. Under New York Insurance Law, the Surplus Notes are not part of the legal liabilities of New York Life. Each payment of interest or principal may be made only with the prior written approval of the Superintendent of the NYSDFS (the "**Superintendent**") and only out of surplus funds, which the Superintendent determines to be available for such payments under the New York Insurance Law. Provided that approval is granted by the Superintendent, the Surplus Notes may be redeemed at the option of New York Life at any time at the "make-whole" redemption price equal to the greater of: (1) the principal amount of the Surplus Notes to be redeemed, or (2) the sum of the present values of the remaining scheduled interest and principal payments on the Surplus Notes to be redeemed, excluding accrued interest as of the date on which the Surplus Notes are to be redeemed, discounted on a semi-annual basis at an adjusted treasury rate plus 20 basis points for the 2003 surplus notes, 40 basis points for the 2009 surplus notes, 25 basis points for the 2019 surplus notes and 40 basis points for the 2020 surplus notes, respectively, plus in each case, the accrued interest on the Surplus Notes to be redeemed to the redemption date.

Commitments and Contingencies

New York Life, in the ordinary course of its business, enters into numerous arrangements with its affiliates and may enter into guarantees and/or keepwells between itself and its affiliates.

New York Life, as lessee, enters into various operating lease agreements primarily associated with real property (including leases of office spaces) and data processing and other equipment. The approximate future minimum rental payments required under these operating leases was $836 million at December 31, 2024.

Unfunded commitments on LPs, LLCs and other invested assets amounted to $4,153 million at December 31, 2024. Contractual commitments to extend credit under commercial mortgage loan agreements totaled $1,052 million at December 31, 2024, at both fixed and variable rates of interest. These commitments are diversified by property type and geographic location. There were no contractual commitments to extend credit under residential loan agreements at December 31, 2024. At December 31, 2024, New York Life had outstanding contractual obligations to acquire additional private placement securities amounting to $1,432 million.

Investment Risk Management

New York Life's investment portfolio has potential exposure to various sources of investment risk, including interest rate, credit and equity price risks. New York Life has established comprehensive policies and procedures at both the corporate and business segment levels to control overall risk exposures. The Investment Committee of the Board of Directors provides oversight for New York Life's investment activity, including review of various risk factors and establishment of investment policies. New York Life's Investment Risk Committee is responsible for overseeing, monitoring and evaluating investment risk of the enterprise, assessing remediation and mitigation practices, as well as overseeing and coordinating activities of the enterprise-wide investment risk management discipline. New York Life supplements its financial modeling with comprehensive stress testing, which is intended to assess New York Life's financial resilience and sustainability of its business model to extreme events.

New York Life evaluates the impact of various stress events on its capital and liquidity on a regular basis using the analysis of various stress scenarios. Based on the results of these stress tests, New York Life believes that it has ample liquidity and financial strength to provide for its foreseeable cash requirements, including cash outflows in extreme stress scenarios. Various liquidity risk indicators are tracked regularly to provide management with an early indication of potential liquidity issues.

Earnings and cash flows relating to fixed-rate investments are sensitive to interest rate changes, which can materially affect the fair value of these investments. New York Life manages interest rate risk as part of its asset/liability management process and product design procedures. Asset/liability management strategies include segmentation of investments by product line and the construction of investment portfolios designed to specifically satisfy the projected cash needs of the product lines. New York Life also seeks to assess interest rate risk by modeling asset and liability cash flows under current and projected interest rate scenarios. New York Life monitors its asset/liability position regularly, enabling management to adjust asset portfolios through rebalancing or the use of derivatives, or to alter liability cash flows, in order to efficiently mitigate risk exposures exceeding its risk tolerances. See "Risk Factors—Risk Factors Relating to New York Life—New York Life Is Exposed to Significant Financial and Capital Markets Risks Which May Adversely Affect Its Business, Results of Operations and Financial Condition."

New York Life's investments in bonds and mortgage loans expose it to potential credit losses. Credit risk is managed by applying disciplined credit evaluation and underwriting standards; aligning allocations to lower-quality, higher-yielding investments with New York Life's risk-return tolerances; and diversifying bond exposures by industry, issuer and sector, and mortgage loan exposure by region and property type. New York Life also regularly monitors aggregated credit risk across its portfolios relative to its risk tolerances. See "Risk Factors—Risk Factors Relating to New York Life—Losses Due to Defaults by, or Deteriorating Credit of, Others, Including Issuers of Investment Securities Reinsurers and Derivative Instrument Counterparties, Could Adversely Affect the Value of New York Life's Investments, Results of Operations, Financial Condition or Liquidity."

New York Life follows a fundamental approach to credit analysis supporting bond purchase or sale decisions. Key factors include the stability and adequacy of cash flow in relation to debt service requirements and the outlook for growth in net income. Issuers of below investment grade bonds generally have relatively high levels of indebtedness and are thus more sensitive than issuers of investment grade bonds to adverse economic conditions or to increasing interest rates. Although private placements are relatively less liquid, they benefit from more comprehensive financial covenants and are more likely to be secured or senior in structure.

New York Life actively manages and monitors its credit risk exposure. New York Life, through NYL Investors and other indirect investment management subsidiaries, manages credit risk on an individual issuer and sector basis as well as for the aggregate corporate portfolio in accordance with New York Life's investment policy guidelines. Individual issuer limits are set based on the issuer's credit rating and other factors. Credit ratings for issuers used to monitor credit risk are either from credit rating providers or internal ratings. A comparable internal rating is used if an externally provided rating is not available. The internal ratings are maintained and monitored by an experienced group of credit analysts specialized by industry and asset type. Factors involved in determining credit ratings include financial and operating ratios, industry outlook and priority of claim. Credit limits and guidelines are established and reviewed periodically. The bond portfolio is continuously examined to identify any potential problems or events that would result in the issuer not being able to comply with the contractual terms. These are included on a "watchlist" that is routinely monitored.

New York Life also follows a fundamental approach to the credit analysis of asset-backed securities. The analysis process involves a review of deal documents for each security, supplemented by analysis on the pool of assets securing the securities; the attributes of the loans included in the pool; the structure of the transaction and the impact of the structural features on the amount and/or timing of principal and interest to be paid on the securities; the credit enhancement afforded the securities and the structure of the credit enhancement; the loss coverage afforded the securities from the credit enhancement and structural features; and the feasibility of a servicing transfer, if necessary. Additionally, the credit analyst evaluating asset-backed securities may perform quantitative analysis of the security's cash flows and stress tests to quantify the loss coverage afforded and to determine that the ratio of the credit enhancement to the expected loss is consistent with the ratings.

New York Life actively monitors and manages its commercial mortgage loan portfolio. Substantially all of the commercial mortgage loan portfolio is serviced directly by New York Life's subsidiary, NYL Investors. All aspects of loan origination and loan management are performed and/or reviewed by NYL Investors personnel, including lease analysis, economic and financial reviews, tenant analysis, and oversight of delinquency and bankruptcy proceedings. Properties securing loans are generally reinspected and revalued on a regularly scheduled basis. Problem or potential problem loans are reinspected and revalued as often as required.

If any mortgage loan analysis or other information that is obtained indicates a potential problem (likelihood of the borrower not being able to comply with the present loan repayment terms), the loan will be placed on an internal watchlist and routinely monitored. Among the criteria that would indicate a potential problem are: borrower bankruptcies; major tenant bankruptcies; loan relief/restructuring requests; delinquent tax payments; late payments; higher loan to value ratios; low debt service coverage ratios; and vacancy levels. No single factor necessarily requires a loan to be included on the watchlist, as such determination is subject to judgment as to whether circumstances call for inclusion.

New York Life's holdings of public and private equity securities are subject to market risk. These holdings are diversified and managed against risk guidelines or limits established by individual product lines and at the aggregate corporate level. The investment risk guidelines and limits are recalibrated, reviewed and approved by the Investment Risk Committee and Asset Liability Committee/Financial Risk Committee annually. Weak equity market performance may adversely affect sales of New York Life's variable products, mutual funds or investment management products, cause potential purchasers of New York Life's products to refrain from new or additional investments, and may cause current investors to withdraw from the market or reduce their rates of ongoing investment. A prolonged decline in the equity markets or a drop in fixed income rates could also cause New York Life's surplus to be reduced by higher pension costs and can create funding shortfalls in pension assets relative to the projected pension obligation that New York Life could be required to fund. See "Risk Factors—Risk Factors Relating to New York Life—New York Life Is Exposed to Significant Financial and Capital Markets Risks Which May Adversely Affect Its Business, Results of Operations and Financial Condition" and "Risk Factors—Risk Factors Relating to New

York Life—Changes in New York Life's Assumptions Regarding the Discount Rate, Expected Rate of Return, Life Expectancy and Expected Increase in Compensation Used For New York Life's Pension and Other Post-retirement Benefit Plans May Result In Increased Expenses and Reduce New York Life's Profitability."

New York Life's Investment Portfolio

New York Life's investment strategy seeks long-term returns through disciplined security selection, portfolio diversity and an integrated approach to risk management. New York Life selects and monitors investments to balance the goals of safety, stability, liquidity, growth and after-tax total return with its need to comply with regulatory investment requirements. New York Life seeks to achieve a relatively safe and stable income stream by maintaining a broad-based portfolio of investment grade bonds. These holdings are supplemented by investments in additional asset types with the objective of further enhancing the portfolio's diversification and expected returns. These additional asset types include commercial mortgages and other real estate financing investments, non-investment grade bonds, common and preferred stocks, private equity and other LP investments.

At December 31, 2024 and 2023, New York Life's general account investment portfolio totaled $220,532 million and $207,627 million, respectively. Invested assets increased in 2024 primarily as a result of the investment of operating cash flow and net investment income. Invested assets are managed to support the liabilities of New York Life's lines of business. New York Life emphasizes asset/liability management and liquidity management across all product lines. Quality and diversification are essential building blocks in portfolio construction. The investment portfolios are specifically tailored to fit the unique interest rate sensitivities and cash flow characteristics associated with each of the product segments. In addition, New York Life takes a comprehensive enterprise view, taking measures to mitigate overall risk exposures at the corporate level.

The fair value of New York Life's investments varies depending on economic and market conditions. For various reasons, New York Life may, from time to time, need to sell certain of its investments at a price and a time when their market value is less than their book value. In addition, mortgage loans, many of which have balloon payment maturities, equity real estate are generally illiquid and carry a greater risk of investment losses than investment grade securities. Furthermore, in periods of declining interest rates, bond calls and mortgage prepayments generally increase, resulting in reinvestment at then current market rates.

Changes in interest rates can have significant effects on New York Life's profitability. Under certain circumstances of interest rate volatility, New York Life is exposed to disintermediation risk and reduction in net interest spread or profit margins. The fair value of New York Life's invested assets fluctuates depending on market and other general economic conditions and the interest rate environment. In addition, mortgage prepayments, life insurance and annuity surrenders and bond calls are affected by interest rate fluctuations. Although New York Life employs a number of asset/liability management strategies to minimize the effects of interest rate volatility, no assurance can be given that New York Life will continue to be successful in managing the effects of such volatility or that such volatility will not have a material and adverse impact on New York Life's business, financial condition, results of operations or liquidity. See "Risk Factors—Risk Factors Relating to New York Life—New York Life Is Exposed to Significant Financial and Capital Markets Risks Which May Adversely Affect Its Business, Results of Operations and Financial Condition."

The cost basis of bonds and equity securities are adjusted for impairments in value deemed to be other-than-temporary, with the associated realized loss reported in net income if the loss is credit related, or deferred in the IMR if interest related. Factors considered in evaluating whether a decline in value is other-than-temporary include: (1) whether the decline is substantial; (2) duration that the fair value has been less than cost; (3) the financial condition and near-term prospects of the issuer; and (4) New York Life's ability and intent to retain the investment for the period of time sufficient to allow for an anticipated recovery in value. An other-than-temporary loss on loan-backed and structured securities is recognized in net income when it is anticipated that the amortized cost will not be recovered. The entire difference between the loan-backed or structured security's amortized cost and its fair value is recognized in net income only when New York Life (a) has the intent to sell the security or (b) it does not have the intent and ability to hold the security to recovery. If neither of these two conditions exists, a realized loss is recognized in net income for the difference between the amortized cost basis of the security and the present value of projected future cash flows expected to be collected. The net present value is calculated by discounting New York Life's best estimate of projected future cash flows at the effective interest rate implicit in the loan-backed or structured security prior to impairment. When a bond (other than a loan-backed or structured security), preferred stock or common stock is deemed other-than-temporarily impaired, the difference between the investment's amortized cost and its fair value is recognized as a realized loss and reported in net income.

The following table summarizes New York Life's cash and invested assets in the general account at December 31, 2024 and 2023 ($ in millions):

	2024		2023	
	Carrying Value	**% of Total**	**Carrying Value**	**% of Total**
Bonds:[1]				
Public	$ 81,013	37 %	$ 77,655	37 %
Private	65,449	30	59,034	28
Bonds subtotal	**146,462**	**66**	**136,689**	**66**
Equity securities:				
Unconsolidated insurance subsidiaries	13,328	6	13,191	6
Common and preferred stocks	764	—	715	—
Equity securities subtotal	**14,092**	**6**	**13,906**	**6**
Mortgage loans[2]	23,786	11	22,104	11
Policy loans	13,898	6	12,905	6
Other invested assets	14,231	6	14,431	7
Cash, cash equivalents and short term investments	4,231	2	3,594	2
Derivative instruments	1,489	1	1,474	1
Real estate:				
Equity	2,028	1	2,228	1
Company occupied	315	—	296	—
Real estate subtotal	**2,343**	**1**	**2,524**	**1**
Total invested assets	**$ 220,532**	**100 %**	**$ 207,627**	**100 %**

1 The estimated fair value of New York Life's bonds was $134,155 million and $126,876 million, at December 31, 2024 and 2023, respectively.

2 Includes single family residential mortgage loans of less than $1 million at December 31, 2024 and 2023, respectively.

The average yield on general account cash and invested assets, excluding net realized investment gains and losses, was 4% for each of the years ended December 31, 2024 and 2023, respectively.

The following table illustrates the investment income and the annualized yield based on average assets for each of the components of New York Life's investment portfolio for the years ended December 31, 2024 and 2023 ($ in millions):

	2024		2023	
	Yield	Amount	Yield	Amount
Bonds:				
Investment income	4.48 %	$ 6,343	4.21 %	$ 5,598
Average ending assets		141,575		132,940
Equity securities:				
Investment income[1]	6.76 %	947	0.31 %	42
Average ending assets		14,000		13,730
Mortgage loans:				
Investment income	4.45 %	1,020	4.38 %	966
Average ending assets		22,945		22,076
Policy loans:				
Investment income	5.63 %	754	5.39 %	665
Average ending assets		13,401		12,346
LPs and other invested assets:				
Investment income[2]	5.76 %	825	7.42 %	1,080
Average ending assets		14,331		14,563
Cash, cash equivalents and short-term investments:				
Investment income	5.32 %	208	4.27 %	126
Average ending assets		3,912		2,949
Derivative instruments:				
Investment income	6.68 %	99	6.36 %	99
Average ending assets		1,482		1,556
Real estate:				
Investment income, net of expenses	9.95 %	242	9.32 %	225
Average ending assets		2,433		2,413
Total average ending invested assets		**214,079**		**202,573**
Total investment income before expenses and fees		**10,438**		**8,801**
Investment expenses and fees		(397)		(350)
IMR amortization income		20		53
Net investment income[3]		**10,061**		**8,504**
Net pre-tax realized losses		(755)		(749)
Total net investment income and realized losses		**$ 9,306**		**$ 7,755**

1 New York Life recorded dividend distributions from its insurance subsidiaries of $918 million for the year ended December 31, 2024, which were included in net investment income.

2 New York Life recorded dividend distributions from its non-insurance subsidiaries of $208 million and $478 million for the years ended December 31, 2024 and 2023, respectively, which were included in net investment income.

3 Excludes interest expense of $355 million and $318 million for the years ended December 31, 2024 and 2023, respectively.

Bonds

Bonds represented 66% of total cash and invested assets at December 31, 2024 and 2023, and consisted of publicly traded and private placement debt securities. Publicly traded bonds comprised 55% and 57% of the total bond portfolio at December 31, 2024 and 2023, respectively.

Most of the public and private placement bonds held by New York Life are evaluated by the NAIC's Securities Valuation Office ("**SVO**"). The SVO evaluates the credit quality of the investments of insurers for regulatory reporting purposes and assigns securities to one of six investment categories called "NAIC Designations." The NAIC Designation for certain loaned backed and structured securities is developed using financial modeling which the SVO obtains from external sources. The NAIC Designations closely mirror the ratings of marketable bonds used by the NRSROs. NAIC Designations 1 and 2 include bonds considered investment grade (e.g., rated BBB- or higher by S&P) by the NRSROs. Designations 3 through 6 are referred to as below investment grade (e.g., rated BB+ or lower by S&P).

It is New York Life's objective to maintain a high quality, well diversified bond portfolio. The bond portfolio consists primarily of investment-grade corporate bonds, asset-backed and mortgage-backed securities and U.S. Treasury securities and agency obligations. An analysis of the credit quality, as determined by NAIC Designation, of the total bond portfolio and, separately, the public and private placement bond portfolios, at December 31, 2024 and 2023, is set forth in the following tables ($ in millions):

Total Bonds - Public and Private
By NAIC Designation

		2024			2023		
NAIC Designation[1]	**Approximate Rating Agency Equivalent Designation[2]**	**Carrying Value**	**Estimated Fair Value[3]**	**% of Total Carrying Value**	**Carrying Value**	**Estimated Fair Value[3]**	**% of Total Carrying Value**
1	AAA to A-	$ 90,638	$ 81,163	62 %	$ 86,287	$ 78,875	63 %
2	BBB+ to BBB-	47,104	44,548	32	41,922	39,856	31
	Investment grade	**137,742**	**125,711**	**94**	**128,209**	**118,731**	**94**
3	BB+ to BB-	5,463	5,315	4	4,664	4,515	3
4	B+ to B-	2,759	2,684	2	3,418	3,282	3
5	CCC+ to CCC-	428	373	—	360	300	—
6	CC to D	70	72	—	38	48	—
	Below investment grade	**8,720**	**8,444**	**6**	**8,480**	**8,145**	**6**
	Total	**$ 146,462**	**$ 134,155**	**100 %**	**$ 136,689**	**$ 126,876**	**100 %**

1 NAIC Designations are assigned no less frequently than annually.

2 S&P ratings equivalents are shown above. Comparisons between NAIC Designations and S&P ratings or Moody's equivalent ratings are published by the NAIC. S&P and Moody's have not rated some of the bonds in New York Life's investment portfolio.

3 For a discussion of how New York Life estimates the fair value of bonds in its investment portfolio, see Note 9 of the Statutory Financial Statements.

Public Bonds
By NAIC Designation

NAIC Designation[1]	Approximate Rating Agency Equivalent Designation[2]	2024 Carrying Value	2024 Estimated Fair Value[3]	2024 % of Total Carrying Value	2023 Carrying Value	2023 Estimated Fair Value[3]	2023 % of Total Carrying Value
1	AAA to A-	$ 55,899	$ 49,090	69 %	$ 55,456	$ 50,500	71 %
2	BBB+ to BBB-	23,381	22,090	29	20,303	19,534	26
	Investment grade	**79,280**	**71,180**	**98**	**75,759**	**70,034**	**98**
3	BB+ to BB-	1,250	1,213	2	1,029	988	1
4	B+ to B-	413	394	1	812	780	1
5	CCC+ to CCC-	69	66	—	41	35	—
6	CC to D	1	1	—	13	13	—
	Below investment grade	**1,733**	**1,674**	**2**	**1,895**	**1,816**	**2**
	Total	**$ 81,013**	**$ 72,854**	**100 %**	**$ 77,654**	**$ 71,850**	**100 %**

[1] NAIC Designations are assigned no less frequently than annually.

[2] S&P ratings equivalents are shown above. Comparisons between NAIC Designations and S&P ratings or Moody's equivalent ratings are published by the NAIC. S&P and Moody's have not rated some of the bonds in New York Life's investment portfolio.

[3] For a discussion of how New York Life estimates the fair value of bonds in its investment portfolio, see Note 9 of the Statutory Financial Statements.

Private Bonds
By NAIC Designation

NAIC Designation[1]	Approximate Rating Agency Equivalent Designation[2]	2024 Carrying Value	2024 Estimated Fair Value[3]	2024 % of Total Carrying Value	2023 Carrying Value	2023 Estimated Fair Value[3]	2023 % of Total Carrying Value
1	AAA to A-	$ 34,739	$ 32,073	53 %	$ 30,830	$ 28,374	52 %
2	BBB+ to BBB-	23,723	22,458	36	21,619	20,322	37
	Investment grade	**58,462**	**54,531**	**89**	**52,449**	**48,696**	**89**
3	BB+ to BB-	4,213	4,102	6	3,635	3,527	6
4	B+ to B-	2,346	2,290	4	2,606	2,502	4
5	CCC+ to CCC-	359	307	1	319	265	1
6	CC to D	69	71	—	25	35	—
	Below investment grade	**6,987**	**6,770**	**11**	**6,585**	**6,329**	**11**
	Total	**$ 65,449**	**$ 61,301**	**100 %**	**$ 59,034**	**$ 55,025**	**100 %**

[1] NAIC Designations are assigned no less frequently than annually.

[2] S&P ratings equivalents are shown above. Comparisons between NAIC Designations and S&P ratings or Moody's equivalent ratings are published by the NAIC. S&P and Moody's have not rated some of the bonds in New York Life's investment portfolio.

[3] For a discussion of how New York Life estimates the fair value of bonds in its investment portfolio, see Note 9 of the Statutory Financial Statements.

At December 31, 2024 and 2023, the portfolio of below investment grade bonds was comprised of 90% and 91%, respectively, of issues that were acquired as below investment grade as part of the New York Life's high yield investment objective to enhance overall portfolio yield and income. The remaining 10% and 9%, respectively, of the portfolio was comprised of issues that were acquired as investment grade but have since been downgraded (i.e., fallen angels). Such fallen angels totaled $830 million and $721 million at December 31, 2024 and 2023, respectively. New York Life applies the same prudent principles in managing its high yield portfolio, emphasizing diversification standards (such as limits on issuer, industry and geographic locations to minimize concentration risks), credit quality and liquidity. New York Life manages its aggregate risk exposure to investment risks against an approved risk budget and other internal limits and guidelines.

Included in private bonds is an affiliated bond issued by MCF which had a carrying value of $3,635 million and $3,422 million at December 31, 2024 and 2023, respectively, and a fair value of $3,667 million and $3,404 million at December 31, 2024 and 2023, respectively. During 2024 and 2023, New York Life recorded interest income on this investment of $289 million and $273 million, respectively.

For more information on Related Party Transactions, see Note 11 of the Statutory Financial Statements.

The following table presents the estimated fair value of New York Life's total bond portfolio as performing, OTTI and temporarily impaired greater than 20% at December 31, 2024 and 2023. OTTI bonds are defined as bonds for which OTTI write-downs have been taken. See "—New York Life's Investment Portfolio" and Note 6 to the Statutory Financial Statements. Temporarily impaired greater than 20% is defined as bonds for which estimated fair value is below carrying value by more than 20% at the balance sheet date, but which continue to meet all their contractual obligations.

	2024			2023		
	Carrying Value	Estimated Fair Value[1]	% of Total Carrying Value	Carrying Value	Estimated Fair Value[1]	% of Total Carrying Value
	($ in millions)					
Performing	$ 125,229	$ 119,896	86 %	$ 118,839	$ 114,357	87 %
OTTI	241	264	—	235	260	—
Temporarily impaired greater than 20%	20,992	13,995	14	17,615	12,259	13
Total	**$ 146,462**	**$ 134,155**	**100 %**	**$ 136,689**	**$ 126,876**	**100 %**

[1] For a discussion of how New York Life estimates the fair value of bonds in its investment portfolio, see Note 9 of the Statutory Financial Statements.

New York Life's net unrealized losses on bonds of $12,307 million and $9,813 million at December 31, 2024 and 2023, respectively, are not reflected in New York Life's Statutory Financial Statements since these bonds are held at amortized cost under SAP. Net unrealized losses are comprised of gross unrealized losses totaling $13,491 million and $11,765 million at December 31, 2024 and 2023, respectively, net of gross unrealized gains totaling $1,185 million and $1,952 million at December 31, 2024 and 2023, respectively. For a breakdown of unrealized losses by investment type and a discussion of the unrealized losses on corporate bonds, mortgage-backed securities and asset-backed securities at December 31, 2024 and 2023, see Note 10 of the Statutory Financial Statements.

The following table presents New York Life's temporarily impaired greater than 20% bonds, stated in the previous table, by length of time that the individual securities have been in a continuous unrealized loss position of 20% or more at December 31, 2024 and 2023 (in millions):

	2024			2023		
	Carrying Value	Estimated Fair Value[1]	Unrealized Loss	Carrying Value	Estimated Fair Value[1]	Unrealized Loss
Less than 6 months	$ 6,164	$ 4,762	$ 1,402	$ 385	$ 282	$ 103
Between 6-9 months	113	78	35	910	701	209
Between 9-12 months	368	271	97	640	490	150
More than 12 months	14,347	8,884	5,463	15,680	10,786	4,894
Total	**$ 20,992**	**$ 13,995**	**$ 6,997**	**$ 17,615**	**$ 12,259**	**$ 5,356**

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1 For a discussion of how New York Life estimates the fair value of bonds in its investment portfolio, see Note 9 of the Statutory Financial Statements.

During 2024 and 2023, New York Life recognized $80 million and $45 million, respectively, in OTTI on bonds.

The following table shows New York Life's bonds diversified by industry type at December 31, 2024 and 2023 ($ in millions):

	2024			2023		
	Carrying Value	% of Total	Estimated Fair Value[1]	Carrying Value	% of Total	Estimated Fair Value[1]
U.S. & state governments	$ 17,086	12 %	$ 13,658	$ 20,419	15 %	17,774
Consumer goods	21,639	15	19,894	17,782	13	16,686
Mortgage-backed	16,421	11	14,782	17,695	13	15,946
Capital goods	16,435	11	14,989	15,795	12	14,683
Utilities	17,373	12	15,832	14,768	11	13,692
Asset-backed	15,196	10	14,815	12,499	9	11,990
Bank and finance[2]	14,196	10	13,653	12,024	9	11,511
Energy	6,239	4	6,043	4,529	3	4,479
Transportation	4,139	3	3,908	3,628	3	3,465
Media	3,312	2	3,063	3,184	2	3,006
Other	14,426	10	13,518	14,366	11	13,644
Total	**$ 146,462**	**100 %**	**$ 134,155**	**$ 136,689**	**100 %**	**$ 126,876**

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1 For a discussion of how New York Life estimates the fair value of bonds in its investment portfolio, see Note 9 of the Statutory Financial Statements.

2 Includes MCF bond.

Mortgage-Backed Securities

New York Life's mortgage-backed securities investment portfolio consists of pass-through securities, which are pools of mortgage loans collateralized by single-family residences and primarily issued by government sponsored entities (e.g., Government National Mortgage Association, Federal National Mortgage Association, Federal Home Loan Mortgage Corporation), and structured pass-through securities, such as CMOs, that may have specific prepayment and maturity profiles, are primarily AAA rated, and may be issued by either government sponsored entities or "private label" issuers. New York Life also holds commercial mortgage-backed securities ("**CMBS**") that may be originated by single or multiple issuers, which are collateralized by mortgage loans secured by income producing commercial properties such as office buildings, multi-family dwellings, industrial, retail, hotels and other property types.

The following table presents the types of mortgage-backed securities held by New York Life at December 31, 2024 and 2023 ($ in millions):

	2024			2023		
	Carrying Value	**% of Total**	**Estimated Fair Value[1]**	**Carrying Value**	**% of Total**	**Estimated Fair Value[1]**
Agency Pass-through securities	$ 3,552	22 %	$ 3,131	$ 3,584	20 %	$ 3,227
CMO - Sequential pay class	78	—	79	131	1	131
CMO - Planned amortization class	546	3	498	729	4	692
CMO – Other	4,755	29	4,108	5,840	33	5,217
Subtotal CMO	5,379	32	4,685	6,700	38	6,040
Commercial mortgage-backed securities	7,490	46	6,966	7,411	42	6,679
Total	**$ 16,421**	**100 %**	**$ 14,782**	**$ 17,695**	**100 %**	**$ 15,946**

[1] For a discussion of how New York Life estimates the fair value of bonds in its investment portfolio, see Note 9 of the Statutory Financial Statements.

Asset-backed securities and CMBS

The table below presents the ratings by bond type for asset-backed securities ("**ABS**") and CMBS held at December 31, 2024 and 2023 ($ in millions):

	2024				2023			
	ABS[1]		CMBS		ABS[1]		CMBS	
	Amortized Cost	Fair Value[2]	Amortized Cost	Fair Value[2]	Amortized Cost	Fair Value[2]	Amortized Cost	Fair Value[2]
AAA	$ 6,015	$ 5,948	$ 5,699	$ 5,336	$ 4,613	$ 4,527	$ 5,571	$ 5,091
AA	2,284	2,251	832	778	1,533	1,484	927	838
A	4,793	4,590	323	297	4,390	4,114	314	274
BBB	1,827	1,740	358	327	1,664	1,554	496	411
BB and below	277	286	278	228	299	311	103	65
Total	**$ 15,196**	**$14,815**	**$ 7,490**	**$ 6,966**	**$ 12,499**	**$11,990**	**$ 7,411**	**$ 6,679**

[1] Includes collateralized debt obligations, equipment and securities issued by special purpose corporations or trusts. New York Life's investments in midprime and subprime residential mortgages held at December 31, 2024 and 2023 were $40 million and $48 million, respectively.

[2] For a discussion of how New York Life estimates the fair value of bonds in its investment portfolio, see Note 9 of the Statutory Financial Statements.

Equity Securities

The following table shows the carrying value of New York Life's equity securities portfolio at December 31, 2024 and 2023 ($ in millions):

			Change	
	2024	2023	$	%
Common stocks of insurance subsidiaries	$ 13,328	$ 13,191	$ 137	1 %
Common stocks and preferred stocks	764	715	49	7
Total	**$ 14,092**	**$ 13,906**	**$ 186**	**1 %**

Mortgage Loans

New York Life underwrites commercial mortgages on general purpose income producing properties including office buildings, retail facilities, apartments, industrial and hotel properties. Geographic and property type diversification is also considered in analyzing investment opportunities, as well as property valuation and cash flow, as demonstrated in the tables below.

The mortgage loan portfolio comprised 11% of New York Life's total cash and invested assets at each of December 31, 2024 and 2023.

At December 31, 2024, 39% of the portfolio was secured by properties located in the states of California, Texas and New York with the highest statement values. At December 31, 2024 and 2023, no single borrower represented more than 4% of the total aggregate principal balance of the commercial mortgage loan portfolio.

Mortgage loans on real estate are carried at unpaid principal balances, net of discounts/premiums and valuation allowances, and are secured. New York Life evaluates its mortgage loan portfolio for impairments quarterly. Specific valuation allowances are established for the excess carrying value of the mortgage loan over its estimated fair value, when it is probable that based on current information and events, New York Life will be unable to collect all amounts due under the contractual terms of the loan agreement. Specific valuation allowances on individual mortgage loans are based on the fair value of the collateral. If impairment is other than temporary, a direct write-down is recognized as a realized loss and a new cost basis, which is equal to the fair value of the collateral for the individual mortgage loan, is established. The new cost basis will not be changed for subsequent recoveries in value. Mortgage loans for which foreclosure is probable are considered other-than-temporarily impaired.

The following tables show the composition of New York Life's commercial mortgage loan portfolio by type of property and region at December 31, 2024 and 2023. Regions are as defined by the American Council of Life Insurers.

	2024		2023	
Property Type	**Carrying Value**	**% of Total**	**Carrying Value**	**% of Total**
	($ in millions)			
Apartment	$ 7,587	32 %	$ 7,106	32 %
Industrial	8,320	35	6,969	32
Office	3,989	17	4,427	20
Retail	2,674	11	2,756	12
Other	1,216	5	846	4
Total	**$ 23,786**	**100 %**	**$ 22,104**	**100 %**

	2024		2023	
Region	**Carrying Value**	**% of Total**	**Carrying Value**	**% of Total**
	($ in millions)			
South Atlantic	$ 5,722	24 %	$ 5,167	23 %
Pacific	5,479	23	5,121	23
Middle Atlantic	4,540	19	4,423	20
South Central	3,241	13	2,984	14
North Central	2,169	9	1,990	9
Mountain	1,666	8	1,401	7
New England	876	4	931	4
Other	93	—	87	—
Total	**$ 23,786**	**100 %**	**$ 22,104**	**100 %**

Loan-to-value ("**LTV**") and debt service coverage ("**DSC**") ratios are measures commonly used to assess the quality of commercial mortgage loans. The LTV ratio compares the amount of a loan to the fair value of the underlying property collateralizing such loan, and is commonly expressed as a percentage. LTV ratios greater than 100% indicate that the loan amount is greater than the collateral value. Therefore, all else being equal, a smaller LTV ratio generally indicates a higher quality loan. The DSC ratio compares a property's net operating income to its debt service payments. DSC ratios less than 1.0 indicate that property operations do not generate enough income to cover its current debt payments. Therefore, all else being equal, a larger DSC ratio generally indicates a higher quality loan.

The weighted average LTV ratio of New York Life's commercial mortgage loan portfolio (including multi-family mortgage loans) was 57% at December 31, 2024 and 2023.

The following tables show the weighted average LTV and DSC ratios, based on carrying value, of New York Life's commercial mortgage loan portfolio at December 31, 2024 and 2023 ($ in millions):

	2024			2023		
LTV Range	**Avg. DSC**	**Carrying Value[1]**	**% of Portfolio**	**Avg. DSC**	**Carrying Value[1]**	**% of Portfolio**
< 50%	2.71	$ 5,262	22 %	2.73	6,125	28 %
50% - 60%	2.09	10,294	43	2.26	9,037	41
60% - 70%	1.95	5,108	21	2.16	4,352	19
70% - 75%	1.78	1,299	6	2.12	639	3
75% - 80%	1.95	652	3	2.14	435	2
80% - 90%	2.15	553	2	2.03	871	4
90% - 100%	1.54	482	2	2.42	388	2
> 100%	0.83	111	1	1.42	228	1
Total		**$ 23,761**	**100 %**		**$ 22,075**	**100 %**

1 Excludes $24 million and $27 million in long-term net leased and guaranteed loans at December 31, 2024 and 2023, respectively.

Mortgage Loans-Restructured and In Process of Foreclosure

Restructured mortgage loans are loans whose current payment terms have been modified to less than current market rates and which are currently performing pursuant to such modified terms. Loans on which maturities have been extended but on which current payments are being made at or above market interest rates are not classified as restructured loans. At December 31, 2024 and 2023, New York Life had three restructured mortgage loans.

New York Life had two commercial mortgage loans, with a carrying value of $61 million, which were foreclosed in 2024 and no commercial mortgage loans foreclosed in 2023. In 2024 and 2023, no residential mortgage loans were foreclosed.

At December 31, 2024, New York Life had one commercial mortgage loan, with a carrying value of $9 million, in the process of foreclosure, and in 2023, had two commercial mortgage loans, with a carrying value of $177 million, that were in the process of foreclosure. At December 31, 2024 and 2023, New York Life had no residential mortgage loan in the process of foreclosure.

Mortgage Loans Forbearance

At December 31, 2024 and 2023, New York Life had two loans, with a carrying value of $16 million and $18 million, respectively, with deferred interest payments related to forbearance requests. There was no deferred interest payment for these loans in 2024 and 2023.

Foreclosed Real Estate

Real estate acquired in satisfaction of debt is accounted for when acquired at the lower of the property's market value or the loan balance. Subsequent to acquisition, foreclosures are typically revalued annually, and such analysis may trigger an impairment test to determine whether writedowns are necessary.

New York Life did not own foreclosed properties at December 31, 2024 and 2023.

Capital Gains and Losses

Gains and losses on mortgage loans are a result of foreclosures, sales of loans and unrealized losses in anticipation of losses. There were $226 million of realized losses and $53 million of unrealized gains at December 31, 2024, and $3 million of realized losses and $71 million of unrealized losses at December 31, 2023.

Policy Loans

Loans on policies are permitted to the extent of such policies' contractual limits. Interest rates on loans can either be fixed or variable. The average variable rate was 5.44% at December 31, 2024 and 5.29% at December 31, 2023. Fixed interest rates for these periods ranged from 5.0% to 8.0%. See "—Liquidity Sources and Requirements—Liquidity Uses."

Other Invested Assets

The following table shows the composition of New York Life's other invested assets at December 31, 2024 and 2023 ($ in millions):

	2024		2023	
	Carrying Value	**% of Total**	**Carrying Value**	**% of Total**
LPs and LLCs:				
Leveraged buyout	$ 5,988	42 %	$ 6,280	44 %
Real estate	3,250	23	3,194	22
Venture capital	667	5	625	4
Mezzanine	177	1	571	4
Real assets	289	2	303	2
Low income housing tax credit funds	298	2	274	2
Mortgage loans	261	2	236	2
Private equity	265	2	201	1
Wind energy	106	1	133	1
Hedge funds	3	—	4	—
Residuals	95	1	146	1
Other	581	4	433	3
Subtotal	11,980	84 %	12,400	86 %
Other invested assets:				
Affiliated non-insurance subsidiaries	1,410	10	1,182	8
Derivatives	347	2	245	2
Surplus notes	270	2	187	1
Preferred shares	—	—	163	1
Residuals	117	1	139	1
Loans to affiliates	86	1	68	—
Other	21	—	47	—
Subtotal	2,251	16 %	2,031	14 %
Total other invested assets	**$ 14,231**	**100 %**	**$ 14,431**	**100 %**

LPs and LLCs primarily consist of LP interests in leveraged buyout funds, real estate, and other equity investments. The LP portfolio is well seasoned and diversified. New York Life evaluates its LPs and LLCs for OTTI. An investment is considered other-than-temporarily impaired if it is probable, based on facts and circumstances, that New York Life will be unable to recover the cost of the investment. If an investment is deemed to be other-than-temporarily impaired, the cost basis of the investment is written down to fair value and the corresponding unrealized loss in surplus is realized in net income. During 2024 and 2023, New York Life recognized $304 million and $247 million, respectively, in impairment write-downs on its investments in LPs and LLCs.

Affiliated non-insurance subsidiaries consists of New York Life's LLC investments in NYL Investments, NYL Investors, MCF, NYLE and NYLIFE LLC. New York Life records its share of gains or losses from investments as unrealized gains or losses. During 2024 and 2023, New York Life recorded net unrealized gains of $310 million and $269 million, respectively.

Loans to affiliates consists of amounts loaned from New York Life to NYL Investors, a wholly owned subsidiary of New York Life. For the years ended December 31, 2024 and 2023, New York Life recorded interest income on the loan totaling $5 million and $3 million respectively, which was included in net investment income.

Cash, Cash Equivalents and Short-Term Investments

Cash (and cash equivalents) includes cash on hand, amounts due from banks and highly liquid debt instruments that have original maturities of three months or less at the date of purchase and are carried at amortized cost, which approximates fair value. Short-term investments consist of securities that have remaining maturities of greater than three months and less than or equal to twelve months when purchased and are carried at amortized cost, which approximates fair value. At December 31, 2024, cash and short term investments totaled $4,231 million, an increase of $637 million from the $3,594 million reported at December 31, 2023.

Derivative Instruments

New York Life uses derivative instruments to manage interest rate, equity and currency risk. These derivative instruments include foreign currency and bond forwards, interest rate and equity options, interest rate and equity futures, interest rate, total return, inflation, and foreign currency swaps. New York Life does not engage in derivative instrument transactions for speculative purposes.

New York Life may enter into exchange traded futures and over-the-counter ("**OTC**") derivative instruments. Exchange traded derivatives are executed through regulated exchanges and require daily posting of initial and variation margin. New York Life is exposed to credit risk resulting from default of the exchange.

OTC derivatives may either be cleared through a clearinghouse ("**OTC-cleared**") or transacted between New York Life and a counterparty under bilateral agreements ("**OTC-bilateral**"). Similar to exchange traded futures, OTC-cleared derivatives require initial and daily variation margin collateral postings. When transacting OTC-cleared derivatives, New York Life is exposed to credit risk resulting from default of the clearinghouse and/or default of the Futures Commission Merchant (e.g. clearinghouse agent).

When transacting OTC-bilateral derivatives, New York Life is exposed to the potential default of the OTC-bilateral counterparty. New York Life deals with a large number of highly rated OTC-bilateral counterparties thus limiting its exposure to any single counterparty. New York Life has controls in place to monitor credit exposures of OTC-bilateral counterparties by limiting transactions within specified dollar limits and continuously assessing the creditworthiness of its counterparties. New York Life uses master netting agreements and adjusts transaction levels, when appropriate, to minimize risk. New York Life's policy is to not offset amounts for derivatives executed with the same counterparty under the same master netting agreement with the associated collateral.

The net fair value of derivative instruments was an asset of $329 million and $576 million at December 31, 2024 and 2023, respectively. The decrease of $247 million in the fair value was mainly due to currency swap losses as the dollar strengthened against most major currencies. The fair value of net asset derivative positions less collateral held (which represents New York Life's exposure in the event of default by the counterparty) totaled $1 million and $5 million at December 31, 2024 and 2023, respectively.

The following table shows New York Life's positions in derivative instruments by type at December 31, 2024 and 2023 ($ in millions):

	2024			2023		
Type of Instrument	**Notional Amount**	**% of Total**	**Fair Value**	**Notional Amount**	**% of Total**	**Fair Value**
Foreign currency swaps	$ 22,829	47 %	$ 383	$ 19,889	55 %	$ 658
Interest rate swaps	18,623	38	17	9,543	27	136
Interest rate options	2,905	6	14	1,695	5	44
Total return swap	473	1	—	—	—	—
Futures	69	—	—	1,033	3	—
Bond forwards	1,875	4	(129)	1,670	5	(241)
Foreign currency forwards	1,086	2	48	1,157	3	(8)
CD swaps	725	1	13	475	1	8
Inflation swaps	418	1	(17)	418	1	(21)
Total	**$ 49,003**	**100 %**	**$ 329**	**$ 35,880**	**100 %**	**$ 576**

The notional amount of derivatives increased by $13,123 million from December 31, 2023 mainly due to interest rate swaps added to manage duration and convexity.

Real Estate

The following table shows the details of New York Life's real estate portfolio at December 31, 2024 and 2023 (in millions):

	2024		2023	
	Carrying Value	**Estimated Fair Value**	**Carrying Value**	**Estimated Fair Value**
Investment	$ 2,028	$ 4,158	$ 2,228	$ 4,392
Properties for company use	315	1,470	296	1,470
Total real estate	**$ 2,343**	**$ 5,628**	**$ 2,524**	**$ 5,862**

In addition to the above, New York Life also owns real estate in certain LLC structures, which are included within other invested assets, of $798 million and $773 million at the years ended December 31, 2024 and 2023, respectively. The estimated fair value of these properties was $1,306 million and $1,271 million at December 31, 2024 and 2023, respectively.

NYL Investors manages the equity real estate portfolio. Each property in the portfolio is typically reappraised internally, at least annually, to determine fair value and assist in portfolio asset management.

New York Life's Separate Accounts

New York Life has established both non-guaranteed and guaranteed separate accounts with varying investment objectives which are segregated from New York Life's general account and are maintained for the benefit of separate account contract holders. Separate account assets are primarily invested in bonds, common stocks, LPs and hedge funds.

The investment results of separate account assets generally pass through directly to separate account policyholders and contract holders. On certain separate account products, New York Life does accept the risk that the investment results of the separate account assets may not meet the guarantees provided under these products. See "Risk Factors-Risk Factors Relating to New York Life- New York Life Is Exposed to Significant Financial and Capital Markets Risks Which May Adversely Affect Its Business, Results of Operations and Financial Condition."

Guaranteed Separate Accounts

At December 31, 2024, New York Life's guaranteed separate account assets totaled $9,548 million, a decrease of $607 million, or 6% from the $10,155 million reported at December 31, 2023.

The following table shows the details of New York Life's change in guaranteed separate account assets at December 31, 2024 and 2023 (in millions):

	2024	2023
Guaranteed separate accounts		
Unsettled trades/borrowed funds	$ 43	$ (66)
Investment income	430	423
Realized losses	(5)	(123)
Market value (depreciation) appreciation	(37)	136
Net withdrawals[1]	(1,018)	(1,479)
Other	(20)	(76)
Total change in guaranteed separate accounts assets	**$ (607)**	**$ (1,185)**

[1] Includes transfers from (to) the general account.

Non-Guaranteed Separate Accounts

At December 31, 2024, New York Life's non-guaranteed separate account assets totaled $2,086 million, a decrease of $261 million, or 11%, from the $2,347 million reported at December 31, 2023.

The following table shows the details of New York Life's change in non-guaranteed separate account assets at December 31, 2024 and 2023 (in millions):

	2024	2023
Non-guaranteed separate accounts		
Investment income	$ 142	$ 116
Realized gains	151	93
Market value (depreciation) appreciation	(113)	46
Net withdrawals[1]	(439)	(801)
Other	(2)	(6)
Total change in non-guaranteed separate accounts assets	**$ (261)**	**$ (552)**

[1] Includes transfers from (to) the general account.

DESCRIPTION OF THE BUSINESS OF THE COMPANY

Overview

New York Life is a New York State-domiciled life insurer licensed in New York in 1845. New York Life had total assets of $245 billion at December 31, 2024 and $232 billion at December 31, 2023, and total life insurance in force of $1,410 billion at December 31, 2024 and $1,496 billion at December 31, 2023, and is one of the largest mutual life insurance companies in the United States. The wide range of insurance and investment products and services offered through New York Life and its subsidiaries and affiliates includes life insurance, annuities, long-term care insurance, disability insurance, pension products, mutual funds and other investment products and investment advisory services.

The Company believes it is well positioned to further strengthen its position as a leading provider of life insurance and financial services in the United States. The Company seeks to fulfill its missions of providing financial security and peace of mind to its customers by capitalizing on its competitive advantages, including:

- superior financial strength;
- industry-leading career agency system;
- mutuality; and
- powerful business model, with a foundational agency life insurance business supported by a portfolio of diversified strategic businesses, including investment management, GBS, institutional insurance products and alternative distribution channels.

New York Life believes that its mutual structure distinguishes it from most of its competitors by allowing it to focus on New York Life's long-term financial strength and stability as well as the needs of its policyholders rather than on short-term earnings. This long-term focus has enabled New York Life to pay a cash dividend on participating policies for 170 consecutive years. New York Life believes that this approach offers a unique value proposition to its customers and provides it with the basis for continued growth, long-term financial strength and stability.

Insurance

The Company offers its insurance products and services through its Life Insurance Solutions, New York Life Direct, Group Membership, Retail Annuities, Institutional Annuities, Institutional Life, GBS, Individual Disability Insurance and LTC business operations. The Life Insurance Solutions, Retail Annuities, LTC and Individual Disability Insurance business operations provide, respectively, life insurance, annuities, long-term care insurance and individual disability insurance principally to middle- and upper-income individuals, small-to-medium-size businesses and their owners, and professionals. These products are primarily marketed through New York Life's career agency force, supplemented by third-party distributors, including third-party banks, brokers and independent financial advisors, and alternative distribution channels, including the Company's New York Life Direct and Group Membership operations. The Company's Institutional Annuities business markets fixed income products to institutional investors seeking high quality, low volatility and stable returns. Institutional Life supports banks and corporations with the management of long-term liabilities on their balance sheets by providing bank-owned and corporate-owned life insurance products. The Company's GBS business sells group life, accident and disability insurance to employers primarily through a network of independent brokers.

Life Insurance

New York Life and its insurance subsidiaries market a broad line of individual life insurance products, including whole life, term life, universal life and variable universal life products. The Company also offers survivorship versions of its universal life and variable universal life products. A variety of options and riders are offered in connection with these policies to provide such benefits as: a waiver of premium, accidental death benefits, guaranteed minimum account benefits, supplemental term insurance and accelerated benefits. The Company conducts a significant portion of its individual life insurance business through New York Life's wholly-owned subsidiary, NYLIAC, which offers variable and universal life insurance products and, through Institutional Life, products specially designed for the bank-owned and corporate-owned life insurance markets. Group life insurance products are sold through the Company's GBS business. In addition, the Company sells life insurance, health insurance and investment products in Mexico, through Seguros Monterrey.

New York Life had premium income from individual life insurance products of $9,287 million and $7,597 million for the years ended December 31, 2024 and December 31, 2023, respectively, with individual life insurance in force of $951,975 million and $982,558 million at December 31, 2024 and December 31, 2023, respectively.

Annuities

The Company's Retail Annuities business develops and markets to individuals immediate income annuities and deferred income annuities that are issued by New York Life and NYLIAC, and fixed and variable deferred annuities that are issued by NYLIAC. The goal of this business is to deliver high-quality products which help consumers accumulate, preserve and protect their assets for retirement, and ultimately turn those assets into secure retirement income. While the Company issues retail annuities primarily through NYLIAC, New York Life had premium income from retail annuity products of $966 million and $750 million for the years ended December 31, 2024 and December 31, 2023, respectively.

The Company's Institutional Annuities business includes the Company's Guaranteed Products, Stable Value Investments and Structured Settlement businesses. Guaranteed Products is a global provider of institutional fixed income products (including GICs and funding agreements) issued by New York Life to investors seeking high quality, low volatility and stable returns. Clients include several Fortune® 100 companies and leading institutional investors worldwide. Investment management operations are conducted primarily through NYL Investors; however, assets and liabilities associated with certain guaranteed products are reflected on the balance sheet of New York Life. The Guaranteed Products business includes the global medium-term note program of New York Life Global Funding described in this Offering Memorandum.

The Company markets stable value investment products (including both general account and separate account products issued by New York Life) to retirement plan advisors and service providers for distribution on their platforms. These products allow plan sponsors to provide a capital preservation option in their defined contribution, health and college savings plans. The Company's Structured Settlements business provides tax-advantaged income annuities to help resolve personal injury and workers' compensation claims.

Institutional Annuities also includes the Company's Pension Risk Transfers business, through which corporations transfer their pension obligations to the Company which becomes responsible for administration of such obligations and making payouts to retirees under those corporations' plans.

New York Life had premium income from the Institutional Annuities business of $4,000 million and $3,763 million for the years ended December 31, 2024 and December 31, 2023, respectively.

Long-Term Care Insurance

Long-term care coverage is designed to protect people from the extended costs of a chronic illness. New York Life's LTCSelect Plus, LTCSelect Premier and NYL My Care policies offer its clients a set of benefits and a variety of inflation protection options. New York Life had premium income from long-term care insurance of $393 million and $377 million for the years ended December 31, 2024 and December 31, 2023, respectively.

Individual Disability Insurance

Disability insurance provides policy owners with an income replacement solution should they be injured or develop a sickness that prevents them from working. In October 2021, the Company launched a new line of individual disability income solutions with New York Life's MyIncome Protector product. New York Life had premium income from individual disability insurance of $3 million and $1 million for the years ended December 31, 2024 and December 31, 2023, respectively

Group Benefit Solutions

GBS sells group life, accident and short-term and long-term disability insurance and absence management services to employers nationwide. GBS has a strong presence with both middle market employers (those with 50 to 5,000 employees) and large national market employers (those with more than 5,000 employees). This business is written through LINA and NYLGI, wholly-owned insurance company subsidiaries of New York Life, and is distributed primarily through a network of independent brokers.

Insurance Products Pricing

Insurance products are priced to produce a targeted internal rate of return on required capital over time which is expected to contribute to surplus. Factors considered in setting premiums for insurance products include, without limitation, assumptions as to future investment returns, expenses, persistency, mortality and morbidity (the incidence and duration of sickness or injury). New York Life's ability to adjust dividends on its participating life insurance policies, raise premiums on term insurance and adjust the interest crediting rates and charges relating to its non-guaranteed products mitigates the effects of deviations from these assumptions.

Investment Management

The Company delivers investment management solutions through a variety of products and services designed to solve the needs of institutional and retail clients. As of December 31, 2024, and December 31, 2023, the Company's investment management subsidiaries had $808 billion and $771 billion, respectively, of assets under management, of which $383 billion and $366 billion, respectively, represented third-party assets.[2] The Company's investment management business includes the following:

NYL Investors. Management of the investment portfolios for New York Life and its U.S. insurance company subsidiaries (general and separate accounts) is primarily conducted through NYL Investors. The NYL Investors operation includes the Fixed Income Investors group, which has primary responsibility for managing fixed income asset portfolios; the Real Estate Investors group, which manages investments in commercial mortgage loans, real estate equities and other real estate-related assets; and the Private Capital Investors group, the private debt investment arm of NYL Investors and a leader in the private placement market.

Investment Management Boutiques. Through its investment management boutiques, NYL Investments manages investment portfolios, institutional accounts and funds (including private funds, mutual funds, exchange-traded funds, and, in Europe, funds regulated under UCITS and AIFMD legislation) for unaffiliated retirement plans, corporations, municipalities and other institutions, retail clients and high net worth individuals, as well as for New York Life and its affiliates. These investment management boutiques enable NYL Investments to offer its clients investment capabilities across a broad array of fixed income, equity and alternative products. The Company's U.S.-based boutiques include New York Life Investment Management LLC ("**NYLIM**"), MacKay Shields LLC and Apogem Capital LLC. NYL Investments operates in the European market primarily through Candriam and Tristan Capital Partners, as well as its partnership with Kartesia, and in Australia through Ausbil Investment Management Limited. NYL Investments' boutiques also maintain operations in Japan and South Korea.

Mutual Funds. The New York Life Investments group of funds (formerly the MainStay Funds) comprises a complex of 49 retail mutual funds distributed through both the Company's captive agent channel and a third-party distribution channel, as well as a complex of 33 additional mutual funds that are offered as investment options in NYLIAC's and other insurance companies' variable life insurance and annuity products. NYLIM serves as the investment adviser for the New York Life Investments Funds and has entered into sub-advisory agreements with various sub- advisors, both affiliated and unaffiliated, to provide the day-to-day portfolio management of certain funds.

[2] Figures represent assets under management of the NYL Investors and NYL Investments only, and include assets under administration associated with only those agreements under which NYL Investments receives a revenue share. Non-U.S. dollar amounts are converted to U.S. dollars at the applicable spot exchange rate as of December 31, 2024 or 2023, as applicable. Figures representing third-party assets exclude amounts managed for New York Life and its subsidiaries.

Methods of Distribution

New York Life and its U.S. insurance subsidiaries market individual and group life and disability insurance, long-term care insurance, annuities, group pension products and investment products in all 50 states of the United States, certain of its territories and the District of Columbia.

The Company distributes individual life, long-term care and disability insurance and annuity products in the U.S. through its career agency force. As of December 31, 2024, the Company had more than 12,000 agents, over 1,000 of whom were members of the Million Dollar Round Table. The Company's agents also market certain non-proprietary disability insurance and other products through sponsored marketing agreements between the Company and other insurers and product providers.

The Company also distributes certain life insurance products through its Institutional Life operation, which engages third-party distributors to offer such products in the bank-owned, corporate-owned and corporate-sponsored markets, and distributes annuities through its third-party channel, consisting of sales through brokers, banks and independent producers.

The Company sells life insurance to members of AARP through the Company's New York Life Direct operations, one of the market leaders in direct-to-consumer life insurance sales. The Company has had an exclusive endorsement from AARP to sell life insurance to its members since 1994, and long-term care insurance to its members since 2015. The Company and AARP have agreed to keep their relationship in place through 2032 with respect to both life insurance and long-term care insurance.

The Company administers group life, health and disability income programs for professional associations and other affinity groups through its Group Membership operations. Group Membership offers policies, such as group term life and group disability, custom designed and priced specifically for each group's members' unique experiences and needs. While New York Life is the underwriter, these policies are generally marketed under the association or affinity group's brand. Serving the members of over 300 associations, New York Life is one of the leading providers of life insurance programs for this market.

The Company's GBS operation is a leading provider of group life, accident and disability insurance to employers nationwide. Insurance products distributed by GBS are sold primarily through third-party brokers.

The following table provides sales by distribution channel. Insurance sales represent 100% of annualized premiums (including 100% of single premium sales). Annuity sales (which include both deferred and immediate annuities) are equal to premiums received plus internal contract exchanges.[3]

	Year Ended December 31, 2024	Year Ended December 31, 2023
	(in millions)	
Agency Distribution:	$	$
Life Insurance	1,175	1,131
Annuities	11,157	10,644
Long Term Care Insurance	20	19
Disability Insurance	4	3
Institutional Life:		
Life Insurance	337	1,018
Third-Party Distribution:		
Annuities	9,838	7,951
New York Life Direct:		
Life Insurance	214	184
Group Membership:		
Life, Health and Disability Insurance	24	28
Group Benefit Solutions:		
Life, Accident and Disability Insurance	450	444

NYLIFE Securities LLC, a registered broker-dealer and indirect subsidiary of New York Life, offers securities brokerage services, proprietary and non-proprietary mutual funds, including New York Life Investments Funds, and proprietary variable life insurance and annuity products, and non-proprietary municipal fund securities (interests in education savings plans established pursuant to Section 529 of the Code).

NYL Investments distributes mutual funds and other products through NYLIFE Distributors LLC, a limited-purpose registered broker-dealer and indirect subsidiary of New York Life, as well as through unaffiliated financial intermediaries, including broker-dealers and banks.

Reinsurance

New York Life reinsures portions of the risk it assumes for its individual life insurance products. As of December 31, 2024, New York Life's maximum retention level on a single life was $40 million. For second-to-die contracts, New York Life's maximum retention level was $50 million. New York Life reinsures amounts that exceed its retention limits. In order to control its exposure to mortality losses, stabilize earnings, and increase the competitiveness of its products, New York Life also reinsures a portion of the mortality risk on many of its blocks of term and universal life insurance business with highly-rated reinsurers. To control its exposure to reinsurers, New York Life limits cessions, coordinates overall exposure to reinsurers (e.g., taking into account any corporate bond exposure), conducts due diligence and monitors public announcements.

Under the terms of New York Life's reinsurance agreements, the reinsurer agrees to reimburse New York Life for the ceded amount in the event a claim is incurred. This reinsurance does not discharge New York Life's legal obligation to pay claims on reinsured contracts. As a result, New York Life enters into agreements with only highly-rated reinsurers and takes other precautionary measures, as described above. Nevertheless, there is no guaranty that all of New York Life's reinsurers will continue to be able to pay their portion of the claims on reinsured business in the future.

[3] Figures in this chart represent sales through New York Life and its U.S. insurance subsidiaries.

Ratings

New York Life believes that financial strength/claims paying ability ratings from the leading rating agencies are important indicators of an insurance company's claims paying ability, financial condition and stability, and are important factors in the selection by many potential customers of a life insurance or annuity provider. New York Life competes with other life insurance companies and financial institutions on the basis of a number of factors, including the ratings assigned by NRSROs.

Rating agencies assign New York Life financial strength/claims paying ability ratings based on their respective opinions of New York Life's ability to meet its financial obligations, including to its insureds. These ratings are of interest to policyholders and holders of an insurer's debt securities, but are not ratings of the Notes offered hereby and do not reflect an evaluation of the safety and security of the Notes.

New York Life's insurance financial strength/claims paying ability ratings as of March 26, 2025, are set forth in the chart below:

Rating Agency	Rating
AM Best	A++ (Superior)
Fitch	AAA (Exceptionally Strong)
Moody's	Aaa
S & P	AA+ (Very Strong)

As of March 26, 2025, AM Best, Fitch and S&P each reported a "stable" outlook for their respective ratings of New York Life's insurance financial strength, while Moody's reported a "negative" outlook. On November 14, 2023, Moody's affirmed its "Aaa" insurance financial strength rating of New York Life, but revised its outlook to "negative" from "stable" following its rating action and change in outlook of the U.S. Government to "negative" from "stable" on November 10, 2023.

The foregoing ratings reflect the applicable rating agency's opinion of New York Life's financial strength, operating performance and ability to meet its obligations to policyholders and are not evaluations directed toward the protection of investors. Therefore, such ratings should not be relied upon when making any investment decision and may be subject to review, revision, suspension, reduction or withdrawal at any time by the assigning rating agencies.

Employees

As of December 31, 2024, New York Life had approximately 12,000 employees in the United States. None of its employees is subject to collective bargaining agreements governing employment with New York Life. New York Life believes that its employee relations are satisfactory.

Legal Proceedings

New York Life and its subsidiaries are defendants in individual and alleged class action suits arising from their agency sales force, insurance (including variable contracts registered under the federal securities laws), investment, retail securities, employment and other operations, including actions involving retail sales practices. Some of the actions seek substantial or unspecified compensatory and punitive damages. New York Life and its subsidiaries are also from time to time involved in various governmental, administrative, and investigative proceedings and inquiries.

Notwithstanding the uncertain nature of litigation and regulatory inquiries, the outcome of which cannot be predicted, New York Life believes that the ultimate liability that could result from litigation and proceedings currently involving it would not have a material adverse effect on its financial position; however, it is possible that settlements or adverse determinations in one or more actions or other proceedings in the future could have a material adverse effect on New York Life's operating results for a given period. For more information on New York Life's legal proceedings, see Note 15 to the 2024 Statutory Financial Statements and "Risk Factors—Risk Factors Relating to

New York Life—Litigation and Regulatory Investigations May Result in Significant Financial Losses and Harm to New York Life's Reputation."

Properties Used in New York Life's Business

New York Life's home office complex located in New York City comprises one building of approximately 1,400,000 square feet which it owns and of which it occupies approximately 84% and 60,214 square feet of leased space in an adjacent building. In 2016, New York Life executed a lease which currently covers 192,060 square feet of office space in White Plains, New York. New York Life also leases 129,716 square feet of office space in Jersey City, New Jersey of which New York Life subleases a portion of its space (18,773 square feet and 38,565 square feet, respectively) to two unaffiliated tenants.

In addition, New York Life owns and occupies a 325,243 square foot facility located on 140 acres in central New Jersey, which houses New York Life's main computer operations and its records divisions. New York Life owns and operates an approximately 134,129 square foot facility located on approximately 13 acres in Atlanta, Georgia, which operates as a data center similar to the New Jersey site.

New York Life believes that such properties are suitable and adequate for its current business operations.

REGULATION AND SUPERVISION

New York Life's businesses are subject to extensive regulation at both the state and federal level, including regulation under state insurance and federal and state securities laws. New York Life cannot predict the impact of future state, federal or foreign laws or regulations on its business. Future laws and regulations, or the interpretation thereof, may materially adversely affect its results of operations and financial condition.

Insurance Regulation

General. New York Life is licensed to transact insurance business in, and is subject to regulation and supervision by, all 50 states, the District of Columbia, Guam, Puerto Rico, the U.S. Virgin Islands and Canada. Each of its insurance subsidiaries is licensed and regulated in all U.S. and international jurisdictions where it conducts insurance business. The extent of such regulation varies, but most jurisdictions have laws and regulations governing the financial aspects of insurers, including standards of solvency, reserves, reinsurance, capital adequacy, and the business conduct of insurers. In addition, statutes and regulations usually require the licensing of insurers and their agents, the approval of policy forms and related materials and, for certain lines of insurance, including long term care insurance, the approval of rates. Such statutes and regulations also prescribe the permitted types and concentration of investments. The primary purpose of this insurance industry regulation is to protect policyholders, not holders of any securities.

The New York Insurance Law limits the sales commissions and certain other marketing expenses that may be incurred in connection with the sale of certain life insurance policies and annuity contracts. New York Life and its U.S. insurance subsidiaries are each required to file reports, generally including detailed annual financial statements, with insurance regulatory authorities in each of the jurisdictions in which they do business, and their operations and accounts are subject to periodic examination by such authorities. New York Life and its U.S. insurance subsidiaries must also file, and in many jurisdictions and in some lines of insurance obtain regulatory approval for, rules, rates and forms relating to the insurance written in the jurisdictions in which they operate.

State and federal securities regulatory authorities, state insurance regulatory authorities, other state law enforcement agencies and attorneys general, foreign regulatory authorities and self-regulatory organizations from time to time make inquiries of New York Life and its subsidiaries regarding their compliance with insurance, securities and other laws and regulations. New York Life endeavors to respond to such inquiries in an appropriate way and to take corrective action if warranted. For more information, see "Description of the Business of the Company—Legal Proceedings."

National Association of Insurance Commissioners. The NAIC is a standard-setting association of state insurance regulators which drafts model insurance laws and regulations. State insurance regulators may act independently or adopt regulations proposed by the NAIC. The NAIC also establishes statutory accounting and reporting standards through the Accounting Practices and Procedures Manual (the "**Accounting Manual**"), which has been adopted by all states, subject to certain state prescribed differences. Changes to the Accounting Manual or modifications by state insurance departments may affect the statutory capital and surplus of New York Life and its U.S. insurance subsidiaries.

Holding Company Regulation. New York Life and its U.S. insurance subsidiaries are subject to regulation under the insurance holding company laws of various jurisdictions, which are generally based on the NAIC's Insurance Holding Company System Regulatory Act and related model regulation. The insurance holding company laws and regulations vary from jurisdiction to jurisdiction, but generally require each controlled insurance company to register with state regulatory authorities and to file with those authorities certain reports, including information concerning their capital structure, ownership, financial condition, certain intercompany transactions and general business operations. These laws and regulations also require the ultimate controlling person of a U.S. insurer to file an annual enterprise risk report with the lead state regulator of the insurance holding company system. This report identifies the material risks, including risks related to climate change, within the insurance holding company system that could pose enterprise risk to the insurer or its insurance holding company system as a whole.

State insurance statutes also typically place restrictions on the amount of dividends or other distributions payable by insurance company subsidiaries to their parent companies, as well as on transactions between an insurer and its affiliates. New York Life is not dependent on dividends from its insurance company subsidiaries. However, in the event the insurance regulatory authorities of any such states were to prohibit the payment of dividends to New York Life, such dividends would not be available for the payment of New York Life's obligations under the Funding Agreements.

The New York Insurance Law and the regulations thereunder also restrict the aggregate amount of investments New York Life may make in non-life insurance subsidiaries and provide for periodic reporting on subsidiaries.

Risk Management and ORSA. The NAIC adopted the Risk Management and Own Risk and Solvency Assessment Model Act, or the "ORSA Model Act," which has been adopted in all states and requires insurers that exceed specified premium thresholds to maintain a framework for managing the risks associated with their entire holding company group, including non-insurance companies. At least annually, the insurer must prepare a summary report, or the "ORSA Report," regarding its internal assessment of risk management and capital adequacy for the entire holding company group. ORSA Reports are filed on a confidential basis with the insurance holding company group's lead state regulator and are made available to other domiciliary regulators within the holding company group. New York Life and its U.S. insurance subsidiaries are subject to the requirements of the ORSA Model Act, as adopted in their respective states of domicile, including New York.

Corporate Governance. The NAIC's Corporate Governance Annual Disclosure Model Act, which has been adopted by all states, requires insurers, such as New York Life, to adopt a corporate governance framework that is appropriate for their complexity and to annually file detailed information regarding their corporate governance policies.

Unclaimed Property Laws. New York Life is subject to the laws and regulations of states and other jurisdictions concerning the identification, reporting and escheatment of unclaimed or abandoned funds, and is subject to audit and examination for compliance with these requirements.

Guaranty Associations and Similar Arrangements. All of the states in which New York Life and its U.S. insurance subsidiaries are admitted to transact insurance business require life insurers doing business within the state to participate in guaranty associations, which are organized to pay contractual benefits owed pursuant to insurance policies issued by impaired, insolvent or failed life insurers and, in many such jurisdictions, long-term care insurers. These associations levy assessments, up to prescribed limits, on all member insurers in a particular state on the basis of the proportionate share of the premiums written in such state by member insurers in the lines of business in which the impaired, insolvent or failed insurer is engaged. Some states permit member insurers to recover assessments paid through full or partial premium tax offsets. In the past three years, the aggregate assessments levied against New York Life or its U.S. insurance subsidiaries have not been material to the financial condition of New York Life.

Statutory Examinations. As part of their routine regulatory oversight process, state insurance departments conduct periodic detailed examinations of the books, records and accounts of insurers domiciled in their states. These examinations are generally conducted in cooperation with the departments of two or three other states under guidelines promulgated by the NAIC. Various state insurance departments also periodically examine non-domestic insurance companies conducting business in their states, including New York Life and its U.S. insurance subsidiaries. The purpose of these periodic examinations is to evaluate the companies' compliance with state insurance laws and regulations and to determine if operations are consistent with the public interest of the policyholders resident in the state conducting the examination.

NAIC Ratios. On the basis of statutory financial statements filed with state insurance regulators, the NAIC calculates annually 12 financial ratios to assist state regulators in monitoring the financial condition of insurers. State insurance regulators review this statistical report, which is available to the public, together with an analytical report, prepared by and available only to state insurance regulators, to identify insurance companies that appear to require immediate regulatory attention. A "usual range" of results for each ratio is used as a benchmark. In general, departure from the "usual range" on four or more of the ratios can lead to inquiries from individual state insurance departments. New York Life had no ratios outside the "usual range" in 2024, 2023 or 2022.

Policy and Contract Reserve Sufficiency Analysis. Under the New York Insurance Law, New York Life is required to conduct annually an analysis of the sufficiency of its statutory reserves. A qualified actuary must submit an opinion which states that the statutory reserves, when considered in light of the assets held with respect to such reserves, make good and sufficient provision for the associated contractual obligations and related expenses of the insurer. If such an opinion cannot be provided, the insurer must set up additional reserves by moving funds from surplus. Since the inception of this requirement, a qualified actuary has provided this opinion as to New York Life without any qualifications.

Risk-Based Capital. Insurers are required to maintain their capital and surplus at or above minimum levels prescribed by the laws of their respective jurisdictions. Regulators have discretionary authority to limit or prohibit an insurer's sales to policyholders if the insurer has not maintained a minimum surplus or capital or if they find that the further transaction of business would be hazardous to the insurer's policyholders. RBC is a method developed by the NAIC to measure the minimum amount of capital appropriate for an insurance company to support its overall business operations in consideration of its size and risk profile. Section 1322 of the New York Insurance Law requires that New York-domiciled life insurers submit to the NYSDFS on or before March 15 of each year a report of their RBC levels as of the end of the preceding calendar year based on a formula calculated by applying factors to various asset, premium and reserve items. The formula takes into account the risk characteristics of the insurer, including asset risk, insurance risk, interest rate risk and general business risk. The NYSDFS uses the formula to identify possibly inadequately capitalized insurers for purposes of initiating regulatory action, and not as a means to rank insurers generally. Section 1322 imposes broad confidentiality requirements on those engaged in the insurance business (including insurers, agents, brokers and others) and on the NYSDFS as to the use and publication of RBC data.

The adequacy of an insurer's actual capital is measured by the RBC results, as determined by the formula. Section 1322 gives the NYSDFS explicit regulatory authority to require various actions by, or take various actions against, insurers whose total adjusted capital does not exceed certain RBC levels.

The interest rate environment may cause a life insurer's IMR balance to be negative because of sales of fixed income securities at a capital loss, as well as capital losses generated on the termination of derivatives used to hedge interest rate risk. Previous statutory accounting guidance required the non-admittance of negative IMR, which could cause an insurer's surplus and financial strength to be misrepresented in its statutory financial statements due to a lower surplus balance and RBC ratio. On August 13, 2023, the NAIC adopted an interim solution with regard to the treatment of an insurer's negative IMR balance. The interim statutory accounting guidance, effective until December 31, 2025, permits an insurer with a company action level RBC ratio greater than 150% (or an authorized control level RBC ratio greater than 300%) to admit negative IMR up to 10% of its general account capital and surplus, subject to certain restrictions and adjustments. The NAIC is developing a permanent solution for this issue.

As of December 31, 2024, New York Life's total adjusted capital was substantially in excess of each of the levels that would prompt regulatory action under the New York Insurance Law.

Each U.S. insurance subsidiary of New York Life is also subject to RBC requirements. As of December 31, 2024, the total adjusted capital of each of these insurance subsidiaries was in excess of each of the RBC levels that would prompt regulatory action under applicable law.

Group Capital Calculation and Liquidity Stress Tests. In 2020, the NAIC amended the Insurance Holding Company System Regulatory Act and related model regulation ("**2020 Amendments**") to require the ultimate controlling person of an insurance holding company group to annually file a group capital calculation, or GCC, and the results of liquidity stress tests, with the group's lead state regulator.

The NAIC adopted the GCC to provide U.S. insurance regulators with a method to aggregate the available capital and the minimum capital of each entity in a group in a way that applies to all groups regardless of their structure. The GCC uses an RBC aggregation methodology for all entities within an insurance holding company system, including non-U.S. entities.

The NAIC developed liquidity stress testing as a regulatory tool to identify liquidity risks at the insurer and holding company level, as well as potential impacts to the broader markets under stressed environments. Liquidity stress testing is required of life insurers based on criteria related to the amounts of certain types of business written or material exposure to certain investment transactions, such as derivatives and securities lending.

The 2020 Amendments have been adopted in several states, including New York, and are expected to be widely adopted by the states due to an NAIC accreditation standard, effective January 1, 2026.

Regulation of Investments. New York Life and each of its U.S. insurance subsidiaries is subject to state laws and regulations that require diversification of its investment portfolios and limit the amount of investments in certain asset categories, such as below investment-grade fixed income securities, equity real estate, mortgages, other equity investments, foreign investments and derivatives. Failure to comply with these laws and regulations would cause investments exceeding regulatory limitations to be treated as nonadmitted assets for purposes of measuring surplus and, in most instances, would require divestiture of such non-qualifying investments.

Principle-Based Reserving. The NAIC continues to implement PBR for the calculation of insurance reserves for life insurance and annuity products. Under a PBR framework, statutory reserves for new business reflect a combination of company experience and prescribed assumptions and methodologies. In recent years, the PBR framework has been implemented for life insurance and variable annuities, including in New York, and regulators plan to implement a PBR framework for non-variable annuities with a three-year transition period beginning in 2026.

Federal Insurance Initiatives and Legislation. Federal initiatives often have an impact on New York Life's life insurance business in several areas, including regulation of financial services, securities and derivatives markets, anti-money laundering and taxation. In addition, the Federal Insurance Office ("**FIO**") has the authority to monitor all aspects of the insurance industry, including to identify gaps in regulation that could pose systemic risks, and to develop federal policy on prudential international insurance matters, including by participating in the negotiation of international insurance agreements with foreign regulators on behalf of the United States. Congress and federal regulatory authorities from time to time propose new forms of regulation that directly or indirectly affect the insurance industry. See also "Risk Factors—Risk Factors Relating to New York Life—Regulatory Developments Could Adversely Affect New York Life's Business."

USA PATRIOT Act. Title III of the USA PATRIOT Act of 2001 (the "**PATRIOT Act**") amends the Money Laundering Control Act of 1986 and the Bank Secrecy Act of 1970 to expand anti-money laundering and financial transparency laws applicable to financial services companies, including some categories of insurance companies. The PATRIOT Act, among other things, seeks to promote cooperation among financial institutions, regulators and law enforcement entities in identifying parties that may be involved in terrorism, money laundering or other illegal activities. To the extent required by applicable laws and regulations, New York Life and certain of its subsidiaries that are deemed "financial institutions" under the PATRIOT Act have adopted anti-money laundering programs that include policies, procedures and controls to detect and prevent money laundering, designate a compliance officer to oversee their respective programs, provide for on-going employee training and ensure periodic independent testing of the program. New York Life's anti-money laundering programs also establish and enforce customer identification programs and provide for the monitoring and the reporting to the Treasury Department of certain suspicious transactions.

Cybersecurity and Data Privacy Regulation

New York Life is subject to the cybersecurity regulation adopted by the NYSDFS, which requires New York Life to maintain a cybersecurity program designed to identify and address its cybersecurity risks and protect consumers' private data. In November 2023, the NYSDFS adopted amendments to the cybersecurity regulation to require the implementation of new reporting, governance and oversight measures, enhanced technical safeguards, and mandate notification to NYSDFS in the event that a covered entity makes a cyber-ransom payment. The NAIC's Insurance Data Security Model Law has been enacted in several states, including Delaware where NYLIAC is domiciled. The model law provides standards for data security and for the investigation, and notification to state insurance regulators, of cybersecurity events involving unauthorized access to, or the misuse of, certain nonpublic information. State laws based on the Data Security Model Law impose significant new regulatory burdens intended to protect the confidentiality, integrity and availability of information systems and the sensitive or nonpublic information stored on such systems.

Several states have enacted or are considering comprehensive privacy legislation that may apply to some extent to New York Life's operations in those states. New York Life is subject to California legislation that requires companies doing business in the state, including New York Life, to comply with enhanced privacy protections for those California residents whose data such companies collect, and also provides California residents whose data is disclosed in a data breach with a private right of action against the companies who collected their data. Similar laws have been adopted or have been proposed in other states, and if or where passed, such laws may have potentially conflicting requirements that would make compliance challenging. However, several of these state laws include broad, entity-wide exemptions for financial institutions that are subject to privacy protections in the Gramm-Leach-Bliley Act or similar, state financial privacy laws.

In addition, New York Life's investment management subsidiaries operating in foreign jurisdictions are subject to local privacy regulations, including the General Data Protection Regulation in the EU and similar regulations in the U.K. and elsewhere, and the SEC has recently proposed rules on cybersecurity risk management that would apply to SEC-registered investment advisers and funds, including certain of New York Life's subsidiaries.

Use of Artificial Intelligence

The NAIC and state insurance regulators have been focused on addressing unfair discrimination in the use of consumer data and technology, and certain states have enacted or are considering anti-discrimination legislation and guidance that may apply to some extent to New York Life's operations in those states. For example, Colorado law prohibits insurers from using external consumer data and information sources ("**ECDIS**"), as well as algorithms or predictive models that use ECDIS, in a way that unfairly discriminates based on protected classes. In August 2023, Colorado adopted a regulation requiring life insurers to implement a governance and risk management framework for the use of artificial intelligence, machine learning and other technologies that utilize ECDIS. It is expected that Colorado will also promulgate testing regulations for the use of artificial intelligence, machine learning and other technologies that utilize ECDIS. Similarly, in 2024, the NYSDFS issued a circular letter setting forth fairness principles, transparency requirements, and governance and risk management responsibilities for insurers concerning the use of artificial intelligence systems and ECDIS in the underwriting and pricing of life insurance and annuity products. In addition, in December 2023, the NAIC adopted the *Model Bulletin on the Use of Artificial Intelligence Systems by Insurers* which outlines how state insurance regulators that adopt the bulletin will exercise their existing statutory authority to govern the development, acquisition and use of artificial intelligence technologies, as well as the types of information and documentation that departments may request during an investigation or examination of an insurer in relation to artificial intelligence systems. At least twenty-three states have adopted bulletins in a substantively similar form to the NAIC's model.

Management of Climate Risk

Climate risk has come under increased scrutiny by the NAIC and insurance regulators. In 2021, the NYSDFS adopted regulations that require an insurance group to include climate change risk in its enterprise risk management function, and issued guidance regarding its expectations for New York domestic insurers related to the management of financial risks from climate change, including expectations that an insurer incorporate climate risk into its financial risk management, manage climate risk through its enterprise risk management functions, and incorporate the management of climate risk into its corporate governance structure at the group or insurer entity level.

The NAIC is similarly developing guidance with respect to insurers' management of climate-related risks, and has adopted a new standard for insurance companies to report their climate-related risks as part of its annual Climate Risk Disclosure Survey, which applies to insurers that meet the reporting threshold of $100 million in countrywide direct premium and are licensed in one of the participating jurisdictions. The new disclosure standard is aligned with the international Task Force on Climate-Related Financial Disclosures' (TCFD) framework for reporting climate-related financial information.

In addition, the FIO is assessing how the insurance sector may mitigate climate risks and help achieve national climate-related goals. In June 2023, the FIO released a report which evaluates climate-related issues and gaps in insurer regulation. The report urges insurance regulators to adopt climate-related risk-monitoring guidance in order to enhance their regulation and supervision of insurers.

Securities Regulation

Certain insurance policies and annuity contracts issued by NYLIAC, and all mutual funds, unit investment trusts, municipal fund securities (interests in college savings plans established pursuant to Section 529 of the Code) and other securities products offered by New York Life's broker-dealer subsidiaries, are subject to regulation under the federal securities laws administered by the SEC, state securities laws and the rules of FINRA and, for municipal securities, the Municipal Securities Rulemaking Board ("**MSRB**"). Certain subsidiaries of New York Life are investment advisers registered under the Investment Advisers Act of 1940, as amended, while certain other subsidiaries are registered as broker-dealers under the Exchange Act as well as being members of FINRA.

Certain of New York Life's investment adviser subsidiaries are subject to regulation by the regulatory authorities in the non-U.S. jurisdictions in which they operate, including various Member States of the EU, the U.K., Switzerland, South Korea, Japan and Australia, related both to branches or offices in such jurisdictions and cross-border activity.

Certain subsidiaries of New York Life that manage certain pooled investment vehicles are registered with the National Futures Association as commodity pool operators or commodity trading advisers. New York Life and certain of its subsidiaries, certain New York Life affiliated mutual funds and exchange-traded funds, and certain separate accounts of New York Life and NYLIAC operate under an exemption from such registration provided by the rules of the Commodity Futures Trading Commission.

Certain separate accounts of NYLIAC and mutual funds and exchange-traded funds managed by New York Life's investment advisor subsidiaries are registered under the Investment Company Act of 1940, as amended (the "**Investment Company Act**"). In addition, certain variable annuity contracts and variable life insurance policies issued by NYLIAC and mutual funds managed by New York Life's investment advisor subsidiaries are registered under the Securities Act. Most funds managed by New York Life's investment adviser subsidiaries operating in the EU are regulated under the Undertakings for Collective Investment in Transferable Securities ("**UCITS**") Directive or the Alternative Investment Fund Managers Directive ("**AIFMD**"). Most funds managed by Ausbil Investment Management Limited, New York Life's Australia-based investment adviser subsidiary, are regulated under the Australian Corporations Act 2001.

Certain of New York Life's investment adviser subsidiaries also manage certain pooled investment vehicles that are exempt from registration under the Securities Act and the Investment Company Act, but the distribution of which may be subject to the antifraud and certain other provisions of state and federal securities laws, as well as FINRA rules.

Securities regulatory authorities in the U.S. and other jurisdictions where New York Life's subsidiaries operate, state attorneys general and FINRA from time to time make inquiries regarding compliance by New York Life and its subsidiaries with securities and other laws and regulations regarding the conduct of their securities businesses. New York Life endeavors to respond to such inquiries in an appropriate way and to take corrective action if warranted.

Federal and state securities laws and regulations and FINRA and MSRB rules are primarily intended to protect investors in the securities markets and generally grant supervisory agencies broad administrative powers, including the power to limit or restrict the conduct of business for failure to comply with such laws and regulations. Certain subsidiaries of New York Life may also be subject to similar laws and regulations in the foreign countries in which they offer securities products, provide investment advisory services or conduct other securities-related activities.

Effective June 30, 2020, the SEC adopted Regulation Best Interest. Under this regulation, broker-dealers and their representatives are required to comply with a "best interest" standard when making recommendations to retail customers regarding the variable insurance products or other securities products offered by New York Life or its affiliates. Regulation Best Interest generally requires that a broker-dealer and its associated persons act in a retail customer's best interests and not place their own financial or other interests ahead of the customer's interests when recommending securities transactions or investment strategies. To meet this best interest standard, a broker-dealer must satisfy four component obligations including a disclosure obligation, a care obligation, a conflict obligation, and a compliance obligation. Broker-dealers and investment advisers are also required to provide disclosures about, among other things, their standard of conduct and conflicts of interest. In addition, several state regulators and legislatures have proposed or adopted measures to make broker-dealers, sales agents and investment advisers and their representatives subject to a fiduciary duty when providing products and services to customers, including pension plans and IRAs. See also "Risk Factors—Risk Factors Relating to New York Life—Regulatory Developments Could Adversely Affect New York Life's Business."

Tax Legislation

The U.S. and state, local and foreign jurisdictions in which New York Life operates consider from time to time legislation that could increase or change the manner of taxing the products New York Life sells and of calculating the amount of taxes paid by life insurance companies or other corporations, including New York Life. Tax Reform enacted in the U.S. in December 2017, significantly modified the Code, including tax rules applicable to corporations (including life insurance companies) and foreign business activity. Tax Reform included a reduction of the corporate federal income tax rate to 21 percent from a maximum of 35 percent. Tax Reform also expanded the income base to which this lower rate applies by reducing or eliminating deductions or other tax benefits that determine the income base.

These changes and other future changes to federal, state or other tax laws may affect the amount and timing of U.S. federal income taxes that New York Life pays in connection with its operations, including its foreign operations, as well as the attractiveness of certain of its products to its customers. New York Life cannot predict whether, or in what form, legislation implementing any other potential changes or other legislation that could affect the taxes that New York Life pays or the tax treatment of its products, will ultimately be enacted or what the impact of any such legislation would be on its business or results from operations.

The attractiveness to New York Life's customers of many of its products is due, in part, to favorable tax treatment. Current federal income tax laws generally permit the tax-deferred accumulation of earnings on the premiums paid by the holders of annuities and life insurance products. Taxes, if any, are payable generally on income attributable to a distribution under the contract for the year in which the distribution is made. Death benefits under life insurance contracts may be received free of federal income tax. Congress from time to time considers legislation that could have the effect of reducing or eliminating the relative benefit of the deferral of taxation for New York Life's insurance, annuity and investment products. As a result, demand for certain of New York Life's products that offer income tax deferral could be negatively impacted. In addition, Congress has from time to time considered other legislation that would reduce or eliminate the benefits to policyholders of the deferral of taxation on the accretion of value within certain insurance products or otherwise affect the taxation of insurance products and insurance companies. To the extent that legislation is enacted in the future to reduce the tax deferred status of insurance or annuity products, limit the exclusion of death benefits from income, or to reduce the taxation of competing products, all life insurance companies, including New York Life, could be adversely affected.

Congress has from time to time also considered material changes to the federal estate tax. Tax Reform increased the tax exemption amount under the estate tax starting after December 31, 2017 and before January 1, 2026. The 2025 federal estate tax exemption amount is $13,990,000 for individuals and $27,980,000 combined for married couples, and the highest current estate and gift tax rates are: (i) 37% for taxable amounts over $500,000 but not over $750,000; (ii) 39% for taxable amounts over $750,000 but not over $1,000,000; and (iii) 40% for taxable amounts over $1,000,000. The increased federal estate tax exemption amount will expire at the end of 2025, unless legislation is enacted that would extend current law. If this increased exemption amount expires, the exemption amount beginning in 2026 will be approximately one half of the 2025 amount. Any changes to the estate tax, and any potential future legislation that would repeal or further materially decrease the estate tax or materially reduce the number of estates subject to the estate tax, may adversely affect the sales of certain of New York Life's products.

In those jurisdictions in which New York Life does business, its taxes could increase as a result of the expiration of various Tax Reform provisions at the end of 2025, other changes in tax law and regulations or in the interpretation of applicable tax laws and regulations. Also, changes in corporate tax rates in these jurisdictions (including further changes to the U.S. corporate federal income tax rate) could affect the value of deferred tax assets and deferred tax liabilities. A reduction in the corporate tax rates would reduce the value of any net deferred tax assets included in New York Life's surplus. Furthermore, the value of deferred tax assets could be impacted by its future earnings levels. Conversely, any further changes in U.S. federal tax policy that result in an increase in corporate tax rates could result in lower after-tax earnings for New York Life.

See "Risk Factors—Risk Factors Relating to New York Life—Changes in Tax Laws and the Interpretation Thereof Could Adversely Affect New York Life's Business."

Environmental

As an owner and operator of real property, New York Life is subject to extensive federal, state and local environmental laws and regulations. Inherent in such ownership and operation is the risk that there may be environmental liabilities and costs incurred in connection with any required investigation or remediation of any current or former properties. In addition, New York Life holds interests in companies that are subject to environmental liabilities and costs. There is a possibility that environmental liabilities or costs will arise. However, based on information currently available to management, New York Life believes that any environmental costs or liabilities associated with compliance with environmental laws and regulations or any investigation or remediation of any current or former properties will not have a material adverse effect on its results of operations or financial condition.

ERISA

ERISA Plans may invest in certain of New York Life's products or receive services from New York Life. In that regard, the DOL issued new regulations in April 2024 that substantially expand the definition of "investment advice fiduciary" under ERISA and the Code. The definition broadens the circumstances under which New York Life and its sales personnel, such as agents and registered representatives, in providing investment advice with respect to employee pension and welfare benefit plans subject to ERISA and IRAs and other plans subject to Section 4975 of the Code, including rollovers from ERISA retirement plans to IRAs, IRA-to-IRA rollovers, and plan-to-plan rollovers, could be deemed to be fiduciaries under ERISA or the Code. The DOL also amended existing PTEs, including PTE 2020-02, PTE 84-24, and other PTEs on which financial services providers – including insurance companies and distributors of insurance and other financial products – rely when advising ERISA pension and welfare plans and IRAs. Among other things, these amendments apply additional disclosure and other requirements to, and increase fiduciary requirements and fiduciary liability exposure in respect of, transactions involving ERISA pension and welfare plans, plan participants and IRAs. The effective date of the new regulations and PTE amendments was September 23, 2024, with a one-year transition period for certain requirements under the PTEs. However, two federal courts issued national stays on the effective date of the new regulations and the amendments to the existing PTEs. The DOL initially appealed these decisions, but has since paused its appeals to allow the new administration and new DOL officials sufficient time to familiarize themselves with these cases and determine how to proceed. New York Life cannot predict when or whether the new regulations and PTE amendments will go into effect.

In addition, in connection with certain insurance contracts issued from New York Life's general account to ERISA Plans on or before December 31, 1998, ERISA provides insurers protection from potential exposure prompted by the 1993 U.S. Supreme Court decision in *John Hancock Mutual Life Insurance Company v. Harris Trust* & *Savings Bank.* In this decision, the Court held that, to the extent insurance contracts issued to employee benefit plans provide for a return that is not guaranteed, but instead varies with the performance of the insurer's general account, then the insurer's general account can become subject to ERISA and the insurer can become subject to the fiduciary requirements of ERISA.

The pertinent ERISA provisions and regulations issued by the DOL provide that insurers are protected from liability for breaches of fiduciary duties under ERISA for past actions with respect to such general account contracts. However, insurers remain subject to federal criminal law and liable for actions brought by the U.S. Secretary of Labor alleging breaches of fiduciary duties that also constitute a violation of federal or state criminal law. ERISA also generally provides that contracts issued from an insurer's general account on or before December 31, 1998, and that are not guaranteed benefit policies, will not be subject to ERISA's fiduciary requirements if they meet the requirements of regulations issued by the DOL. In addition, ERISA provides that contracts issued from an insurer's general account after December 31, 1998, and that are not guaranteed benefit policies, will be subject to ERISA.

Regulations issued by the DOL provide that where an employee benefit plan acquired an insurance policy (other than a guaranteed benefit policy) issued on or before December 31, 1998 (a "**Transition Policy**") and supported by the assets of the insurer's general account, the employee benefit plan's assets for purposes of ERISA will not be deemed to include any of the assets of the insurer's general account, provided that the requirements of the regulation are met. Accordingly, if those requirements are met, the insurer is not subject to the fiduciary obligations of ERISA in connection with such a Transition Policy. New York Life has taken steps to comply with these requirements to secure the relief provided by the regulations from the fiduciary obligations of ERISA with respect to a Transition Policy.

MANAGEMENT OF NEW YORK LIFE

Directors

Set forth below is information regarding the directors of New York Life as of March 26, 2025:

Name	Age
Craig L. DeSanto, Chair	48
Claire L. Babineaux-Fontenot	60
Robert B. Carter	65
Ralph de la Vega	73
Mark L. Feidler	68
Robert F. Friel	69
Donna H. Kinnaird	73
Barbara G. Novick	64
Thomas C. Schievelbein	71
Paula A. Steiner	67

Principal Executive Officers

Set forth below is information regarding the principal executive officers of New York Life as of March 26, 2025:

Name	Position with New York Life	Age
Craig L. DeSanto*	Chair, President and CEO	48
Aaron C. Ball*	Executive Vice President and Head of the Foundational Business	52
Eric A. Feldstein*	Executive Vice President and Chief Financial Officer	65
Alain M. Karaoglan*	Executive Vice President and Head of the Strategic Businesses	62
Anthony R. Malloy*	Executive Vice President and Chief Investment Officer	61
Erik A. Anderson	Senior Vice President and Chief Actuary	44
Alexander I. M. Cook*	Senior Vice President and Head of Strategic Capabilities	58
Robert M. Gardner	Senior Vice President and Controller	56
Thomas A. Hendry	Senior Vice President and Treasurer	60
Michael K. McDonnell*	Senior Vice President and General Counsel	48
Amy Miller*	Senior Vice President, Deputy General Counsel and Secretary	47

Name	Position with New York Life	Age
Joanne H. Rodgers*	Senior Vice President and Chief Human Resources Officer	58
Sonali Virendra*	Senior Vice President and Head of Agency	53

* Denotes membership on New York Life's Executive Management Committee, a committee responsible for establishing management policies in all areas of New York Life's business.

Biographical Information

Chair and Executive Officers

Craig L. DeSanto is chair, president, and CEO of New York Life. Mr. DeSanto was appointed to New York Life's Executive Management Committee in January 2017 and has served as president since July 2020 and as a member of the company's Board of Directors since February 2021. He became the company's 19th chief executive in April 2022, and chair of the Board in April 2023. Mr. DeSanto joined New York Life in 1997 as an actuarial summer intern. At different points in his career with the company, he led the retail life insurance business, the institutional life insurance business, and Eagle Strategies. In 2015, he was appointed leader of the company's strategic businesses, where he strengthened and further diversified a portfolio of businesses that complement and support the company's core retail insurance business. He also led the acquisition of the GBS business in 2020, the largest acquisition in New York Life's history. Mr. DeSanto currently serves on the boards of the American Council of Life Insurers and the Partnership for New York City. He is a former board member of LL Global Inc. Mr. DeSanto holds a BS degree from Cornell University. He is a Fellow of the Society of Actuaries and a member of the American Academy of Actuaries. His current term as a Director expires in 2026.

Aaron C. Ball is senior vice president and head of New York Life's Foundational Business. In this role, Mr. Ball leads the Company's agency distribution system as well as the retail product solutions, service, purchase experience, underwriting and marketing teams. Mr. Ball served as co-head of the Foundational Business from 2023 to 2024. He joined New York Life in February 2015 as the leader of the Company's Long-Term Care Solutions business and was appointed to New York Life's Executive Management Committee in September 2020. Prior to joining New York Life, Mr. Ball served as senior vice president at Genworth Financial from 2003 to 2015, where he led the company's long-term care in-force business and new product development efforts. He also provided legal and regulatory expertise as general counsel for several of the company's insurance businesses. From 2000 to 2003, Mr. Ball was vice president and chief compliance officer of AmSouth Investment Services. Before joining AmSouth, he was senior vice president and chief legal officer for M&T Brokerage. Mr. Ball earned a BA from Loyola College in Maryland, and a JD from the University of Baltimore School of Law. He is a graduate of the executive leadership program at the University of Virginia Darden School of Business. He serves as a member of the boards for LIMRA and LOMA, the Eluna Network, and LTC Reinsurance PCC. Mr. Ball is also the executive sponsor of ENABLE, one of New York Life's Employee Resource Groups which helps raise awareness of and advocates for people with disabilities.

Eric A. Feldstein is executive vice president and chief financial officer of New York Life Insurance Company, responsible for the Actuarial and Finance teams, Treasury, and Controllers, as well as oversight of Risk Management. Mr. Feldstein joined the Company in October 2019 and was appointed to New York Life's Executive Management Committee at that time. Prior to joining New York Life, Mr. Feldstein served as chief financial officer of Health Care Service Corporation from 2016 until 2019, with responsibility for the company's accounting, financial planning, treasury, tax, product pricing, and procurement activities. From 2010 to 2016, Mr. Feldstein served as an executive vice president of American Express Company. Before joining American Express, he served as chief financial officer and a partner of Eton Park Capital Management LP. Mr. Feldstein began his career in the treasury office of General Motors Corporation in 1985, and through 2008 he held various positions of increasing responsibility at General Motors, including serving as treasurer of the company and chief executive officer of GMAC Financial Services. Mr. Feldstein is a member of the board of Open Lending Corporation. Mr. Feldstein earned a BA from Columbia University and an MBA from Harvard University.

Alain M. Karaoglan is executive vice president and head of New York Life's Strategic Businesses, which include GBS, Group Membership, Institutional Annuities, Institutional Life, New York Life Direct, New York Life Investments and Seguros Monterrey. Mr. Karaoglan joined New York Life in 2019 and was appointed to the Executive Management Committee in March 2020. Prior to joining New York Life, he served as chief operating officer for Voya Financial from 2012 to 2018, where he was a member of Voya's Executive Committee and oversaw all of Voya's businesses, including Annuities, Employee Benefits, Individual Life, Investment Management, and Retirement. Before joining Voya, he was the head of Divestitures at American International Group, where he helped restructure the company after the 2008 financial crisis. Previously, Mr. Karaoglan held senior roles in the investment banking and insurance industries, including at Banc of America, Deutsche Bank, Donaldson Lufkin & Jenrette, First Boston Corporation, and Bear Stearns. Mr. Karaoglan has an MBA from the Tuck School of Business at Dartmouth College, and a BA in economics and BS in business administration, magna cum laude, from Pepperdine University.

Anthony R. Malloy is executive vice president and chief investment officer of New York Life Insurance Company, responsible for investment strategy, asset allocation, and management of the Company's assets. Mr. Malloy is also the chief executive officer of NYL Investors. He was appointed to New York Life's Executive Management Committee in January 2017. Mr. Malloy joined New York Life in 1999 and has more than 35 years of investment management and financial services experience. He has held various positions of increasing responsibility at New York Life, including senior managing director and head of Fixed Income, as well as managing director and head of Leveraged Finance. Prior to joining New York Life, Mr. Malloy held senior positions in lending and debt capital markets with J.P. Morgan, Toronto-Dominion, and First Chicago. Mr. Malloy serves as the chairman of the board of directors of Good Shepherd Services. He earned a BA in English and economics from Middlebury College, and an MBA in finance from New York University.

Erik A. Anderson is senior vice president and chief actuary of New York Life. Mr. Anderson joined New York Life in 2005 and has since held various positions of increasing responsibility, including serving as chief financial officer of the foundational life insurance business from 2020 to 2023 prior to his appointment as chief actuary in 2024. Mr. Anderson is a fellow of the Society of Actuaries and a member of the American Academy of Actuaries. He holds a BS in mathematics from the University of Memphis.

Alexander I. M. Cook is senior vice president and head of Strategic Capabilities at New York Life, and is responsible for enterprise technology, corporate development and strategy, artificial intelligence and data, and New York Life Ventures, the Company's venture capital arm. Mr. Cook is focused on driving strategic growth, innovation, and data-based decision making through better technology, data, and analytics. He was appointed to New York Life's Executive Management Committee in March 2020. Mr. Cook joined New York Life in 2010 as managing director of strategy for the Investments Division, and then he became head of corporate strategy from 2012 to 2014. In 2015, Mr. Cook assumed the role of senior vice president and head of strategy, data and analytics for the Insurance and Agency Group. From 2016 to 2017, he took on additional responsibilities for marketing strategy, customer experience, and market research and insights as the chief customer & analytics officer. From 2017 to 2019, Mr. Cook served as senior vice president, chief data & analytics officer, and head of Retail Life and Underwriting. Prior to joining New York Life, Mr. Cook served as head of Strategy & Analysis at Morgan Stanley Investment Management; CFO/COO for Banking and Capital Advisory at JP Morgan Private Bank; and head of Strategy & Development for JPMorgan Asset & Wealth Management. Mr. Cook earned a BS in economics and decision sciences and an MBA in strategy and operations research from Carnegie Mellon University.

Robert M. Gardner is senior vice president and controller of New York Life, positions which he has held since September 2017 and July 2013, respectively. Mr. Gardner was vice president and controller in the Insurance Group Finance Department from March 2012 to July 2013. From 2008 to 2012 he was vice president in New York Life's Controller's Department, responsible for Financial Reporting and Investment Accounting. Prior to 2008, Mr. Gardner held various positions in New York Life's Controller's Department after joining New York Life in 1990.

Thomas A. Hendry is senior vice president and treasurer of New York Life. Since joining the Company in June 2012, Mr. Hendry has been responsible for overseeing New York Life's Treasury functions and its Financial Planning & Analysis Department. Prior to joining New York Life, Mr. Hendry served in various positions at Prudential Financial from 1998 to 2012, most recently as treasurer for Prudential's U.S. life insurance business.

Michael K. McDonnell is senior vice president and general counsel of New York Life. In that role, Mr. McDonnell has oversight of the company's Corporate Compliance Department, Office of Governmental Affairs, and Office of the General Counsel. He joined New York Life in 2013 as an Associate General Counsel supporting the company's insurance businesses. Since then, he has served in positions of increasing responsibility within the company's legal function. He became General Counsel in 2022 and was appointed to the Executive Management Committee in January 2024. Mr. McDonnell also serves as a board member of the Life Insurance Council of New York and the Association of Life Insurance Counsel. Prior to joining New York Life, Mr. McDonnell practiced law for 10 years as an associate in the New York and London offices of Debevoise & Plimpton LLP, focusing on mergers and acquisitions, capital markets transactions, and regulatory matters involving the insurance industry. He has a BA from Bowdoin College and a JD from the University of California, Berkeley. He is a member of the New York State bar.

Amy Miller is senior vice president, deputy general counsel and secretary of New York Life. Ms. Miller works with a broad variety of stakeholders to support the delivery of the company's strategic priorities. As secretary, she provides the Board of Directors and senior management with strategic counsel on a variety of corporate governance matters. She also oversees the Corporate Responsibility and Corporate Events departments. In January 2024, Ms. Miller was appointed to the Executive Management Committee. In her tenure at the company, she has held various roles of increasing responsibility, including serving as the Chief Corporate Counsel, managing litigation, employment, ERISA, corporate transactions, technology, and subsidiary corporate governance. Ms. Miller also serves as a trustee of the Citizens Budget Commission. Prior to joining New York Life in 2006, Ms. Miller was an associate with Davis Polk & Wardwell. Ms. Miller received a BA in biology with honors from the University of Chicago, and a JD from the University of Virginia School of Law.

Joanne H. Rodgers is senior vice president and chief human resources officer at New York Life. Under her leadership, the Human Resources function manages the company's efforts to attract, develop and retain top-tier talent while enabling New York Life's businesses and supporting its diverse and welcoming workplace. Ms. Rodgers joined the company in 1994 in the Corporate Compliance department, where she assumed roles of increasing responsibility, including compliance oversight of the company's broker dealers, investment advisory subsidiary, and international operations. She was promoted to vice president in 2009 and played a lead role on the Corporate Strategy team. From 2012 to 2015, she served as the company's chief diversity officer and in 2015, became the senior HR business partner for the Insurance & Agency Group. She assumed oversight of Compensation, Benefits, HR Operations, Corporate Security, and Employee Relations in 2018, and was named head of Human Resources in 2022. She also served as chair of the Women's Leadership Program, now known as The Women's Initiative. Prior to joining New York Life, Ms. Rodgers served as an examiner at NASD (now FINRA). She holds a BA in Business Administration from Franklin & Marshall College.

Sonali Virendra is senior vice president and head of Agency at New York Life, overseeing the company's career agency distribution system. In this capacity, she leads a network of more than 12,000 agents and advisors across more than 110 general offices nationwide, in addition to managing the business units that provide strategic support to the field. She was appointed to New York Life's Executive Management Committee in January 2025. Ms. Virendra began her career with New York Life in 1997 as a development manager in the New Jersey General Office. She progressed through various leadership roles, becoming a Life Product consultant in 2008, Life Sales officer of the Northeast Zone in 2009, and vice president and national Life Sales officer in 2012. In these positions, she was instrumental in driving sales strategies and supporting life insurance sales across the company. In 2015, she expanded her responsibilities to include agent and management development, agent prospecting, and the development of a new digital experience for the field. By 2017, she assumed leadership of the Product Consulting team and Agency Sales. In February 2023, she was appointed head of the West Central Zone. Ms. Virendra holds a bachelor's degree in political science from Mount Holyoke College and an MBA from Sacred Heart University.

Directors

Claire L. Babineaux-Fontenot is the chief executive of Feeding America, the nation's largest domestic hunger-relief organization. Prior to joining Feeding America, Ms. Babineaux-Fontenot spent 13 years as a part of Walmart Inc.'s leadership team, most recently as executive vice president and global treasurer. Ms. Babineaux-Fontenot also held positions as the dispute resolution practice group leader for the southwest region at PwC and as a partner in charge of the Baton Rouge office and leader of the tax practice of the firm Adams and Reese LLP. She serves on the board of Abbott Laboratories. Ms. Babineaux-Fontenot was elected a director of New York Life in 2021. She is a member of the Audit Committee, the Governance Committee, and the Investment Committee. Her current term expires in 2025.

Robert B. Carter was the chief information officer of FedEx Corporation, executive vice president of FedEx Information Services, and co-chief executive of FedEx Services for over two decades. He was responsible for setting the technology direction of FedEx applications, infrastructure, networks, and cloud strategy. Mr. Carter joined FedEx in 1993, and he has more than 40 years of technology implementation and management experience. Prior to joining FedEx, he spent 13 years with GTE Corporation in positions of increasing responsibility. Mr. Carter serves on the board of Quest Diagnostics, is a Board Trustee for the University of Memphis, and is an advisor for the venture firm ICONIQ Capital. He was elected a director of New York Life in 2016, and is a member of the Audit Committee, the Insurance & Operations Committee, and the Talent, Diversity & Compensation Committee. His current term expires in 2027.

Ralph de la Vega is the chairman of the De la Vega Group LLC, a consulting and advisory services firm that he founded in 2017. He was the vice chairman of AT&T Inc. and chief executive of AT&T Business Solutions and AT&T International LLC until his retirement in 2016, after a 42-year career with the company. He had overall responsibility for the company's Integrated Business Solutions group, which served more than 3.5 million business customers in nearly 200 countries; the company's wireless business operations in Mexico; and DIRECTV in Latin America. During his career, Mr. de la Vega held numerous other executive positions, including president and chief executive of AT&T Mobile and Business Solutions; president and chief executive of AT&T Mobility; chief operating officer of Cingular Wireless; and president of BellSouth Latin America. He serves on the boards of Amdocs, Ubicquia, and Outreach. Mr. de la Vega was elected a director of New York Life in 2009. He is a member of the Governance Committee and the Insurance & Operations Committee. His current term expires in 2025.

Mark L. Feidler is a founding partner of MSouth Equity Partners, a private equity firm based in Atlanta. Previously, he was president, chief operating officer, and a director of BellSouth Corporation, a communications service provider, after serving as its chief staff officer. During his career, Mr. Feidler held numerous executive positions, including chief operating officer of Cingular Wireless, a principal in The Breckenridge Group, and vice president of The Robinson-Humphrey Company. He serves as nonexecutive chairman of Equifax Inc. Mr. Feidler was elected a director of New York Life in 2006. He is a member of the Governance Committee, the Investment Committee, and the Talent, Diversity & Compensation Committee. His current term expires in 2025.

Robert F. Friel was the chairman and chief executive of PerkinElmer, Inc., a global technology leader serving the diagnostic, life sciences research, and analytical testing solutions markets, from 2008 until 2019. Mr. Friel served as the company's president and chief operating officer, vice chairman and president of the Life and Analytical Sciences unit, and chief financial officer from 1999 until 2007. Prior to joining PerkinElmer, he held several senior management positions during his 19 years at AlliedSignal Inc., now Honeywell International Inc. Mr. Friel is chair of the Xylem Inc. board. He also serves on the board of West Pharmaceutical Services Inc. Mr. Friel was elected a director of New York Life in January 2019. He serves as chair of the Governance Committee and is a member of the Audit Committee and the Talent, Diversity & Compensation Committee. His current term expires in 2027.

Donna H. Kinnaird was the chief operating officer and senior executive vice president of Reinsurance Group of America Inc. (RGA), a global life and health reinsurance company, from 2012 until her retirement in 2017. Prior to joining RGA, she held various leadership roles in the reinsurance industry with Swiss Re America Holdings from 2002 to 2012, ultimately serving as president and chief executive of its Reassure America Life Insurance Company. Earlier in her career, Ms. Kinnaird held chief financial officer and chief operating officer roles in life insurance companies. She started her career in public accounting at Peat, Marwick, Mitchell & Company. Ms. Kinnaird currently serves on the board of the S.S. Huebner Foundation for Insurance Education. She was elected a director of New York Life in 2017. She serves as chair of the Audit Committee and is a member of the Insurance & Operations Committee and the Investment Committee. Her current term expires in 2025.

Barbara G. Novick is a co-founder of BlackRock; she transitioned from vice chairman to senior advisor in February 2021. From BlackRock's inception in 1988 until 2008, Ms. Novick headed the Global Client Group and oversaw global business development, marketing, and client services across equity, fixed income, liquidity, alternative investment, and real estate products for institutional and individual investors and their intermediaries worldwide. In

2009, she established BlackRock's Global Public Policy Group to provide a voice for investors. From 2018 to 2020, she also oversaw BlackRock's Investment Stewardship team. Ms. Novick serves on the board of Intel Corporation, and on the advisory board of Growth Curve Capital. In addition, she serves on the boards of several nonprofits related to the financial services industry. Ms. Novick was elected a director of New York Life in October 2021. She serves as chair of the Investment Committee and is a member of the Insurance & Operations Committee. Her current term expires in 2027.

Thomas C. *Schievelbein* was the chairman, president, and chief executive of The Brink's Company, a global security logistics company, from 2012 until his retirement in 2016. He was also the president of Northrop Grumman Newport News, a designer and builder of nuclear-powered aircraft carriers and submarines, and chief operating officer of Newport News Shipbuilding. Mr. Schievelbein serves as chairman of the Ocean Reef Cultural Center and as a director of Huntington Ingalls Industries and the Schievelbein Family Foundation. He was elected a director of New York Life in 2006, and he currently serves as lead director. Mr. Schievelbein is a member of the Governance Committee, the Investment Committee, and the Talent, Diversity & Compensation Committee. His current term expires in 2026.

Paula A. Steiner was president and chief executive of Health Care Service Corporation, the largest mutual health insurer in the United States, from 2016 to 2019. Prior to her role as chief executive, she was the chief strategy officer, oversaw the company's external affairs, including government relations and advertising, and held a variety of senior marketing and sales roles. Ms. Steiner was previously a senior executive at the Blue Cross and Blue Shield Association. Ms. Steiner was elected a director of New York Life in 2021. She serves as chair of the Insurance & Operations Committee, and is a member of the Governance Committee and the Talent, Diversity & Compensation Committee. Her current term expires in 2026.

The business address of each director and principal executive officer of New York Life is 51 Madison Avenue, New York, New York 10010.

To the knowledge of New York Life, there are no potential conflicts of interests between any duties of New York Life's directors or executive management to New York Life or in connection with the offer of the notes by New York Life Global Funding arising from their private interests or other duties.

DESCRIPTION OF THE NOTES

*This section provides an overview of the material provisions of the Notes, the Indenture, and the form of an indenture to be entered into between the Issuer and the Indenture Trustee in connection with each issuance of Notes under the Program (each, a "**Series Indenture**"). It does not purport to be complete and is subject to the applicable Pricing Supplement and to the detailed provisions of the Notes, the Indenture and each applicable Series Indenture, copies of which will be available as provided under "Documents Available." Capitalized terms used and not otherwise defined herein have the same meanings as those used in the Indenture. The terms and conditions of the Notes described in this section will apply to the Notes of each Series, except that the Issuer will add the specific terms of the Notes of a Series in each applicable Pricing Supplement. Prospective purchasers should consider the information contained in this Offering Memorandum, the Indenture, the applicable Series Indenture and each applicable Pricing Supplement in making their investment decision.*

General

Series and Tranches of Notes

The Notes will be issued in one or more series. Each Series of Notes may be comprised of one or more Tranches issued on different issue dates within six months from the issue date of the first Tranche of the applicable Series of Notes. The Issuer may only issue a Tranche of Notes if New York Life has issued or will simultaneously issue one or more Funding Agreements to the Issuer, which will constitute an asset of the applicable Series of the Issuer and will become a part of the applicable Series Collateral. The Notes of a Series will all be subject to identical terms, except that the issue date, the issue price, the amount and date of the first payment of interest and denomination size may be different in respect of different Tranches. The Notes of each Tranche will all be subject to identical terms in all respects.

Indenture and Series Indenture

Each Series of Notes will be issued under, subject to and entitled to the benefits of the Indenture and a separate Series Indenture by and between the Issuer and the Indenture Trustee. Each Series Indenture will incorporate the Indenture which shall provide the terms that govern each separate Series Indenture thereunder, unless any such Series Indenture specifies otherwise. The Notes issued under a Series Indenture will constitute a single Series, together with any Notes issued in the future under such Series Indenture that are designated by the Issuer as being part of such Series. The aggregate principal amount of Notes that may be authenticated and delivered under the Indenture is unlimited.

Security; Limited Recourse

The obligations of the Issuer under each Series of Notes will be secured by a first priority perfected security interest in favor of the Indenture Trustee in the "**Series Collateral**" which will consist of:

- each Funding Agreement related to the applicable Series;
- all proceeds of each Funding Agreement related to the applicable Series;
- all books and records of the Issuer pertaining to the foregoing; and
- all benefits, rights, privileges and options of the Issuer pertaining to the foregoing.

The Issuer is organized in series, as permitted by Sections 3804(a) and 3806(b)(2) of the Trust Act. In connection with the issuance of each Series of Notes, the Issuer will create a separate Series of the Issuer. The applicable Series of Notes and the related liabilities, obligations and expenses will be incurred, contracted for or otherwise existing with respect to such Series of the Issuer, and will be enforceable only against the assets of such Series of the Issuer and not against the assets of the Issuer generally or the assets of any other Series of the Issuer. The individual Series of the Issuer are not separate legal entities.

The obligations of the Issuer evidenced by the Notes will not be obligations of, and will not be guaranteed by, any other person, including, but not limited to, New York Life or any of its subsidiaries or affiliates.

Ranking

The Notes of a Series will be direct, unconditional, secured and unsubordinated non-recourse obligations incurred by the Issuer with respect to the relevant Series of the Issuer and will rank equally among themselves without any preference.

Since New York Life will be the sole obligor under the Funding Agreements, the ability of the Issuer to meet its obligations, and the ability of the holders of Notes to receive payments from the Issuer, with respect to a particular Series of Notes, will be principally dependent upon New York Life's ability to perform its obligations under each applicable Funding Agreement securing the Notes of the relevant Series. Despite this, holders of Notes will have no direct contractual rights against New York Life under any such Funding Agreement. Pursuant to the terms of each Funding Agreement, recourse rights to New York Life will belong to the Issuer, its successors and its permitted assignees (which will include the Indenture Trustee to the extent of its first priority perfected security interest in the Series Collateral), but only with respect to the relevant Series of the Issuer. In connection with the offering and sale of a Series of Notes, the Issuer will pledge, collaterally assign and grant a security interest in the Series Collateral for such Series of Notes to the Indenture Trustee on behalf of the holders of Notes and any other person for whose benefit the Indenture Trustee is or will be holding the applicable Series Collateral. Accordingly, recourse to New York Life under each such Funding Agreement will be enforceable only by the Indenture Trustee as a secured party for the benefit of the holders of such Series of Notes and any other person for whose benefit the Indenture Trustee is or will be holding the applicable Series Collateral.

The obligations of New York Life under the Funding Agreements will not be obligations of, and will not be guaranteed by, any other person.

Pricing Supplement

The specific terms of each Tranche of Notes will be set forth in the applicable Pricing Supplement.

Pricing Options

Notes that bear interest will either be Fixed Rate Notes or Floating Rate Notes, as specified in the applicable Pricing Supplement. The Issuer may also issue Discount Notes and Amortizing Notes (each as defined below).

Interest rates offered on the Notes may differ depending upon, among other factors, the aggregate principal amount of Notes purchased in any single transaction as well as market conditions. The Issuer may change interest rates or formulas and other terms of Notes from time to time, but no change of terms will affect any Note the Issuer has previously issued or as to which it has accepted an offer to purchase.

Maturities

The Notes of each Series will mature on a day 90 days or more from its date of issue (the "**Stated Maturity Date**"), as specified in the applicable Pricing Supplement, unless their principal (or, any installment of its principal) becomes due and payable prior to the Stated Maturity Date, whether, as applicable, by the declaration of acceleration of maturity, notice of redemption at the Issuer's option, notice of the holder's option to elect repayment or otherwise. The Stated Maturity Date or any date prior to the Stated Maturity Date on which the Notes of a particular Series become due and payable, as the case may be, is referred to herein as the "**Maturity Date**" with respect to the principal of the Notes of such Series repayable on that date.

Denominations

Subject to the provisions of the applicable Pricing Supplement or as otherwise provided below, the Notes of a Series will be issued, with respect to U.S. dollar-denominated Notes, in minimum denominations of $2,000 and integral multiples of $1,000 in excess thereof. Any Notes admitted to trading on the GEM or offered in any Member State of the EEA or the U.K. will be issued in minimum denominations of €100,000 (or the equivalent thereof in another currency at the time of issue) and integral multiples of €1,000 in excess thereof; however, for so long as any Series of Notes is in global form and Euroclear and Clearstream, Luxembourg so permit, the Pricing Supplement may provide that such Series of Notes in global form shall be tradeable in minimum denominations of €100,000 and integral multiples of €1,000 thereafter. Any Notes in respect of which the issue proceeds are received by the Issuer in the U.K. or the activity of issuing such Notes is carried on from an establishment maintained by the Issuer in the U.K. and which have a maturity of less than one year must (i) (a) have a minimum denomination and redemption value of £100,000 (or its equivalent in other currencies), and (b) be issued only to persons (1) whose ordinary activities involve them in acquiring, holding, managing or disposing of investments (as principal or agent) for the purposes of their businesses or (2) who it is reasonable to expect will acquire, hold, manage or dispose of investments (as principal or agent) for the purposes of their businesses; or (ii) be issued in other circumstances that do not constitute a contravention of Section 19 of the FSMA by the Issuer.

Listing

Application will be made to Euronext Dublin for Notes issued under the Program during the period of 12 months from the date of this Offering Memorandum to be admitted to the Official List and trading on the GEM. However, Notes may be listed on another securities exchange or not listed on any market or securities exchange. Any Notes admitted to the Official List or trading on the GEM will be issued in minimum denominations of €100,000 or greater (or the equivalent thereof in another currency at the time of issue) and integral multiples of €1,000 in excess thereof. Notes with a maturity of less than 12 months will not be listed.

Reopenings

The Issuer may, within six months from the issue date of the first Tranche of a Series of Notes, without the consent of any holder of the Notes of such Series, issue one or more additional Tranches of Notes having the same terms as previously issued Notes (other than the issue date, the issue price, the amount and date of the first payment of interest, the denomination size and any other different terms specified in the applicable Pricing Supplement(s), all of which may vary) that will form a single Series with the previously issued Notes of such Series. The Issuer may only issue a Tranche of Notes if New York Life has issued or will simultaneously issue one or more Funding Agreements to the Issuer, which will constitute an asset of the applicable Series of the Issuer and will become a part of the applicable Series Collateral.

Currency

Subject to the provisions of the applicable Pricing Supplement, the Notes of a Series will be denominated in, and payments of principal of, any premium and interest on, and Additional Amounts with respect to, the Notes of such Series will be made in, U.S. dollars. The Notes of each Series also may be denominated in, and payments of principal of, any premium and interest on, and Additional Amounts with respect to, the Notes of such Series may be made in, euro or one or more other currencies. The currency in which the Notes of a particular Series are denominated (or, if such currency is no longer legal tender for the payment of public and private debts in the country issuing such currency or, in the case of euro, in the Member States of the EU that have adopted the single currency in accordance with the Treaty establishing the European Community, as amended by the Treaty on EU (the "**Treaty**"), such currency which is then such legal tender) is herein referred to as the "**Specified Currency**" with respect to such Series of Notes. References herein to "**United States dollars**", "**U.S. dollars**" or "**$**" are to the lawful currency of the United States, and references herein to "**euro**" or "**€**" are to the currency introduced at the start of the third stage of European economic and monetary union pursuant to such Treaty, as amended.

Business Day; Principal Financial Center

"**Business Day**" means, subject to the provisions of the applicable Pricing Supplement, any day, other than a Saturday or Sunday, that is neither a legal holiday nor a day on which commercial banks are authorized or required by law, regulation or executive order to close in the City of New York, *provided* that (i) with respect to Notes denominated in a Specified Currency other than euro, such day is also a day on which commercial banks and foreign exchange markets settle payments in the Principal Financial Center (as defined below) of the country issuing the

Specified Currency and (ii) for the purpose of Interest Determination Dates (as defined herein) with respect to Notes denominated in euro or as to which EURIBOR is an applicable Interest Rate Basis, such day is also a day on which the Trans-European Automated Real Time Gross Settlement Express Transfer System (known as "**T2**") or any successor replacement to that system is open ("**T2 Settlement Date**").

"**Principal Financial Center**" means the capital city of the country issuing the Specified Currency; *provided, however*, that with respect to U.S. dollars, Australian dollars, Canadian dollars, euro, Hong Kong dollars, South African rands and Swiss francs, the "Principal Financial Center" shall be the City of New York, Sydney, Toronto, London, Hong Kong, Johannesburg and Zurich, respectively.

Day Count Fraction

"**Day Count Fraction**" means, in respect of the calculation of an amount for any period of time ("**Calculation Period**"), one of the following day count fractions, which will be specified in the Pricing Supplement:

(i) "Actual/365" or "Actual/Actual (Historical)": the actual number of days in the Calculation Period divided by 365 (or, if any portion of the Calculation Period falls in a leap year, the sum of (a) the actual number of days in that portion of the Calculation Period falling in a leap year divided by 366 and (b) the actual number of days in that portion of the Calculation Period falling in a non-leap year divided by 365);

(ii) "Actual/365 (Fixed)": the actual number of days in the Calculation Period divided by 365;

(iii) "Actual/360": the actual number of days in the Calculation Period divided by 360;

(iv) "30/360": the number of days in the Calculation Period in respect of which payment is being made divided by 360, calculated on a formula basis as follows:

$$\text{Day Count Fraction} = \frac{[360 \times (Y2 - Y1)] + [30 \times (M2 - M1)] + (D2 - D1)}{360}$$

where:

"Y1" is the year, expressed as a number, in which the first day of the Calculation Period falls;

"Y2" is the year, expressed as a number, in which the day immediately following the last day included in the Calculation Period falls;

"M1" is the calendar month, expressed as a number, in which the first day of the Calculation Period falls;

"M2" is the calendar month, expressed as number, in which the day immediately following the last day included in the Calculation Period falls;

"Dl" is the first calendar day, expressed as a number, of the Calculation Period, unless such number would be 31, in which case Dl will be 30; and

"D2" is the calendar day, expressed as a number, immediately following the last day included in the Calculation Period, unless such number would be 31 and Dl is greater than 29, in which case D2 will be 30;

(v) "30E/360" or "Eurobond Basis": the number of days in the Calculation Period or Compounding Period in respect of which payment is being made divided by 360, calculated on a formula basis as follows:

$$\text{Day Count Fraction} = \frac{[360 \times (Y2 - Y1)] + [30 \times (M2 - M1)] + (D2 - D1)}{360}$$

where:

"Yl" is the year, expressed as a number, in which the first day of the Calculation Period falls;

"Y2" is the year, expressed as a number, in which the day immediately following the last day included in the Calculation Period falls;

"M1" is the calendar month, expressed as a number, in which the first day of the Calculation Period falls;

"M2" is the calendar month, expressed as a number, in which the day immediately following the last day included in the Calculation Period falls;

"Dl" is the first calendar day, expressed as a number, of the Calculation Period, unless such number would be 31, in which case D1 will be 30; and

"D2" is the calendar day, expressed as a number, immediately following the last day included in the Calculation Period, unless such number would be 31, in which case D2 will be 30; and

(vi) "Actual/Actual (ICMA)" if the Interest Payment Dates all fall at regular intervals between the Issue Date and the Maturity Date: the number of days in the Calculation Period divided by the product of (a) the number of days in the Interest Period in which the Calculation Period falls and (b) the number of Interest Periods in any period of one year.

Form of Notes and Clearance

The Issuer and the Purchasing Agent(s) will agree on the form of Notes to be issued in respect of any Series of Notes. The form of Notes to be issued in relation to any Series of Notes will be specified in the applicable Pricing Supplement.

Registered Notes

The Notes may be offered and sold in the United States only, outside the United States only or in and outside the United States simultaneously as part of a global offering. Except as described below under "Bearer Notes," Notes will be issued in fully registered form ("**Registered Notes**").

Notes sold pursuant to an offering made in the United States only will initially be represented by one or more global certificates representing one or more Registered Notes ("**Global Registered Notes**") deposited with Citibank, N.A., London Branch, as custodian (in such capacity, the "**Custodian**") for, and registered in the name of a nominee of, DTC as depositary (each Global Registered Note so deposited and registered being referred to herein as a "**DTC Global Note**").

Except as described below under "Bearer Notes," Notes sold outside of the United States in accordance with Regulation S will initially be represented by one or more temporary Global Registered Notes (each, a "**Temporary Global Registered Note**"). Upon the expiration of the applicable Distribution Compliance Period, beneficial interests in a Temporary Global Registered Note will be exchangeable for equivalent beneficial interests in one or more permanent Global Registered Notes (each a "**Permanent Global Registered Note**"), as and to the extent provided in the applicable Temporary Global Registered Note.

Except as described below under "Bearer Notes," Notes sold pursuant to an offering made outside the United States only will initially be represented by one or more Temporary Global Registered Notes, as described above, and upon exchange therefor will be represented by one or more Permanent Global Registered Notes deposited with a common depositary (the "**Depositary**") for, and (i) in the case of U.S. dollar denominated Notes, registered in the name of a nominee of, DTC and (ii) in the case of non-U.S. dollar denominated Notes, registered in the name of a nominee of, Euroclear and/or Clearstream, Luxembourg, as applicable.

References to Euroclear and/or Clearstream, Luxembourg in this Offering Memorandum shall, whenever the context so permits, be deemed to include a reference to any additional or alternative clearing systems as may be specified in any applicable Pricing Supplement.

Subject to the Notes sold outside of the United States in accordance with Regulation S initially being represented by one or more Temporary Global Registered Notes and the subsequent exchange of beneficial interests in each such Temporary Global Registered Note for beneficial interests in one or more Permanent Global Registered Notes, as described above, Notes sold pursuant to an offering made in and outside the United States simultaneously as part of a global offering may be represented (i) solely by one or more DTC Global Notes (a "**Single Global Note Issue**") or, (ii) alternatively, (a) by one or more DTC Global Notes in respect of Notes sold in the United States and (b) by one or more separate Global Registered Notes deposited with the Depositary as common depositary for, and (1) in the case of U.S. dollar denominated Notes, registered in the name of a nominee of, DTC and (2) in the case of non-U.S. dollar denominated Notes, registered in the name of a nominee of, Euroclear and/or Clearstream, Luxembourg, as applicable, in respect of Notes sold outside the United States (a "**Dual Global Note Issue**").

Except as described below, owners of beneficial interests (each, a "**Beneficial Note Owner**") in a Global Registered Note will not be entitled to have Notes registered in their names, will not receive or be entitled to receive physical delivery of Notes in definitive form (each, a "**Definitive Registered Note**") and will not be considered the owners or holders thereof under the Indenture. Beneficial interests in Global Registered Notes will be represented, and transfers thereof will be effected, only through book-entry accounts of financial institutions acting on behalf of the Beneficial Note Owners, as direct or indirect participants in the relevant clearing system.

Investors in a global offering may elect to hold beneficial interests in a Global Registered Note through any of DTC or Euroclear or Clearstream, Luxembourg if they are participants in such systems, or indirectly through organizations that are participants in such systems. If the Notes sold pursuant to a global offering are part of a Single Global Note Issue, Euroclear and Clearstream, Luxembourg will hold beneficial interests on behalf of their participants through customers' securities accounts in Euroclear's and Clearstream, Luxembourg's names on the books of the Depositary, which in turn will hold such beneficial interests in customers' securities accounts in the Depositary's name on the books of DTC.

Citibank, N.A., London Branch will serve initially as registrar (in such capacity, and together with any successor registrar, the "**Registrar**") for the Registered Notes. In such capacity, with respect to the Registered Notes of each Series, Citibank, N.A., London Branch will cause to be kept at its Corporate Trust Office a register (each, a "**Note Register**"), in which, subject to such reasonable regulations as it may prescribe, Citibank, N.A., London Branch will provide for the registration of the Registered Notes of such Series and of transfers thereof.

Subject to applicable law and the terms of the Indenture, the applicable Series Indenture and the Notes of a Series, the Issuer, the Indenture Trustee and any agent of the Issuer or the Indenture Trustee may deem and treat the Registered Holder or Registered Holders of any Registered Note of such Series as the absolute owner or owners of such Registered Note (whether or not such Registered Note shall be overdue and notwithstanding any notation of ownership or other writing thereon) for the purpose of receiving payment of or on account of the principal of, any premium on, and, subject to the provisions of the Indenture and the applicable Series Indenture, any interest on, and any Additional Amounts with respect to, such Registered Note and for all other purposes, and neither the Issuer nor the Indenture Trustee nor any agent of the Issuer or the Indenture Trustee shall be affected by any notice to the contrary. All such payments so made to, or to the order of, such Registered Holder or Registered Holders will be valid and, to the extent of the sum or sums so paid, effectual to satisfy and discharge the liability for funds payable upon any such Registered Note. So long as DTC, its nominee, a nominee of Euroclear and/or Clearstream, Luxembourg or a successor of such clearing system or any such nominee is the Registered Holder of a Global Registered Note, such clearing system, such nominee or such successor of such clearing system or such nominee, as the case may be, will be considered the sole owner or holder of the Notes represented by such Global Registered Note for all purposes under the Indenture. Accordingly, any Beneficial Note Owner must rely on the procedures of DTC, Euroclear and/or Clearstream, Luxembourg, as the case may be, and, if such person is not a participant in any such clearing system, on the procedures of the participant therein through which such person owns its beneficial interest, to exercise any rights of a holder of Notes. The Issuer understands that, under existing industry practices, in the event that the Issuer requests any action of holders or that Beneficial Note Owners desire to give or take any action which a holder is entitled to give or take under the Indenture, DTC, its nominee or a successor of DTC or its nominee, as the holder of the DTC

Global Note, would authorize the participants through which the relevant beneficial interests are held (or persons holding beneficial interests in the Notes through participants) to give or take such action, and such participants would authorize Beneficial Note Owners owning through such participants (or such persons holding beneficial interests in the Notes through participants) to give or take such action and would otherwise act upon the instructions given to such participants (or such persons) by such Beneficial Note Owners.

DTC may grant proxies or otherwise authorize its participants (or persons holding beneficial interests in the Notes through its participants) to exercise any rights of a holder of Notes or take any other actions which a holder is entitled to take under the Indenture or in respect of the Notes. Euroclear or Clearstream, Luxembourg, as the case may be, will take any action permitted to be taken by a holder under the Indenture or the Notes on behalf of a Euroclear participant or a Clearstream, Luxembourg participant only in accordance with its relevant rules and procedures and, with respect to beneficial interests in a DTC Global Note, subject to the Depositary's ability to effect such actions on its behalf through DTC. Because DTC can act only on behalf of its participants, who in turn act on behalf of indirect participants, the ability of a Beneficial Note Owner to pledge its interest in the Notes to persons or entities that do not participate in the DTC system or otherwise take actions in respect of such interest, may be limited by the lack of a definitive certificate of such interest. The laws of some jurisdictions may require that certain purchasers of securities take physical delivery of such securities in definitive form. Such limits and such laws may impair the ability to transfer beneficial interests in a DTC Global Note.

Ownership positions within each clearing system will be determined in accordance with the normal conventions observed by such system. The Indenture Trustee will initially act as the Issuer's paying agent for the Registered Notes pursuant to the Indenture. Payments with respect to a Global Registered Note will be made to DTC, its nominee or a nominee of Euroclear and/or Clearstream, Luxembourg, as the case may be (or to any successor to such clearing system or any such nominee) as the Registered Holder of the Notes represented by such Global Registered Note. Neither the Issuer nor the Indenture Trustee will have any responsibility or liability for any aspect of the records relating to or payments made on account of beneficial ownership interests in a Global Registered Note or for maintaining, supervising or reviewing any records relating to such beneficial ownership interests.

Upon receipt of any payment of principal of, any premium and interest on, and any Additional Amounts with respect to, a DTC Global Note, DTC will credit its participants' accounts with payment in amounts proportionate to their respective beneficial interests in the principal amount of such DTC Global Note as shown on the records of DTC. Payments by such participants to owners of beneficial interests in the DTC Global Note held through such participants will be the responsibility of such participants, as is now the case with securities held for the accounts of customers registered in "street name." Distributions with respect to Notes held through Euroclear and/or Clearstream, Luxembourg will be credited to the cash accounts of Euroclear participants and/or Clearstream, Luxembourg participants in accordance with the relevant system's rules and procedures to the extent received by the Depositary.

Interests in a Global Registered Note will be exchangeable in whole, but not in part, for Definitive Registered Notes only if such exchange is permitted by applicable law (including, without limitation, Regulation S) and (i) any clearing corporation with which any Global Registered Note is deposited and which is or whose nominee is the holder of such Global Registered Note shall have notified the Issuer that it or its nominee is unwilling or unable to continue as the depositary and Registered Holder of such Global Registered Note and a successor clearing corporation or nominee, as applicable, is not appointed within 90 days; (ii) an Event of Default shall have occurred and the maturity of the Notes of such Series shall have been accelerated in accordance with the terms of the Indenture, the applicable Series Indenture and the Notes of such Series; or (iii) the Issuer shall have decided in its sole discretion that the Notes of such Series should no longer be evidenced solely by one or more Global Registered Notes. An exchange for a Definitive Registered Note will be made at no charge to the holders of the beneficial interests in the Global Registered Note being exchanged. The Definitive Registered Notes issued in exchange for beneficial interests in any such Global Registered Note shall be of like tenor and of an equal aggregate principal amount, in authorized denominations. Such Definitive Registered Notes shall be registered in the name or names of such person or persons as the relevant clearing system shall instruct the Registrar. It is expected that such instructions may be based upon directions received by DTC from DTC participants with respect to ownership of beneficial interests in the DTC Global Notes. Except as provided above, owners of beneficial interests in a Global Registered Note will not be entitled to receive physical delivery of Definitive Registered Notes and will not be considered the registered holders of such Notes for any purpose.

Upon surrender of a Note Certificate for registration of transfer of any Registered Notes represented thereby, together with the form of transfer endorsed thereon duly completed and executed, at the designated office of the Registrar or of any applicable transfer agent, each as provided in an applicable Note Certificate or Series Indenture, the Issuer shall execute, and the Indenture Trustee shall authenticate and deliver, in the name of the designated transferee or transferees, one or more new Note Certificates representing an aggregate principal amount of Registered Notes equal to the aggregate principal amount of the Registered Notes represented by such Note Certificate surrendered for registration of transfer.

Subject to the provisions of the applicable Pricing Supplement, payments with respect to Global Registered Notes shall be made to the clearing corporation with which such Global Registered Notes are deposited and which is or whose nominee is the holder of such Global Registered Notes shown on the applicable Note Register at the close of business on the applicable Regular Interest Record Date (as defined in the Indenture) or Special Interest Record Date (as defined in the Indenture) set as provided in or pursuant to the Indenture and the applicable Series Indenture before the due date for payment thereof.

Subject to the provisions of the applicable Pricing Supplement, payments of principal of, and any premium on, Definitive Registered Notes shall be made as provided in or pursuant to the Indenture against presentation and surrender of the applicable Note Certificate or Note Certificates at the designated office of the Registrar or of any applicable transfer agent, each as provided in the applicable Pricing Supplement. Subject to the provisions of the applicable Pricing Supplement, payments of interest on, and any Additional Amounts with respect to, Definitive Registered Notes shall be paid to the person shown on the applicable Note Register at the close of business on the applicable Regular Interest Record Date or Special Interest Record Date set as provided in or pursuant to the Indenture and the applicable Series Indenture before the due date for payment thereof. Payments of interest on, and any Additional Amounts with respect to, each Definitive Registered Note shall be made in the currency in which such payments are due by check drawn on a bank in the Principal Financial Center of the country of the currency concerned and mailed to the holder (or the first named of joint holders) of such Definitive Registered Note at its address appearing in the applicable Note Register. Upon application by the holder of a Definitive Registered Note or Notes with an outstanding principal balance of not less than $10 million (or its equivalent in the Specified Currency other than U.S. dollars) to the specified office of the Registrar or any transfer agent before the applicable Regular Interest Record Date or Special Interest Record Date, such payment of interest may be made by transfer to an account in the relevant currency maintained by the payee with a bank in the Principal Financial Center of the country of that currency or, in the case of Definitive Registered Notes denominated in euro, in a city in which banks have access to the T2 System.

Bearer Notes

In certain circumstances, the Issuer may agree to issue Notes sold pursuant to an offering made outside the United States to non-U.S. persons in bearer form ("**Bearer Notes**"). Bearer Notes of each Tranche will initially be represented by one or more Temporary Global Bearer Notes, which will be deposited outside the United States on the original issue date thereof with a common depositary for Euroclear and Clearstream, Luxembourg.

The provisions of the applicable Pricing Supplement may provide that so long as the Bearer Notes are represented by a Temporary Global Bearer Note or Permanent Global Bearer Note and the relevant clearing system(s) so permit, such Notes shall be tradeable only in principal amounts of at least the authorized denomination (or if more than one authorized denomination, the lowest authorized denomination) provided hereon and integral multiples of the tradeable amount in excess thereof provided in the relevant Pricing Supplement.

Bearer Notes (other than Temporary Global Bearer Notes) and any coupons or talons appertaining thereto will not be delivered in definitive form, nor may interest be paid on any Temporary Global Bearer Note, unless the Issuer has received a signed certificate in writing stating that on the date of such certificate such Bearer Note is not held by or on behalf of a U.S. person (as defined in Rule 902(k) of Regulation S under the Securities Act). If a Bearer Note is issued with a maturity date in excess of 183 days, the Bearer Note will be in "registered form" for U.S. federal income tax purposes.

Upon the expiration of the applicable Distribution Compliance Period, beneficial interests in a Temporary Global Bearer Note will be exchangeable for equivalent beneficial interests in one or more Permanent Global Bearer Notes as and to the extent provided in the applicable Temporary Global Bearer Note; *provided* that the required certification of beneficial ownership has been received. Beneficial interests in a Permanent Global Bearer Note will be exchangeable in whole but not in part for Definitive Bearer Notes only if such exchange is permitted by applicable law (including, without limitation, Regulation S) and (i) any clearing corporation with which any Permanent Global Bearer Note is deposited and which is or whose nominee is the bearer of such Permanent Global Bearer Note shall have notified the Issuer that it or its nominee is terminating and a successor clearing corporation or nominee, as applicable, is not appointed within 90 days; (ii) an Event of Default shall have occurred and the maturity of the Notes of such Series shall have been accelerated in accordance with the terms of the Indenture, the applicable Series Indenture and the Notes of such Series; or (iii) the issuance of a Definitive Bearer Note is at the Issuer's request upon a change in tax law that would be adverse to the Issuer but for the issuance of Definitive Bearer Notes. No Definitive Bearer Note delivered in exchange for a beneficial interest in a Permanent Global Bearer Note will be mailed or otherwise delivered to any location in the United States or its possessions in connection with such exchange. An exchange for a Definitive Bearer Note will be made at no charge to the holders of the beneficial interests in the Permanent Global Bearer Note being exchanged. Notwithstanding the foregoing, from and after such time as a Definitive Bearer Note is issued in exchange for a beneficial interest in a Permanent Global Bearer Note, any remaining beneficial interest in the Temporary Global Bearer Note will be exchangeable only for Definitive Bearer Notes. After the occurrence of an event permitting the issuance of a Definitive Bearer Note, such that a holder has a right to obtain a Definitive Bearer Note, the Bearer Note will no longer be in registered form for U.S. federal income tax purposes, regardless of whether any option to obtain a Definitive Bearer Note has actually been exercised.

Subject to restrictions set forth in the Indenture and each applicable Note Certificate or Series Indenture, upon 60 days' written notice expiring at least 30 days after the Exchange Date from the holder of a Definitive Bearer Note or from Euroclear and/or Clearstream, Luxembourg, as the case may be, acting on instructions from any owner of a beneficial interest in a Permanent Global Bearer Note, such Definitive Bearer Note or beneficial interest in a Permanent Global Bearer Note may be exchanged for a beneficial interest in a Global Registered Note of such Series containing identical terms, denominated as authorized in or pursuant to the Indenture or an applicable Note Certificate or Series Indenture and in the same aggregate principal amount. An exchange for a beneficial interest in a Global Registered Note will be made at no charge to the holder of the Definitive Bearer Note or the owner of the beneficial interest in the Permanent Global Bearer Note, as the case may be, being exchanged. Notwithstanding anything to the contrary, Registered Notes will not be exchangeable for Bearer Notes.

Subject to applicable laws and the terms of the Indenture, the applicable Series Indenture and the Notes of a Series, and except as provided in the immediately following paragraph, the Issuer, the Indenture Trustee and any agent of the Issuer or the Indenture Trustee may treat the bearer of any Note Certificate representing a Bearer Note of such Series, or the bearer of any coupon or talon, as the absolute owner of such Bearer Note, coupon or talon for the purpose of receiving payment thereof or on account thereof and for all other purposes whatsoever, whether or not any payment with respect to such Bearer Note or coupon shall be overdue, and neither the Issuer, the Indenture Trustee nor any agent of the Issuer or the Indenture Trustee shall be affected by notice to the contrary.

For so long as any of the Bearer Notes are represented by a Temporary Global Bearer Note or a Permanent Global Bearer Note, each person who is for the time being shown in the records of Euroclear and/or Clearstream, Luxembourg as the owner of a particular principal amount of Bearer Notes (in which regard any certificate or other document issued by Euroclear and/or Clearstream, Luxembourg as to such principal amount of such Bearer Notes standing to the account of any person shall be, except in the case of manifest error, conclusive and binding for all purposes) shall be treated by the Issuer, the Indenture Trustee and any of their agents as the holder of such principal amount of such Bearer Notes for all purposes other than with respect to the payment of principal of, any premium and interest on, and any Additional Amounts with respect to, such Bearer Notes, the right to which shall be vested, as against the Issuer, the Indenture Trustee and any of their agents, solely in the bearer of the relevant Temporary Global Bearer Note or Permanent Global Bearer Note in accordance with and subject to its terms. Bearer Notes which are represented by a Temporary Global Bearer Note or a Permanent Global Bearer Note will be transferable only in accordance with the rules and procedures for the time being of Euroclear and/or Clearstream, Luxembourg, as the case may be. Temporary Global Bearer Notes and Permanent Global Bearer Notes will be "effectively immobilized" as required to be in "registered form" under U.S. federal income tax law requirements. A Global Bearer Note is considered to be "effectively immobilized" for U.S. federal income tax purposes if there are arrangements that prohibit the transfer of the Global Bearer Note except to a successor clearing organization subject to the same terms.

Any principal of, any premium or interest on, and any Additional Amounts with respect to, any Bearer Note shall be payable only upon presentation and surrender of the applicable Note Certificate or the coupons or talons appertaining thereto at an office or agency of the Issuer outside the United States and its possessions for such beneficial interest as they severally mature, as the case may be.

Prior to the expiration of the applicable Distribution Compliance Period, payments with respect to a Temporary Global Bearer Note shall be made to Euroclear and/or Clearstream, Luxembourg or a nominee of Euroclear and/or Clearstream, Luxembourg as the bearer of such Temporary Global Bearer Note or the coupons or talons appertaining thereto; *provided* that the required certification of beneficial ownership has been received. No payments will be made on a Temporary Global Bearer Note after the expiration of the applicable Distribution Compliance Period.

Payments with respect to a Permanent Global Bearer Note shall be made to Euroclear and/or Clearstream, Luxembourg or a nominee of Euroclear and/ or Clearstream, Luxembourg as the bearer of such Permanent Global Bearer Note or the coupons or talons appertaining thereto against presentation or surrender (as the case may be) of the Permanent Global Bearer Note or the coupons or talons appertaining thereto without any requirement for further certification.

Neither the Issuer nor the Indenture Trustee will have any responsibility or liability for any aspect of the records relating to, or payments made on account of beneficial ownership interests in, a Global Bearer Note or for maintaining, supervising or reviewing any records relating to such beneficial ownership interests.

Subject to the immediately following paragraph, payments of principal of, any premium and interest on, and any Additional Amounts with respect to, Definitive Bearer Notes shall be made against presentation and surrender of the relevant Definitive Bearer Notes, coupons or talons, as the case may be, at the specified office of any Paying Agent outside the United States by a check payable in the currency in which such payment is due drawn on, or at the option of the holder of a Definitive Bearer Note or Notes with an outstanding principal balance of not less than $10 million (or its equivalent in the Specified Currency other than U.S. dollars), by transfer to an account denominated in that currency with a bank in the Principal Financial Center for that currency or, in the case of Definitive Bearer Notes denominated in euro in a city in which banks have access to the T2 System.

Except as otherwise provided in or pursuant to the Indenture or the applicable Note Certificate or Series Indenture, no payment of principal of, any premium or interest on, or any Additional Amounts with respect to, Bearer Notes shall be made at any office or agency of the Issuer in the United States or its possessions or by check mailed to any address in the United States or its possessions or by transfer to an account maintained with a bank located in the United States or its possessions; *provided, however,* that if amounts owing with respect to any Bearer Notes shall be payable in U.S. dollars, payment of principal of, any premium or interest on, or any Additional Amounts with respect to, any such Bearer Note may be made at the office of the Indenture Trustee in the United States or its possessions or any office or agency designated by the Issuer in the United States or its possessions, if (but only if) payment of the full amount of such principal, any premium or interest, or any Additional Amounts, at all offices outside the United States or its possessions maintained for such purposes by the Issuer in accordance with the Indenture and the applicable Series Indenture is illegal or effectively precluded by exchange controls or other similar restrictions.

Global Clearance and Settlement

General

Notes issued pursuant to the Program may be held through one or more international and domestic clearing systems, principally the book-entry systems operated by DTC in the United States, and Euroclear and Clearstream, Luxembourg in Europe. Electronic securities and payment transfer, processing, depositary and custodial links have been established among these systems and others, either directly or through custodians and depositaries, which enable Notes to be issued, held and transferred among the clearing systems through these links. Each Paying Agent will have direct electronic links with DTC, Euroclear and Clearstream, Luxembourg. Special procedures have been established among these clearing systems and the Indenture Trustee to facilitate clearance and settlement of certain Notes traded across borders in the secondary market. Cross-market transfers of Notes in respect of which payments will be made in U.S. dollars and which will be issued in global form may be cleared and settled using these procedures on a delivery against payment basis. Cross-market transfers of Notes in other than global form may be cleared and settled in accordance with other procedures established among the Indenture Trustee and the clearing systems concerned for this purpose.

Although DTC, Euroclear and Clearstream, Luxembourg have agreed to the procedures described below in order to facilitate transfers of Notes among participants of DTC, Euroclear and Clearstream, Luxembourg, they are under no obligation to perform or continue to perform such procedures and such procedures may be modified or discontinued at any time. Neither the Issuer nor the Indenture Trustee will have any responsibility for the performance by DTC, Euroclear or Clearstream, Luxembourg or their respective participants or indirect participants of the respective obligations under the rules and procedures governing their operations.

The Clearing Systems

The clearing systems have advised the Issuer as follows:

DTC. DTC is a limited-purpose trust company organized under the New York Banking Law, a "banking organization" within the meaning of the New York Banking Law, a member of the Federal Reserve System, a "clearing corporation" within the meaning of the New York Uniform Commercial Code and a "clearing agency" registered pursuant to the provisions of Section l7A of the Exchange Act. DTC holds securities that DTC participants deposit with DTC. DTC also facilitates the settlement among DTC participants of securities transactions, such as transfers and pledges, in deposited securities through electronic computerized book-entry changes in DTC participants' accounts, thereby eliminating the need for physical movement of securities certificates. DTC participants who maintain accounts directly with DTC include securities brokers and dealers, banks, trust companies, clearing corporations and certain other organizations ("**direct participants**"). DTC is owned by a number of its direct participants and by the New York Stock Exchange, Inc. and the Financial Industry Regulatory Authority, Inc. Access to DTC's system is also available to others such as securities brokers and dealers, banks and trust companies that clear through or maintain a custodial relationship with a direct participant, either directly or indirectly. The rules applicable to DTC and DTC participants are on file with the SEC.

Euroclear. Euroclear was created in 1968 to hold securities for its participants and to clear and settle transactions between its participants through simultaneous electronic book-entry delivery against payment, thereby eliminating the need for physical movement of certificates and any risk from lack of simultaneous transfers of securities and cash. Euroclear provides various other services, including securities lending and borrowing, and interfaces with domestic markets in several countries. Euroclear participants include banks (including central banks), securities brokers and dealers and other professional financial intermediaries. Indirect access to Euroclear is also available to others that clear through or maintain a custodial relationship with a Euroclear participant, either directly or indirectly.

Notes clearance accounts and cash accounts with Euroclear are governed by the Terms and Conditions Governing Use of Euroclear and the related Operating Procedures of the Euroclear System, and applicable Belgian law (collectively, the "**Euroclear Terms and Conditions**"). The Euroclear Terms and Conditions govern transfers of securities and cash with Euroclear, withdrawals of securities and cash from Euroclear, and receipts of payments with respect to securities in Euroclear. All securities in Euroclear are held on a fungible basis without attribution of specific certificates to specific securities clearance accounts. Euroclear acts under the Euroclear Terms and Conditions only on behalf of Euroclear participants, and has no record of or relationship with persons holding- through Euroclear participants.

Distributions with respect to Notes held beneficially through Euroclear will be credited to the cash accounts of Euroclear participants in accordance with the Euroclear Terms and Conditions, to the extent received by the Depositary.

Clearstream, Luxembourg. Clearstream, Luxembourg is a company with limited liability under Luxembourg law (a société anonyme).

Clearstream, Luxembourg holds securities for its customers and facilitates the clearance and settlement of securities transactions between Clearstream, Luxembourg customers through electronic book-entry changes in accounts of Clearstream, Luxembourg customers, thereby eliminating the need for physical movement of certificates. Transactions may be settled by Clearstream, Luxembourg in any of 36 currencies, including U.S. dollars. Clearstream, Luxembourg provides to its customers, among other things, services for safekeeping, administration, clearance and settlement of internationally traded securities and securities lending and borrowing. Clearstream, Luxembourg also deals with domestic securities markets in over 30 countries through established depository and custodial relationships. Clearstream, Luxembourg is registered as a bank in Luxembourg, and as such is subject to regulation by the Commission de Surveillance du Secteur Financier, which supervises Luxembourg banks. Clearstream, Luxembourg's customers are worldwide financial institutions including underwriters, securities brokers and dealers, banks, trust companies and clearing corporations. Clearstream, Luxembourg's U.S. customers are limited to securities brokers and dealers, and banks. Indirect access to Clearstream, Luxembourg is available to other institutions that clear through or maintain a custodial relationship with an account holder of Clearstream, Luxembourg. Clearstream, Luxembourg has established an electronic bridge with Euroclear to facilitate settlement of trades between Clearstream, Luxembourg and Euroclear.

Distributions with respect to Notes held beneficially through Clearstream, Luxembourg will be credited to cash accounts of Clearstream, Luxembourg participants in accordance with its rules and procedures, to the extent received by the Depositary.

Other Clearing Systems. Any other clearing system which the Issuer, the Indenture Trustee, the relevant Paying Agents and each relevant Purchasing Agent agree shall be available for a particular issuance of Notes, including the clearance and settlement procedures for such clearing system, will be described in the applicable Pricing Supplement.

Primary Distribution

Notes will be distributed through one or more of the clearing systems described above or any other clearing system specified in the applicable Pricing Supplement. Payment for Notes will be made on a delivery versus payment or free delivery basis, as more fully described in the applicable Pricing Supplement.

Registered Notes. The Issuer and each relevant Purchasing Agent shall agree that either global clearance and settlement procedures or specific clearance and settlement procedures should be available for the Notes of any Series, as specified in the applicable Pricing Supplement. Clearance and settlement procedures may vary from one Series of Notes to another according to the Specified Currency of the Notes of such Series. Customary clearance and settlement procedures are described under the specific clearance and settlement procedures below. Application will be made to the relevant clearing system(s) for the Notes of the relevant Series to be accepted for clearing and settlement and the applicable security identification numbers will be specified in the applicable Pricing Supplement.

Clearance and Settlement Procedures—DTC. DTC participants holding Registered Notes through DTC on behalf of investors will follow the settlement practices applicable to United States corporate debt obligations in DTC's Same-Day Funds Settlement System. Registered Notes will be credited to the securities custody accounts of such DTC participants against payment in same-day funds on the settlement date.

Clearance and Settlement Procedures—Euroclear and Clearstream, Luxembourg. Investors holding their Notes through Euroclear or Clearstream, Luxembourg accounts will follow the settlement procedures applicable to conventional Eurobonds in registered form. Notes will be credited to the securities custody accounts of Euroclear and Clearstream, Luxembourg participants on the business day following the settlement date against payment for value on the settlement date.

Bearer Notes. Customary clearance and settlement procedures for Euroclear and Clearstream, Luxembourg applicable to bearer Eurobonds in the Specified Currency will be followed.

Secondary Market Trading

Trading between DTC participants. Secondary market trading between DTC participants will occur in the ordinary way in accordance with DTC's rules and will be settled using procedures applicable to United States corporate debt obligations in DTC's Same-Day Funds Settlement System in same-day funds, if payment is made in U.S. dollars, or free of payment if payment is made in a currency other than U.S. dollars. In the latter case, separate payment arrangements outside of the DTC system are required to be made between DTC participants.

Trading between Euroclear and/or Clearstream, Luxembourg participants. Secondary market trading between Euroclear and/or Clearstream, Luxembourg participants will occur in the ordinary way in accordance with the applicable rules and operating procedures of Euroclear and Clearstream, Luxembourg and will be settled using procedures applicable to conventional Eurobonds in registered form.

Trading between DTC seller and Euroclear or Clearstream, Luxembourg purchaser

Single Global Note Issues. When Notes represented by a DTC Global Note are to be transferred from the account of a DTC participant (other than the Depositary) to the account of a Euroclear participant or Clearstream, Luxembourg participant, the purchaser must send instructions to Euroclear or Clearstream, Luxembourg through a participant at least one business day prior to settlement. Euroclear or Clearstream, Luxembourg, as the case may be, will instruct the Depositary to receive the Notes against payment or free of payment, as the case may be. After settlement has been completed, the Notes will be credited to the respective clearing system and by the clearing system, in accordance with its usual procedures, to the account of the relevant Euroclear or Clearstream, Luxembourg participant. Credit for the Notes will appear on the next day (European time) and cash debit will be back-valued to, and the interest on the Notes will accrue from, the value date (which would be the preceding day, when settlement occurs in New York). If settlement is not completed on the intended value date (*i.e.*, the trade fails), the Euroclear or Clearstream, Luxembourg cash debit will be valued instead as of the actual settlement date.

Euroclear participants or Clearstream, Luxembourg participants will need to make available to the respective clearing systems the funds necessary to process same-day funds settlement. The most direct means of doing so is to pre-position funds for settlement, either from cash on hand or existing lines of credit, as they would for any settlement occurring within Euroclear or Clearstream, Luxembourg. Under this approach, participants may take on credit exposure to Euroclear or Clearstream, Luxembourg until the Notes are credited to their accounts one day later.

As an alternative, if Euroclear or Clearstream, Luxembourg has extended a line of credit to them, participants can elect not to pre-position funds and allow that credit line to be drawn upon to finance settlement. Under this procedure, Euroclear participants or Clearstream, Luxembourg participants purchasing Notes would incur overdraft charges for one day, assuming they cleared the overdraft when the Notes were credited to their accounts. However, interest on the Notes would accrue from the value date. Therefore, in many cases, the investment income on Notes earned during that one-day period may substantially reduce or offset the amount of such overdraft charges, although this result will depend on each participant's particular cost of funds.

Because the settlement will take place during New York business hours, DTC participants can employ their usual procedures for delivering Notes to the Depositary for the benefit of Euroclear participants or Clearstream, Luxembourg participants. The sale proceeds will be available to the DTC seller on the settlement date. Thus, to the DTC participants, a cross-market transaction will settle no differently than a trade between two DTC participants.

Dual Global Note Issues. When Notes are to be transferred from the account of a DTC participant to the account of a Euroclear or Clearstream, Luxembourg participant, the DTC participant will deliver the Notes free of payment to the appropriate account of the Custodian at DTC by 11:00 A.M. (New York time) on the settlement date together with instructions for delivery to the relevant Euroclear or Clearstream, Luxembourg participant. Separate payment arrangements are required to be made between the Euroclear or Clearstream, Luxembourg participant and the DTC participant. The Custodian will instruct the Registrar to (i) decrease the amount of Notes registered in the name of the nominee of DTC and represented by the DTC Global Note and (ii) increase the amount of Notes registered in the name of the nominee of Euroclear or Clearstream, Luxembourg and represented by the Global Registered Note. The Depositary will deliver such Notes free of payment to Euroclear or Clearstream, Luxembourg, as the case may be, for credit to the relevant participant in such clearing system on the business day following the settlement date.

Trading between a Euroclear or Clearstream, Luxembourg seller and a DTC purchaser

Single Global Note Issues. Due to time zone differences in their favor, Euroclear participants or Clearstream, Luxembourg participants may employ their customary procedures for transactions in which Notes represented by a DTC Global Note are to be transferred by the respective clearing system through the Depositary to another DTC participant. The seller must send instructions to Euroclear or Clearstream, Luxembourg through a participant at least one business day prior to settlement. In these cases, Euroclear or Clearstream, Luxembourg will instruct the Depositary to credit the Notes to the DTC participant's account against payment. The payment will then be reflected in the account of the Euroclear participant or Clearstream, Luxembourg participant the following day, and receipt of the cash proceeds in the Euroclear or Clearstream, Luxembourg participant's account will be back-valued to the value date (which would be the preceding day, when settlement occurs in New York). If the Euroclear participant or Clearstream, Luxembourg participant has a line of credit with its respective clearing system and elects to draw on such line of credit in anticipation of receipt of the sale proceeds in its account, the back-valuation may substantially reduce or offset overdraft charges incurred over the one-day period. If settlement is not completed on the intended value date (*i.e.*, the trade fails), receipt of the cash proceeds in the Euroclear or Clearstream, Luxembourg participant's account would instead be valued as of the actual settlement date.

As is the case with sales of Notes represented by a DTC Global Note by a DTC participant to a Euroclear or Clearstream, Luxembourg participant, participants in Euroclear and Clearstream, Luxembourg will have their accounts credited the day after their settlement date.

Dual Global Note Issues. When Notes are to be transferred from the account of a Euroclear or Clearstream, Luxembourg participant to the account of a DTC participant, the relevant Euroclear or Clearstream, Luxembourg participant must provide settlement instructions for delivery of the Notes free of payment to Euroclear or Clearstream, Luxembourg, as the case may be, by 7:45 P.M. (Brussels or Luxembourg time) one business day prior to the settlement date. Euroclear or Clearstream, Luxembourg, as the case may be, will in turn provide appropriate settlement instructions to the Depositary for delivery to the DTC participant. Separate payment arrangements are required to be made between the DTC participant and the relevant Euroclear or Clearstream, Luxembourg participant. On the settlement date, the Custodian will deliver the Notes free of payment to the appropriate DTC account of the DTC participant and will instruct the Registrar to (i) decrease the amount of Notes registered in the name of the nominee for Euroclear and Clearstream, Luxembourg and represented by the Global Registered Note and (ii) increase the amount of Notes registered in the name of the nominee of DTC and represented by the DTC Global Note.

Payments

Principal

The principal amount of the Notes of any Series will be payable at par on their Maturity Dates, subject to the provisions of the applicable Pricing Supplement.

Interest

Subject to the provisions of the applicable Pricing Supplement, each Series of interest-bearing Notes will bear interest from its date of issue at the rate per annum, in the case of a Fixed Rate Note, or pursuant to the interest rate formula, in the case of a Floating Rate Note, in each case as specified in the applicable Pricing Supplement, until the principal thereof is paid or duly made available for payment. See also "—Pricing Options—Discount Notes" and "—Pricing Options—Amortizing Notes." Accrued but unpaid interest, if any, on the principal amount of the Notes of any Series will be payable on the Maturity Dates, subject to the provisions of the applicable Pricing Supplement.

Interest Periods

Subject to the provisions of the applicable Pricing Supplement, interest payable with respect to a Series of interest-bearing Notes on each Interest Payment Date (as defined therein) will be the interest accrued from and including the later of (i) the issue date and (ii) the immediately preceding Interest Payment Date with respect to which interest on such Series of Notes has been fully paid or duly provided for, to but excluding such Interest Payment Date

(“**Interest Period**”). For any Series of Floating Rate Notes listed on Euronext Dublin, at a time no later than the commencement of each Interest Period, the relevant Paying Agent shall provide a notice to Euronext Dublin stating the rate of interest, the amount of interest payable for a specific denomination and the Interest Period, if applicable.

Payment Procedures

Subject to the provisions of the applicable Pricing Supplement, the Issuer will discharge each of its payment obligations under such Series of Notes and the Indenture by causing the payment amount to be tendered to the Registered Holder or Registered Holders, in the case of Notes in registered form, or the Bearer or Bearers, in the case of Notes in bearer form, of such Series of Notes. All amounts payable to any Registered Holder of any Note issued in registered form or to any bearer of any Note issued in bearer form will be paid to such account at such bank or other financial institution as the Registered Holder of such Note in registered form or bearer of such Note issued in bearer form shall notify in accordance with the terms of the Indenture. Payments in respect of Bearer Notes will be made only outside the United States as required by applicable Treasury Department Regulations.

Unavailability of Specified Currency

If the principal of, any premium or interest on, and any Additional Amounts with respect to, any Note is payable in a Specified Currency other than U.S. dollars which is not available due to the imposition of exchange controls or other circumstances beyond the control of the Issuer, the Issuer will be entitled to satisfy its obligations to holders of the Notes by making such payment in U.S. dollars on the basis of the most recently available bid quotation determined on the applicable determination date related to such payment from a leading foreign exchange bank in London or New York City selected by the applicable Paying Agent, for the purchase of U.S. dollars with the Specified Currency for settlement on such payment date of the aggregate amount of the Specified Currency payable to all holders of Notes denominated other than in U.S. dollars scheduled to receive U.S. dollar payments. Any payment made under such circumstances in U.S. dollars where the required payment is other than in U.S. dollars will not constitute an Event of Default under the Notes.

Redemption and Repurchase of Notes

Subject to the provisions of the applicable Pricing Supplement, and except as provided with respect to a tax redemption under “—Tax Redemption”, the Notes of a Series will not be redeemable, except at the applicable Maturity Date, when all Notes of such Series will be redeemed.

Optional Redemption by the Issuer

The applicable Pricing Supplement may provide that the Notes of a Series may be redeemed by the Issuer and the terms of such redemption. If so specified, the Issuer will give a notice of redemption to each holder of the Notes to be redeemed not less than 30 days nor more than 75 days prior to the date fixed for redemption, subject to the provisions of the applicable Pricing Supplement. Such notice of redemption shall also be published in a leading daily newspaper having general circulation in Ireland (which is expected to be the *Irish Times*).

Repayment at Option of Noteholder

Subject to the provisions of the applicable Pricing Supplement, the Notes will not provide any holder with the option to have the Issuer repay the Note on a date or dates specified prior to its Maturity Date. See “—Events of Default.”

Repurchase of Notes

The Issuer may purchase some or all Notes of any Series in the open market or otherwise at any time, and from time to time, with the prior written consent of New York Life as to both the making of such purchase and the purchase price to be paid for such Notes; *provided* that all unmatured coupons or talons appertaining thereto are purchased therewith. If New York Life, in its sole discretion, consents to such purchase of Notes by the Issuer, then the Issuer and the Indenture Trustee agree to take such actions as may be necessary or desirable to effect the prepayment of such portion, or the entirety, of the current balance of the Funding Account under each applicable Funding Agreement as may be necessary to provide for the payment of the purchase price for such Notes. Upon such payment, the balance of the Funding Account shall be reduced (i) with respect to any purchase of Fixed Rate Notes or Floating Rate Notes, by an amount equal to the aggregate principal amount of the Notes as purchased (or the portion thereof applicable to such Funding Agreement) and (ii) with respect to any purchase of Notes other than Fixed Rate Notes or Floating Rate Notes, by an amount to be agreed between the Issuer and New York Life to reflect such prepayment under the Funding Agreement.

Replacement of Notes

At the expense of the applicable holder or holders, the Issuer will replace any Note Certificate, or coupon or talon appertaining thereto, that becomes mutilated, destroyed, lost or stolen or is apparently destroyed, lost or stolen. Each mutilated Note Certificate, coupon and talon must be surrendered to the Indenture Trustee or the Issuer, or the Indenture Trustee and the Issuer must receive evidence to their satisfaction of the destruction, loss or theft of each applicable Note Certificate, coupon or talon and there must be delivered to the Issuer and the Indenture Trustee such security or indemnity as may be required by them to save each of them harmless and the Issuer or the Indenture Trustee must not have received notice that such Note Certificate, coupon or talon has been acquired by a protected purchaser (as defined in the UCC as currently in effect).

Prescription

Any funds deposited with or paid to the Indenture Trustee or any Paying Agent for the payment of the principal of, any premium or interest on, or any Additional Amounts or any other amounts payable with respect to, any Note of any Series and not applied but remaining unclaimed for three years after the date upon which such principal, premium, interest, Additional Amount or any other amount shall have become due and payable, shall, upon the written request of the Issuer and unless otherwise required by mandatory provisions of applicable escheat or abandoned or unclaimed property law, be repaid to the Issuer by the Indenture Trustee or such Paying Agent, and the holder of any such Note of such Series shall, unless otherwise required by mandatory provisions of applicable escheat or abandoned or unclaimed property laws, thereafter look only to the Issuer for any payment which such holder may be entitled to collect, and all liability of the Indenture Trustee or any Paying Agent with respect to such funds shall thereupon cease.

Withholding Tax and Payments of Additional Amounts

All payments in respect of the Notes will be made without any withholding or deduction for or on account of any present or future taxes, duties, levies, assessments or other governmental charges of whatever nature imposed or levied on behalf of any governmental authority in the United States having the power to tax, unless such withholding or deduction is required by law.

The Issuer will, subject to the exceptions and limitations set forth below, pay to the holder or holders of any Note, Additional Amounts to compensate for any withholding or deduction for or on account of any present or future taxes, duties, levies, assessments or other governmental charges of whatever nature imposed or levied on payments in respect of such Note, on behalf of any governmental authority in the United States having the power to tax, so that the net amount received by the holder or holders under that Note, after giving effect to such withholding or deduction under the Notes will equal the amount that would have been received under the Notes had no such deduction or withholding been required; *provided* that no such Additional Amounts shall be required for or on account of:

a. any tax, duty, levy, assessment or other governmental charge imposed which would not have been imposed but for the existence of (a) any present or former connection between the holder of Notes or beneficial owner of Notes and the United States, including, without limitation, being or having been a citizen or resident thereof, or having been present, having been incorporated in, having engaged in a trade or business therein, or having (or having had) a permanent establishment or principal office therein, (b) such holder or beneficial owner's status as a controlled foreign corporation for United States federal income tax purposes within the meaning of Section 957(a) of the Code related within the meaning of Section 864(d)(4) of the Code, to New York Life, (c) such holder or beneficial owner being a bank for United States federal income tax purposes whose receipt of interest under the Funding Agreement or Note is described in Section 881(c)(3) of the Code, (d) such holder or beneficial owner being or having been an actual or constructive "10-percent shareholder" of New York Life within the meaning of Section 871(h)(3) of the Code, or (e) such holder or beneficial owner being subject to income tax withholding or backup withholding as of the date of purchase by such holder or beneficial owner;

b. any tax, duty, levy, assessment or other governmental charge imposed which would not have been imposed but for the presentation of the Notes (where presentation is required) for payment on a date more than 30 days after the date on which such payment becomes due and payable or the date on which payment is duly provided for, whichever occurs later;

c. any tax, duty, levy, assessment or other governmental charge which is imposed or withheld solely by reasons of the failure of a holder of Notes or beneficial owner of Notes to comply with certification, identification or information reporting requirements concerning the nationality, residence, identity or connection with the United States of a holder of Notes or beneficial owner of Notes, if compliance is required by statute, by regulation, judicial or administrative interpretation, other law or by an applicable income tax treaty to which the United States is a party as a condition to exemption from such tax, duty, levy, assessment or other governmental charge;

d. any inheritance, gift, estate, personal property, sales, or transfer tax;

e. any tax, duty, levy, assessment or governmental charge that is payable otherwise than by withholding from payments in respect of the Notes;

f. any tax, duty, levy, assessment or governmental charge imposed by reason of payments on the Notes being treated as contingent interest described in section 871(h)(4) of the Code for United States federal income tax purposes, but only to the extent such treatment was disclosed in writing to the holder of Notes or beneficial owner of Notes, as the case may be, at the time such holder or beneficial owner became a holder of or beneficial owner of Notes, as the case may be;

g. any tax, duty, levy, assessment or governmental charge that would not have been imposed but for an election by a holder of Notes or beneficial owner of Notes, the effect of which is to make payment in respect of the Notes subject to United States federal income tax;

h. any tax, duty, levy, assessment or governmental charge imposed under any of Sections 1471 through 1474 of the Code, any applicable United States Treasury Regulations promulgated thereunder, or any judicial or administrative interpretation of any of the foregoing as a result of a holder, beneficial owner or an intermediary that is not an agent of the Issuer not being entitled to receive payments free of any such tax, duty, levy, assessment or governmental charge imposed;

i. any tax, duty, levy, assessment or governmental charge imposed with respect to a Bearer Note issued after March 18, 2012 that is not treated as being in registered form for U.S. federal income tax purposes; or

j. any combination of items (a), (b), (c), (d), (e), (f), (g), (h) or (i).

In addition, the obligation to pay Additional Amounts shall not apply unless New York Life is similarly obligated to pay Additional Amounts under the Funding Agreement(s) securing the applicable Notes. See "Description of Certain Terms and Conditions of the Funding Agreements—Payments of Additional Amounts."

The Notes are subject in all cases to any tax, fiscal or other law or regulation or administrative or judicial interpretation applicable thereto. Except as specifically provided under this heading "Description of the Notes—Withholding Tax and Payments of Additional Amounts", the Issuer shall not be required to make any payment with respect to any tax, assessment or governmental charge imposed by any government or a political subdivision or taxing authority thereof or therein.

Tax Redemption

If New York Life is obligated to withhold or deduct any taxes with respect to any payment under a Funding Agreement or pay any Additional Amounts, or if there is a material probability that New York Life will become obligated to withhold or deduct any such taxes or pay any Additional Amounts (in the opinion of independent counsel selected by New York Life), in each case pursuant to any change in or amendment to United States tax laws (or any regulations or rulings thereunder) or any change in position of the U.S. Internal Revenue Service (the "**IRS**") regarding the application or interpretation thereof (including, but not limited to, New York Life's receipt of a written adjustment from the IRS in connection with an audit), then New York Life may terminate such Funding Agreement by giving not less than 30 and no more than 75 days prior written notice to the Holder of such Funding Agreement, *provided* that no such notice of termination may be given earlier than 90 days prior to the earliest day on which New York Life would become obligated to pay Additional Amounts, were a payment in respect of the Funding Agreement then due. The Issuer is required to redeem the Notes of a Series if New York Life exercises its right to terminate the Funding Agreement(s) related to such Series.

Paying Agent and Listing Agent in Ireland

For so long as the Notes of any Series are admitted to the Official List and trading on the GEM and/or listed or admitted to trading on any other stock exchange, and to the extent required by the guidelines of such exchange, the Issuer will maintain a paying agent and listing agent for the Notes in Ireland.

Pricing Options

Fixed Rate Notes

Interest Payment Dates. Subject to the provisions of the applicable Pricing Supplement, interest on the Fixed Rate Notes of a Series will be payable semiannually each year on such date or dates as may be specified in the applicable Pricing Supplement (each, an "**Interest Payment Date**" with respect to such Series of Fixed Rate Notes) and on the Maturity Date.

Payment Date Not a Business Day. Subject to the provisions of the applicable Pricing Supplement, if the date on which any principal, premium, interest, Additional Amount or other payment obligation with respect to the Fixed Rate Notes of a Series is due, including any Interest Payment Date, falls on a day that is not a Business Day, the Issuer will have until the next succeeding Business Day to satisfy its payment obligation and any such payment shall be given the same force and effect as if made on the date on which such principal, premium, interest, Additional Amount or other payment obligation was due and no additional interest shall accrue as a result of payment on such succeeding Business Day.

Method of Calculating Interest. Subject to the provisions of the applicable Pricing Supplement, interest on the Fixed Rate Notes of a Series will be computed on the basis of a 360-day year of twelve 30-day months and in the case of an incomplete month, the actual number of days elapsed.

Floating Rate Notes

Generally. Interest on a Series of Floating Rate Notes will be determined by reference to one or more of Average SONIA, the CMT Rate, the Commercial Paper Rate, Compounded Daily SONIA (Index Determination), Compounded Daily SONIA (Non-Index Determination), Compounded SOFR, Daily Compounded CORRA, EURIBOR, the Federal Funds Rate, HIBOR, the Prime Rate, SOFR, the Treasury Rate (each, an "**Interest Rate Basis**"), or such other Interest Rate Basis or interest rate formula as may be specified in the applicable Pricing Supplement.

The applicable Pricing Supplement will specify certain terms of a Series of Floating Rate Notes, including: whether such Series of Floating Rate Notes is a Series of "Regular Floating Rate Notes" or "Floating Rate/Fixed Rate Notes", the Fixed Rate Commencement Date, if applicable, Fixed Interest Rate, if applicable, Interest Rate Basis or Bases, Initial Interest Rate, if any, the first Interest Reset Date, Interest Reset Dates, Interest Payment Dates, Index

Maturity, Maximum Interest Rate and/or Minimum Interest Rate, if any, and Spread and/or Spread Multiplier, if any, as such terms are defined below. If one or more of the Interest Rate Bases for any Series of Floating Rate Notes is the CMT Rate, the applicable Pricing Supplement will also specify the CMT Maturity Index and CMT Reuters Page as such terms are defined below.

The rate at which a Series of Floating Rate Notes will bear interest will be determined as follows:

Unless such Series of Floating Rate Notes is designated as a Series of "Floating Rate/Fixed Rate Notes" or a Series of "Inverse Floating Rate Notes", or as having an Addendum attached or having "Other/Additional Provisions" apply, in each case relating to a different interest rate formula, such Series of Floating Rate Notes will be designated as a Series of "**Regular Floating Rate Notes**" and, except as described below or in the applicable Pricing Supplement, will bear interest at the rate determined by reference to the Interest Rate Basis or Bases for such Series (i) plus or minus the applicable Spread, if any, and/or (ii) multiplied by the applicable Spread Multiplier, if any. Commencing on the first Interest Reset Date, the rate at which interest on such Regular Floating Rate Note shall be payable shall be reset as of each Interest Reset Date; *provided, however,* that the interest rate in effect for the period, if any, from the date of issue to the first Interest Reset Date will be the Initial Interest Rate.

If such Series of Floating Rate Notes is designated as a Series of "**Floating Rate/Fixed Rate Notes**", then, except as described below, such Series of Floating Rate Notes will bear interest at the rate determined by reference to the Interest Rate Basis or Bases for such Series (i) plus or minus the applicable Spread, if any, and/or (ii) multiplied by the applicable Spread Multiplier, if any. Commencing on the first Interest Reset Date, the rate at which interest on such Series of Floating Rate/Fixed Rate Notes shall be payable shall be reset as of each Interest Reset Date; *provided, however,* that (a) the interest rate in effect for the period, if any, from the date of issue to the first Interest Reset Date will be the Initial Interest Rate and (b) the interest rate in effect (the "**Fixed Interest Rate**") for the period commencing on the date specified therefor in the applicable Pricing Supplement (the "**Fixed Rate Commencement Date**") to the Stated Maturity Date shall be the interest rate so specified in such applicable Pricing Supplement or, if no such rate is specified, the interest rate in effect thereon on the day immediately preceding the Fixed Rate Commencement Date. For the period during which the Fixed Interest Rate is in effect, interest shall be calculated and paid as specified above under "Fixed Rate Notes."

The "**Spread**" for a Series of Floating Rate Notes is the number of basis points to be added to or subtracted from the related Interest Rate Basis or Bases applicable to such Series of Floating Rate Notes. The "**Spread Multiplier**" is the percentage of the related Interest Rate Basis or Bases applicable to such Series of Floating Rate Notes by which such Interest Rate Basis or Bases will be multiplied to determine the applicable interest rate on such Series of Floating Rate Notes. The "**Index Maturity**" is the period to maturity of the instrument or obligation with respect to which the related Interest Rate Basis or Bases will be calculated.

Subject to the provisions of the applicable Pricing Supplement, the interest rate with respect to each Interest Rate Basis for a Series of Floating Rate Notes will be determined in accordance with the applicable provisions below. Subject to the provisions of the applicable Pricing Supplement and except as set forth above, the interest rate in effect on each day shall be (i) if such day is an Interest Reset Date, the interest rate determined as of the Interest Determination Date immediately preceding such Interest Reset Date or (ii) if such day is not an Interest Reset Date, the interest rate determined as of the Interest Determination Date immediately preceding the most recent Interest Reset Date.

The applicable Pricing Supplement will specify the dates on which the rate of interest on a Series of Floating Rate Notes will be reset daily, weekly, monthly, quarterly, semiannually or annually or on such other specified basis (each, an "**Interest Reset Period**") and the dates on which such rate of interest will be reset (each, an "**Interest Reset Date**"). Subject to the provisions of the applicable Pricing Supplement, the Interest Reset Dates will be, in the case of a Series of Floating Rate Notes which reset:

- daily, each Business Day;
- on each U.S. Government Securities Business Day, each such U.S. Government Securities Business Day; *provided, however,* that in respect of any Interest Period, the last two U.S. Government Securities

Business Days of such Interest Period shall be a suspension period. During a suspension period, the reference rate for each day during that suspension period will be the reference rate for the Interest Reset Date immediately prior to the first day of the suspension period;

- weekly, the Wednesday of each week (with the exception of weekly reset Floating Rate Notes as to which the Treasury Rate is an applicable Interest Rate Basis, which will reset the Tuesday of each week);

- monthly, the third Wednesday of each month;

- quarterly, the third Wednesday of March, June, September and December of each year;

- semiannually the third Wednesday of the two months specified in the applicable Pricing Supplement; and

- annually, the third Wednesday of the month specified in the applicable Pricing Supplement;

provided, however, that, with respect to each Series of Floating Rate/Fixed Rate Notes, the rate of interest thereon will not reset after the applicable Fixed Rate Commencement Date. If any Interest Reset Date for any Series of Floating Rate Notes would otherwise be a day that is not a Business Day, such Interest Reset Date will be postponed to the next succeeding Business Day.

Interest Determination Date. The interest rate applicable to an Interest Reset Period commencing on the related Interest Reset Date will be the rate determined by the Calculation Agent (as hereinafter defined) as of the applicable Interest Determination Date and calculated on or prior to the Calculation Date (as hereinafter defined). The "Interest Determination Date" with respect to the Commercial Paper Rate, the Federal Funds Rate and the Prime Rate will be the Business Day immediately preceding the related Interest Reset Date; the "Interest Determination Date" with respect to the CMT Rate will be the second Business Day immediately preceding the applicable Interest Reset Date; the "Interest Determination Date" with respect to Daily Compounded CORRA will be the date that is two Bank of Canada Business Days preceding each Interest Payment Date, or, in the case of the final Interest Period, the Maturity Date; the "Interest Determination Date" with respect to EURIBOR will be the second T2 Settlement Date immediately preceding each Interest Reset Date; the "Interest Determination Date" with respect to HIBOR will be the second Business Day in Hong Kong immediately preceding each Interest Reset Date; the "Interest Determination Date" with respect to Average SONIA, Compounded Daily SONIA (Index Determination), Compounded Daily SONIA (Non-Index Determination) and SOFR will be as specified in the applicable Pricing Supplement; and the "Interest Determination Date" with respect to Compounded SOFR will be the date two U.S. Government Securities Business Days (as hereinafter defined) before the applicable Interest Payment Date. With respect to the Treasury Rate, the "Interest Determination Date" will be the day in the week in which the applicable Interest Reset Date falls on which day Treasury Bills (as hereinafter defined) are normally auctioned (Treasury Bills are normally sold at an auction held on Monday of each week, unless such Monday is a legal holiday, in which case the auction is normally held on the immediately succeeding Tuesday although such auction may be held on the preceding Friday); *provided, however*, that if an auction is held on the Friday of the week preceding the applicable Interest Reset Date, the "Interest Determination Date" will be such preceding Friday. The "Interest Determination Date" pertaining to any Series of Floating Rate Notes the interest rate of which is determined by reference to two or more Interest Rate Bases will be the most recent Business Day which is at least two Business Days prior to the applicable Interest Reset Date for such Series of Floating Rate Notes on which each Interest Rate Basis is determinable. Each Interest Rate Basis will be determined as of such date, and the applicable interest rate will take effect on the applicable Interest Reset Date.

Notwithstanding the foregoing, any Series of Floating Rate Notes may also have either or both of the following: (i) a Maximum Interest Rate, or ceiling, that may accrue during any Interest Period and (ii) a Minimum Interest Rate, or floor, that may accrue during any Interest Period. In addition to any Maximum Interest Rate that may apply to any Series of Floating Rate Notes, the interest rate on such Series of Floating Rate Notes will in no event be higher than the maximum rate permitted by New York law, as the same may be modified by United States law of general application.

Interest Payment Dates. Subject to the provisions of the applicable Pricing Supplement and except as provided below, the date(s) on which interest on a Series of Floating Rate Notes is payable (each, an "**Interest Payment Date**" with respect to such Series of Floating Rate Notes) will be the Maturity Date and, in the case of a Series of Floating Rate Notes which reset:

- daily, weekly or monthly, the third Wednesday of each month or the third Wednesday of March, June, September and December of each year, as specified in the applicable Pricing Supplement;

- quarterly, the third Wednesday of March, June, September and December of each year;

- semiannually, the third Wednesday of the two months of each year specified in the applicable Pricing Supplement; and

- annually, the third Wednesday of the month of each year specified in the applicable Pricing Supplement.

Payment Date not a Business Day. Subject to the provisions of the applicable Pricing Supplement, if any Interest Payment Date other than the Maturity Date for a Series of Floating Rate Notes would otherwise be a day that is not a Business Day, such Interest Payment Date will be postponed to the next succeeding Business Day, except that in the case of a Series of Floating Rate Notes as to which SOFR is an applicable Interest Rate Basis and such Business Day falls in the next succeeding calendar month, such Interest Payment Date will be the immediately preceding Business Day. If the Maturity Date of any Series of Floating Rate Notes falls on a day that is not a Business Day, the required payment of principal, any premium and interest, and any Additional Amounts, will be made on the next succeeding Business Day as if made on the date such payment was due, and no interest will accrue in respect of such payment made on that next succeeding Business Day.

Calculations. All percentages resulting from any calculation on any Series of Floating Rate Notes will be rounded to the nearest one hundred-thousandth of a percentage point, with five-one millionths of a percentage point rounded upwards (*e.g.*, 9.876545% (or 0.09876545) would be rounded to 9.87655% (or 0.0987655)), and all amounts used in or resulting from such calculation on such Series of Floating Rate Notes will be rounded, in the case of U.S. dollars, to the nearest cent or, in the case of euro or other currency, to the nearest unit (with one-half cent or unit being rounded upwards).

With respect to each Series of Floating Rate Notes, accrued interest is calculated by multiplying its principal amount by an accrued interest factor. Such accrued interest factor is computed by adding the interest factor calculated for each day in the applicable Interest Period. Subject to the provisions of the applicable Pricing Supplement, the interest factor for each such day will be computed by dividing the interest rate applicable to such day by 360, in the case of any Series of Floating Rate Notes for which an applicable Interest Rate Basis is or is determined by reference to the Commercial Paper Rate, the Federal Funds Rate, the Prime Rate, Daily Compounded CORRA, EURIBOR, HIBOR or SOFR, or by the actual number of days in the year in the case of any Series of Floating Rate Notes for which an applicable Interest Rate Basis is or is determined by reference to the CMT Rate, SONIA or the Treasury Rate. Unless otherwise specified in the applicable Pricing Supplement, if the interest rate for a Series of Floating Rate Notes is calculated with reference to two or more Interest Rate Bases, the interest factor for such Series of Floating Rate Notes will be calculated in each period in the same manner as if only the applicable Interest Rate Basis specified on the face of the Note applied.

The applicable Pricing Supplement will specify the "**Calculation Agent**" for a Series of Floating Rate Notes. Upon request of the Registered Holder of any Floating Rate Note in registered form or the bearer of any Floating Rate Note in bearer form, the Calculation Agent will disclose the interest rate then in effect and, if determined, the interest rate that will become effective as a result of a determination made for the next succeeding Interest Reset Date with respect to such Floating Rate Note. Subject to the provisions of the applicable Pricing Supplement, the "**Calculation Date**", if applicable, pertaining to any Interest Determination Date will be the earlier of (i) the tenth calendar day after such Interest Determination Date or, if such day is not a Business Day, the next succeeding Business Day or (ii) the Business Day immediately preceding the applicable Interest Payment Date or the Maturity Date, as the case may be.

The "**Reference Time**" with respect to any Interest Rate Basis will be: (1) if the Interest Rate Basis is EURIBOR, 11:00 A.M., Brussels time, on the applicable EURIBOR Interest Determination Date, (2) if the Interest Rate Basis is HIBOR, 11:00 A.M., Hong Kong time, on the applicable HIBOR Interest Determination Date, (3) if the Interest Rate Basis is SOFR, 3:00 P.M., New York time, on the U.S. Government Securities Business Day immediately following the applicable U.S. Government Securities Business Day, (4) if the Interest Rate Basis is Compounded SOFR, the SOFR Index Determination Time, as such time is defined above, (5) if the Interest Rate Basis is Average SONIA or Compounded Daily SONIA (Non-Index Determination), by 5:00 P.M. (London time) on the applicable London Banking Day, and (6) if the Interest Rate Basis is Daily Compounded CORRA, 11:00 A.M. Toronto time, on the immediately following Bank of Canada Business Day.

Subject to the provisions of the applicable Pricing Supplement, with respect to each Series of Floating Rate Notes, the Calculation Agent shall determine each Interest Rate Basis in accordance with the following provisions:

Average SONIA. "**Average SONIA**" means, with respect to any Series of Floating Rate Notes for which the interest rate is determined with reference to Average SONIA in relation to any Interest Period, the rate determined in accordance with the following formula:

$$\left[\frac{\sum_{i=1}^{d_o} SONIA_i \times n}{d}\right] \times \frac{365}{d}$$

where:

"**d**", "**d₀**", "**i**", "**London Banking Day**", "**p**" and "**SONIA reference rate**" have the meanings set out under Compounded Daily SONIA (Non-Index Determination) below;

"**n**", for any London Banking Day, means the number of calendar days from and including, such London Banking Day up to but excluding the following London Banking Day; and

"**$SONIA_i$**" means, for any London Banking Day "i", where in the applicable Pricing Supplement "Lag" is specified as the Observation Method, the SONIA reference rate in respect of the London Banking Day falling "p" London Banking Days prior to such London Banking Day "i".

If, in respect of any London Banking Day in the relevant SONIA Observation Period, or the relevant Interest Period (as the case may be), the SONIA reference rate is not available on the Relevant Screen Page (as specified in the applicable Pricing Supplement) or has not otherwise been published by the relevant authorized distributors, such SONIA reference rate shall be the sum of (i) the Bank of England's Bank Rate (the "**Bank Rate**") prevailing at close of business on the relevant London Banking Day; and (b) the mean of the spread of the SONIA reference rate to the Bank Rate over the previous five London Banking Days on which a SONIA reference rate has been published, excluding the highest spread (or, if there is more than one highest spread, one only of those highest spreads) and lowest spread (or, if there is more than one lowest spread, one only of those lowest spreads) to the Bank Rate.

Notwithstanding the foregoing, if New York Life determines that a Benchmark Transition Event (as defined below) and its related Benchmark Replacement Date (as defined below) have occurred prior to the Reference Time in respect of any determination of SONIA on any date, the Benchmark Replacement (as defined below) will replace Average SONIA for all purposes relating to the relevant Series of Floating Rate Notes in respect of such determination on such date and all determinations on all subsequent dates.

Compounded Daily SONIA (Index Determination). "**Compounded Daily SONIA (Index Determination)**" means, with respect to any Series of Floating Rate Notes for which the interest rate is determined with reference to Compounded Daily SONIA (Index Determination), the rate determined in accordance with the following formula:

$$\text{Compounded Daily SONIA Rate} = \left(\frac{\textit{SONIA Compounded Index}_{End}}{\textit{SONIA Compounded Index}_{Start}} - 1\right) x \frac{365}{d}$$

where:

"**d**" means the number of calendar days from (and including) the day in relation to which "SONIA Compounded Index $_{Start}$" is determined to (but excluding) the day in relation to which "SONIA Compounded Index$_{End}$" is determined;

"**Index Determination Date**" means a day on which the SONIA Compounded Index is determined pursuant to "**SONIA Compounded Index $_{Start}$**" or "**SONIA Compounded Index $_{End}$**" clauses below;

"**London Banking Day**" means any day on which commercial banks are open for general business (including dealing in foreign exchange and foreign currency deposits) in London;

"**Relevant Number**" means the number specified as such in the applicable Pricing Supplement (or, if no such number is specified, two);

"**SONIA Compounded Index**" means:

(i) the screen rate or index for compounded daily SONIA rates administered by the administrator of the SONIA reference rate that is published or displayed by such administrator or other information service at the relevant time on the relevant Index Determination Date specified below and as further specified in the applicable Pricing Supplement; *provided* that

(ii) if the relevant SONIA Compounded Index is not published or displayed by the administrator of the SONIA reference rate or other information service at the relevant time on the relevant Index Determination Date as specified in the applicable Pricing Supplement, the Compounded Daily SONIA rate for the applicable Interest Period for which the SONIA Compounded Index is not available shall be "Compounded Daily SONIA" determined as set out under the section entitled Compounded Daily SONIA (Non-Index Determination) below, and for these purposes: (i) the "Observation Method" shall be deemed to be "Shift" and (ii) the "Observation Look-Back Period" shall be deemed to be equal to the Relevant Number of London Banking Days.

"**SONIA Compounded Index $_{Start}$**" means, with respect to an Interest Period, the SONIA Compounded Index determined in relation to the day falling the Relevant Number of London Banking Days prior to the first day of such Interest Period; and

"**SONIA Compounded Index $_{End}$**" means, with respect to an Interest Period, the SONIA Compounded Index determined in relation to the day falling the Relevant Number of London Banking Days prior to (i) the Interest Payment Date for such Interest Period, or (ii) such other date on which the relevant payment of interest falls due (but which by its definition or the operation of the relevant provisions is excluded from such Interest Period).

Compounded Daily SONIA (Non-Index Determination). "**Compounded Daily SONIA (Non-Index Determination)**" means, with respect to any Series of Floating Rate Notes for which the interest rate is determined with reference to Compounded Daily SONIA (Non-Index Determination), the rate determined in accordance with the following formula:

$$\left[\prod_{i=1}^{d_o}\left(1+\frac{\textit{Relevant SONIA}_i \times n_i}{365}\right)-1\right]\times\frac{365}{d}$$

where:

"**d**" means the number of calendar days (a) in the relevant Interest Period (where in the applicable Pricing Supplement "Lag" is specified as the Observation Method) or (b) in the relevant SONIA Observation Period (where in the applicable Pricing Supplement "Shift" is specified as the Observation Method);

"**d_o**" means (a) for any Interest Period (where in the applicable Pricing Supplement "Lag" is specified as the Observation Method), the number of London Banking Days in the relevant Interest Period or (b) for any SONIA Observation Period (where in the applicable Pricing Supplement "Shift" is specified as the Observation Method), the number of London Banking Days in the relevant SONIA Observation Period;

"**i**" means a series of whole numbers from 1 to d_0, each representing the relevant London Banking Day in chronological order from, and including, the first London Banking Day (a) in the relevant Interest Period (where in the applicable Pricing Supplement "Lag" is specified as the Observation Method) or (b) in the relevant SONIA Observation Period (where in the applicable Pricing Supplement "Shift" is specified as the Observation Method);

"**London Banking Day**" or "**LBD**" means any day on which commercial banks are open for general business (including dealing in foreign exchange and foreign currency deposits) in London;

"**n_i**", for any London Banking Day "i", means the number of calendar days from and including such London Banking Day "i" up to but excluding the following London Banking Day;

"**p**" means the number of London Banking Days included in the "Observation Look-Back Period" as specified in the applicable Pricing Supplement;

"**Relevant $SONIA_i$**" means, in respect of any London Banking Day "i" (a) where "Lag" is specified as the Observation Method in the applicable Pricing Supplement, $SONIA_{i\text{-}pLBD}$ or (b) where "Shift" is specified as the Observation Method in the applicable Pricing Supplement, $SONIA_{iLBD}$;

"**SONIA reference rate**", in respect of any London Banking Day, is a reference rate equal to

(i) the daily Sterling Overnight Index Average rate ("**SONIA**") for such London Banking Day as provided by the administrator of SONIA to authorized distributors and as then published on the Relevant Screen Page (as specified in the applicable Pricing Supplement) or, if the Relevant Screen Page is unavailable, as otherwise published by such authorized distributors, in each case on the day following such London Banking Day; *provided* that

(ii) if, in respect of any London Banking Day in the relevant Interest Period, the SONIA reference rate is not available on the Relevant Screen Page or has not otherwise been published by the relevant authorized distributors, such SONIA reference rate shall be the sum of (i) the Bank Rate prevailing at close of business on the relevant London Banking Day; and (ii) the mean of the spread of the SONIA reference rate to the Bank Rate over the previous five London Banking Days on which a SONIA reference rate has been published, excluding the highest spread (or, if there is more than one highest spread, one only of those highest spreads) and lowest spread (or, if there is more than one lowest spread, one only of those lowest spreads) to the Bank Rate; and

(iii) notwithstanding clause (ii) above, in the event the Bank of England publishes guidance as to (a) how the SONIA reference rate is to be determined or (b) any rate that is to replace the SONIA reference rate, New York Life shall, to the extent reasonably practicable, follow such guidance in order to determine the SONIA reference rate for any London Banking Day "i", for so long as the SONIA reference rate is not available or has not been published by the authorized distributors.

"**$SONIA_{iLBD}$**" means, where in the applicable Pricing Supplement "Shift" is specified as the Observation Method, in respect of any London Banking Day "i" falling in the relevant SONIA Observation Period, the SONIA reference rate for such London Banking Day "i";

"**SONIA$_{i\text{-}pLBD}$**" means, where in the applicable Pricing Supplement "Lag" is specified as the Observation Method, in respect of any London Banking Day "i" falling in the relevant Interest Period, the SONIA reference rate for the London Banking Day falling "p" London Banking Days prior to such London Banking Day "i";

"**SONIA Observation Period**" means the period from and including the date falling "p" London Banking Days prior to the first day of the relevant Interest Period (and the first Interest Period shall begin on and include the Interest Commencement Date) and ending on, but excluding, the date falling "p" London Banking Days prior to the Interest Payment Date for such Interest Period (or the date falling "p" London Banking Days prior to such earlier date, if any, on which the Series of Floating Rate Notes become due and payable).

Notwithstanding the foregoing, if New York Life determines that a Benchmark Transition Event and its related Benchmark Replacement Date have occurred prior to the Reference Time in respect of any determination of SONIA on any date, the Benchmark Replacement will replace Compounded Daily SONIA (Index Determination) for all purposes relating to the relevant Series of Floating Rate Notes in respect of such determination on such date and all determinations on all subsequent dates.

CMT Rate. "**CMT Rate**" means:

(i) If CMT Reuters Page FRBCMT is specified in the applicable Pricing Supplement:

a. the percentage equal to the yield for United States Treasury securities at "constant maturity" having the Index Maturity specified in the applicable Pricing Supplement as the yield is displayed on Reuters, Inc. (or any successor service) on page FRBCMT (or any other page as may replace the specified page on that service under the caption "Treasury Constant Maturities") ("**Reuters Page FRBCMT**") for the particular Interest Determination Date, or

b. if the rate referred to in clause (a) does not so appear on Reuters Page FRBCMT, the percentage equal to the yield for United States Treasury securities at "constant maturity" having the particular Index Maturity and for the particular Interest Determination Date as published in H.15 under the caption "Treasury Constant Maturities", or

c. if the rate referred to in clause (b) does not so appear in H.15, the rate on the particular Interest Determination Date for the period of the particular Index Maturity as may then be published by either the Federal Reserve System Board of Governors or the Treasury Department that New York Life determines to be comparable to the rate which would otherwise have been published in H.15, or

d. if the rate referred to in clause (c) is not so published, the rate on the particular Interest Determination Date calculated by the Calculation Agent as a yield to maturity based on the arithmetic mean of the secondary market bid prices at approximately 3:30 P.M., New York City time, on that Interest Determination Date of three leading primary United States government securities dealers in the United States (which may include the Purchasing Agents or their affiliates) (each, a "**Reference Dealer**"), selected by New York Life from five Reference Dealers selected by New York Life and eliminating the highest quotation, or, in the event of equality, one of the highest, and the lowest quotation or, in the event of equality, one of the lowest, for United States Treasury securities with an original maturity equal to the particular Index Maturity, a remaining term to maturity no more than one year shorter than that Index Maturity and in a principal amount that is representative for a single transaction in the securities in that market at that time, or

e. if fewer than five but more than two of the prices referred to in clause (d) are provided as requested, the rate on the particular Interest Determination Date calculated by the Calculation Agent based on the arithmetic mean of the bid prices obtained and neither the highest nor the lowest of the quotations shall be eliminated, or

f. if fewer than three prices referred to in clause (d) are provided as requested, the rate on the particular Interest Determination Date calculated by the Calculation Agent as a yield to maturity based on the arithmetic mean of the secondary market bid prices as of approximately 3:30 P.M., New York City time, on that Interest Determination Date of three Reference Dealers selected by New York Life from five Reference Dealers selected by New York Life and eliminating the highest quotation or, in the event of equality, one of the highest and the lowest quotation or, in the event of equality, one of the lowest, for United States Treasury securities with an original maturity greater than the particular Index Maturity, a remaining term to maturity closest to that Index Maturity and in a principal amount that is representative for a single transaction in the securities in that market at that time, or

g. if fewer than five but more than two prices referred to in clause (f) are provided as requested, the rate on the particular Interest Determination Date calculated by the Calculation Agent based on the arithmetic mean of the bid prices obtained and neither the highest nor the lowest of the quotations will be eliminated, or

h. if fewer than three prices referred to in clause (f) are provided as requested, the CMT Rate in effect on the particular Interest Determination Date.

(ii) If CMT Reuters Page FEDCMT is specified in the applicable Pricing Supplement:

a. the percentage equal to the one-week or one-month, as specified in the applicable Pricing Supplement, average yield for United States Treasury securities at "constant maturity" having the Index Maturity specified in the applicable Pricing Supplement as the yield is displayed on Reuters, Inc. (or any successor service) on Page FEDCMT (or any other page as may replace the specified page on that service) ("**Reuters Page FEDCMT**"), for the week or month, as applicable, ended immediately preceding the week or month, as applicable, in which the particular Interest Determination Date falls, or

b. if the rate referred to in clause (a) does not so appear on Reuters Page FEDCMT, the percentage equal to the one-week or one-month, as specified in the applicable Pricing Supplement, average yield for United States Treasury securities at "constant maturity" having the particular Index Maturity and for the week or month, as applicable, preceding the particular Interest Determination Date as published in H.15 opposite the caption "Treasury Constant Maturities", or

c. if the rate referred to in clause (b) does not so appear in H.15, the one-week or one-month, as specified in the applicable Pricing Supplement, average yield for United States Treasury securities at "constant maturity" having the particular Index Maturity as otherwise announced by the FRBNY for the week or month, as applicable, ended immediately preceding the week or month, as applicable, in which the particular Interest Determination Date falls, or

d. if the rate referred to in clause (c) is not so published, the rate on the particular Interest Determination Date calculated by the Calculation Agent as a yield to maturity based on the arithmetic mean of the secondary market bid prices at approximately 3:30 P.M., New York City time, on that Interest Determination Date of three Reference Dealers selected by New York Life from five Reference Dealers selected by New York Life and eliminating the highest quotation, or, in the event of equality, one of the highest, and the lowest quotation or, in the event of equality, one of the lowest, for United States Treasury securities with an original maturity equal to the particular Index Maturity, a remaining term to maturity no more than one year shorter than that Index Maturity and in a principal amount that is representative for a single transaction in the securities in that market at that time, or

e. if fewer than five but more than two of the prices referred to in clause (d) are provided as requested, the rate on the particular Interest Determination Date calculated by the Calculation Agent based on the arithmetic mean of the bid prices obtained and neither the highest nor the lowest of the quotations shall be eliminated, or

f. if fewer than three prices referred to in clause (d) are provided as requested, the rate on the particular Interest Determination Date calculated by the Calculation Agent as a yield to maturity based on the arithmetic mean of the secondary market bid prices as of approximately 3:30 P.M., New York City time, on that Interest Determination Date of three Reference Dealers selected by New York Life from five Reference Dealers selected by New York Life and eliminating the highest quotation or, in the event of equality, one of the highest and the lowest quotation or, in the event of equality, one of the lowest, for United States Treasury securities with an original maturity greater than the particular Index Maturity, a remaining term to maturity closest to that Index Maturity and in a principal amount that is representative for a single transaction in the securities in that market at the time, or

g. if fewer than five but more than two prices referred to in clause (f) are provided as requested, the rate on the particular Interest Determination Date calculated by the Calculation Agent based on the arithmetic mean of the bid prices obtained and neither the highest or the lowest of the quotations will be eliminated, or

h. if fewer than three prices referred to in clause (f) are provided as requested, the CMT Rate in effect on that Interest Determination Date.

If two United States Treasury securities with an original maturity greater than the Index Maturity specified in the applicable Pricing Supplement have remaining terms to maturity equally close to the particular Index Maturity, the quotes for the United States Treasury security with the shorter original remaining term to maturity will be used.

"**H.15**" means the weekly statistical release designated as such, or any successor publication, published by the Board of Governors of the Federal Reserve System.

"**H.15 Daily Update**" means the daily update of H.15, available through the internet site of the Board of Governors of the Federal Reserve System at http://www.federalreserve.gov/releases/h15/update/, or any successor site or publication.

Commercial Paper Rate. "**Commercial Paper Rate**" means, with respect to any Interest Determination Date relating to a Series of Floating Rate Notes for which the interest rate is determined with reference to the Commercial Paper Rate (a "**Commercial Paper Rate Interest Determination Date**"), the Money Market Yield (as hereinafter defined) on such date of the rate for commercial paper having the Index Maturity specified in the applicable Pricing Supplement as published in H.15 under the caption "Commercial Paper-Nonfinancial" or, if not so published by 3:00 P.M., New York City time, on the related Calculation Date, the rate on such Commercial Paper Rate Interest Determination Date for commercial paper having the Index Maturity specified in the applicable Pricing Supplement as published in H.15 Daily Update, or such other recognized electronic source used for the purpose of displaying such rate, under the caption "Commercial Paper-Nonfinancial." If such rate is not yet published in H.15, H.15 Daily Update or another recognized electronic source by 3:00 P.M., New York City time, on the related Calculation Date, then the Commercial Paper Rate on such Commercial Paper Rate Interest Determination Date will be calculated by the Calculation Agent and will be the Money Market Yield of the arithmetic mean of the offered rates at approximately 11:00 A.M., New York City time, on such Commercial Paper Rate Interest Determination Date of three leading dealers of United States dollar commercial paper in the United States (which may include the Purchasing Agents or their affiliates) selected by New York Life for commercial paper having the Index Maturity specified in the applicable Pricing Supplement placed for industrial issuers whose bond rating is "Aa", or the equivalent, from a nationally recognized statistical rating organization; *provided, however*, that if the dealers so selected by New York Life are not quoting as mentioned in this sentence, the Commercial Paper Rate determined as of such Commercial Paper Rate Interest Determination Date will be the Commercial Paper Rate in effect on such Commercial Paper Rate Interest Determination Date.

"**Money Market Yield**" means a yield (expressed as a percentage) calculated in accordance with the following formula:

$$\text{Money Market Yield} = \frac{D \times 360}{360 - (D \times M)} \times 100$$

where "D" refers to the applicable per annum rate for commercial paper quoted on a bank discount basis and expressed as a decimal, and "M" refers to the actual number of days in the applicable Interest Reset Period.

Daily Compounded CORRA. Daily Compounded CORR Notes will bear interest at the rates specified in such Daily Compounded CORRA Notes and any applicable Pricing Supplement.

"**Daily Compounded CORRA**" means, for a CORRA Observation Period, the rate calculated using the following method, with the resulting percentage rounded, if necessary, to the fifth decimal place, with 0.000005% being rounded upwards and (-) 0.000005% being rounded downwards:

$$\text{Daily Compounded CORRA} = \left(\frac{CORRA\ Compounded\ Index_{end}}{CORRA\ Compounded\ Index_{start}} - 1\right) \times \left(\frac{365}{d}\right)$$

where:

(i) CORRA Compounded Index$_{start}$ is equal to the CORRA Compounded Index value on the date that is two Bank of Canada Business Days preceding the first date of the relevant Interest Period;

(ii) CORRA Compounded Index$_{end}$ is equal to the CORRA Compounded Index value on the date that is two Bank of Canada Business Days preceding the Interest Payment Date relating to such Interest Period (or, in the case of the final Interest Payment Date, the Maturity Date or, if Notes are redeemed prior to the Maturity Date, the date of redemption of such Notes, as applicable); and

(iii) "d" is the number of calendar days in the relevant CORRA Observation Period.

"CORRA Observation Period" means in respect of each Interest Period, the period from, and including, the date that is two Bank of Canada Business Days preceding the first date in such Interest Period to, but excluding, the date that is two Bank of Canada Business Days preceding the Interest Payment Date for such Interest Period.

Business Day Convention: If any Interest Payment Date for any Interest Period would otherwise fall on a day that is not a Bank of Canada Business Day and the next day that is a Bank of Canada Business Day falls in the next calendar month, then the Interest Payment Date for such Interest Period will be the immediately preceding day that is a Bank of Canada Business Day. If the Maturity Date falls on a day that is not a Bank of Canada Business Day, the Issuer will make the required payment of principal and interest on the next succeeding day that is a Bank of Canada Business Day.

If, on or after the Interest Reset Date (i) the CORRA Compounded Index$_{start}$ or the CORRA Compounded Index$_{end}$ is not published or displayed by the Reference Rate Administrator or an authorized distributor by 11:30 a.m. Toronto time (or an amended publication time, if any, as specified in the Reference Rate Administrator's methodology for calculating the CORRA Compounded Index) on the Interest Determination Date for such Interest Period, but an Index Cessation Effective Date with respect to the CORRA Compounded Index has not occurred, or (ii) an Index Cessation Effective Date with respect to the CORRA Compounded Index has occurred, then Daily Compounded CORRA will be calculated by the Calculation Agent as follows, with the resulting percentage being rounded, if necessary, to the fifth decimal place, with 0.000005% being rounded upwards and (-) 0.000005% being rounded downwards:

$$Daily\ Compounded\ CORRA = \left(\prod_{i=1}^{d_o} \left(1 + \frac{CORRA_i \times n_i}{365}\right) - 1 \right) \times \frac{365}{d}$$

where:

(i) "d0" for any CORRA Observation Period is the number of Bank of Canada Business Days in the relevant CORRA Observation Period;

(ii) "i" is a series of whole numbers from one to d0, each representing the relevant Bank of Canada Business Day in chronological order from, and including, the first Bank of Canada Business Day in the relevant CORRA Observation Period;

(iii) "$CORRA_i$" means, in respect of any Bank of Canada Business Day "i" in the relevant CORRA Observation Period, a reference rate equal to the daily CORRA rate for that day, as published or displayed by the Reference Rate Administrator or an authorized distributor at 11:00 a.m. Toronto time (or an amended publication time, if any, as specified in the Reference Rate Administrator's methodology for calculating CORRA) on the immediately following Bank of Canada Business Day, which is Bank of Canada Business Day "i" + 1;

(iv) "n_i" means, for any Bank of Canada Business Day "i" in the relevant CORRA Observation Period, the number of calendar days from, and including, such Bank of Canada Business Day "i" to, but excluding, the following Bank of Canada Business Day, which is Bank of Canada Business Day "i" + 1; and

(v) "d" is the number of calendar days in the relevant CORRA Observation Period.

If neither the Reference Rate Administrator nor authorized distributors provide or publish CORRA and an Index Cessation Effective Date with respect to CORRA has not occurred, then, in respect of any day for which CORRA is required, references to CORRA will be deemed to be references to the last provided or published CORRA.

If an Index Cessation Effective Date occurs with respect to CORRA, the terms of the Notes will provide that the interest rate for an Interest Determination Date which occurs on or after such Index Cessation Effective Date will be the CAD Recommended Rate, to which the Calculation Agent will apply the most recently published spread and make such adjustments as are necessary to account for any difference in the term, structure or tenor of the CAD Recommended Rate in comparison to CORRA.

If there is a CAD Recommended Rate before the end of the first Bank of Canada Business Day following the Index Cessation Effective Date with respect to CORRA, but neither the Reference Rate Administrator nor authorized distributors provide or publish the CAD Recommended Rate and an Index Cessation Effective Date with respect to the CAD Recommended Rate has not occurred, then, in respect of any day for which the CAD Recommended Rate is required, references to the CAD Recommended Rate will be deemed to be references to the last provided or published CAD Recommended Rate.

If: (a) there is no CAD Recommended Rate before the end of the first Bank of Canada Business Day following the Index Cessation Effective Date with respect to CORRA; or (b) there is a CAD Recommended Rate and an Index Cessation Effective Date subsequently occurs with respect to the CAD Recommended Rate, the terms of the Notes will provide that the interest rate for an Interest Determination Date which occurs on or after such applicable Index Cessation Effective Date will be the BOC Target Rate, to which the Calculation Agent will apply the most recently published spread and make such adjustments as are necessary to account for any difference in the term, structure or tenor of the BOC Target Rate in comparison to CORRA.

In respect of any day for which the BOC Target Rate is required, references to the BOC Target Rate will be deemed to be references to the last provided or published BOC Target Rate as of the close of business in Toronto on that day.

In connection with the implementation of an Applicable Rate, New York Life may make such adjustments to the Applicable Rate or the spread thereon, if any, as well as the business day convention (including the Business Day Convention), the calendar day count convention, Interest Determination Dates, and related provisions and definitions (including observation dates for reference rates), in each case as are consistent with accepted market practice for the use of the Applicable Rate for debt obligations such as the Notes in such circumstances.

Any determination, decision or election that may be made by New York Life in relation to the Applicable Rate, including any determination with respect to an adjustment or the occurrence or non-occurrence of an event, circumstance or date and any decision to take or refrain from taking any action or any selection: (i) will be conclusive and binding, absent manifest error; and (ii) shall become effective without consent from the holders of the Notes or any other party.

The terms of the Notes will provide definitions substantially to the following effect:

"**Applicable Rate**" means one of CORRA Compounded Index, CORRA, the CAD Recommended Rate or the BOC Target Rate, as applicable.

"**Bank of Canada Business Day**" means a day that Schedule I banks under the *Bank Act* (Canada) are open for business in Toronto, Ontario, Canada, other than a Saturday or a Sunday or a public holiday in Toronto (or such revised regular publication calendar for an Applicable Rate as may be adopted by the Reference Rate Administrator from time to time).

"**BOC Target Rate**" means the Bank of Canada's Target for the overnight rate as set by the Bank of Canada and published on the Bank of Canada's website.

"**CAD Recommended Rate**" means the rate (inclusive of any spreads or adjustments) recommended as the replacement for CORRA by a committee officially endorsed or convened by the Bank of Canada for the purpose of recommending a replacement for CORRA (which rate may be produced by the Bank of Canada or another administrator) and as provided by the administrator of that rate or, if that rate is not provided by the administrator thereof (or a successor administrator), published by an authorized distributor.

"**CORRA**" means the Canadian Overnight Repo Rate Average, as published by the Bank of Canada, as the administrator of CORRA (or any successor Reference Rate Administrator), on the website of the Bank of Canada or any successor website.

"**CORRA Compounded Index**" means the measure of the cumulative impact of CORRA compounding over time administered and published by the Bank of Canada (or any successor Reference Rate Administrator).

"**Index Cessation Effective Date**" means, in respect of an Index Cessation Event, the first date on which the Applicable Rate is no longer provided. If the Applicable Rate ceases to be provided on the same day that it is required to determine the rate for an Interest Determination Date, but it was provided at the time at which it is to be observed (or, if no such time is specified, at the time at which it is ordinarily published), then the Index Cessation Effective Date will be the next day on which the rate would ordinarily have been published.

"**Index Cessation Event**" means:

(A) a public statement or publication of information by or on behalf of the Reference Rate Administrator or provider of the Applicable Rate announcing that it has ceased or will cease to provide the Applicable Rate permanently or indefinitely, provided that, at the time of the statement or publication, there is no successor Reference Rate Administrator or provider of the Applicable Rate that will continue to provide the Applicable Rate; or

(B) a public statement or publication of information by the regulatory supervisor for the Reference Rate Administrator or provider of the Applicable Rate, the Bank of Canada, an insolvency official with jurisdiction over the Reference Rate Administrator or provider of the Applicable Rate, a resolution authority with jurisdiction over the Reference Rate Administrator or provider of the Applicable Rate or a court or an entity with similar insolvency or resolution authority over the Reference Rate Administrator or provider of the Applicable Rate, which states that the Reference Rate Administrator or provider of the Applicable Rate has ceased or will cease to provide the Applicable Rate permanently or indefinitely, provided that, at the time of the statement or publication, there is no successor Reference Rate Administrator or provider of the Applicable Rate that will continue to provide the Applicable Rate.

"**Reference Rate Administrator**" means the Bank of Canada or any successor administrator for CORRA and/or the CORRA Compounded Index or the administrator (or its successor) of another Applicable Rate, as applicable.

EURIBOR. EURIBOR Notes will bear interest at the rates (calculated with reference to the European inter-bank offered rate for deposits in euro, or "EURIBOR", and the Spread and/or Spread Multiplier, if any) specified in such EURIBOR Note and any applicable Pricing Supplement.

"**EURIBOR**" means the rate determined in accordance with the following provisions:

(i) With respect to any Interest Determination Date relating to a Series of EURIBOR Notes or a Series of Floating Rate Notes for which the interest rate is determined with reference to EURIBOR (a "**EURIBOR Interest Determination Date**"), the rate for deposits in euros as sponsored, calculated and published jointly by the European Banking Federation and ACI—The Financial Market Association, or any company established by the joint sponsors for purposes of compiling and publishing those rates, having the Index Maturity specified in the applicable Pricing Supplement, commencing on the applicable Interest Reset Date, as that rate appears on Reuters, Inc., or any successor service, on page EURIBOR01 (or any other page as may replace that specified page on that service) ("**Reuters Page EURIBOR01**") as of the Reference Time.

(ii) If such rate does not appear on Reuters Page EURIBOR01, or is not so published by the Reference Time as specified in clause (i) above, except as provided in clause (iii) below such rate will be calculated by the Calculation Agent and will be the arithmetic mean of at least two quotations obtained by New York Life after requesting the principal Euro-zone (as defined below) offices of four major banks in the Euro-zone interbank market to provide New York Life with its offered quotation for deposits in euros for the period of the Index Maturity specified in the applicable Pricing Supplement, commencing on the applicable Interest Reset Date, to prime banks in the Euro-zone interbank market at approximately the Reference Time and in a principal amount not less than the equivalent of $1 million in euros that is representative for a single transaction in euro in that market at that time. If fewer than two such quotations are so provided, the rate on the applicable EURIBOR Interest Determination Date will be calculated by the Calculation Agent and will be the arithmetic mean of the quotations obtained by New York Life at approximately the Reference Time from four major banks in the Euro-zone for loans in euro to leading European banks, having the Index Maturity specified in the applicable Pricing Supplement commencing on the applicable Interest Reset Date and in a principal amount not less than the equivalent of $1 million in euros that is representative for a single transaction in euros in that market at that time. If the banks so selected by New York Life are not quoting as mentioned above, EURIBOR will be EURIBOR in effect on the applicable EURIBOR Interest Determination Date.

(iii) Notwithstanding clause (ii) above, if New York Life determines that a Benchmark Transition Event and its related Benchmark Replacement Date have occurred prior to the Reference Time in respect of any determination of EURIBOR on any date, the Benchmark Replacement will replace EURIBOR for all purposes relating to the relevant Series of Floating Rate Notes in respect of such determination on such date and all determinations on all subsequent dates.

"**Euro-zone**" means the region comprised of Member States of the EU that have adopted the single currency in accordance with the treaty establishing the European Community, as amended by the treaty on European Union.

Federal Funds Rate. "**Federal Funds Rate**" means, with respect to any Interest Determination Date relating to a Series of Floating Rate Notes for which the interest rate is determined with reference to the Federal Funds Rate (a "**Federal Funds Rate Interest Determination Date**"), the rate on such date for United States dollar Federal funds as published in H.15 under the heading "Federal Funds (Effective)", as such rate is displayed on Reuters, Inc. (or any successor service) on page FEDFUND 01 (or any other page as may replace such page on such service) ("**Reuters Page FEDFUND 01**"), or, if such rate does not appear on Reuters Page FEDFUND 01 or is not so published by 3:00 P.M., New York City time, on the related Calculation Date, the rate on such Federal Funds Rate Interest Determination Date for United States dollar Federal funds as published in H.15 Daily Update, or such other recognized electronic source used for the purpose of displaying such rate, under the caption "Federal Funds (Effective)." If such rate does not appear on Reuters Page FEDFUND 01 or is not yet published in H.15, H.15 Daily Update or another recognized electronic source by 3:00 P.M., New York City time, on the related Calculation Date, then the Federal Funds Rate on such Federal Funds Rate Interest Determination Date will be calculated by the Calculation Agent and will be the arithmetic mean of the rates for the last transaction in overnight United States dollar Federal funds arranged by three leading brokers of United States dollar Federal funds transactions in The City of New York (which may include the Purchasing Agents or their affiliates) selected by New York Life prior to 9:00 A.M., New York City time, on such Federal Funds Rate Interest Determination Date; *provided, however*, that if the brokers so selected by New York Life are not quoting as mentioned in this sentence, the Federal Funds Rate determined as of such Federal Funds Rate Interest Determination Date will be the Federal Funds Rate in effect on such Federal Funds Rate Interest Determination Date.

HIBOR. "**HIBOR**" means, with respect to any Interest Determination Date relating to a Series of HIBOR Notes or a Series of Floating Rate Notes for which the interest rate is determined with reference to HIBOR (a "**HIBOR Interest Determination Date**"), the rate determined in accordance with the following provisions:

(i) If, at or about 11:00 a.m. (or as soon as available after that time) on the applicable HIBOR Interest Determination Date an averaged offered rate for Hong Kong dollar deposits for the same period as the relevant Interest Period (or, if the periods are not the same, such period, if any, as the Calculation Agent determines to be substantially the same) is quoted on the fixing line of the page "HKABHIBOR" of Reuters Markets 3000 (or such other page or service as may replace the appropriate page or service for the purpose of displaying Hong Kong inter-bank offered rates of leading banks for Hong Kong dollars (each, a "**Reference Bank**")), then HIBOR for the relevant Interest Period will, except as provided below, be that rate.

(ii) If on any HIBOR Interest Determination Date the average offered rate so appearing is replaced by the corresponding rates of more than one bank or financial institution the rate will be the arithmetic mean of the respective rates so appearing (rounded, if necessary, to five decimal places).

(iii) If on any HIBOR Interest Determination Date the rates described in (i) or (ii) above do not appear, New York Life will request each of the Reference Banks to provide New York Life with its offered quotation to leading banks for Hong Kong dollar deposits in Hong Kong for a period equivalent or approximately equivalent to the relevant Interest Period in the amount equal or approximately equal to the principal amount of the Notes as at or about 11:00 a.m. on the HIBOR Interest Determination Date in question and HIBOR for the relevant Interest Period will, subject as provided below, be the arithmetic mean of those offered quotations (rounded, if necessary, to five decimal places), as determined by New York Life.

(iv) If on any HIBOR Interest Determination Date one or two only of the Reference Banks, when requested to do so, provide(s) New York Life with such offered quotations HIBOR for the Interest Period concerned will, subject as provided below, be determined as in (iii) above on the basis of the offered quotations of those reference banks providing those quotations.

(v) If on any HIBOR Interest Determination Date none of the Reference Banks when requested to do so provides New York Life with the offered quotations, HIBOR will, subject as provided below, be HIBOR in effect for the last preceding Interest Period to which (i) to (iv) above applied; provided that at any time during the relevant Interest Period, New York Life determines that a rate can once again be determined in accordance with any of (i) or (iv) above New York Life will determine the rate and references to an Interest Period will be construed as being references to the period from such date of determination until the next succeeding Interest Payment Date.

Prime Rate. "**Prime Rate**" means, with respect to any Interest Determination Date relating to a Series of Floating Rate Notes for which the interest rate is determined with reference to the Prime Rate (a "**Prime Rate Interest Determination Date**"), the rate on such date as such rate is published in H.15 under the caption "Bank Prime Loan" or, if not published by 3:00 P.M., New York City time, on the related Calculation Date, the rate on such Prime Rate Interest Determination Date as published in H.15 Daily Update, or such other recognized electronic source used for the purpose of displaying such rate, under the caption "Bank Prime Loan." If such rate is not yet published in H.15, H.15 Daily Update or another recognized electronic source by 3:00 P.M., New York City time, on the related Calculation Date, then the Prime Rate shall be the arithmetic mean of the rates of interest publicly announced by each bank that appears on the Reuters Screen US PRIME 1 Page (as hereinafter defined) as such bank's prime rate or base lending rate as of 11:00 A.M., New York City time, on such Prime Rate Interest Determination Date. If fewer than four such rates so appear on the Reuters Screen US PRIME 1 Page for such Prime Rate Interest Determination Date, then the Prime Rate shall be the arithmetic mean of the prime rates or base lending rates quoted on the basis of the actual number of days in the year divided by a 360-day year as of the close of business on such Prime Rate Interest Determination Date by three major banks (which may include affiliates of the Purchasing Agents) in The City of New York selected by New York Life; *provided, however,* that if the banks so selected by New York Life are not quoting as mentioned in this sentence, the Prime Rate determined as of such Prime Rate Interest Determination Date will be the Prime Rate in effect on such Prime Rate Interest Determination Date.

"**Reuters Screen US PRIME 1 Page**" means the display on the Reuter Money 3000 Service (or any successor service) on the "US PRIME 1" page (or such other page as may replace the US PRIME 1 page on such service) for the purpose of displaying prime rates or base lending rates of major United States banks.

SOFR. "**SOFR**" means, with respect to any U.S. Government Securities Business Day:

(i) the Secured Overnight Financing Rate in respect of the U.S. Government Securities Business Day immediately preceding such U.S. Government Securities Business Day as provided by the FRBNY, as the administrator of such rate (or a successor administrator) on the FRBNY's Website (as defined under Compounded SOFR) at the Reference Time; or

(ii) If the Secured Overnight Financing Rate does not appear on such U.S. Government Securities Business Day as specified in clause (i) above, unless both a Benchmark Transition Event and its related Benchmark Replacement Date have occurred, the Secured Overnight Financing Rate in respect of the last U.S. Government Securities Business Day on which the Secured Overnight Financing Rate was published on the FRBNY's Website; or

(iii) If New York Life determines that a Benchmark Transition Event and its related Benchmark Replacement Date have occurred prior to the Reference Time with respect to any determination of the Secured Overnight Financing Rate on any date, then the Benchmark Replacement will replace SOFR for all purposes relating to the relevant Series of Floating Rate Notes in respect of such determination on such date and all determinations on all subsequent dates.

Compounded SOFR. "**Compounded SOFR**" means, with respect to any Series of Floating Rate Notes for which the interest rate is determined with reference to Compounded SOFR, the rate determined by the Calculation Agent in accordance with the following formula:

$$\left(\frac{SOFR\ Index_{End}}{SOFR\ Index_{Start}} - 1\right) x\ \frac{360}{d}$$

where:

"**d**" means the number of calendar days in the relevant Observation Period;

“**FRBNY’s Website**” means the website of the FRBNY at http://www.newyorkfed.org, or any successor source;

“**SOFR Index**” means, with respect to any U.S. Government Securities Business Day:

(i) the SOFR Index value as published by the FRBNY (or a successor administrator) as such index appears on the FRBNY’s Website at 3:00 p.m. (New York time) on such U.S. Government Securities Business Day (the “**SOFR Index Determination Time**”); *provided* that:

(ii) if a SOFR Index value does not so appear as specified in clause (i) above at the SOFR Index Determination Time, then: (1) if a Benchmark Transition Event and its related Benchmark Replacement Date have not occurred with respect to SOFR, then Compounded SOFR shall be the rate determined pursuant to clause (iii) below; or (2) if New York Life determines that a Benchmark Transition Event and its related Benchmark Replacement Date have occurred prior to the Reference Time with respect to any determination of SOFR on any date, then the Benchmark Replacement will replace Compounded SOFR for all purposes relating to the relevant Series of Floating Rate Notes in respect of such determination on such date and all determinations on all subsequent dates; or

(iii) if a SOFR Index $_{\text{Start}}$ or SOFR Index $_{\text{End}}$ is not published on the associated Interest Determination Date and a Benchmark Transition Event and its related Benchmark Replacement Date have not occurred with respect to SOFR, “Compounded SOFR” means, for the applicable Interest Period for which such index is not available, the rate of return on a daily compounded interest investment calculated in accordance with the formula for SOFR Averages, and definitions required for such formula, published at https://www.newyorkfed.org/markets/treasury-repo-reference-rates-information. For the purposes of this provision, references in the SOFR Averages compounding formula and related definitions to “calculation period” shall be replaced with “Observation Period” and the words “that is, 30-, 90-, or 180- calendar days” shall be removed. If the daily SOFR (“**SOFRi**”) does not so appear for any day, “i” in the Observation Period, SOFRi for such day “i” shall be SOFR published in respect of the first preceding U.S. Government Securities Business Day for which SOFR was published on the FRBNY’s Website.

“**SOFR Index $_{\text{Start}}$**” means, for periods other than the initial Interest Period, the SOFR Index value on the preceding Interest Determination Date, and, for the initial Interest Period, the SOFR Index value on the date two U.S. Government Securities Business Days preceding the Issue Date;

“**SOFR Index $_{\text{End}}$**” means the SOFR Index value on the Interest Determination Date relating to the applicable Interest Payment Date (or in the final Interest Period, relating to the Stated Maturity Date);

“**Observation Period**” means, in respect of each Interest Period, the period from, and including, the date two U.S. Government Securities Business Days preceding the first date in such Interest Period to, but excluding, the date two U.S. Government Securities Business Days preceding the Interest Payment Date for such Interest Period (or in the final Interest Period, preceding the Stated Maturity Date); and

“**U.S. Government Securities Business Day**” means any day except for a Saturday, a Sunday or a day on which the Securities Industry and Financial Markets Association recommends that the fixed income departments of its members be closed for the entire day for purposes of trading in U.S. government securities.

<u>Effect of Benchmark Transition Event</u>. For purposes of the preceding Average SONIA, Compounded SOFR, Compounded Daily SONIA (Non-Index Determination), EURIBOR and SOFR provisions:

(a) If New York Life determines that a Benchmark Transition Event and its related Benchmark Replacement Date have occurred prior to the Reference Time in respect of any determination of a floating interest rate which is a Benchmark on any date, the Benchmark Replacement will replace the relevant Benchmark for all purposes relating to the applicable series of Floating Rate Notes in respect of such determination on such date and all determinations on all subsequent dates.

(b) In connection with the implementation of a Benchmark Replacement, New York Life will have the right to make Benchmark Replacement Conforming Changes from time to time.

(c) Any determination, decision or election that may be made by New York Life pursuant to the benchmark replacement provisions described herein, including any determination with respect to tenor, rate or adjustment or of the occurrence or non-occurrence of an event, circumstance or date and any decision to take or refrain from taking any action or any selection, will be conclusive and binding absent manifest error, may be made in New York Life's sole discretion, and, notwithstanding anything to the contrary in this Offering Memorandum and any Pricing Supplement relating to the Notes; and shall become effective without consent from any other party. In connection with any such variation, New York Life shall comply with the rules of any stock exchange on which the relevant Notes are for the time being listed or admitted to trading.

In addition, New York Life may designate an entity (which may be its affiliate) to make any determination, decision or election that it has the right to make in connection with the benchmark replacement provisions set forth in this Offering Memorandum.

For the avoidance of doubt, in accordance with these benchmark replacement provisions, after a Benchmark Transition Event and its related Benchmark Replacement Date have occurred, the interest payable for each Interest Period on the applicable series of Floating Rate Notes will be an annual rate equal to the sum of the Benchmark Replacement and the Spread specified in the applicable Pricing Supplement. However, if New York Life determines that a Benchmark Transition Event and its related Benchmark Replacement Date have occurred with respect to the then-current Benchmark, but for any reason the Benchmark Replacement has not been determined as of the relevant Interest Determination Date, the interest rate for the applicable Interest Period will be equal to the interest rate for the immediately preceding Interest Period, as determined by New York Life.

"**Benchmark**" means, the relevant initial Interest Rate Basis, as specified in the relevant Pricing Supplement; *provided* that if a Benchmark Transition Event and its related Benchmark Replacement Date have occurred with respect to such initial Interest Rate Basis then "Benchmark" means the applicable Benchmark Replacement.

"**Benchmark Replacement**" means the first alternative set forth in the order below that can be determined by New York Life as of the Benchmark Replacement Date:

(i) the sum of: (a) an alternate rate of interest that has been selected or recommended by the Relevant Governmental Body as the replacement for the then-current Benchmark for the applicable Corresponding Tenor and (b) the Benchmark Replacement Adjustment; and

(ii) the sum of: (a) the ISDA Fallback Rate and (b) the Benchmark Replacement Adjustment; *provided* that

(iii) if (i) the Benchmark Replacement cannot be determined in accordance with clauses (i) through (iv) above as of the Benchmark Replacement Date or (ii) New York Life shall have determined that the ISDA Fallback Rate determined in accordance with clause (ii) above is not an industry-accepted rate of interest as a replacement for the then-current Benchmark for floating rate notes at such time, then the Benchmark Replacement shall be the sum of: (a) the alternate rate of interest that has been selected by New York Life as the replacement for the then-current Benchmark for the applicable Corresponding Tenor giving due consideration to any industry-accepted rate of interest as a replacement for the then-current Benchmark for floating rate notes at such time and (b) the Benchmark Replacement Adjustment.

"**Benchmark Replacement Adjustment**" means the first alternative set forth in the order below that can be determined by New York Life as of the Benchmark Replacement Date:

(i) the spread adjustment (which may be a positive or negative value or zero), or method for calculating or determining such spread adjustment that has been selected or recommended by the Relevant Governmental Body for the applicable Unadjusted Benchmark Replacement;

(ii) if the applicable Unadjusted Benchmark Replacement is equivalent to the ISDA Fallback Rate, then the ISDA Fallback Adjustment; and

(iii) the spread adjustment (which may be a positive or negative value or zero) that has been selected by New York Life giving due consideration to any industry-accepted spread adjustment, or method for calculating or determining such spread adjustment, for the replacement of the then-current Benchmark with the applicable Unadjusted Benchmark Replacement for floating rate notes at such time.

"**Benchmark Replacement Conforming Changes**" means, with respect to any Benchmark Replacement, any technical, administrative or operational changes (including changes to the definitions or interpretations of Interest Period, the timing and frequency of determining rates and making payments of interest, the rounding of amounts or tenors, and other administrative matters) that New York Life decides may be appropriate to reflect the adoption of such Benchmark Replacement in a manner substantially consistent with market practice (or, if New York Life decides that adoption of any portion of such market practice is not administratively feasible or if New York Life determines that no market practice for use of the Benchmark Replacement exists, in such other manner as New York Life determines is reasonably practicable).

"**Benchmark Replacement Date**" means the earliest to occur of the following events with respect to the then-current Benchmark:

(i) in the case of clause (i) or (ii) of the definition of "Benchmark Transition Event," the later of (a) the date of the public statement or publication of information referenced therein and (b) the date on which the administrator of the Benchmark permanently or indefinitely ceases to provide the Benchmark; or

(ii) in the case of clause (iii) of the definition of "Benchmark Transition Event," the date of the public statement or publication of information referenced therein.

For the avoidance of doubt, if the event giving rise to the Benchmark Replacement Date occurs on the same day as, but earlier than, the Reference Time in respect of any determination, the Benchmark Replacement Date will be deemed to have occurred prior to the Reference Time for such determination.

For the avoidance of doubt, for purposes of the definitions of Benchmark Replacement Date and Benchmark Transition Event, references to Benchmark also include any reference rate underlying such Benchmark.

"**Benchmark Transition Event**" means the occurrence of one or more of the following events with respect to the then-current Benchmark:

(i) a public statement or publication of information by or on behalf of the administrator of the Benchmark announcing that such administrator has ceased or will cease to provide the Benchmark, permanently or indefinitely, provided that, at the time of such statement or publication, there is no successor administrator that will continue to provide the Benchmark;

(ii) a public statement or publication of information by the regulatory supervisor for the administrator of the Benchmark, the central bank for the currency of the Benchmark, an insolvency official with jurisdiction over the administrator for the Benchmark, a resolution authority with jurisdiction over the administrator for the Benchmark or a court or an entity with similar insolvency or resolution authority over the administrator for the Benchmark, which states that the administrator of the Benchmark has ceased or will cease to provide the Benchmark permanently or indefinitely, provided that, at the time of such statement or publication, there is no successor administrator that will continue to provide the Benchmark; or

(iii) a public statement or publication of information by the regulatory supervisor for the administrator of the Benchmark announcing that the Benchmark is no longer representative.

"**Corresponding Tenor**" with respect to a Benchmark Replacement means a tenor (including overnight) having approximately the same length (disregarding Business Day adjustment) as the applicable tenor for the then-current Benchmark.

"**ISDA Definitions**" means the 2006 ISDA Definitions published by the International Swaps and Derivatives Association, Inc. or any successor thereto, as amended or supplemented from time to time, or any successor definitional booklet for interest rate derivatives published from time to time.

"**ISDA Fallback Adjustment**" means the spread adjustment (which may be a positive or negative value or zero) that would apply for derivatives transactions referencing the ISDA Definitions to be determined upon the occurrence of an index cessation event with respect to the Benchmark for the applicable tenor.

"**ISDA Fallback Rate**" means the rate that would apply for derivatives transactions referencing the ISDA Definitions to be effective upon the occurrence of an index cessation date with respect to the Benchmark for the applicable tenor excluding the applicable ISDA Fallback Adjustment.

"**Relevant Governmental Body**" means (i) the Bank of England, in the case of Benchmarks linked to SONIA or denominated in sterling, (ii) the European Money Markets Institute, in the case of Benchmarks linked to EURIBOR or denominated in euros, and (iii) in all other cases, the Federal Reserve Board and/or the FRBNY, or a committee officially endorsed or convened by the Federal Reserve Board and/or the FRBNY, in each case or any successor administrator thereto.

"**Unadjusted Benchmark Replacement**" means the Benchmark Replacement excluding the Benchmark Replacement Adjustment.

Treasury Rate. "**Treasury Rate**" means, with respect to any Interest Determination Date relating to a Series of Floating Rate Notes for which the interest rate is determined by reference to the Treasury Rate (a "**Treasury Rate Interest Determination Date**"), the rate from the auction held on such Treasury Rate Interest Determination Date (the "**Auction**") of direct obligations of the United States ("**Treasury Bills**") having the Index Maturity specified in the applicable Pricing Supplement under the caption "INVESTMENT RATE" on the display on Reuters (or any successor service) on page USAUCTION 10 (or any other page as may replace such page on such service) or page USAUCTION 11 (or any other page as may replace such page on such service) or, if not so published by 3:00 P.M., New York City time, on the related Calculation Date, the Bond Equivalent Yield (as hereinafter defined) of the rate for such Treasury Bills as published in H.15 Daily Update, or such other recognized electronic source used for the purpose of displaying such rate, under the caption "U.S. Government Securities/Treasury Bills/Auction High" or, if not so published by 3:00 P.M., New York City time, on the related Calculation Date, the Bond Equivalent Yield of the auction rate of such Treasury Bills as announced by the Treasury Department. In the event that the auction rate of Treasury Bills having the Index Maturity specified in the applicable Pricing Supplement is not so announced by the Treasury Department, or if no such Auction is held, then the Treasury Rate will be the Bond Equivalent Yield of the rate on such Treasury Rate Interest Determination Date of Treasury Bills having the Index Maturity specified in the applicable Pricing Supplement as published in H.15 under the caption "U.S. Government Securities/Treasury Bills/Secondary Market" or, if not yet published by 3:00 P.M., New York City time, on the related Calculation Date, the rate on such Treasury Rate Interest Determination Date of such Treasury Bills as published in H.15 Daily Update, or such other recognized electronic source used for the purpose of displaying such rate, under the caption "U.S. Government Securities/Treasury Bills/Secondary Market." If such rate is not yet published in H.15, H.15 Daily Update or another recognized electronic source, then the Treasury Rate will be calculated by the Calculation Agent and will be the Bond Equivalent Yield of the arithmetic mean of the secondary market bid rates, as of approximately 3:30 P.M., New York City time, on such Treasury Rate Interest Determination Date, of three primary United States government securities dealers (which may include the Purchasing Agents or their affiliates) selected by New York Life, for the issue of Treasury Bills with a remaining maturity closest to the Index Maturity specified in the applicable

Pricing Supplement; *provided, however,* that if the dealers so selected by New York Life are not quoting as mentioned in this sentence, the Treasury Rate determined as of such Treasury Rate Interest Determination Date will be the Treasury Rate in effect on such Treasury Rate Interest Determination Date.

"**Bond Equivalent Yield**" means a yield (expressed as a percentage) calculated in accordance with the following formula:

$$\text{Bond Equivalent Yield} = \frac{D \times N}{360 - (D \times M)} \times 100$$

where "D" refers to the applicable per annum rate for Treasury Bills quoted on a bank discount basis, "N" refers to 365 or 366, as the case may be, and "M" refers to the actual number of days in the applicable Interest Reset Period.

Discount Notes

The Issuer may issue one or more Series of Notes that have an Issue Price (as specified in the applicable Pricing Supplement) that is less than 100% of the principal amount thereof (*i.e.* par) by more than a percentage equal to the product of 0.25% and the number of full years to the Stated Maturity Date ("**Discount Notes**"). A Series of Discount Notes may not bear any interest currently or may bear interest at a rate that is below market rates at the time of issuance. The difference between the Issue Price of a Series of Discount Notes and par is referred to as the "**Discount**." In the event of redemption, repayment or acceleration of maturity of a Series of Discount Notes, the amount payable to the holders of such Discount Notes will be equal to the sum of:

- the Issue Price (increased by any accruals of Discount) and, in the event of any redemption of such Series of Discount Notes, if applicable, multiplied by the Initial Redemption Percentage (as adjusted by the Annual Redemption Percentage Reduction, if applicable); and

- any unpaid interest accrued on such Series of Discount Notes to the date of the redemption, repayment or acceleration of maturity, as the case may be.

For purposes of any Series of Discount Notes, "**Initial Redemption Percentage**" and "**Annual Redemption Percentage Reduction**" shall have the meaning as described in the applicable Pricing Supplement.

For purposes of determining the amount of Discount that has accrued as of any date on which a redemption, repayment or acceleration of maturity occurs for a Series of Discount Notes, a Discount will be accrued using a constant yield method. The constant yield will be calculated using a 30-day month, 360-day year convention, a compounding period that, except for the Initial Period (as defined below), corresponds to the shortest period between Interest Payment Dates for the applicable Series of Discount Notes (with ratable accruals within a compounding period), a coupon rate equal to the initial coupon rate applicable to the applicable Series of Discount Notes and an assumption that the maturity of such Series of Discount Notes will not be accelerated. If the period from the date of issue to the first Interest Payment Date for a Series of Discount Notes (the "**Initial Period**") is shorter than the compounding period for such Series of Discount Notes, a proportionate amount of the yield for an entire compounding period will be accrued. If the Initial Period is longer than the compounding period, then the period will be divided into a regular compounding period and a short period with the short period being treated as provided in the preceding sentence. The accrual of the applicable Discount may differ from the accrual of original issue discount for purposes of the Code, certain Series of Discount Notes may not be treated as having original issue discount within the meaning of the Code, and certain Series of Notes other than Discount Notes may be treated as issued with original issue discount for federal income tax purposes. See "Certain Tax Considerations."

Amortizing Notes

The Issuer may issue one or more Series of Notes with the amount of principal thereof and interest thereon payable in installments over their terms ("**Amortizing Notes**"). Subject to the provisions of the applicable Pricing Supplement, interest on each Series of Amortizing Notes will be computed on the basis of a 360-day year of twelve

30-day months. Payments with respect to a Series of Amortizing Notes will be applied first to interest due and payable thereon and then to the reduction of the unpaid principal amount thereof.

Covenants

Under the Indenture, the Issuer has made certain covenants regarding payment of principal, any premium and interest and any Additional Amounts, maintenance of offices or agencies, holding of trust money for Note payments, protection of the Series Collateral and delivery of an annual statement as to compliance with conditions, performance of obligations and adherence to covenants under the Indenture. Among other covenants, the Issuer has agreed that it will not, so long as any Notes of a Series are Outstanding (as defined in the Indenture):

- sell, transfer, exchange, assign, lease, convey or otherwise dispose of any of its assets generally or assets of the relevant Series of the Issuer (whenever acquired), including, without limitation, any portion of the Series Collateral securing its obligations with respect to the Notes of such Series, except as otherwise permitted by the Indenture, the relevant Series Indenture, the Trust Agreement or the relevant Series Trust Agreement;

- engage in any business or activity other than in connection with, or relating to the execution and delivery of, and the performance of its obligations under, the Trust Agreement, any Series Trust Agreement, the Indenture, any Series Indenture, the Purchase Agreement, any Terms Agreement, the Support Agreement and any Funding Agreement; the issuance and sale of any Notes pursuant to the Indenture and any Series Indenture; holding the Contribution (as defined in the Trust Agreement); and the transactions contemplated by, and the activities necessary or incidental to, any of the foregoing, except as otherwise permitted by the Indenture, any Series Indenture, the Trust Agreement, any Series Trust Agreement or any Funding Agreement;

- incur or otherwise become liable for, directly or indirectly, any debt except for the Notes or as otherwise contemplated under the Indenture, any Series Indenture, the Trust Agreement or any Series Trust Agreement;

- permit the validity or effectiveness of the Indenture, the relevant Series Indenture, or the security interest in or assignment for collateral purposes of the applicable Series Collateral to be impaired, or permit such security interest to be amended, hypothecated, subordinated, terminated or discharged; permit any person to be released from any covenants or obligations under any relevant Funding Agreement securing the Notes of any Series, except as expressly permitted by the Indenture, the relevant Series Indenture, the Trust Agreement, the relevant Series Trust Agreement or any relevant Funding Agreement; create, incur, assume, or permit any lien or other encumbrance (other than a lien with respect to the Series Collateral securing the Notes of any Series) on any of its properties or assets owned on the date of the relevant Series Indenture or thereafter acquired, or any interest therein or the proceeds thereof; or permit a lien with respect to the applicable Series Collateral not to constitute a valid first priority perfected security interest in the Series Collateral securing the Notes of such Series;

- amend, modify or fail to comply with any material provision of the Trust Agreement or the relevant Series Trust Agreement except for any amendment or modification of the Trust Agreement or the relevant Series Trust Agreement permitted thereunder or under the Indenture, or the relevant Series Indenture;

- own any subsidiary or lend or advance any funds to, or make any investment in, any person, except for the investment of any of its funds held by the Indenture Trustee, a Paying Agent or the Administrative Trustee as provided in the Indenture, any Series Indenture, the Trust Agreement or any Series Trust Agreement;

- directly or indirectly declare or pay a distribution or make any distribution or other payment to the Trust Beneficial Owner or the Series Beneficial Owner, or redeem or otherwise acquire or retire for value any debt other than the Notes; *provided* that the Issuer may:

- declare or pay a distribution or make any distribution or other payment to the Trust Beneficial Owner or the Series Beneficial Owner in compliance with the Trust Agreement or any Series Trust Agreement if the Issuer has paid or made provision for the payment of all amounts due to be paid on the Notes of such Series prior to the next scheduled payment under the relevant Funding Agreement(s); and

- pay all of its debt, liabilities, obligations and expenses, the payment of which is provided for under the Support Agreement;

- become required to register as an "investment company" under, and as such term is defined in, the Investment Company Act;

- enter into any transaction of merger or consolidation, or liquidate or dissolve itself (or, to the fullest extent permitted by law, suffer any liquidation or dissolution), or acquire by purchase or otherwise all or substantially all the business or assets of, or any stock or other evidence of beneficial ownership of, any other person, except as otherwise permitted by the Indenture, any Series Indenture, the Trust Agreement, or any Series Trust Agreement;

- take any action that would cause the Issuer, or the relevant Series of the Issuer not to be either ignored or treated as a grantor trust for United States federal income tax purposes;

- issue any Notes unless:

  - the Issuer has purchased or will simultaneously purchase one or more Funding Agreements from New York Life;

  - New York Life has affirmed in writing to the Issuer that it has made, or will simultaneously make, changes to its books and records to reflect the grant by the Issuer of a security interest in, and an assignment for collateral purposes by the Issuer of, the relevant Funding Agreement by the Issuer to the Indenture Trustee in accordance with the terms of such Funding Agreement; and

  - the Issuer has taken or will simultaneously take such other steps as may be necessary to cause the Indenture Trustee's security interest in, or assignment to the Indenture Trustee for collateral purposes of, the relevant Series Collateral to be perfected for purposes of the UCC (as defined below), subject to no prior lien, encumbrance or claim or effective against the Issuer's creditors and subsequent purchasers of such Series Collateral pursuant to insurance or other state laws;

- make any deduction or withholding from the principal of, or any premium or interest on, the Notes of any Series (other than amounts that may be required to be withheld or deducted from such payments under the Code or any other applicable tax law, including without limitation by reason of the treatment of the Notes for U.S. income tax purposes as representing an interest in the Issuer) by reason of the payment of any taxes levied or assessed upon any portion of any relevant Series Collateral except to the extent specified in the Indenture, the applicable Series Indenture or the applicable Pricing Supplement;

- have any employees or agents other than the Administrative Trustee or any other persons necessary to conduct its business and enter into transactions contemplated under the Indenture, any Series Indenture, the Trust Agreement, any Series Trust Agreement, the Purchase Agreement, any Terms Agreement, the Support Agreement or any Funding Agreement;

- have an interest in any bank account other than:

  - the accounts required under or permitted by the Indenture, any Series Indenture, the Trust Agreement, any Series Trust Agreement, the Purchase Agreement, any Terms Agreement or any Funding Agreement; and

    - other accounts expressly permitted by the Indenture Trustee; provided that any such further accounts or such interest of the Series of the Issuer therein shall be charged or otherwise secured in favor of the Indenture Trustee on terms acceptable to the Indenture Trustee;

- permit any affiliate, employee or officer of New York Life or any Purchasing Agent to be a trustee of the Issuer; or

- commingle the assets of any Series of the Issuer with its assets generally, any assets of any other Series of the Issuer or any assets of any of the Issuer's affiliates, or guarantee any obligation of any of the Issuer's affiliates.

"**UCC**" means, with respect to any applicable jurisdiction, the Uniform Commercial Code as in effect from time to time in the applicable jurisdiction.

Events of Default

Each of the following events which shall have occurred and be continuing will be an "**Event of Default**" under the Notes of a particular Series (whatever the reason for such Event of Default and whether it shall be voluntary or involuntary or be effected by operation of law or pursuant to any judgment, decree or order of any court or any order, rule or regulation of any administrative or governmental body):

- default in the payment when due and payable of the principal of, or any premium on, any Note of such Series and continuance of such default for a period of three Business Days;

- default in the payment when due and payable of any interest on, or any Additional Amounts with respect to, any Note of such Series and continuance of such default for a period of five Business Days;

- any "Event of Default," as such term is defined in any Funding Agreement securing the Notes of such Series, by New York Life under such Funding Agreement;

- failure by the Issuer to observe or perform any covenant contained in the Notes of such Series, in the Indenture or in the applicable Series Indenture (other than a covenant, default in performance, or a breach, of which is specifically addressed elsewhere in this section) for a period of 30 days (or such other time period as specifically set forth in the Indenture or an applicable Note Certificate or Series Indenture) after the date on which written notice specifying such failure, stating that such notice is a "Notice of Default" thereunder and demanding that the Issuer remedy the same, shall have been given by registered or certified mail, return receipt requested, to the Issuer by the Indenture Trustee, or to the Issuer and the Indenture Trustee by the holder or holders of at least 25% of the aggregate principal amount of the Notes of all Series affected thereby at the time Outstanding;

- the Indenture or the applicable Series Indenture for any reason shall cease to be in full force and effect or shall be declared null and void, or the Indenture Trustee shall fail to have or maintain a validly created and first priority perfected security interest (or the equivalent thereof) in the Series Collateral required to secure the Notes of such Series, except as expressly permitted by the Indenture or the applicable Series Indenture; or any person shall successfully claim, as finally determined by a court of competent jurisdiction, that any lien for the benefit of the holder or holders of the Notes of such Series and any other person for whose benefit the Indenture Trustee is or will be holding the applicable Series Collateral is void, junior to any other lien or that the enforcement thereof is materially limited because of any preference, fraudulent transfer, conveyance or similar law;

- an involuntary case or other proceeding shall be commenced against the Issuer seeking liquidation, reorganization or other relief with respect to the Issuer or its debts under any bankruptcy, insolvency, reorganization or other similar law now or hereafter in effect or seeking the appointment of a trustee, receiver, liquidator, custodian or other similar official of the Issuer or any substantial part of its property, and such involuntary case or other proceeding shall remain undismissed and unstayed for a period of

60 days; or an order for relief shall be entered against the Issuer under the federal bankruptcy laws as now or hereafter in effect;

- the Issuer shall commence a voluntary case or other proceeding seeking liquidation, reorganization or other relief with respect to itself or its debts under any bankruptcy, insolvency, reorganization or other similar law now or hereafter in effect or seeking the appointment of a trustee, receiver, liquidator, custodian or other similar official of it or any substantial part of its property, or shall consent to any such relief or to the appointment of or taking possession by any such official in an involuntary case or other proceeding commenced against it, or shall make a general assignment for the benefit of creditors, or shall fail generally to pay its debts as they become due, shall admit in writing any of the foregoing, or shall take any trust action to authorize any of the foregoing; or

- any other Event of Default provided in any supplemental indenture or the applicable Series Indenture.

Without limiting the foregoing, neither the adoption of a plan of reorganization nor the implementation of such a plan pursuant to Article 73 of the New York Insurance Law (or any successor provision) by New York Life shall constitute an Event of Default.

If one or more Events of Default shall have occurred and be continuing with respect to the Notes of such Series, then, and in every such event, unless the principal of all of the Notes of such Series shall have already become due and payable, either the Indenture Trustee or the holder or holders of not less than 25% of the aggregate principal amount of the Notes of such Series then Outstanding (each such Series voting as a separate class) by notice in writing to the Issuer (and to the Indenture Trustee if given by such holder or holders), may declare the entire principal and premium (if any) of all the Notes of such Series and any interest accrued thereon and any Additional Amounts due and owing, and any other amounts payable with respect thereto, to be due and payable immediately, and upon any such declaration the same shall become immediately due and payable; *provided* that, if any Event of Default specified in the sixth or seventh bullets above occurs with respect to the Issuer, or if any Event of Default specified in the third bullet above that would cause any Funding Agreement securing the Notes of a Series to become automatically and immediately due and payable occurs with respect to New York Life, then without any notice to the Issuer (or the Indenture Trustee) or any other act by the Indenture Trustee or any holder of any Notes of such Series, the entire principal and premium (if any) of all the Notes of such Series and any interest accrued thereon and any Additional Amounts due and owing, and any other amounts payable with respect thereto, shall become immediately due and payable without presentment, demand, protest or other notice of any kind, all of which are waived by the Issuer under the Indenture; and *provided further* that, if any Event of Default specified in the third or fifth bullets above shall have occurred and be continuing with respect to all Series of Notes then Outstanding, either the Indenture Trustee or the holder or holders of not less than 25% of the aggregate principal amount of the Notes of all Series then Outstanding (treated as a single class) by notice in writing to the Issuer (and to the Indenture Trustee if given by such holder or holders), may declare the entire principal and premium (if any) of all the Notes of all Series, any interest accrued thereon and any Additional Amounts due and owing, and any other amounts payable with respect thereto to be due and payable immediately, and upon any such declaration the same shall become immediately due and payable.

Notwithstanding the preceding paragraph, if at any time after the principal and premium (if any) of the Notes of such Series, any interest accrued and any Additional Amounts due and owing and any other amounts payable with respect thereto (or all the Notes of all Series if the second proviso of the preceding paragraph is applicable) shall have been so declared due and payable and before any judgment or decree for the payment of the funds due shall have been obtained or entered as hereinafter provided, the Issuer shall pay or shall deposit with the Indenture Trustee a sum sufficient to pay all due and payable interest on, any Additional Amounts due and owing, and any other amounts payable with respect thereto, on all the Notes of such Series (or all the Notes of all Series if the second proviso of the preceding paragraph is applicable) and the principal and premium (if any) of any and all Notes of such Series (or all the Notes of all Series if the second proviso of the preceding paragraph is applicable) which shall have become due and payable otherwise than by acceleration pursuant to the preceding paragraph (with interest on such principal and, to the extent that payment of such interest is enforceable under applicable law, on any overdue interest and any other amounts payable on the Notes, at the same rate as the rate of interest specified in the Note Certificates representing the Notes of such Series (or all the Notes of all Series if the second proviso of the preceding paragraph is applicable) to the date of such payment or deposit) and such amount as shall be sufficient to cover reasonable compensation to the Indenture Trustee and each predecessor Indenture Trustee, their respective agents, attorneys and counsel, and all other expenses and liabilities incurred, and all advances made, by the Indenture Trustee and each predecessor Indenture Trustee except as a result of negligence or bad faith, and if any and all Events of Default under the Indenture or any applicable Series Indenture, other than the non-payment of the principal of, and any premium on, the Notes of such Series (or all the Notes of all Series if the second proviso of the preceding paragraph is applicable) which shall have become due by acceleration, shall have been cured, waived or otherwise remedied as provided herein, then and in every such case the holder or holders of a majority of the aggregate principal amount of the Notes of such Series then Outstanding (or all the Notes of all Series, all voting as a single class, if the second proviso of the preceding paragraph is applicable) by written notice to the Issuer and to the Indenture Trustee, may waive all defaults and rescind and annul such declaration and its consequences, but no such waiver or rescission and annulment shall extend to or shall affect any subsequent default or shall impair any right consequent thereon.

Any funds collected by the Indenture Trustee following an Event of Default, and any funds that may then be held or thereafter received by the Indenture Trustee as security with respect to the Notes of any Series will be applied first to the payment of Priority Payments before any payment of the amounts then due and unpaid on the Notes of such Series. See "Risk Factors—Risk Factors Relating to the Notes—Following an Event of Default Under the Relevant Series of Notes, Payment of Certain Expenses Will Precede Payments Under the Relevant Series of Notes."

Certain Rights of Holders

Except as otherwise described below, the holder or holders of a majority of the aggregate principal amount of the Notes of any Series at the time Outstanding (with each Series voting as a separate class) shall have the right to direct the time, method, and place of conducting any proceeding for any remedy available to the Indenture Trustee, or exercising any trust or power conferred on the Indenture Trustee by the Indenture or the applicable Series Indenture, *provided* that:

- such direction shall not be otherwise than in accordance with applicable law and the provisions of the Indenture or the applicable Series Indenture; and

- subject to the applicable provisions of the Indenture, the Indenture Trustee shall have the right to decline to follow any such direction if the Indenture Trustee, being advised by counsel, shall determine that the action or proceeding so directed may not lawfully be taken or if the Indenture Trustee in good faith by its board of directors, the executive committee, or a trust committee of directors or responsible officers of the Indenture Trustee shall determine that the action or proceedings so directed would involve the Indenture Trustee in personal liability or if the Indenture Trustee in good faith shall so determine that the actions or forbearances specified in or pursuant to such direction shall be unduly prejudicial to the interests of any holder of any Note of a Series so affected not joining in the giving of such direction, it being understood that subject to the applicable provisions of the Indenture, the Indenture Trustee shall have no duty to ascertain whether or not such actions or forbearances are unduly prejudicial to such holder.

Nothing in the Indenture or any Series Indenture shall impair the right of the Indenture Trustee in its discretion to take any action deemed proper by the Indenture Trustee and which is not inconsistent with such direction by the holder or holders of Notes.

No holder of the Notes of a Series shall have any right by virtue or by availing of any provision of the Indenture or applicable Series Indenture, to institute any action or proceeding at law or equity or in bankruptcy or otherwise, upon or under or with respect to the Indenture, the applicable Series Indenture or any agreement or instrument included in the applicable Series Collateral or for the appointment of a trustee, receiver, liquidator, custodian or other similar official or for any other remedy under the Indenture, unless:

- such holder has previously given written notice to the Indenture Trustee of a continuing Event of Default with respect to such Series of Notes;

- the holder or holders of Notes representing not less than 25% of the aggregate principal amount of the Notes of such Series then Outstanding shall have made written request to the Indenture Trustee to institute proceedings in respect of such Event of Default in its own name as the Indenture Trustee;

- such holder or holders have offered to the Indenture Trustee indemnity or security satisfactory to it against the costs, expenses and liabilities to be incurred in compliance with such request;

- the Indenture Trustee for 60 days after its receipt of such notice, request and offer of indemnity has failed to institute any such proceeding; and

- no direction inconsistent with such written request has been given to the Indenture Trustee during such 60-day period by the holder or holders of Notes representing at least 66⅔% of the aggregate principal amount of the Outstanding Notes of such Series;

it being understood and intended that no holder or holders of Notes of such Series shall have any right in any manner whatever by virtue of, or by availing of, any provision of the Indenture or the applicable Series Indenture to affect, disturb or prejudice the rights of any other holder of any Note of such Series or to obtain or to seek to obtain priority or preference over any other holder of the relevant Series to enforce any right under the Indenture or the applicable Series Indenture, except in the manner provided in the Indenture or the applicable Series Indenture and for the equal and ratable benefit of all the holders of the Notes of the relevant Series.

Application of Funds Collected Under the Indenture

Any funds collected by the Indenture Trustee upon the occurrence and during the continuation of an Event of Default under the Indenture and the applicable Series Indenture will be applied in the following order at the date or dates fixed by the Indenture Trustee and, in case of the distribution of such funds on account of principal, any premium and interest, and any Additional Amounts, upon presentation of the Note Certificate or Note Certificates representing the Notes of such Series or the applicable coupons and the notation thereon of the payment if only partially paid or upon the surrender thereof if fully paid:

- *first*: to the payment of costs and expenses, including reasonable compensation to the Indenture Trustee, each Agent and each predecessor Indenture Trustee and their respective agents and attorneys and of all expenses and liabilities incurred, and all advances made, by the Indenture Trustee and each predecessor Indenture Trustee except those adjudicated in a court of competent jurisdiction to be the result of any such Indenture Trustee's negligence or bad faith, in an aggregate amount of no more than $500,000 for all Series of Notes Outstanding;

- *second*: to the payment of principal, any premium and interest, any Additional Amounts and any other amounts then due and owing on the Notes of such Series, ratably, without preference or priority of any kind, according to the aggregate principal amounts due and payable on such Notes;

- *third*: to the payment of any other Obligations then due and owing with respect to such Series of Notes, ratably, without preference or priority of any kind; and

- *fourth*: to the payment of any remaining balance to the Issuer for distribution by the Administrative Trustee in accordance with the Trust Agreement and the applicable Series Trust Agreement.

If no Event of Default has occurred and is continuing, any funds collected by the Indenture Trustee under the Indenture and the applicable Series Indenture in respect of the Notes of a Series shall be applied in the following order at the date or dates fixed by the Indenture Trustee and, in case of the distribution of such funds on account of principal, any premium and interest, and any Additional Amounts, upon presentation of the Note Certificate or Note Certificates representing the Notes of such Series or the applicable coupons and the notation thereon of the payment if only partially paid or upon the surrender thereof if fully paid:

- *first*: to the payment of principal, any premium and interest, any Additional Amounts, and any other amounts then due and owing on the Notes of such Series, ratably, without preference or priority of any kind, according to the aggregate principal amounts due and payable on such Notes;

- *second*: to the payment of any other Obligations then due and owing with respect to such Series of Notes, ratably, without preference or priority of any kind; and

- *third*: to the payment of any remaining balance to the Issuer for distribution by the Administrative Trustee in accordance with the Trust Agreement and the applicable Series Trust Agreement.

The Indenture Trustee may make distributions in cash or in kind or, on a ratable basis, in any combination thereof.

Modifications and Amendments of the Indenture

Modifications and Amendments Without Consent of Holders

The Issuer and the Indenture Trustee may from time to time and at any time enter into an indenture or indentures supplemental to the Indenture, or the Indenture together with the applicable Series Indenture, for one or more of the following purposes without the consent of any holders:

- for the Issuer to convey, transfer, assign, mortgage or pledge to the Indenture Trustee as security for the Notes of one or more Series any property or assets;

- to add to covenants of the Issuer such further covenants, restrictions, conditions or provisions as the Issuer and the Indenture Trustee shall consider to be for the protection of each holder, and to make the occurrence, or the occurrence and continuance, of a default in any such additional covenants, restrictions, conditions or provisions an Event of Default permitting the enforcement of all or any of the several remedies provided in the Indenture or the applicable Series Indenture; provided, that, in respect of any such additional covenant, restriction, condition or provision such supplemental indenture may provide for a particular period of grace after default (which period may be shorter or longer than that allowed in the case of other defaults) or may provide for an immediate enforcement upon such an Event of Default or may limit the remedies available to the Indenture Trustee upon such an Event of Default or may limit the right of the holder or holders of a majority of the aggregate principal amount of the Notes of such Series to waive such an Event of Default;

- to cure any ambiguity or to correct or supplement any provision contained in the Indenture, any supplemental indenture, any applicable Series Indenture or any Note Certificate which may be defective or inconsistent with any other provision contained in the Indenture, any supplemental indenture, any applicable Series Indenture or any Note Certificate; or to make such other provisions in regard to matters or questions arising under the Indenture, any supplemental indenture, any applicable Series Indenture or any Note Certificate as the Issuer and the Indenture Trustee may deem necessary or desirable and which shall not adversely affect the interests of the holders of the Notes in any material respect;

- to add additional Events of Default;

- to evidence and provide for the acceptance of appointment under the Indenture by a successor trustee with respect to the Notes of one or more Series and to add to or change any of the provisions of the Indenture and any Series Indenture as shall be necessary to provide for or facilitate the administration of the trusts under the Indenture and any Series Indenture by more than one trustee pursuant to the applicable requirements of the Indenture;

- to change or eliminate any of the provisions of the Indenture; provided, however, that any such change or elimination shall become effective only when there is no Note Outstanding of any Series created prior to the execution of such supplemental indenture which is entitled to the benefit of or bound by such provisions; or

- to effect any amendment or alteration of the terms of a Floating Rate Note contemplated under the Benchmark Replacement Provision described under "—Pricing Options—Floating Rate Notes," including an amendment of the amount of interest due on such Floating Rate Note.

Modifications and Amendments With Consent of Holders

With the consent of the holder or holders of not less than 66⅔% in aggregate principal amount of the Notes at the time Outstanding of all Series affected by such supplemental indenture (voting as a single class), the Issuer and the Indenture Trustee may, from time to time and at any time, enter into a supplemental indenture for the purpose of adding any provisions to or changing in any manner or eliminating any of the provisions of the Indenture, any supplemental indenture, any Series Indenture or any Note Certificate or of modifying in any manner the rights of the holders of Notes of each such Series; *provided*, that no such supplemental indenture shall:

- change the applicable Stated Maturity Date or reduce the principal thereof, or reduce the rate or extend the time of payment of interest or any amount payable thereon, or impair or affect the right of any holder of Notes to institute suit for the payment thereof without the consent of the holder of each Note so affected or modify any redemption or repayment provisions applicable to such Series of Notes;

- reduce the aforesaid percentage of Notes of any Series, the consent of which is required for any such supplemental indenture, without the consent of the holder of each Note so affected;

- permit the creation of any lien ranking prior to or on a parity with the lien of the Indenture or the applicable Series Indenture with respect to any part of the applicable Series Collateral or terminate the lien of the Indenture and the applicable Series Indenture on any of the applicable Series Collateral or deprive the holder of any Note of such Series of the applicable Security Interest; or

- modify or alter the provisions of the definition of the term "Outstanding."

Indenture Trustee

Under the Indenture and each Series Indenture, if an Event of Default with respect to any Series of Notes has occurred and is continuing, the Indenture Trustee is obligated to exercise such of the rights and powers vested in it by the Indenture and the applicable Series Indenture, and to use the same degree of care and skill in its exercise, as a prudent person would exercise or use under the circumstances in the conduct of his or her own affairs.

Except if an Event of Default with respect to the Notes of any Series has occurred and is continuing (and has not been cured or waived), the Indenture Trustee has undertaken to perform such duties and only such duties with respect to such Series of Notes as are specifically set forth in the Indenture and the applicable Series Indenture. No implied covenants or obligations shall be read into the Indenture or the applicable Series Indenture against the Indenture Trustee.

No provision of the Indenture or any Series Indenture shall be construed to relieve the Indenture Trustee from liability for its own negligent action, its own negligent failure to act or its willful misconduct, except that:

- this paragraph shall not be construed to limit the effect of the immediately preceding paragraph;

- in the absence of bad faith on its part, the Indenture Trustee may conclusively rely, as to the truth of the statements and the correctness of the opinions expressed therein, upon certificates or opinions furnished to the Indenture Trustee and conforming to the requirements of the Indenture and the applicable Series Indenture, but in the case of any such certificates or opinions which by any provision of the Indenture are specifically required to be furnished to the Indenture Trustee, the Indenture Trustee shall be under a duty to examine the same to determine whether or not they conform to the requirements of the Indenture (but need not confirm or investigate the accuracy of mathematical calculations or other facts stated therein);

- the Indenture Trustee shall not be liable for any error of judgment made in good faith by any responsible officer of the Indenture Trustee, unless it shall be proved that the Indenture Trustee was negligent in ascertaining the pertinent facts;

- the Indenture Trustee shall not be liable with respect to any action taken or omitted to be taken by it in good faith in accordance with the direction of the holder or holders of not less than a majority of the aggregate principal amount of the Outstanding Notes of any affected Series relating to the time, method and place of conducting any proceeding for any remedy available to the Indenture Trustee, or exercising any trust or power conferred upon the Indenture Trustee, under the Indenture or the applicable Series Indenture with respect to the Notes of such Series;

- no provision of the Indenture or any Series Indenture shall require the Indenture Trustee to expend or risk its own funds or otherwise incur any financial liability in the performance of any of its duties under the Indenture, or in the exercise of any of its rights or powers, if it shall have reasonable grounds for believing that repayment of such funds or adequate indemnity against such liability is not reasonably assured to it; and

- the Indenture Trustee shall not be liable for the acts or omissions of its delegates, custodians, nominees, agents or attorneys appointed by it without negligence and in good faith; provided, however, that the foregoing shall not be construed to relieve the Indenture Trustee from liability hereunder for its own actions or omissions in serving as an Agent, if and to the extent it shall also serve as an Agent.

The Indenture Trustee may resign at any time with respect to one or more or all Series of Notes by giving not less than 90 days' prior written notice (which may be given in a supplemental indenture) thereof to the Issuer and to the holders of such Notes as provided in the Indenture and each applicable Series Indenture. Upon receiving such notice of resignation, the Issuer shall promptly cause a successor indenture trustee with respect to the applicable Series to be appointed by written instrument in duplicate, executed by the Issuer, one copy of which instrument shall be delivered to the resigning Indenture Trustee and one copy to the successor indenture trustee of such Series. If no successor indenture trustee shall have been so appointed with respect to any Series and have accepted appointment within 30 days after the giving of such notice of resignation, the resigning Indenture Trustee may petition any court of competent jurisdiction for the appointment of a successor indenture trustee. Such court may thereupon, after such notice, if any, as it may deem proper and prescribe, appoint a successor indenture trustee.

If at any time:

- the Indenture Trustee shall cease to be eligible to serve as Indenture Trustee under the requirements of the Indenture or the applicable Series Indenture and shall fail to resign with respect to the Notes of each applicable Series pursuant to the applicable provisions of the Indenture or after written request by the Issuer or any holder of Notes, or

- the Indenture Trustee shall become incapable of acting with respect to the Notes of the applicable Series of Notes or shall be adjudged as bankrupt or insolvent, or a receiver or liquidator of the Indenture Trustee or of its property shall be appointed, or any public officer shall take charge or control of the Indenture Trustee or of its property or affairs for the purpose of rehabilitation, conservation or liquidation,

then, in any such case, except during the existence of an Event of Default, the Issuer may remove the Indenture Trustee with respect to the applicable Series and appoint a successor indenture trustee with respect to the applicable Series of Notes by written instrument, in duplicate, one copy of which instrument shall be delivered to the Indenture Trustee so removed and one copy to the successor indenture trustee. If an instrument of acceptance by a successor indenture trustee shall not have been delivered to the Indenture Trustee within 30 days after the giving of such notice of removal, the Indenture Trustee being removed may petition, at the expense of the Issuer, any court of competent jurisdiction for the appointment of a successor indenture trustee with respect to the Notes.

In addition to the right of petition given to the resigning Indenture Trustee and the right of removal given to the Issuer pursuant to the two preceding paragraphs, any holder who has been a holder of Notes for at least six months may, on behalf of itself and all others similarly situated, petition any court of competent jurisdiction for the appointment of a successor indenture trustee or the removal of the Indenture Trustee and the appointment of a successor indenture trustee, as the case may be. Such court may thereupon, after such notice, if any, as it may deem proper, appoint a successor indenture trustee or remove the Indenture Trustee and appoint a successor indenture trustee, as the case may be.

The holder or holders of a majority of the aggregate principal amount of the Notes of each Series at the time Outstanding may at any time remove the Indenture Trustee with respect to the Notes of such Series and appoint a successor indenture trustee with respect to the Notes of such Series by delivering to the Indenture Trustee so removed, to the successor indenture trustee so appointed and to the Issuer the evidence required for such action by the Indenture and the applicable Series Indenture.

Any resignation or removal of the Indenture Trustee with respect to any Series and any appointment of a successor indenture trustee with respect to such Series shall become effective upon acceptance of appointment by the successor indenture trustee all in accordance with the applicable provisions of the Indenture.

The Issuer shall advise all rating agencies that are then rating the program or the Notes of any Series of any change in the identity of the Indenture Trustee.

Meetings of Holders

A meeting of holders of Notes of any Series may be called at any time and from time to time pursuant to the Indenture and any applicable Note Certificate or Series Indenture to make, give or take any request, demand, authorization, direction, notice, consent, waiver or other action provided by the Indenture or the applicable Series Indenture to be made, given or taken by such holders of Notes of such Series.

Unless otherwise provided in a Note Certificate representing the Notes of a particular Series or the applicable Series Indenture, the Indenture Trustee may at any time call a meeting of holders of Notes of any Series for any purpose specified in the preceding paragraph, to be held at such time and at such place in the City of New York or the city in which the Corporate Trust Office is located, or if Notes of such Series shall have been issued as Bearer Notes, in London or such other place outside the United States, as the Indenture Trustee shall determine. Notice of every meeting of such holders of Notes of any Series, setting forth the time and the place of such meeting and in general terms the action proposed to be taken at such meeting, must be given not less than 21 nor more than 180 days prior to the date fixed for the meeting.

Any resolution passed or decision taken at any meeting of holders of Notes of a Series duly held in accordance with the Indenture and the applicable Series Indenture will be binding on all of the holders of Notes of such Series, and any coupons or talons appertaining thereto, whether or not such holders were present or represented at the meeting.

Non-Recourse Enforcement

Notwithstanding anything to the contrary contained in the Indenture, any supplemental indenture, any Series Indenture, any Pricing Supplement or any Note Certificate, other than as described below, none of New York Life or any of its officers, directors, affiliates, employees or agents or any of the Administrative Trustee, the Trust Beneficial Owner, the Series Beneficial Owner or any Purchasing Agent, or any of their respective officers, directors, affiliates, employees or agents (the "**Non-Recourse Parties**"), will be personally liable for the payment of any principal, premium, interest, Additional Amounts, or any other amounts at any time owing under the terms of any Notes. If any Event of Default shall occur with respect to any Notes of any Series, the right of the holder or holders of Notes of such Series and the Indenture Trustee on behalf of such holder or holders, in connection with a claim on the Notes of such Series shall be limited solely to a proceeding against the relevant Series Collateral.

Neither such holder or holders nor the Indenture Trustee on behalf of such holder or holders will have the right to proceed against the Non-Recourse Parties or the assets of any other Series of the Issuer to enforce the Notes (except that to the extent they exercise their rights, if any, to seize the relevant Funding Agreement(s), they may enforce the relevant Funding Agreement(s) against New York Life) or for any deficiency judgment remaining after foreclosure of any property included in the relevant Series Collateral.

Nothing contained in this section "—Non-Recourse Enforcement" shall in any manner or way constitute or be deemed a release of the debt or other obligations evidenced by the Notes of any Series or otherwise affect or impair the enforceability against the assets of the relevant Series of the Issuer of the liens, assignments, rights and Security Interests created by or pursuant to the Indenture, the applicable Series Indenture, the relevant Series Collateral or any other instrument or agreement evidencing, securing or relating to the indebtedness or the obligations evidenced by the Notes of a Series. Nothing in this section "—Non-Recourse Enforcement" shall preclude the holders from foreclosing upon any property included in the relevant Series Collateral or any other rights or remedies in law or in equity against the assets of the Issuer with respect to the relevant Series of the Issuer.

Holders may not seek to enforce rights with respect to any Notes (i) by commencing any recovery or enforcement proceedings against the Issuer generally or with respect to the relevant Series of the Issuer, (ii) by applying to wind up the Issuer, (iii) otherwise than through the Indenture Trustee in exercise of powers, appointing a receiver or administrative trustee to the Issuer or any of the assets of the Issuer generally or with respect to the relevant Series of the Issuer, (iv) by making any statutory demand upon the Issuer generally or with respect to the relevant Series of the Issuer under applicable law, or (v) in any other manner except as may be provided in the Indenture, and any applicable Note Certificate or Series Indenture.

Notices

All notices regarding Registered Notes of a Series will be mailed to the registered holders thereof as their names appear in the applicable Note Register maintained by the Registrar.

All notices shall be deemed to have been given upon (i) in the case of Registered Holders, the mailing by first class mail, postage prepaid, of such notices to each Registered Holder entitled thereto at such Registered Holder's registered address as recorded in the applicable Note Register and publication in a leading daily newspaper having general circulation in Ireland (which is expected to be the *Irish Times*), (ii) in the case of holders of Bearer Notes, publication in a leading daily newspaper having general circulation in London (which is expected to be the *Financial Times*), and (iii)(a) so long as the Notes of a Series are admitted to the Official List and trading on the GEM, publication of such notice to each holder of the Notes of such Series in the English language on the website of Euronext Dublin at www.euronext.com via the Companies Announcement Service or (b) so long as the Notes of a Series are listed on a securities exchange other than Euronext Dublin or if the publication required in (iii)(a) is not practicable, in one other leading English language daily newspaper with general circulation in Europe and in the Principal Financial Center with the greatest nexus to such other securities exchange, if such Series is so listed.

Until such time as any Definitive Bearer Notes are issued, there may, so long as Temporary Global Bearer Notes or Permanent Global Bearer Notes are held in their entirety on behalf of the applicable clearing corporation, be substituted for such publication in such newspaper, the delivery of the relevant notice to the applicable clearing corporation for communication by it to the beneficial owners of interests in the Temporary Global Bearer Notes and Permanent Global Bearer Notes; *provided, however*, that, such publication will nevertheless be made as described in the immediately preceding paragraph in respect of Bearer Notes listed on Euronext Dublin or other applicable securities exchange. Any such notice shall be deemed to have been given to the beneficial owners of interests in the Temporary Global Bearer Notes and Permanent Global Bearer Notes on the seventh day after the day on which said notice was given to the applicable clearing corporation.

Neither the failure to give notice, nor any defect in any notice given, to any particular holder of a Note will affect the sufficiency of any notice with respect to any other holder of any Note.

Any such notice may be waived in writing by the person entitled to receive such notice, either before or after the event, and such waiver shall be the equivalent of such notice. Waivers of notice by holders of Notes of a Series shall be filed with the Indenture Trustee, but such filing shall not be a condition precedent to the validity of any action taken in reliance upon such waiver.

Governing Law; Submission to Jurisdiction

Pursuant to Section 5-1401 of the General Obligations Law of the State of New York, the Indenture, each Series Indenture and the Notes of each Series shall be governed by, and construed in accordance with, the laws of the State of New York, except as required by mandatory provisions of law and except to the extent that the validity or perfection of the ownership of, and the security interest in, each applicable Funding Agreement constituting an asset of the relevant Series of the Issuer or remedies under the Indenture or the applicable Series Indenture in respect thereof may be governed by the laws of a jurisdiction other than the State of New York.

All judicial proceedings brought against the Issuer or the Indenture Trustee arising out of or relating to the Indenture, any Series Indenture, any Note or any assets of the Issuer generally or the applicable Series of the Issuer may be brought in a United States Federal court located in the City of New York, the Borough of Manhattan; *provided* that the Pricing Supplement for any Series of Notes may specify other jurisdictions as to which the Issuer and the Indenture Trustee may consent to the nonexclusive jurisdiction of its courts with respect to such Series of Notes. Under the terms of the Indenture and each relevant Series Indenture, the Issuer and the Indenture Trustee will each accept generally and unconditionally the nonexclusive jurisdiction of such court, waive any defense of *forum non conveniens* and irrevocably agree to be bound by any judgment rendered thereby in connection with the Indenture, the applicable relevant Series Indenture, any Note or any portion of the relevant Series Collateral.

DESCRIPTION OF CERTAIN TERMS AND CONDITIONS OF THE FUNDING AGREEMENTS

This section provides an overview of certain terms and conditions of the Funding Agreements. This overview is not complete and investors should read the detailed provisions of the Funding Agreements. Capitalized terms used in this overview have the same meanings as those used in the Funding Agreements unless the context otherwise requires.

General

Funding Agreements are unsecured obligations of New York Life. In connection with each Series of Notes, the Issuer will purchase from New York Life and will take delivery from New York Life, one or more Funding Agreements, as specified in each applicable Pricing Supplement. In connection with the offering and sale of a Series of Notes, the Issuer will pledge, collaterally assign and grant a security interest in the applicable Series Collateral, including each applicable Funding Agreement, to the Indenture Trustee as collateral to secure the Issuer's obligations under the applicable Series of Notes.

Insolvency of New York Life

In the event of New York Life's insolvency, Funding Agreements will be subject to the provisions of the Liquidation Act, which establish the priority of distributions from the estate of an insolvent New York life insurance company. Willkie Farr & Gallagher LLP, special counsel for New York Life, has opined that in any rehabilitation, liquidation, conservation, dissolution or reorganization relating to New York Life, under New York law as in effect on the date of this Offering Memorandum, the claims under each Funding Agreement with respect to (i) payments of principal and interest would be accorded a priority equal to that of policyholders of New York Life (*i.e.* would rank *pari passu* with the claims of policyholders of New York Life) and superior to the claims of general creditors of New York Life and (ii) payments of Additional Amounts (as defined herein) would rank *pari passu* with the claims of general creditors of New York Life.

Such opinion of counsel is based upon certain facts, assumptions and qualifications (as set forth therein), is only an opinion and does not constitute a guarantee, and is not binding upon any court, including without limitation a court presiding over any rehabilitation, liquidation, conservation, dissolution or reorganization of New York Life under the Liquidation Act. The obligations of New York Life under the Funding Agreements are not guaranteed by any other persons, including, but not limited to, any of its subsidiaries or affiliates.

Payments

The terms of each Funding Agreement securing the obligations of the Issuer under a Series of Notes will be structured so that New York Life will be obligated to make payments at such times and in such amounts as shall permit the Issuer to meet its scheduled obligations with respect to payments of interest, premium, if any, principal and any other amounts due under the applicable Series of Notes.

Payments of Additional Amounts

Subject to the provisions of the applicable Pricing Supplement, under each Funding Agreement, New York Life will agree to pay Additional Amounts to the Issuer to compensate for any withholding or deduction for or on account of any present or future taxes, duties, levies, assessments or other governmental charges of whatever nature imposed or levied on behalf of any governmental authority in the United States having the power to tax, unless such withholding or deduction is required by law. If any such withholding or deduction is required or if any such withholding or deduction is required under the related Notes, then New York Life will pay such Additional Amounts so that the net amount received by the Holder of the Funding Agreement or the holder of such Notes will equal the amount that would have been received under the Funding Agreement and the related Notes had no such deduction or withholding been required; *provided* that New York Life shall not be required to make any payment of any Additional Amount for or on account of:

(i) any tax, duty, levy, assessment or other governmental charge imposed which would not have been imposed but for the existence of (a) any present or former connection between the Holder of the Funding Agreement or the holder or beneficial owner of any Notes ("**Noteholder**") and the United States, including, without limitation, being or having been a citizen or resident thereof, or having been present, having been incorporated in, having engaged in a trade or business therein, or having (or having had) a permanent establishment or principal office therein, (b) such Holder's or Noteholder's status as a controlled foreign corporation for United States federal income tax purposes within the meaning of Section 957(a) of the Code related within the meaning of Section 864(d)(4) of the Code, to New York Life, (c) such Holder or Noteholder being a bank for United States federal income tax purposes whose receipt of interest under the Funding Agreement is described in Section 881(c)(3) of the Code, or (d) such Holder or Noteholder being subject to income tax withholding or backup withholding as of the date of purchase by such Holder or Noteholder;

(ii) any tax, duty, levy, assessment or other governmental charge imposed which would not have been imposed but for the presentation of the Funding Agreement or the related Notes (where presentation is required) for payment on a date more than 30 days after the date on which such payment becomes due and payable or the date on which payment is duly provided for, whichever occurs later;

(iii) any tax, duty, levy, assessment or other governmental charge which is imposed or withheld solely by reasons of the failure of the Holder of the Funding Agreement or Noteholder to comply with certification, identification or information reporting requirements concerning the nationality, residence, identity or connection with the United States of a Holder or Noteholder, if compliance is required by statute, by regulation, judicial or administrative interpretation, other law or by an applicable income tax treaty to which the United States is a party as a condition to exemption from such tax, duty, levy, assessment or other governmental charge;

(iv) any inheritance, gift, estate, personal property, sales or transfer tax;

(v) any tax, duty, levy, assessment or other governmental charge that is payable otherwise than by withholding from payments in respect of the Funding Agreements or the related Notes;

(vi) any tax, duty, levy, assessment or governmental charge imposed by reason of payments on the Funding Agreement being treated as contingent interest described in section 871(h)(4) of the Code for United States federal income tax purposes, but only to the extent such treatment was disclosed in writing to the Holder of the Funding Agreement or Noteholder, as the case may be, at the time such Holder or Noteholder became a Holder of the Funding Agreement or a Noteholder, as the case may be;

(vii) any tax, duty, levy, assessment, or governmental charge that would not have been imposed but for an election by the Holder of the Funding Agreement or Noteholder, the effect of which is to make payment in respect of the Funding Agreement or the Notes subject to United States federal income tax;

(viii) any tax, duty, levy, assessment or governmental charge imposed under any of Sections 1471 through 1474 of the Code, any applicable United States Treasury Regulations promulgated thereunder, or any judicial or administrative interpretation of any of the foregoing as a result of a holder, beneficial owner or an intermediary that is not an agent of the Issuer not being entitled to receive payments free of any such tax, duty, levy, assessment or governmental charge imposed;

(ix) any tax, duty, levy, assessment or governmental charge imposed with respect to a Bearer Note issued after March 18, 2012 that is not treated as being in registered form for U.S. federal income tax purposes; or

(x) any combination of items (i), (ii), (iii), (iv), (v), (vi), (vii), (viii) or (ix) above.

Tax Redemption

If New York Life is obligated to withhold or deduct any taxes with respect to any payment under a Funding Agreement or pay any Additional Amounts, or if there is a material probability that New York Life will become obligated to withhold or deduct any such taxes or pay any Additional Amounts (in the opinion of independent counsel selected by New York Life), in each case pursuant to any change in or amendment to United States tax laws (or any regulations or rulings thereunder) or any change in position of the IRS regarding the application or interpretation thereof (including, but not limited to, New York Life's receipt of a written adjustment from the IRS in connection with an audit), then New York Life may terminate such Funding Agreement by giving not less than 30 and no more than 75 days prior written notice to the Holder of such Funding Agreement, *provided* that no such notice of termination may be given earlier than 90 days prior to the earliest day on which New York Life would become obligated to pay Additional Amounts, were a payment in respect of the Funding Agreement then due. The Issuer is required to redeem the Notes of a Series if New York Life exercises its right to terminate the Funding Agreement(s) related to such Series.

Events of Default

Each Funding Agreement will provide that an Event of Default (as used therein) will occur upon the occurrence of one or any combination of the following:

- if New York Life fails to make a payment of interest or an Additional Amount and such failure continues for a period of five Business Days (as defined in the relevant Funding Agreement);

- if New York Life fails to make a payment of principal in accordance with the relevant Funding Agreement and such failure continues for a period of three Business Days; or

- if New York Life is dissolved or has a resolution passed or proceeding instituted for its winding-up, liquidation, rehabilitation or similar arrangement (other than pursuant to a consolidation, amalgamation or merger).

Without limiting the foregoing, neither the adoption of a plan of reorganization nor the implementation of such a plan pursuant to Article 73 of the New York Insurance Law (or any successor provision) by New York Life shall constitute an Event of Default.

Representations and Warranties of New York Life and the Holder

Under each Funding Agreement, each of New York Life and the Holder of the Funding Agreement will represent to the other party that:

- it has the power to enter into the relevant Funding Agreement and to consummate the transactions contemplated thereby;

- the Funding Agreement has been duly authorized, executed and delivered. The Funding Agreement constitutes a legal, valid and binding obligation. The Funding Agreement is enforceable in accordance with the terms thereof, subject to applicable bankruptcy, insolvency and similar laws affecting creditors' rights, and subject as to enforceability of general principles of equity, regardless of whether enforcement is sought in a proceeding in equity or at law; and

- the execution and delivery of the Funding Agreement and the performance of obligations thereunder do not and will not constitute or result in a default, breach, violation, or the creation of any lien or encumbrance on any of its property under its certificate, articles or charter of incorporation, by-laws, or any agreement, instrument, judgment, injunction or order by which it is bound, or by which its respective properties may be bound or affected.

Restrictions on Transfer

Each Funding Agreement will contain provisions prohibiting the Holder thereof from transferring or assigning the Funding Agreement or any right to receive payments under the Funding Agreement to any other person without the express written consent of New York Life and the written affirmation of New York Life that it has changed its books and records to reflect the transfer or assignment or right to receive payments under the Funding Agreement.

The following additional conditions must be satisfied in order to effectuate any assignment of any Funding Agreement: (i) the Funding Agreement may only be transferred through a book entry system maintained by New York Life within the meaning of Treasury Regulations Section 1.871-14 (c)(1)(i) and (ii) New York Life shall have received from the proposed assignee such representations, certificates, documentation and opinions as New York Life may deem necessary and appropriate.

Supplemental Agreements

Within six months of the date of issue of the initial Funding Agreement securing the Notes of a Series, New York Life may issue to the initial holder of the Funding Agreement one or more additional Funding Agreements and may provide in any such additional Funding Agreement that such additional Funding Agreement shall constitute part of the same obligation of New York Life as the initial Funding Agreement (any such additional Funding Agreement, a "**Supplemental Agreement**"), and such Supplemental Agreement shall be subject to the same terms and conditions as the initial Funding Agreement (including those set forth in the Account Specification Appendix to the applicable Funding Agreement), except that the Effective Date, the Deposit Amount, the Net Deposit Amount, the amount of the first interest payment, if any, and any other different terms specified in each applicable Funding Agreement may be different with respect to such Supplemental Agreement; provided that the issuance of such Supplemental Agreement satisfies the conditions of Treasury Regulation Section 1.1275-2(k)(2)(ii) and constitutes a "Qualified Reopening" under Treasury Regulation Section 1.1275-2(k)(3)(ii) or (iii) (in each case without regard to subparagraph (A) thereof).

Governing Law

Each Funding Agreement will be governed by, and construed in accordance with, the laws of the State of New York.

Collateral Custodian

Each Funding Agreement relating to a Series of Notes will be held in a custodial account for the Indenture Trustee in the State of Delaware by the Collateral Custodian or by such other party as may be specified in the applicable Pricing Supplement.

ERISA AND OTHER BENEFIT PLAN CONSIDERATIONS

*The following is a summary of certain considerations associated with the purchase, holding and, to the extent relevant, disposition, of the Notes by (i) an employee benefit plan subject to Title I of ERISA, (ii) a plan described in and subject to Section 4975 of the Code, including an IRA and a Keogh plan, (iii) a plan, account or other arrangement subject to provisions under any other federal, state, local, non-U.S. or other laws or regulations that are similar to the fiduciary responsibility or prohibited transaction provisions of Title I of ERISA or Section 4975 of the Code (collectively, "**Similar Laws**") and (iv) any entity whose underlying assets include "plan assets" by reason of the investment in such entity by any such employee benefit or retirement plan described above.*

Prohibited Transaction Issues

Section 406 of ERISA and Section 4975 of the Code prohibit employee benefit plans subject to ERISA ("**ERISA Plans**"), as well as Individual Retirement Accounts ("**IRAs**") and Keogh plans subject to Section 4975 of the Code (together with ERISA Plans, "**Plans**"), from engaging in certain transactions involving "plan assets" (within the meaning of ERISA) with persons who are "parties in interest" under ERISA or "disqualified persons" under the Code ("**Parties in Interest**") with respect to such Plans. As a result of New York Life's business, New York Life may be a Party in Interest with respect to certain Plans. Where New York Life is a Party in Interest with respect to a Plan (either directly or by reason of its ownership of its subsidiaries), the purchase and holding of the Notes by or on behalf of the Plan may be a prohibited transaction under Section 406 of ERISA and Section 4975 of the Code, unless exemptive relief is available under an applicable prohibited transaction exemption.

Accordingly, the Notes may not be purchased or held by any Plan, any entity whose underlying assets include "plan assets" by reason of any Plan's investment in the entity (a "**Plan Asset Entity**") or any person investing "plan assets" of any Plan, unless such purchaser or holder, and such purchase and holding, is eligible for the exemptive relief available under one or more PTCEs issued by the DOL, including PTCE 96-23 (relating to transactions determined by "in-house asset managers"), 95-60 (relating to transactions involving insurance company general accounts), 91-38 (relating to transactions involving bank collective investment funds), 90-1 (relating to transactions involving insurance company pooled separate accounts) or 84-14 (relating to transactions determined by independent "qualified professional asset managers"), or under the statutory exemption provided by Section 408(b)(17) of ERISA and Section 4975(d)(20) of the Code (relating to transactions for "adequate consideration" with certain parties in interest that are not fiduciaries) (the "**Service Provider Exemption**"), or under another applicable prohibited transaction exemption. Any fiduciary or other Plan investor considering whether to purchase or hold Notes should consult with its counsel regarding the availability of exemptive relief under the foregoing exemptions. There can be no assurance that all of the conditions of any such exemptions or any other exemption will be satisfied at the time that the Notes are acquired, or thereafter, if the facts relied upon for utilizing a prohibited transaction exemption change. Also, the scope of the exemptive relief provided by the exemption might not cover all acts which might be construed as prohibited transactions.

Each purchaser or holder of the Notes or any beneficial interest therein will be deemed to have represented by its purchase and holding thereof that either (i) it is not a Plan or a Plan Asset Entity and is not acquiring the Notes on behalf of or with "plan assets" of a Plan or Plan Asset Equity or (ii) its purchase, holding and disposition of the Notes or any beneficial interest therein is exempt from the prohibited transaction provisions of Section 406 of ERISA and Section 4975 of the Code under DOL PTCE 96-23, PTCE 95-60, PTCE 91-38, PTCE 90-1, PTCE 84-14, the Service Provider Exemption or another applicable exemption.

Without regard to whether one of the above exemptions applies to a Plan's acquisition or holding of a Note, the Notes may not be purchased or held by any Plan, or any person investing Plan assets of any Plan, if New York Life or any of its affiliates (i) has investment or administrative discretion with respect to the assets of the Plan used to effect such purchase; (ii) has authority or responsibility to give, or regularly gives, investment advice with respect to such assets, for a fee, subject to other requirements and conditions provided under ERISA and the regulations thereunder; or (iii) unless PTCE 95-60, 91-38 or 90-1 applies, is an employer maintaining or contributing to such Plan.

Plan Assets

The DOL has promulgated a regulation, 29 C.F.R. §2510.3-101, as modified by Section 3(42) of ERISA (the "**Plan Asset Regulation**"), describing what constitutes the assets of a Plan with respect to the Plan's investment in an entity. Under the Plan Asset Regulation, if a Plan invests in an "equity interest" of an entity that is neither a "publicly offered security" nor a security issued by an investment company registered under the Investment Company Act, the Plan's assets are deemed to include both the equity interest itself and an undivided interest in each of the entity's underlying assets, unless it is established either that the entity is an "operating company," as defined in the Plan Asset Regulation or less than 25% of the total value of each class of equity interest in the entity is held by "Benefit Plan Investors" (the "**25% Test**"). Benefit Plan Investors are defined in the Plan Asset Regulation to mean (i) any "employee benefit plan" as defined in Section 3(3) of ERISA that is subject to Part 4 of Title I of ERISA, (ii) any "plan" described in Section 4975(e)(1) of the Code that is subject to Section 4975 of the Code and (iii) any entity whose underlying assets include "plan assets" by reason of an employee benefit plan's or a plan's investment in such entity.

It is not anticipated that (i) the Notes will constitute "publicly offered securities" for purposes of the Plan Asset Regulation, (ii) the Issuer will be an investment company registered under the Investment Company Act or (iii) the Issuer will qualify as an operating company within the meaning of the Plan Asset Regulation. In addition, there is no intent to monitor or take any other measures to assure satisfaction of the 25% Test.

The Plan Asset Regulation defines an "equity interest" as an interest other than an instrument that is treated as indebtedness under applicable local law and which has no substantial equity features. There is very little pertinent authority on the issue of what constitutes an equity security for purposes of the Plan Asset Regulation. The DOL has stated in the Preamble to the Plan Asset Regulation (the "**Preamble**") that the reference to local law provides an initial frame of reference for determinations whether an interest is indebtedness and the question of which law applies for purposes of determining whether an instrument is treated as equity or indebtedness should be made under the law governing questions regarding interpretation of the instrument. Moreover, the DOL stated in the Preamble that the determination of whether any particular investment has substantial equity features is an inherently factual question that must be resolved on a case-by-case basis but that it would be appropriate, in the DOL's view, to take into account whether the equity features of an instrument are such that a Plan's investment in the instrument would be a practical vehicle for the indirect provision of investment management services.

Whether the Notes should be treated as debt or equity for purposes of the Plan Asset Regulation is not certain. While the Notes may be treated as indebtedness for U.S. federal income tax purposes (as described in "Certain Tax Considerations"), such characterization is not conclusive that the Notes will be treated as debt under the Plan Asset Regulation. There is no legal authority that clarifies the relationship between the standards used for Plan Asset Regulation purposes and the standards used for U.S. federal income tax purposes in evaluating the proper characterization of a security as debt or equity. Each prospective investor should make its own assessment as to whether or not the Notes will be respected as debt for purposes of the Plan Asset Regulation, and should consult with its own legal advisers concerning the potential consequences under the fiduciary responsibility and prohibited transaction provisions of ERISA, Section 4975 of the Code and any applicable Similar Law of an investment in the offered Notes with the assets of a Plan. There can be no assurance that the Notes would be characterized by the DOL or others as indebtedness on the date of issuance or at any given time thereafter.

If the Notes were treated under the Plan Asset Regulation as equity interests, any assets held by the Issuer, including the Funding Agreements, would be treated as plan assets of Plans holding Notes if, immediately after the most recent acquisition (including any redemption) of the Notes (or any class of equity interest in the Issuer), the 25% Test is not satisfied and 25% or more of the total value of any class of equity interest in the Issuer is held by Benefit Plan Investors. No assurance can be given that Benefit Plan Investors will hold less than 25% of the total value of the Notes at the completion of an offering or thereafter.

If the assets of the Issuer were deemed to be plan assets under ERISA, then an investing Plan's assets would be considered to include an undivided interest in the Funding Agreements held by the Issuer. In addition, certain persons providing services to the Issuer could become Parties in Interest with respect to an investing Plan and could be subject to the fiduciary responsibility provisions of ERISA and the prohibited transaction provisions of ERISA and Section 4975 of the Code with respect to transactions involving the assets of the Issuer. In this regard, if any person were deemed to have discretionary authority or discretionary control respecting the management of the Issuer or exercises any authority or control respecting management or disposition of the Funding Agreements held by the Issuer, such person or persons could be deemed to be fiduciaries. A fiduciary of a Plan should consider whether the purchase or holding of Notes could result in a delegation of fiduciary authority if the Issuer were deemed to hold plan assets under ERISA, and, if so, whether such a delegation of authority is permissible under the Plan's governing instrument or any investment management agreement with the Plan. However, since the Administrative Trustee may be viewed as having no discretionary authority with respect to the Funding Agreements, even if the Funding Agreements were treated as Plan Assets of a Plan holding a Note, an investor may determine that the Administrative Trustee should be treated as having acted in an administrative or ministerial capacity, rather than a fiduciary capacity, with respect to the Funding Agreements. Each prospective investor should make its own assessment regarding whether the Administrative Trustee would constitute a fiduciary if the assets of the Issuer were considered to be plan assets under ERISA.

Non-ERISA Plans

Governmental plans (as defined in Section 3(32) of ERISA), church plans (as described in Section 3(33) of ERISA) for which no election has been made under Section 410(d) of the Code and foreign plans (as described in Section 4(b)(4) of ERISA) (collectively "**Non-ERISA Plans**"), while not subject to Section 406 of ERISA or Section 4975 of the Code, may nevertheless be subject to Similar Laws. The fiduciary of a Non-ERISA Plan considering an investment in the Notes must make its own determination that such investment is permissible under any applicable Similar Laws. Each purchaser or holder of the Notes or any beneficial interest therein will be deemed to have represented by its purchase and holding thereof that either (i) it is not a Non-ERISA Plan or an entity the assets of which are treated as including the assets of a Non-ERISA Plan and is not acquiring the Notes on behalf or with the assets of any such Non-ERISA Plan or entity or (ii) its purchase, holding and disposition of the Notes or any beneficial interest therein will not violate any Similar Laws.

General Considerations

Notwithstanding the above, the sale of the Notes of a particular Series to Plans, or to persons acting on behalf of or investing "plan assets" of Plans, might not be allowed, or might only be allowed subject to certain additional conditions.

The considerations set forth above are only intended as an overview and may not be applicable depending upon a Plan's specific facts and circumstances. No view is expressed as to whether an investment in Notes (and any continued holding of the Notes) is appropriate or permissible for any Plan or Non-ERISA Plan. Plan fiduciaries should consult their own advisors with respect to the advisability of an investment in the Notes, and potentially adverse consequences of such investment, including without limitation, the possible effects of changes in applicable laws.

CERTAIN TAX CONSIDERATIONS

The information provided below does not purport to be a complete overview of the United States tax law and practice currently applicable. Prospective investors should consult with their own professional advisors.

United States Federal Income Taxation

The following is a general discussion of certain U.S. federal income tax consequences of the purchase, ownership and disposition of Notes to U.S. Holders and Non-U.S. Holders (each as defined below) that purchase the Notes at their issue price pursuant to the original offering and hold the Notes as capital assets within the meaning of the Code. This discussion is for general information only and does not address all aspects of U.S. federal income taxation that may be relevant to U.S. Holders and Non-U.S. Holders in light of their particular circumstances, or that may be relevant to certain types of investors subject to special treatment under U.S. federal income tax laws (for example, (i) banks, tax-exempt organizations, regulated investment companies, real estate investment trusts, insurance companies, dealers in securities or traders in securities who elect the mark-to-market method of accounting, (ii) persons holding Notes as part of a straddle, hedge, conversion transaction or other integrated investment, (iii) U.S. Holders whose functional currency is not the U.S. dollar, (iv) former citizens or residents of the United States, some of whom may be subject to special rules, (v) investors in partnerships or other pass-through entities) or (vi) accrual method taxpayers that file applicable financial statements as described in Section 451(b) of the Code. In addition, this discussion does not address the effects of the tax on "investment income" imposed under Section 1411 of the Code, alternative minimum taxes, federal estate or gift taxes or state, local or foreign taxes. Furthermore, the discussion below is based upon provisions of the Code, the legislative history thereof, final, temporary and proposed regulations thereunder, and rulings and judicial decisions thereunder as of the date hereof, and such authorities may be repealed, revoked or modified (including changes in effective dates, and possibly with retroactive effect) so as to result in U.S. federal income tax consequences different from those discussed below.

For purposes of the following discussion, a "**U.S. Holder**" means a beneficial owner of a Note that is for U.S. federal income tax purposes (i) an individual who is a citizen or resident of the United States; (ii) a corporation created or organized in or under the laws of the United States, any state thereof or the District of Columbia; (iii) an estate the income of which is subject to U.S. federal income tax regardless of its source; or (iv) a trust (x) with respect to which a court within the United States is able to exercise primary supervision over its administration and one or more U.S. persons have the authority to control all of its substantial decisions or (y) that has in effect a valid election under applicable U.S. Treasury regulations to be treated as a U.S. person.

For purposes of the following discussion, a **"Non-U.S. Holder"** means a beneficial owner (other than a partnership or other entity or arrangement treated as a partnership for U.S. federal income tax purposes) of a Note that is not a U.S. Holder for U.S. federal income tax purposes.

If a partnership or an entity or arrangement treated as a partnership for U.S. federal income tax purposes holds Notes, the tax treatment of a partner or an equity interest owner of such other entity or arrangement will generally depend upon the status of the person and the activities of the partnership or other entity or arrangement treated as a partnership. If you are a partner of a partnership or an equity interest owner of another entity or arrangement treated as a partnership holding Notes, you should consult your tax advisors.

Tax Treatment of the Issuer and the Notes

In the opinion of Willkie Farr & Gallagher LLP, special U.S. federal income tax counsel to the Issuer ("**Special Tax Counsel**"), under current law and based on certain facts and assumptions contained in such opinion, the Issuer will not be treated as an association or a publicly traded partnership taxable as a corporation.

New York Life and the Issuer will treat the Notes as debt of New York Life for U.S. federal, state and local income and franchise tax purposes. Each holder and beneficial holder of Notes, by acceptance of such Notes, will also agree to treat the Notes as debt of New York Life for U.S. federal, state and local income and franchise tax purposes. The remainder of this discussion assumes the Notes are properly treated as debt of New York Life for U.S. federal income tax purposes.

An opinion of Special Tax Counsel is not binding on the IRS or the courts, and no ruling on any of the consequences or issues discussed herein will be sought from the IRS. Accordingly, persons considering the purchase of Notes should consult their own tax advisors about the U.S. federal income tax consequences of an investment in the Notes and the application of U.S. federal income tax laws, as well as the laws of any state, local or foreign taxing jurisdictions, to their particular situations.

United States Taxation of U.S. Holders

Interest Income and Original Issue Discount and Premium

Except as described below, U.S. Holders of Notes generally will include payments of stated interest received in respect of the Notes as ordinary interest income in the taxable year when received or accrued in accordance with their method of accounting for U.S. federal income tax purposes.

In general, if the issue price of the Notes, determined by the aggregate first price at which a substantial amount of the Notes are sold to the Holders, is less than the "stated redemption price at maturity" of the Notes by more than the statutory *de minimis* amount, a U.S. Holder will be considered to have purchased its Notes with original issue discount ("**OID**")**.** If a U.S. Holder acquires Notes with OID, then regardless of such Holder's method of accounting, the Holder will be required to accrue OID on the Notes on a constant yield basis and include such accruals in gross income.

In general, if the issue price of a Note exceeds the "stated redemption price at maturity" of the Note, a U.S. Holder will be considered to have purchased its Notes at a premium. In this event, a U.S. Holder may elect to amortize such premium, based on a constant yield basis, as an offset to interest income, whether or not such U.S. Holder has received any cash payment from the Issuer with respect to the Notes. If a U.S. Holder makes such an election, the election will apply to all taxable debt instruments held by the U.S. Holder at the beginning of the first taxable year to which the election applies, and all taxable debt instruments acquired thereafter, and is irrevocable without the consent of the IRS. Any amount of amortized bond premium will decrease the U.S. Holder's tax basis in a Note. "**Stated redemption price at maturity**" means the sum of all payments to be received on a Note other than payments of "**qualified stated interest**" (defined generally as stated interest that is unconditionally payable at least annually at a single fixed rate or in the case of a variable rate debt instrument, at a "qualified floating rate", an "objective rate", a combination of a single fixed rate and one or more "qualified floating rates" or one "qualified inverse floating rate", or a combination of "qualified floating rates" that generally does not operate in a manner that accelerates or defers interest payments on such Note).

Short-Term Notes.

Notes that have a fixed maturity of one year or less ("**short-term notes**") will be treated as having been issued with OID. In general, an individual or other cash method U.S. Holder is not required to accrue such OID unless the U.S. Holder elects to do so. If such an election is not made, any gain recognized by the U.S. Holder on the sale, exchange or maturity of the short-term note will be ordinary income to the extent of the OID accrued on a straight-line basis, or upon election under the constant yield method (based on daily compounding), through the date of sale, exchange, redemption, disposition or maturity, and a portion of the deductions otherwise allowable to the U.S. Holder for interest on borrowings allocable to the short-term note will be deferred until a corresponding amount of income on the short-term note is realized. U.S. Holders who report income for U.S. federal income tax purposes under the accrual method, and certain other holders including banks and dealers in securities, are required to accrue OID on a short-term note on a straight-line basis unless an election is made to accrue the OID under a constant yield method (based on daily compounding).

Sale, Exchange or Retirement of Notes

In general, a U.S. Holder of a Note will have an adjusted tax basis in such Note equal to the cost of the Note to such holder, increased by any amount includible in income by such holder as OID and reduced (but not below zero) by amortized premium and any payments other than payments of qualified stated interest on the Note. Upon a sale, exchange, retirement, or other taxable disposition of a Note, a U.S. Holder will generally recognize gain or loss equal to the difference between the amount realized on the sale, exchange, retirement or other taxable disposition (less any accrued but unpaid interest, which would be taxable as interest) and the U.S. Holder's adjusted tax basis in such Note. Such gain or loss will be long-term capital gain or loss if the U.S. Holder held the Note for more than one year at the time of any such disposition, subject to the rules described below for a Foreign Currency Note (as defined below). A non-corporate U.S. Holder is currently entitled to preferential treatment for the excess of net long-term capital gains over net short-term capital losses. The ability of a U.S. Holder to offset capital losses against ordinary income is limited.

Foreign Currency Notes

The following overview describes special rules that apply, in addition to the rules described above, to Notes that are denominated in, or provide for payments determined by reference to, a currency or currency unit other than the United States dollar ("**Foreign Currency Notes**"). The amount of stated interest paid with respect to a Foreign Currency Note that is includible in income by a cash method of accounting U.S. Holder is the U.S. dollar value of the amount paid, as determined on the date of receipt by the U.S. Holder using the spot rate of exchange on such date. In the case of stated interest paid to a U.S. Holder that uses the accrual method of accounting, and in the case of OID for all U.S. Holders, such U.S. Holder is required to include in income the U.S. dollar value of the amount of interest income or OID that accrued during the accrual period. The U.S. dollar value of such accrued interest income is determined by translating such income at the average rate of exchange for the accrual period or, at the U.S. Holder's election, at the spot rate of exchange on the last day of the accrual period. If the last day of the accrual period is within five business days of the date of receipt of the accrued interest, a U.S. Holder that has made such election may translate accrued interest using the spot rate of exchange in effect on the date of receipt. A U.S. Holder will recognize, as ordinary income or loss, foreign currency gain or loss with respect to such accrued interest income or OID on the date the interest or OID is actually or constructively received, reflecting fluctuations in currency exchange rates between the spot rate of exchange used to determine the accrued interest income or OID for the relevant accrual period and the spot rate of exchange on the date such interest or OID is actually or constructively received.

Sale, Exchange or Retirement of a Foreign Currency Note.

The amount realized with respect to a sale, exchange, retirement or other disposition of a Foreign Currency Note generally will be (i) in the case of a cash basis taxpayer, the U.S. dollar value of the payment received determined on the date of the disposition of such Note (using the spot rate on such date) or (ii) in the case of an accrual basis taxpayer, the U.S. dollar value of the payment received determined on the date of disposition of such Note (or, if such taxpayer elects, the settlement date of the sale of such Note) (using the spot rate on such date). Gain or loss that is recognized will be ordinary income or loss to the extent it is attributable to fluctuations in exchange rates between the date of purchase (or basis adjustment) and the date of disposition.

United States Taxation of Non-U.S. Holders

Provided the Notes are sold and delivered and payments are made in accordance with the terms of the Notes, and subject to the discussion of backup withholding and FATCA withholding below, payments of principal and interest (including OID) with respect to the Notes by or on behalf of the Issuer or any of its paying agents to a Non-U.S. Holder, assuming such income is not effectively connected with the conduct of a trade or business in the United States, will not be subject to United States federal withholding tax pursuant to the "Portfolio Interest Exemption" if: (i) the Non-U.S. Holder does not actually or constructively own 10% or more of the total combined voting power of all classes of stock of New York Life entitled to vote within the meaning of Section 871(h)(3) of the Code and regulations thereunder; (ii) the Non-U.S. Holder is not a "controlled foreign corporation" that is related within the meaning of Section 864(d)(4) of the Code to New York Life; (iii) the Non-U.S. Holder is not a bank for United States federal income tax purposes whose receipt of interest on the Note is described in Section 881(c)(3)(A) of the Code; (iv) interest on the Notes is not contingent interest within the meaning of Section 871(h)(4)(A) of the Code; and (v) (a) the Non-U.S. Holder certifies to New York Life and the Issuer or a paying agent making payments on behalf of the Issuer, that it is not a U.S. Holder, (b) a securities clearing organization, bank or other financial institution that holds customers' securities in the ordinary course of its trade or business (a "**Financial Institution**") that holds the Note certifies to New York Life and the Issuer or a paying agent making payments on behalf of the Issuer under penalties of perjury that the certification referred to in clause (a) has been received from the beneficial owner by it or by another intermediary Financial Institution and the Financial Institution furnishes the payor with a copy thereof, or

(c) the Non-U.S. Holder provides the certification in clause (a) to a "qualified intermediary" or a "withholding foreign partnership," and ensures that certain other conditions are met (satisfaction of the foregoing referred to as eligibility for the "**Portfolio Interest Exemption**"). For these purposes, the certificate stating that the beneficial owner is not a U.S. Holder is valid only if it is signed under penalties of perjury, and contains the beneficial owner's name and permanent residence address. The beneficial owner's certification may be provided on an applicable IRS Form W-8 (or such successor form as the IRS may prescribe). In the case of Notes held by a non-withholding foreign partnership, the foreign partnership generally is required to provide Form W-8IMY (or such successor form as the IRS may prescribe) and to attach thereto an appropriate certification by each partner, with a look-through rule applying in the case of tiered partnerships.

If a Non-U.S. Holder does not satisfy the requirements in the preceding paragraph, payments of interest made to such Non-U.S. Holder generally will be subject to the 30% U.S. federal withholding tax, unless such Non-U.S. Holder provides a properly executed (i) IRS Form W-8BEN-E or W-8BEN (or other applicable form) claiming an exemption from or reduction in withholding under the benefit of an applicable income tax treaty or (ii) IRS Form W-8ECI (or other applicable form) stating that interest paid on the Note is not subject to withholding tax because it is effectively connected with such Non-U.S. Holder's conduct of a trade or business in the United States. A Note with a maturity date of 183 days or less is also generally not subject to a 30% U.S. federal withholding tax. Interest income that is effectively connected with the conduct by a Non-U.S. Holder of a trade or business within the United States (or, if provided in an applicable income tax treaty, is attributable to a U.S. permanent establishment maintained by the Non-U.S. Holder), will be taxed on a net income basis at the rate applicable to U.S. persons generally, and, in the case of a Non-U.S. Holder that is a corporation for U.S. federal income tax purposes, may also be subject to a 30% branch profits tax (or such lower rate as may be provided by an applicable income tax treaty).

Subject to the discussion of backup withholding and FATCA withholding below, any gain realized by a Non-U.S. Holder on the sale, exchange, redemption or other taxable disposition of a Note generally will not be subject to U.S. federal income tax or withholding tax, unless (i) such gain is effectively connected with the conduct by such Non-U.S. Holder of a trade or business within the United States (or, if provided in an applicable income tax treaty, is attributable to a U.S. permanent establishment maintained by the Non-U.S. Holder), in which case such gain will be taxed on a net income basis in the same manner as interest that is effectively connected with the Non-U.S. Holder's conduct of a trade or business within the United States and, in the case of a Non-U.S. Holder that is a corporation for U.S. federal income tax purposes, may also be subject to a 30% branch profits tax (or such lower rate as may be provided by an applicable income tax treaty), or (ii) in the case of a Non-U.S. Holder that is an individual, such Non-U.S. Holder is present in the United States for 183 days or more in the taxable year of the sale, exchange, redemption or other taxable disposition and certain other conditions are met.

Backup Withholding and Information Reporting

The description below is general in nature and beneficial owners of the Notes should consult their tax advisors regarding the application of backup withholding and information reporting to their particular situations, the availability of an exemption therefrom, and the procedure for obtaining such an exemption, if available.

Backup withholding tax is not an additional tax. Rather, any amounts withheld from a payment to a beneficial owner under the backup withholding rules are allowed as a refund or a credit against such beneficial owner's United States federal income tax, provided that the required information is furnished to the IRS on a timely basis.

U.S. Holders

Under U.S. federal income tax law, information reporting requirements apply to interest (including OID) and principal payments made to, and to the proceeds of sales before maturity by, certain non-corporate U.S. Holders. In addition, a backup withholding tax will apply to such payments if (i) the non-corporate U.S. Holder fails to furnish such non-corporate U.S. Holder's taxpayer identification number ("**TIN**") (which, for an individual, would be his or her Social Security Number) to the payor in the manner required, (ii) the non-corporate U.S. Holder furnishes an incorrect TIN and the payor is so notified by the IRS, (iii) the payor is notified by the IRS that it has failed properly to report payments of interest and dividends or (iv) in certain circumstances, the non-corporate U.S. Holder fails to certify, under penalties of perjury, that it has not been notified by the IRS that it is subject to backup withholding for failure properly to report interest and dividend payments. Backup withholding will not apply with respect to payments made to certain exempt recipients, such as corporations (within the meaning of Section 7701(a) of the Code) and tax-exempt organizations. Exempt recipients that are not subject to backup withholding and do not provide an IRS Form W-9 may nonetheless be treated as a foreign payee subject to withholding under FATCA, and withheld upon at the 30% rate discussed below under "'FATCA' Legislation Affecting Taxation of Notes Held By or Through Foreign Entities."

Non-U.S. Holders

In the case of a Non-U.S. Holder, backup withholding and information reporting will not apply to payments of principal, premium and interest (including OID) on a Note if such Non-U.S. Holder provides the required certification to establish an exemption from the withholding of United States federal income tax (*e.g.* a Form W-8BEN-E or W-8BEN) or otherwise establishes an exemption, provided that (i) New York Life, the Issuer or its paying agent, as the case may be, does not have actual knowledge that the payee is a U.S. person and (ii) certain other conditions are satisfied. Similarly, unless the payor has actual knowledge that the payee is a U.S. person, backup withholding will not apply to (i) payments of interest (including OID, if any) made outside the United States to certain offshore accounts and (ii) payments on the sale, exchange, retirement or other disposition of such Notes effected outside the United States. However, information reporting (but not backup withholding) will apply to (i) payments of interest made by a payor outside the United States and (ii) payments on the sale, exchange, retirement or other disposition of a Note effected outside the United States if payment is made by a payor that is, for U.S. federal income tax purposes, (a) a U.S. person, (b) a controlled foreign corporation, (c) a U.S. branch of a foreign bank or foreign insurance company, (d) a foreign partnership controlled by U.S. persons or engaged in a United States trade or business or (e) a foreign person 50% or more of whose gross income is effectively connected with the conduct of a U.S. trade or business for a specified three-year period, unless such payor or broker has in its records documentary evidence that the beneficial owner is not a U.S. person and certain other conditions are met or the beneficial owner otherwise establishes an exemption.

"FATCA" Legislation Affecting Taxation of Notes Held By or Through Foreign Entities

Sections 1471 to 1474 of the Code, commonly referred to as the Foreign Account Tax Compliance Act, or "FATCA," generally impose a withholding tax of 30% on interest income (including OID) from debt obligations of U.S. issuers paid to a foreign financial institution, unless such institution either (i) enters into an agreement with the U.S. government to collect and provide to the U.S. tax authorities substantial information regarding U.S. account holders of such institution (which would include certain equity and debt holders of the institution, as well as certain account holders that are foreign entities with U.S. owners) or (ii) in the event that an applicable intergovernmental agreement and implementing legislation are adopted, complies with modified requirements including in some cases providing local revenue authorities with similar account holder information. FATCA also generally imposes a withholding tax of 30% on interest income (including OID) from such obligations paid to a non-financial foreign entity unless such entity provides the withholding agent with a certification that it does not have any substantial U.S. owners or a certification identifying the direct and indirect substantial U.S. owners of the entity. Current provisions of the Code and Treasury Regulations that govern FATCA treat gross proceeds from the sale or other disposition of debt obligations that can produce U.S.-source interest (such as the Notes) as subject to FATCA withholding. However, under proposed Treasury Regulations (the preamble to which specifies that taxpayers are permitted to rely on them pending finalization), such gross proceeds are not subject to FATCA withholding. Under certain circumstances, a beneficial owner of such obligations might be eligible for refunds or credits of FATCA taxes. The Issuer will not be required to pay Additional Amounts with respect to any taxes withheld under FATCA. U.S. return disclosure obligations (and related penalties for failure to disclose) are also imposed on U.S. individuals that hold certain specified foreign financial assets (which include financial accounts in foreign financial institutions). Investors are encouraged to consult with their own tax advisors regarding the possible implications of FATCA on their investment in the Notes.

Registered Form Requirement

Interest paid to a Non-U.S. Holder on a Bearer Note that is not treated as being in "registered form" for U.S. federal income tax purposes with a maturity of more than 183 days will be subject to a 30% withholding tax unless the beneficial owner of the amount establishes eligibility for an exemption from withholding other than the Portfolio

Interest Exemption, including eligibility for a reduced rate of withholding under an income tax treaty. However, the Issuer will not issue any Bearer Notes that are treated as not in "registered form" for U.S. federal income tax purposes.

THE UNITED STATES FEDERAL INCOME TAX DISCUSSION SET FORTH ABOVE IS INCLUDED FOR GENERAL INFORMATION ONLY AND MAY NOT BE APPLICABLE DEPENDING UPON A HOLDER'S PARTICULAR SITUATION. HOLDERS SHOULD CONSULT THEIR OWN TAX ADVISORS WITH RESPECT TO THE TAX CONSEQUENCES TO THEM OF THE OWNERSHIP AND DISPOSITION OF THE NOTES, INCLUDING THE TAX CONSEQUENCES UNDER STATE, LOCAL, FOREIGN AND OTHER TAX LAWS AND THE POSSIBLE EFFECTS OF CHANGES IN UNITED STATES OR OTHER TAX LAWS.

PLAN OF DISTRIBUTION

General

The Notes will be offered from time to time by the Issuer to or through the Purchasing Agents acting as principals or agents. Pursuant to the Purchase Agreement: (i) the Purchasing Agents, individually or in a syndicate, may purchase the Notes, as principals from the Issuer for resale to investors and other purchasers at varying prices relating to prevailing market prices at the time of resale as determined by any such Purchasing Agent or, if so specified in the applicable Pricing Supplement, for resale at a fixed offering price or (ii) in the alternative, the Issuer may agree with a Purchasing Agent that such Purchasing Agent will utilize its reasonable efforts on an agency basis on the Issuer's behalf to solicit offers to purchase Notes at 100% of the principal amount thereof, unless otherwise specified in the applicable Pricing Supplement.

Subject to the provisions of the applicable Pricing Supplement, any Note sold to a Purchasing Agent as principal will be purchased by that Purchasing Agent at a price equal to 100% of the principal amount thereof less a percentage of the principal amount equal to the commission described below in connection with agency sales. A Purchasing Agent may sell Notes it has purchased from the Issuer as principal to certain dealers less a concession equal to all or any portion of the discount received in connection with that purchase. A Purchasing Agent may allow, and dealers may reallow, a discount to certain other dealers. After the initial offering of Notes, the offering price, the concession and the reallowance may be changed.

Subject to the provisions of the applicable Pricing Supplement, the Issuer will pay a commission to a Purchasing Agent, ranging from 0% to 0.875% of the principal amount of each Note, depending upon its stated maturity, sold through that Purchasing Agent as its agent.

The Issuer reserves the right to withdraw, cancel or modify the offer made hereby without notice and may reject offers in whole or in part. Each Purchasing Agent will have the right, in its discretion reasonably exercised, to reject in whole or in part any offer to purchase Notes received by it on an agency basis.

The Purchase Agreement provides that the obligation of any Purchasing Agent under the Purchase Agreement is subject to certain conditions and that, in certain circumstances, a Purchasing Agent shall be entitled to be released and discharged from its obligations under the Purchase Agreement prior to the issue of the relevant Notes, including in the event that certain conditions precedent are not delivered or met to its satisfaction on the issue date of the relevant Notes. In this situation, the issue of the relevant Notes may not be completed. Investors will have no rights against the Issuer or any Purchasing Agent in respect of any expense incurred or loss suffered in these circumstances.

The Purchasing Agents also may impose a penalty bid. This occurs when a particular Purchasing Agent repays to the Purchasing Agents a portion of the underwriting discount received by it because one of the Purchasing Agents or its affiliates have repurchased notes sold by or for the account of such Purchasing Agent in stabilizing or short covering transactions.

In connection with any Tranche of Notes, the Purchasing Agent or Purchasing Agents (if any) named as the Stabilizing Manager(s) (or persons acting on behalf of any Stabilizing Manager(s)), in the applicable Pricing Supplement may over-allot Notes or effect transactions with a view to supporting the market price of the Notes at a level higher than that which might otherwise prevail. However, stabilization may not necessarily occur. Any stabilization action may begin on or after the date on which adequate public disclosure of the terms of the offer of the Tranche of Notes is made and, if begun, may cease at any time, but it shall, in any event, end no later than the earlier of 30 days after the issue date of the relevant Tranche of Notes and 60 days after the date of the allotment of the relevant Tranche of Notes. Any such stabilizing shall be conducted in compliance with all relevant laws, guidelines and regulations.

Neither the Issuer nor any of the Purchasing Agents makes any representation or prediction as to the direction or magnitude of any effect that the transactions described above may have on the price of the Notes. In addition, neither the Issuer nor any of the Purchasing Agents makes any representation that the Purchasing Agents will engage in these transactions or that these transactions, once commenced, will not be discontinued without notice.

None of the Purchasing Agents is under any obligation to make a market in the Notes and, to the extent that such market making is commenced by any of the Purchasing Agents, it may be discontinued at any time. Given the restrictions on and risks related to transfer, there is no assurance that a secondary market will develop or, if it does develop, that it will provide holders of Notes with liquidity or that it will be sustained. Further, the ability of the Purchasing Agents to make a market in the Notes may be impacted by changes in regulatory requirements applicable to the marketing, holding and trading of, and issuing quotations with respect to, the Notes. Prospective investors should proceed on the assumption that they may have to bear the economic risk of an investment in the Notes until the maturity of such Notes.

Each of the Purchasing Agents severally and not jointly has represented, warranted and agreed with respect to offers and sales outside the United States that it will (to the best of its knowledge after due inquiry) comply with all applicable laws and regulations in each country or jurisdiction outside of the United States in or from which it purchases, offers, sells or delivers Notes or has in its possession or distributes this Offering Memorandum for such Notes or any other offering material and will obtain any consent, approval or permission required by it for the purchase, offer or sale by it of the Notes under the laws and regulations in force in any jurisdiction to which it is subject or in which it makes such purchases, offers or sales and the Issuer and New York Life shall have no responsibility therefor.

The Issuer has agreed to indemnify the several Purchasing Agents against certain liabilities, including liabilities under the Securities Act.

The Purchasing Agents and their respective affiliates are full service financial institutions engaged in various activities, which may include sales and trading, commercial and investment banking, advisory, investment management, investment research, principal investment, hedging, market making, brokerage and other financial and non-financial activities and services, out of which conflicting interests or duties may arise. Certain of the Purchasing Agents and their respective affiliates have provided, and may in the future provide, a variety of these services to the Issuer or New York Life and to persons and entities with relationships with the Issuer or New York Life, for which they received or will receive customary fees and expenses.

In the ordinary course of their various business activities, the Purchasing Agents and their respective affiliates, officers, directors and employees may purchase, sell or hold a broad array of investments and actively trade securities, derivatives, loans, commodities, currencies, credit default swaps and other financial instruments for their own account and for the accounts of their customers, and such investment and trading activities may involve or relate to assets, securities and/or instruments of the Issuer or New York Life (directly, as collateral securing other obligations or otherwise) and/or persons and entities with relationships with the Issuer or New York Life. If any of the Purchasing Agents or their affiliates has a lending relationship with New York Life, certain of those Purchasing Agents or their affiliates routinely hedge, and certain other of those Purchasing Agents or their affiliates may hedge, their credit exposure to New York Life consistent with their customary risk management policies. Typically, such Purchasing Agents and their affiliates would hedge such exposure by entering into transactions which consist of either the purchase of credit default swaps or the creation of short positions in New York Life's or the Issuer's securities, including potentially the Notes offered hereby. Any such credit default swaps or short positions could adversely affect future trading prices of the Notes offered hereby. The Purchasing Agents and their respective affiliates may also communicate independent investment recommendations, market color or trading ideas and/or publish or express independent research views in respect of such assets, securities or instruments and may at any time hold, or recommend to clients that they should acquire, long and/or short positions in such assets, securities and instruments.

United States

The Notes have not been registered under the Securities Act and may not be offered or sold within the United States or to, or for the account or benefit of, U.S. persons except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the Securities Act. See "Purchase and Transfer Restrictions."

Each of the Purchasing Agents has represented, warranted and agreed, and each further Purchasing Agent appointed under the Program will be required to represent, warrant and agree, that it will make offers and sales of the Notes only to persons whom it reasonably believes to be (i) qualified institutional buyers as defined in Rule 144A under the Securities Act or (ii) to persons other than "U.S. persons" in "offshore transactions" (each as defined in

Regulation S). Each purchaser of Notes, in making its purchase, will be deemed to have made certain acknowledgments, representations and agreements as set forth herein under "Purchase and Transfer Restrictions."

National Australia Bank Ltd. is not a United States registered broker-dealer and only intends to effect any offers or sales of Notes in Australia. To the extent that any offer or sale is deemed to be part of an offer or sale of securities in the United States, National Australia Bank Ltd. will conduct such offering or sale through nabSecurities, LLC, its wholly owned subsidiary and registered U.S. broker-dealer.

The Issuer is not subject to the reporting requirements of the Exchange Act. The Issuer has agreed that, at any time while the Notes are outstanding, it will furnish the holders of Notes and prospective purchasers designated by such holders, upon request, the information required to be delivered by Rule 144A(d)(4) under the Securities Act.

Except as otherwise defined in the preceding paragraphs, terms used therein have the meanings given to them by Rule 144A and Regulation S under the Securities Act.

Each Purchasing Agent, agent or dealer participating in the offerings of Bearer Notes will represent, warrant and agree, and each further Purchasing Agent appointed under the Program will be required to represent, warrant and agree, that it will treat Global Bearer Notes issued by the Issuer with a maturity in excess of 183 days as in "registered form" for U.S. federal income tax purposes.

"**Restricted Period**" as used in the preceding paragraph shall be the period beginning on the earlier of the first date the Notes of a Series are offered to persons other than the Purchasing Agents or the issue date and ending on the date 40 days after the issue date; *provided, however,* that all offers and sales of the Notes by the Issuer or any of the Purchasing Agents of Notes held by the Issuer or such Purchasing Agent as part of an unsold allotment shall be deemed to be made during the Restricted Period.

Canada

The Notes may be sold only to purchasers purchasing, or deemed to be purchasing, as principal that are accredited investors, as defined in National Instrument 45-106 Prospectus Exemptions or subsection 73.3(1) of the Securities Act (Ontario), and are permitted clients, as defined in National Instrument 31-103 Registration Requirements, Exemptions and Ongoing Registrant Obligations. Any resale of the Notes must be made in accordance with an exemption from, or in a transaction not subject to, the prospectus requirements of applicable securities laws.

Securities legislation in certain provinces or territories of Canada may provide a purchaser with remedies for rescission or damages if this Offering Memorandum (including any amendment thereto) contains a misrepresentation, provided that the remedies for rescission or damages are exercised by the purchaser within the time limit prescribed by the securities legislation of the purchaser's province or territory. The purchaser should refer to any applicable provisions of the securities legislation of the purchaser's province or territory for particulars of these rights or consult with a legal advisor.

Pursuant to section 3A.3 (or, in the case of securities issued or guaranteed by the government of a non-Canadian jurisdiction, section 3A.4) of National Instrument 33-105 Underwriting Conflicts (NI 33-105), the Purchasing Agents are not required to comply with the disclosure requirements of NI 33-105 regarding underwriter conflicts of interest in connection with this offering.

European Economic Area

Each Purchasing Agent has represented, warranted and agreed, and each further Purchasing Agent appointed under the Program will be required to represent, warrant and agree, that it has not offered, sold or otherwise made available and will not offer, sell or otherwise make available any Notes which are the subject of the offering contemplated by this Offering Memorandum as completed by the Pricing Supplement in relation thereto to any retail investor in the EEA. For the purposes of this provision the expression "**retail investor**" means a person who is one (or more) of the following:

(i) a retail client as defined in point (11) of Article 4(1) of MiFID II; or

(ii) a customer within the meaning of the Insurance Distribution Directive, where that customer would not qualify as a professional client as defined in point (10) of Article 4(1) of MiFID II.

United Kingdom

Each Purchasing Agent has represented, warranted and agreed, and each further Purchasing Agent appointed under the Program will be required to represent, warrant and agree, that it has not offered, sold or otherwise made available, and will not offer, sell or otherwise make available any Notes which are the subject of the offering contemplated by this Offering Memorandum as completed by the Pricing Supplement in relation thereto to any retail investor in the U.K. For the purposes of this provision, the expression "**retail investor**" means a person who is one (or more) of the following:

(i) a retail client, as defined in point (8) of Article 2 of Regulation (EU) No 2017/565 as it forms part of domestic law in the U.K.; or

(ii) a customer within the meaning of the provisions of the FSMA and any rules or regulations made under the FSMA to implement Directive (EU) 2016/97, where that customer would not qualify as a professional client, as defined in point (8) of Article 2(1) of U.K. MiFIR.

Each Purchasing Agent has represented, warranted and agreed, and each further Purchasing Agent appointed under the Program will be required to represent, warrant and agree, that:

(i) in relation to any Notes which have a maturity of less than one year, (a) it is a person whose ordinary activities involve it in acquiring, holding, managing or disposing of investments (as principal or agent) for the purposes of its business and (b) it has not offered or sold and will not offer or sell any Notes other than to persons (1) whose ordinary activities involve them in acquiring, holding, managing or disposing of investments (as principal or as agent) for the purposes of their businesses or (2) who it is reasonable to expect will acquire, hold, manage or dispose of investments (as principal or agent) for the purposes of their businesses where the issue of the Notes would otherwise constitute a contravention of Section 19 of the FSMA by the Issuer;

(ii) it has only communicated or caused to be communicated and will only communicate or cause to be communicated an invitation or inducement to engage in investment activity (within the meaning of Section 21 of the FSMA) received by it in connection with the issue or sale of any Notes in circumstances in which Section 21(1) of the FSMA does not apply to the Issuer; and

(iii) it has complied and will comply with all applicable provisions of the FSMA with respect to anything done by it in relation to any Notes in, from or otherwise involving the U.K.

Hong Kong

Each Purchasing Agent has represented, warranted and agreed, and each further Purchasing Agent appointed under the Program will be required to represent, warrant and agree, that:

(i) it has not offered or sold and will not offer or sell in Hong Kong, by means of any document, any Notes (except for Notes which are a "structured product" as defined in the Securities and Futures Ordinance (Cap. 571) of Hong Kong (the "**SFO**")) other than: (a) to "professional investors" as defined in the SFO and any rules made under that Ordinance; or (b) in other circumstances which do not result in the document being a "prospectus" as defined in the Companies (Winding Up and Miscellaneous Provisions) Ordinance (Cap. 32) of Hong Kong or which do not constitute an offer to the public within the meaning of that Ordinance; and

(ii) it has not issued or had in its possession for the purposes of issue, and will not issue or have in its possession for the purposes of issue, whether in Hong Kong or elsewhere, any advertisement, invitation or document relating to the Notes, which is directed at, or the contents of which are likely to be accessed or read by, the public of Hong Kong (except if permitted to do so under the securities laws of Hong Kong) other than with respect to Notes which are or are intended to be disposed of only to persons outside Hong Kong or only to "professional investors" as defined in the SFO and any rules made under that Ordinance.

Japan

Each Purchasing Agent understands that the Notes have not been and will not be registered under the Financial Instruments and Exchange Act of Japan (Act no. 25 of 1948, as amended), and such Purchasing Agent has represented, warranted and agreed, and each further Purchasing Agent appointed under the Program will be required to represent, warrant and agree, that it will not, directly or indirectly, offer or sell any Notes in Japan or to or for the benefit of any resident of Japan (as defined under Item 5, Paragraph 1, Article 6 of the Foreign Exchange and Foreign Trade Act (Act No. 228 of 1949, as amended)), or to others for re-offering or resale, directly or indirectly, in Japan or to, or for the benefit of, a resident of Japan, except under circumstances which will result in compliance with all applicable laws, regulations and guidelines promulgated by the relevant Japanese governmental and regulatory authorities and in effect at the relevant time.

Singapore

Each Purchasing Agent has acknowledged, and each further Purchasing Agent appointed under the Program will be required to acknowledge, that this Offering Memorandum has not been registered as a prospectus with the Monetary Authority of Singapore. Accordingly, each Purchasing Agent has represented, warranted and agreed, and each further Purchasing Agent appointed under the Program will be required to represent, warrant and agree, that it has not offered or sold any Notes or caused the Notes to be made the subject of an invitation for subscription or purchase and will not offer or sell any Notes or cause the Notes to be made the subject of an invitation for subscription or purchase, and has not circulated or distributed, nor will it circulate or distribute, this Offering Memorandum or any other document or material in connection with the offer or sale, or invitation for subscription or purchase, of the Notes, whether directly or indirectly, to persons in Singapore other than (i) to an institutional investor (as defined in Section 4A of the SFA) pursuant to Section 274 of the SFA, or (ii) to an accredited investor (as defined in Section 4A of the SFA) pursuant to and in accordance with the conditions specified in Section 275 of the SFA.

Australia

No placement document, prospectus, product disclosure statement or other disclosure document (including as defined in the Corporations Act 2001 (Cth) ("**Corporations Act**")) has been or will be lodged with the Australian Securities and Investments Commission ("**ASIC**") or any other governmental agency, in relation to the offering. This Offering Memorandum does not constitute a prospectus, product disclosure statement or other disclosure document for the purposes of the Corporations Act, and does not purport to include the information required for a prospectus, product disclosure statement or other disclosure document under the Corporations Act. No action has been taken which would permit an offering of the Notes in circumstances that would require disclosure under Parts 6D.2 or 7.9 of the Corporations Act.

The Notes may not be offered for sale, nor may application for the sale or purchase of any Notes be invited in Australia (including an offer or invitation which is received by a person in Australia) and neither this Offering Memorandum nor any other offering material or advertisement relating to the Notes may be distributed or published in Australia unless, in each case:

(i) the aggregate consideration payable on acceptance of the offer or invitation by each offeree or invitee is at least A$500,000 (or its equivalent in another currency, in either case, disregarding moneys lent by the person offering the Notes or making the invitation or its associates) or the offer or invitation otherwise does not require disclosure to investors in accordance with Part 6D.2 or 7.9 of the Corporations Act;

(ii) the offer, invitation or distribution complied with the conditions of the Australian financial services license of the person making the offer, invitation or distribution or an applicable exemption from the requirement to hold such license;

(iii) the offer, invitation or distribution complies with all applicable Australian laws, regulations and directives (including, without limitation, the licensing requirements set out in Chapter 7 of the Corporations Act);

(iv) the offer or invitation does not constitute an offer or invitation to a person in Australia who is a "retail client" as defined for the purposes of Section 761G of the Corporations Act; and

such action does not require any document to be lodged with ASIC or the Australian Securities Exchange.

PURCHASE AND TRANSFER RESTRICTIONS

Other than with respect to the listing of certain Notes on the relevant securities exchange as may be specified in the applicable Pricing Supplement, no action has been or will be taken by the Issuer that would permit a public offering of the Notes, or possession or distribution of this Offering Memorandum or any other offering or publicity material relating to the Notes, in any country or jurisdiction where action for that purpose is required. Each Purchasing Agent has severally and not jointly covenanted that it will not solicit offers to purchase, or offer or sell, Notes by any form of general solicitation or general advertising (as those terms are used in Regulation D under the Securities Act) or in any manner involving a public offering within the meaning of Section 4(2) of the Securities Act. Persons into whose hands this Offering Memorandum, any applicable Pricing Supplement or any other offering material comes must comply with all applicable laws and regulations, including anti-money laundering rules, applicable to the issuance and sale of securities in each country or jurisdiction in or from which they purchase, offer, sell or deliver Notes or have in their possession or distribute this Offering Memorandum, any applicable Pricing Supplement or any other offering material, in all cases at their own expense.

Selling and transfer restrictions may be supplemented or modified with the agreement of the Issuer. Any such supplement or modification will be set out in the applicable Pricing Supplement (in the case of a supplement or modification relevant only to a particular Series of Notes) or (in any other case) in a supplement to this Offering Memorandum.

The Notes have not been and will not be registered under the Securities Act or any state or foreign securities laws and, unless so registered, may not be offered, sold, pledged or otherwise transferred except pursuant to an exemption from, or in a transaction not subject to the registration requirements of the Securities Act and applicable state or foreign securities laws.

Each initial purchaser, subsequent purchaser and transferee (each, a "purchaser") of a beneficial interest in the Notes will be deemed to have represented, warranted and agreed that:

- It understands that the Notes have not been and will not be registered under the Securities Act or any other securities law and may not be offered, sold or otherwise transferred within the United States or to, or for the account or benefit of, a United States person except in accordance with applicable laws and the following provisions.

- It understands that the Issuer has not been and will not be registered as an investment company under the Investment Company Act.

- Either (i) it is not, and is not acquiring the Notes or any beneficial interest therein on behalf of or with "plan assets" of, a Plan, a Plan Asset Entity, a Non-ERISA Plan or an entity the assets of which are treated as including the assets of a Non-ERISA Plan or (ii)(A) in the case of a Plan or Plan Asset Entity, its purchase, holding and disposition of the Notes or any beneficial interest therein is exempt from the prohibited transaction provisions of Section 406 of ERISA and Section 4975 of the Code under DOL PTCE 96-23, PTCE 95-60, PTCE 91-38, PTCE 90-1, PTCE 84-14, the Service Provider Exemption or another applicable exemption, or (B) in the case of a Non-ERISA Plan or entity the assets of which are treated as including the assets of a Non-ERISA Plan, its purchase, holding and disposition of the Notes or any beneficial interest therein will not violate any Similar Laws. This representation shall be deemed made on each day from the date on which the purchaser acquires the Notes through and including the date on which the purchaser disposes of the Notes.

- It understands that the Notes may not be transferred to, or acquired or held by, an insurer domiciled in the State of Arkansas, a health maintenance organization, farmers' mutual aid association or other Arkansas domestic company regulated by the Arkansas Insurance Department.

- It is its intent and it understands it is the intent of the Issuer, for purposes of United States Federal, state and local income and franchise taxes, that the Notes be treated as indebtedness of New York Life, and it agrees to such treatment and agrees to take no action inconsistent with such treatment.

- It understands that any offer, sale, pledge or other transfer of Notes is subject to the restrictions set forth in the Indenture, the applicable Series Indenture and the Notes.

- It will inform each person to whom the Notes or any beneficial interests therein are offered, resold, pledged or otherwise transferred of the restrictions on the transfer of the Notes.

- It acknowledges that the Issuer, the Purchasing Agents and their affiliates will rely upon the truth and accuracy of the foregoing acknowledgments, representations and agreements.

- It understands that, unless the Issuer determines otherwise in accordance with applicable law, certificates representing the Notes will bear a legend reflecting these representations and agreements.

Each purchaser of a beneficial interest in a Temporary Global Registered Note will be deemed to have represented, warranted and agreed that:

- It understands that such Notes may be offered, sold, pledged or otherwise transferred only (i)(a) in an offshore transaction in accordance with Rule 903 or Rule 904 of Regulation S or (b) in compliance with Rule 144A to an institutional investor that the transferor reasonably believes is a qualified institutional buyer within the meaning of Rule 144A acquiring such Notes for its own account or for the account of a qualified institutional buyer, whom the transferor has informed, in each case, that the offer, sale, pledge or transfer is being made in reliance on Rule 144A, (ii) in accordance with all applicable laws and (iii) in accordance with the restrictions set forth in the Indenture, the applicable Series Indenture and the Notes.

Each purchaser of a beneficial interest in a Temporary Global Bearer Note will be deemed to have represented, warranted and agreed that:

- It understands that such Notes may be offered, sold, pledged or otherwise transferred only (i) in an offshore transaction in accordance with Rule 903 or Rule 904 of Regulation S, (ii) in accordance with all applicable laws and (iii) in accordance with the restrictions set forth in the Indenture, the applicable Series Indenture and the Notes.

After the expiration of the applicable Distribution Compliance Period, any offer, sale, pledge and other transfer, within the United States or to, or for the benefit of a U.S. person, of any Notes initially sold pursuant to Regulation S, that is otherwise permitted by, and is in accordance with, all applicable laws and the restrictions set forth in the Indenture, the applicable Series Indenture and the Notes, may be made only to (i) an institutional investor that the transferor reasonably believes is a qualified institutional buyer within the meaning of Rule 144A acquiring such Notes for its own account or for the account of a qualified institutional buyer, whom the transferor has informed, in each case, that such offer, sale, pledge, or transfer is being made in reliance on Rule 144A or (ii) an institutional investor that is an "accredited investor" within the meaning of Rule 501(a) under the Securities Act acquiring such Notes in a transaction exempted from the registration requirements of the Securities Act.

Each purchaser of a beneficial interest in Notes sold pursuant to Rule 144A will be deemed to have represented, warranted and agreed that:

- If it should offer, sell, pledge or otherwise transfer the Notes it will only do so (i) in compliance with the Securities Act and other applicable laws, (ii) in accordance with the restrictions set forth in the Indenture, the applicable Series Indenture and the Notes and (iii) only (a) in compliance with Rule 144A to an institutional investor that the transferor reasonably believes is a qualified institutional buyer within the meaning of Rule 144A acquiring such Notes for its own account or for the account of a qualified institutional buyer, whom the transferor has informed, in each case, that the offer, sale, pledge or transfer is being made in reliance on Rule 144A, (b) in an offshore transaction in accordance with Rule 903 or 904 of Regulation S under the Securities Act or (c) pursuant to any other exemption from the registration requirements of the Securities Act, subject to the receipt by the Issuer or the Indenture Trustee of an opinion of counsel or such other evidence which they may reasonably require (obtained at the expense of the holder of such Note) that such offer, sale or transfer is in compliance with the Securities Act and other applicable laws and is in accordance with the restrictions set forth in the Indenture, the applicable Series Indenture and the Notes.

- It is a qualified institutional buyer within the meaning of Rule 144A, it is acquiring such Notes for its own account or for the account of a qualified institutional buyer and it is aware, and each Beneficial Note Owner has been advised that the offer, sale, pledge or other transfer of such Notes to it is being made in reliance on Rule 144A.

- If it is acquiring any Notes for the account of one or more qualified institutional buyers, it has sole investment discretion with respect to each such account and it has full power to make the foregoing acknowledgments, representations, and agreements on behalf of each such account.

In addition, each purchaser of a beneficial interest in the Notes will be deemed to have represented, warranted and agreed that:

- It understands that, in any rehabilitation, liquidation, conservation, dissolution or reorganization relating to New York Life under New York law as in effect on the date of the Offering Memorandum, the claims under each Funding Agreement with respect to (i) payments of principal and interest would be accorded a priority equal to that of policyholders of New York Life (i.e. would rank pari passu with the claims of policyholders of New York Life) and superior to the claims of general creditors of New York Life and (ii) payments of Additional Amounts (as defined herein) would rank pari passu with the claims of general creditors of New York Life.

- It understands that in the event of New York Life's insolvency, rehabilitation or liquidation, claims under the Funding Agreements will not be covered by The Life Insurance Company Guaranty Corporation of New York.

- It understands that the obligations of New York Life under the Funding Agreements are not obligations of, and are not guaranteed by, any other person.

- It understands that no person is permitted to distribute, market, sell, represent or otherwise refer to the Notes as an insurance product, contract or policy or funding agreement or as a direct interest in any insurance product, contract or policy or funding agreement.

- It understands that because the primary assets of the Issuer will be one or more funding agreements issued by a life insurance company, there is a risk that the transfer of the Notes could subject the parties to such transfer to regulation under the insurance laws of jurisdictions implicated by the transfer. Among other things, it is likely that if the Notes were to be deemed to be contracts of insurance, the ability of a holder to sell the Notes in secondary market transactions or otherwise would be substantially impaired and, to the extent any such sales could be effected, the proceeds realized from any such sales would be materially and adversely affected.

The Bearer Notes (including Bearer Notes in global form) are subject to United States Federal tax law requirements. The Issuer will not issue any Bearer Notes with a maturity in excess of 183 days that are treated as not in "registered form" for U.S. federal income tax purposes.

LEGAL MATTERS

Certain matters regarding the Notes and their offering will be passed upon on the date hereof:

- for the Issuer and New York Life by Willkie Farr & Gallagher LLP (as to New York law and United States Federal securities law);
- for the Issuer and New York Life by Willkie Farr & Gallagher LLP (as to United States Federal tax law);
- for the Issuer and the Purchasing Agents by Sidley Austin LLP (as to New York law, United States Federal law and certain insurance regulatory matters); and
- for the Issuer and the Administrative Trustee by Richards, Layton & Finger, P.A. (as to Delaware law).

Certain matters (as to New York law) will be passed upon on the date hereof for New York Life by the General Counsel of New York Life or another officer in the Office of the General Counsel of New York Life.

Willkie Farr & Gallagher LLP has from time to time represented, and continues to represent, one or more of the Purchasing Agents.

GENERAL INFORMATION

Irish Listing

Application will be made to Euronext Dublin for the Notes issued during the period of 12 months from the date of this Offering Memorandum to be admitted to the Official List and trading on the GEM. However, Notes may be listed on another securities exchange or not listed and/or admitted to trading on any market or securities exchange.

Arthur Cox Listing Services Limited is acting solely in its capacity as listing agent for the Issuer in connection with the Notes and is not itself seeking admission of the Notes to the Official List of Euronext Dublin or to trading on the GEM.

If any European and/or national legislation is adopted and is implemented or takes effect in Ireland in a form that would require either New York Life or the Issuer to publish or produce its financial statements according to accounting principles that are materially different from SAP or that would otherwise impose requirements on either of New York Life or the Issuer that such entity in good faith determines are impracticable or unduly burdensome, New York Life or the Issuer may elect to de-list the Notes. Each of New York Life and the Issuer will use its reasonable efforts to obtain an alternative admission to listing, trading and/or quotation for the Notes by another listing authority, exchange and/or system outside the EU, as the Issuer and New York Life may decide with the prior approval of the relevant Purchasing Agent(s). If such an alternative admission is not available to New York Life or the Issuer, or is, in either such entity's opinion, unduly burdensome, an alternative admission may not be obtained. Notice of any de-listing and/or alternative admission will be given as described in "General Information—Notices" herein.

Authorizations

The Issuer's initial and ongoing participation in the Program, including updating Program documents, establishing additional Series and issuing additional Notes with respect to each such additional Series, is authorized under the Trust Agreement. New York Life's acts in connection with the establishment of the Program and its ongoing acts thereunder were authorized pursuant to resolutions adopted by the Investment Committee of the Board of Directors on July 15, 2003 (ratified by the Board of Directors on July 16, 2003) and pursuant to resolutions adopted by the Investment Committee of the Board of Directors on May 18, 2004 and May 20, 2008 (ratified by the Board of Directors on May 19, 2004 and May 21, 2008, respectively) and on November 16, 2021.

Clearance

The Notes have been accepted for clearance through Euroclear and Clearstream, Luxembourg. In addition, the Issuer will make an application with respect to the Notes to be accepted for trading in book-entry form by DTC. With respect to each Series of Notes, any applicable CUSIP number, together with any applicable ISIN and/or common code will be specified in the applicable Pricing Supplement. The applicable Pricing Supplement shall specify any other clearing system as shall have accepted the relevant Notes for clearance together with any further appropriate information.

Litigation

The Issuer has not been involved in any governmental, legal or arbitration proceedings (including any such proceedings which are pending or threatened of which the Issuer is aware) during the previous 12 months which may have, or have had in the recent past, significant effects on the Issuer's financial position or profitability.

Material pending litigation and regulatory matters affecting New York Life and certain risks related to its business presented by such matters are discussed in Note 15 of the 2024 Statutory Financial Statements. New York Life has not been involved in any governmental, legal or arbitration proceedings (including any such proceedings which are pending or threatened of which New York Life is aware) during the previous 12 months which may have, or have had in the recent past, significant effects on New York Life's financial position or profitability.

Notices

All notices regarding Registered Notes of a Series will be mailed to the registered holders thereof as their names appear in the applicable Note Register maintained by the Registrar.

All notices shall be deemed to have been given upon (i) in the case of Registered Holders, the mailing by first class mail, postage prepaid, of such notices to each Registered Holder entitled thereto at such Registered Holder's registered address as recorded in the applicable Note Register and publication in a leading daily newspaper having general circulation in Ireland (which is expected to be the *Irish Times*), (ii) in the case of holders of Bearer Notes, publication in a leading daily newspaper having general circulation in London (which is expected to be the *Financial Times*), and (iii)(a) so long as the Notes of a Series are admitted to the Official List and trading on the GEM, publication of such notice to each holder of the Notes of such Series in the English language on the website of Euronext Dublin at www.euronext.com via the Companies Announcement Service or (b) so long as the Notes of a Series are listed on a securities exchange other than Euronext Dublin or if the publication required in (iii)(a) is not practicable, in one other leading English language daily newspaper with general circulation in Europe and in the Principal Financial Center with the greatest nexus to such other securities exchange, if such Series is so listed.

Foreign Language

The language of this Offering Memorandum is English. Certain legislative references and technical terms have been cited in their original language in order that the correct technical meaning may be ascribed to them under applicable law.

Independent Accountants

The Statutory Financial Statements as of December 31, 2024, 2023 and 2022 and for each of the three years in the period ended December 31, 2024, included in this Offering Memorandum, have been audited by PricewaterhouseCoopers LLP, independent accountants, as stated in their report appearing herein. PricewaterhouseCoopers LLP is a member of the American Institute of Certified Public Accountants and a registered firm with the Public Company Accounting Oversight Board.

No Material Adverse Change

There has been no material adverse change in the prospects of New York Life since December 31, 2024 (the date of the last published annual audited statutory financial statements of New York Life) nor has there been any significant change in its financial or trading position since December 31, 2024.

Transferability

Subject to the selling and transfer restrictions described under "Purchase and Transfer Restrictions" and "Plan of Distribution" and subject to the terms and conditions of the Notes, as described in "Description of the Notes", the Notes will be freely transferable.

Documents Available

For the life of the Program and for as long as Notes are listed on the Official List of Euronext Dublin and admitted to trading on the GEM, upon request the Issuer will provide without charge copies of the following documents:

(i) this Offering Memorandum;

(ii) the Indenture, each Series Indenture, the Trust Agreement, each Series Trust Agreement and the Certificate of Trust (all as defined herein);

(iii) the Charter and By-Laws of New York Life;

(iv) the Statutory Financial Statements and all audited statutory financial statements of New York Life (including any notes thereto) filed with the NYSDFS after the date hereof;

(v) all annual unaudited statutory financial statements of New York Life (including any notes, schedules and supplements thereto) filed with the NYSDFS after the date hereof;

(vi) all quarterly unaudited statutory financial statements of New York Life (including any notes and schedules thereto) filed with the NYSDFS after the date hereof;

(vii) any amendments and supplements to this Offering Memorandum that remain in effect at the time of the offering of the Series of Notes and which have not been modified or superseded by any other amendment, supplement or document incorporated by reference in this Offering Memorandum;

(viii) all reports, letters, and other documents, historical financial information, valuations and statements prepared by any expert at the Issuer's request any part of which is included or referred to in the registration document;

(ix) all financial statements of the Issuer generally and with respect to the applicable Series of the Issuer prepared after the date hereof, if any;

(x) a copy of each Funding Agreement relating to any Series of Notes listed on any securities exchange (*provided*, that, with respect to the offering of any Series of Notes not listed on any securities exchange, a copy of each Funding Agreement relating to such Series of Notes will be available for inspection and can be obtained free of charge by a holder of any Notes of such Series); and

(xi) all amendments and supplements to this Offering Memorandum and each Pricing Supplement relating to any Series of Notes listed on any securities exchange prepared by the Issuer from time to time (*provided*, that, with respect to the offering of any Series of Notes not listed on any securities exchange, a copy of each Pricing Supplement relating to such Series of Notes will be available for inspection and can be obtained free of charge by a holder of any Notes of such Series).

Copies of such documents may also be inspected in physical format during normal business hours at the office of the Issuer located at c/o Wilmington Trust Company, Rodney Square North, 1100 North Market Street, Wilmington, DE 19890. In addition, copies of such documents will be available in physical format free of charge from the principal office of the Paying Agent for Notes listed on Euronext Dublin and from the relevant Paying Agent(s) with respect to Notes not listed on any securities exchange.

This Offering Memorandum and any amendment or supplement to this Offering Memorandum or new offering memorandum, as the case may be, will be published on the website of Euronext Dublin at www.euronext.com.

The information on any web site mentioned in this Offering Memorandum or any web site directly or indirectly linked to any web site mentioned in this Offering Memorandum is not a part of, or incorporated by reference into, this Offering Memorandum and investors in the Notes should not rely on it.

Other than as set forth above under "Documents Available" or as provided in any supplement hereto, and any Pricing Supplement, the Issuer does not intend to provide any post-issuance information in relation to any issues of Notes.

FORM OF PRICING SUPPLEMENT

Pricing Supplement No. ● dated ●

New York Life Global Funding

Legal Entity Identifier: 635400DPNHEAUHB7ZI15
$40,000,000,000

GLOBAL DEBT ISSUANCE PROGRAM
Notes due •

[Principal Amount of Notes]

This Pricing Supplement should be read in conjunction with the Offering Memorandum dated March 26, 2025 [and the supplement[s] to it dated • [and •]] (the "Offering Memorandum") relating to the $40,000,000,000 Global Debt Issuance Program of New York Life Global Funding (the "Issuer").

[MIFID II product governance / Professional investors and ECPs only target market – Solely for the purposes of [the/each] manufacturer's product approval process, the target market assessment in respect of the Notes has led to the conclusion that: (i) the target market for the Notes is eligible counterparties and professional clients only, each as defined in Directive 2014/65/EU (as amended, "MiFID II"); and (ii) all channels for distribution of the Notes to eligible counterparties and professional clients are appropriate. Any person subsequently offering, selling or recommending the Notes (an "EU distributor") should take into consideration the manufacturer['s/s'] target market assessment; however, an EU distributor subject to MiFID II is responsible for undertaking its own target market assessment in respect of the Notes (by either adopting or refining the manufacturer['s/s'] target market assessment) and determining appropriate distribution channels.]

PROHIBITION OF SALES TO EEA RETAIL INVESTORS – The Notes are not intended to be offered, sold or otherwise made available to and should not be offered, sold or otherwise made available to any retail investor in the European Economic Area (the "EEA"). For these purposes, a retail investor means a person who is one (or more) of: (i) a retail client as defined in point (11) of Article 4(1) of [Directive 2014/65/EU (as amended, "MiFID II")][MiFID II]; or (ii) a customer within the meaning of Directive (EU) 2016/97 (as amended, the "Insurance Distribution Directive"), where that customer would not qualify as a professional client as defined in point (10) of Article 4(1) of MiFID II. Consequently, no key information document required by Regulation (EU) No 1286/2014 (as amended, the "PRIIPs Regulation") for offering or selling the Notes or otherwise making them available to retail investors in the EEA has been prepared and therefore offering or selling the Notes or otherwise making them available to any retail investor in the EEA may be unlawful under the PRIIPs Regulation.

[U.K. MiFIR product governance / Professional investors and ECPs only target market – Solely for the purposes of [the/each] manufacturer's product approval process, the target market assessment in respect of the Notes has led to the conclusion that: (i) the target market for the Notes is only eligible counterparties, as defined in the FCA Handbook Conduct of Business Sourcebook ("COBS"), and professional clients, as defined in Regulation (EU) No 600/2014 as it forms part of domestic law in the U.K. ("U.K. MiFIR"); and (ii) all channels for distribution of the Notes to eligible counterparties and professional clients are appropriate. Any person subsequently offering, selling or recommending the Notes (a "distributor") should take into consideration the manufacturer['s/s'] target market assessment; however, a distributor subject to the FCA Handbook Product Intervention and Product Governance Sourcebook (the "U.K. MiFIR Product Governance Rules") is responsible for undertaking its own target market assessment in respect of the

Notes (by either adopting or refining the manufacturer['s/s'] target market assessment) and determining appropriate distribution channels.]

PROHIBITION OF SALES TO U.K. RETAIL INVESTORS – The Notes are not intended to be offered, sold or otherwise made available to and should not be offered, sold or otherwise made available to any retail investor in the United Kingdom ("U.K."). For these purposes, a retail investor means a person who is one (or more) of: (i) a retail client, as defined in point (8) of Article 2 of Regulation (EU) No 2017/565 as it forms part of domestic law in the U.K.; or (ii) a customer within the meaning of the provisions of the U.K.'s Financial Services and Markets Act 2000, as amended (the "FSMA") and any rules or regulations made under the FSMA to implement Directive (EU) 2016/97, where that customer would not qualify as a professional client, as defined in point (8) of Article 2(1) of [Regulation (EU) No 600/2014 as it forms part of domestic law in the U.K.] [U.K. MiFIR]. Consequently, no key information document required by Regulation (EU) No 1286/2014 as it forms part of domestic law in the U.K. (the "U.K. PRIIPs Regulation") for offering or selling the Notes or otherwise making them available to retail investors in the U.K. has been prepared and therefore offering or selling the Notes or otherwise making them available to any retail investor in the U.K. may be unlawful under the U.K. PRIIPs Regulation.

FOR SINGAPORE RESIDENTS ONLY – The Notes may not be offered or sold, or be made the subject of an invitation for subscription or purchase, whether directly or indirectly, to persons in Singapore other than (i) to an institutional investor under Section 274 of the Securities and Futures Act, Chapter 289 of Singapore (as amended or modified from time to time, the "SFA") or (ii) otherwise pursuant to, and in accordance with the conditions of, any other applicable provisions of the SFA.

PART A – CONTRACTUAL TERMS

Terms used herein and not otherwise defined herein shall have the meanings ascribed in the Offering Memorandum. This document constitutes the Pricing Supplement of the Notes described herein and must be read in conjunction with the Offering Memorandum. Full information regarding the Issuer and the offer of the Notes is only available on the basis of the combination of this Pricing Supplement and the Offering Memorandum. The Offering Memorandum is available for viewing in physical format during normal business hours at the registered office of the Issuer located at c/o Wilmington Trust Company, Rodney Square North, 1100 North Market Street, Wilmington, DE 19890. In addition, copies of the Offering Memorandum and this Pricing Supplement will be available in physical format free of charge from the Paying Agent.

[Include whichever of the following apply or specify as "Not Applicable" (N/A). Note that the numbering should remain as set out below, even if "Not Applicable" is indicated for individual paragraphs or sub-paragraphs. Italics denote guidance for completing the Pricing Supplement.]

[For Notes denominated in sterling, if the Notes have a maturity of less than one year from the date of their issue, the minimum Authorized Denomination of the Notes must be £100,000 (or its equivalent in another currency).]

1.	Issuer:	New York Life Global Funding
2.	(i) Series Number:	●
	(ii) Tranche Number:	●

	[(If fungible with an existing Series, details of that Series, including the date on which the Notes become fungible).]	
3.	Specified Currency or Currencies:	●
4.	Principal Amount of Notes [admitted to trading]:	●
5.	Issue Price:	● per cent of the Principal Amount of the Notes [plus accrued interest from [*insert date*]*(in the case of fungible issues only if applicable*)]
6.	Authorized Denominations:	● *(N.B. Notes listed on Euronext Dublin or offered in any Member State of the European Economic Area or the U.K. shall have Authorized Denominations of at least €100,000 or the equivalent thereof in another currency.)*
7.	[(i)] Issue Date:	●
	[(ii)] Interest Commencement Date if different from the Issue Date:	[●/Not Applicable]
8.	Stated Maturity Date:	[*specify date or (for Floating Rate Notes) Interest Payment Date falling in or nearest to the relevant month and year*]
9.	Interest Rate:	[• % Fixed Rate] [Average SONIA / CMT Rate / Commercial Paper Rate / Compounded SOFR / Compounded Daily SONIA (Index Determination) / Compounded Daily SONIA (Non-Index Determination) / Daily Compounded CORRA / Money Market Yield / Federal Funds Rate / EURIBOR / Prime Rate / SOFR / Treasury Rate / Bond Equivalent +/– • % Floating Rate] [Zero Coupon] (further particulars specified below)
10.	Redemption/Payment Basis:	[Redemption at par] [Subject to any purchase and cancellation or early redemption, the Notes will be redeemed on the Maturity Date at [100]% of their nominal amount.]
11.	Put/Call Options:	[Investor Put] [Issuer Call] [(further particulars specified below)]

12.	Method of distribution:	[Syndicated/Non-syndicated]
13.	Status of the Notes:	Secured Non-Recourse Notes

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

14.	Fixed Rate Note Provisions:		[Applicable/Not Applicable] *(If not applicable, delete the remaining sub-paragraphs of this paragraph)*
	(i)	Rate[(s)] of Interest:	● per cent per annum [payable [annually/semi-annually/quarterly/monthly] in arrears]
	(ii)	Interest Payment Date(s):	● in each year, commencing on ● [adjusted in accordance with the Business Day Convention specified below / not adjusted] [*N.B. This will need to be amended in the case of long or short coupons]*
	(iii)	Fixed Coupon Amount[(s)]:	● per ● in Authorized Denomination
	(iv)	Broken Amount(s):	[*Insert particulars of any initial or final broken interest amounts which do not correspond with the Fixed Coupon Amount[(s)]*]
	(v)	Day Count Fraction:	[Actual/365 / Actual/Actual (Historical) / Actual/365 (Fixed) / Actual/360 / 30/360 / 30E/360 / Actual/Actual (ICMA)]
	(vi)	Business Day Convention:	[Floating Rate Convention/Following Business Day Convention/Modified Following Business Day Convention/Preceding Business Day Convention/FRN Convention]
	(vii)	Determination Dates:	● in each year (*insert regular interest payment dates, ignoring issue date or maturity date in the case of a long or short first or last coupon. N.B. only relevant where Day Count Fraction is Actual/Actual/other)*
	(viii)	Regular Interest Record Dates:	[*specify each Regular Interest Record Date*]
15.	Floating Rate Note Provisions:		[Applicable/Not Applicable] (*If not applicable, delete the remaining sub-paragraphs of this paragraph)*
	(i)	Designation:	Regular Floating Rate Notes

(ii) Interest Payment Dates:	● in each year [adjusted in accordance with [*specify Business Day Convention and any applicable Business Center(s) for the definition of "Business Day"]*/not adjusted]
(iii) Business Day Convention:	[Floating Rate Convention/Following Business Day Convention/Modified Following Business Day Convention/Preceding Business Day Convention/FRN Convention]
(iv) Business Center(s):	[The financial center most closely connected to the Benchmark – *specify if not London*] See Reference Rate below
(v) Manner in which the Rate(s) of Interest is/are to be determined:	[Screen Rate Determination/ISDA Determination]
(vi) Calculation Agent:	● *[Either the Indenture Trustee or another Calculation Agent appointed by the Issuer.]* [In the event that the Calculation Agent resigns, or its appointment is terminated by the Issuer, the Issuer shall appoint a successor Calculation Agent promptly and in no event later than the next succeeding date upon which the Rate(s) of Interest is/are to be determined.]
(vii) Screen Rate Determination:	●
- Reference Rate:	[Average SONIA / CMT Rate / Commercial Paper Rate / Compounded SOFR / Compounded Daily SONIA (Index Determination) / Compounded Daily SONIA (Non-Index Determination) / Daily Compounded CORRA / Money Market Yield / Federal Funds Rate / EURIBOR / Prime Rate / SOFR / Treasury Rate / Bond Equivalent]
- Index Maturity:	●
- Interest Determination Date(s) [and Relevant Time(s)]:	● *(The second day on which the T2 System is open prior to the start of each Interest Period if EURIBOR)*
- Interest Accrual Period(s):	●
- Observation Method:	[Not Applicable / Lag / Shift]

- Observation Look Back Period:	[●] / [Not Applicable] [unless otherwise agreed with the [Calculation Agent], (being no less than 5 [London Banking Days] / [US Government Securities Business Days] / [T2 Business Days])]
- Relevant Number:	[[Two / [●]] [London Banking Days] / [US Government Securities Business Days] / [T2 Business Days]] / [Not Applicable]
- Relevant Screen Page:	[*specify Relevant Screen Page*] *(In the case of EURIBOR, if not Reuters Page EURIBOR01 ensure it is a page which shows a composite rate or amend the fallback provisions appropriately)*
(viii) Spread:	[+/-]● percent per annum
(ix) Day Count Fraction:	[Actual/365 / Actual/Actual (Historical) / Actual/365 (Fixed) / Actual/360 / 30/360 / 30E/360 / Actual/Actual (ICMA)]
(x) Interest Reset Dates:	[*specify each Interest Reset Date and note whether it is subject to adjustment*]
(xi) Regular Interest Record Dates:	[*specify each Regular Interest Record Date*]
16. Zero Coupon Note Provisions:	[Applicable/Not Applicable] (*If not applicable, delete the remaining sub-paragraphs of this paragraph*)
(i) [Amortization/Accrual] Yield:	● per cent per annum
(ii) Reference Price:	●
(iii) Day Count Fraction:	●

PROVISIONS RELATING TO REDEMPTION

17. Optional Redemption by the Issuer:	[Applicable/Not Applicable] *(If not applicable, delete the remaining sub-paragraphs of this paragraph)*
(i) Optional Redemption Date(s):	●
(ii) Optional Redemption Amount(s) of each Note:	● per Note of ● authorized denomination
(iii) Notice period:[2]	●

[2] If setting notice periods which are different to those provided in the Offering Memorandum, the practicalities of distribution of information through intermediaries should be considered, for example, clearing systems and custodians, as well as any other notice requirements which may apply.

18. Repayment at Option of Noteholder:	[Applicable/Not Applicable] (*If not applicable, delete the remaining sub-paragraphs of this paragraph*)
(i) Optional Redemption Date(s):	●
(ii) Optional Redemption Amount(s) of each Note:	● per Note of ● authorized denomination
(iii) Notice period:[3]	●
(iv) Determination Date(s):	●
19. Early Redemption Amount:	
Early Redemption Amount(s) of each Note payable on redemption for taxation reasons or on an Event of Default or other early redemption:	● per Note of ● authorized denomination

GENERAL PROVISIONS APPLICABLE TO THE NOTES

20. Form of Notes:	[Bearer Notes] [Registered Notes: Rule 144A Global Registered Notes: The Notes will initially be represented by one or more DTC Global Notes deposited with Citibank, N.A., London Branch, as custodian for, and registered in the name of a nominee of, DTC as depositary. Regulation S Global Registered Notes: Notes sold outside of the United States in accordance with Regulation S will initially be issued in the form of one or more Temporary Global Registered Notes. Upon the expiration of the applicable Distribution Compliance Period, beneficial interests in a Temporary Global Registered Note will be exchangeable for beneficial interests in one or more Permanent Global Registered Notes, as and to the extent provided in the Temporary Global Registered Note. The Temporary Global Registered Notes and the Permanent Global Registered Notes will be deposited [with Citibank, N.A., London Branch as custodian for, and registered in the name of a nominee of, DTC as depositary]/[with a common depositary and registered in the name of Citivic Nominees Limited as nominee for Euroclear and Clearstream, Luxembourg].]

[3] See foot note 2 *supra.*

21.	Principal Financial Center(s) or other special provisions relating to Interest Payment Dates:	[New York, New York and London, England] [specify any additional principal financial center]
22.	Details relating to Amortizing Notes: amount of each instalment, date on which each payment is to be made:	[Not Applicable/*give details*]
23.	Definitive Notes at Request of Holder:	[Applicable/Not Applicable]

DISTRIBUTION

24.	(i) If syndicated, names of Managers:	[Not Applicable*/give names*]
	(ii) Stabilizing Manager(s) (if any):	[Not Applicable*/give names*]
25.	If non-syndicated, name of Dealer:	[Not Applicable*/give name*]

INFORMATION RELATING TO THE FUNDING AGREEMENT

26.	Funding Agreement Provider:	New York Life Insurance Company ("New York Life")
27.	Funding Agreement Number:	● (the "Relevant Funding Agreement")
28.	Deposit Amount:	●
29.	Effective Date:	●
30.	Maturity Date:	●

RATINGS

31.	Ratings:	The Notes are expected to be rated: [Fitch: ●] [S&P: ●] [Moody's: ●] The Program is rated: [Moody's: ●] The ratings of the Notes should be evaluated independently from similar ratings of other types of securities. A security rating is not a recommendation to buy, sell or hold securities and may be subject to review, revision, suspension, reduction or withdrawal at any time by the assigning rating agency.

OPERATIONAL INFORMATION

32.	CUSIP Number(s):	●

33.	ISIN Code(s):	●
34.	Common Code(s):	●
35.	CFI Code(s):	[As set out on the website of the Association of National Number Agencies (ANNA)/Not Applicable]
36.	FISN Code(s):	[As set out on the website of the Association of National Number Agencies (ANNA)/Not Applicable]
37.	Relevant Clearing System(s):	[The Depository Trust Company/Euroclear and Clearstream, Luxembourg]
38.	Delivery:	[Delivery [against/free of] payment]
39.	Name and addresses of additional Paying Agent(s) (if any):	●
40.	Tradeable Amount:	[So long as the Bearer Notes are represented by a Temporary Global Bearer Note or Permanent Global Bearer Note and the relevant clearing system(s) so permit, such Notes shall be tradeable only in principal amounts of at least [the Authorized Denomination (or if more than one Authorized Denomination, the lowest Authorized Denomination)] provided hereon and integral multiples of the tradeable amount in excess thereof provided in the relevant Pricing Supplement.]

PART B – OTHER INFORMATION

1. LISTING

(i) Listing:	[Euronext Dublin / None]
(ii) Admission to trading:	[Application has been made to Euronext Dublin for the Notes to be admitted to the Official List and trading on the GEM with effect from [ ].] [Not Applicable.]
(iii) Estimate of total expenses related to admission to trading:	●

2. USE OF PROCEEDS

The proceeds from the current sale of the Notes, net of certain expenses, underwriting discounts and commissions or similar applicable compensation will be used by the Issuer to purchase the Relevant Funding Agreement from New York Life.

3. INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE ISSUE AND THE OFFER OF THE NOTES

[Except as discussed in "Plan of Distribution" in the Offering Memorandum, so far as the Issuer is aware, no person involved in the offer of the Notes has an interest material to the issue and the offer of the Notes.]

4. [*FIXED RATE NOTES ONLY* – YIELD

Indication of yield:	●
	The yield is calculated at the Issue Date on the basis of the Issue Price. It is not an indication of future yield.]

5. [LISTING AND ADMISSION TO TRADING APPLICATION

This Pricing Supplement comprises the pricing supplement required to list and have admitted to trading the issue of Notes described herein on Euronext Dublin pursuant to the Issuer's $40,000,000,000 Global Debt Issuance Program.]

6. RESPONSIBILITY STATEMENT

The Issuer accepts responsibility for the information contained in this Pricing Supplement. [● has been extracted from ●. The Issuer confirms that such information has been accurately reproduced and that, so far as it is aware, and is able to ascertain from information published by ●, no facts have been omitted which would render the reproduced information inaccurate or misleading.]

[*Signature page follows*]

Signed on behalf of

New York Life Global Funding,
with respect to Series [●]

By: Wilmington Trust Company,
not in its individual capacity
but solely as Administrative Trustee

By:___________________________

INDEX TO STATUTORY FINANCIAL STATEMENTS OF NEW YORK LIFE

Statutory Financial Statements at and for the years ended December 31, 2024 and 2023

Statutory Financial Statements at and for the years ended December 31, 2023 and 2022

Report of Independent Auditors

To the Board of Directors of New York Life Insurance Company

Opinions

We have audited the accompanying statutory financial statements of New York Life Insurance Company (the "Company"), which comprise the statutory statements of financial position as of December 31, 2024, 2023, and 2022, and the related statutory statements of operations, of changes in surplus, and of cash flows for the years then ended, including the related notes (collectively referred to as the "financial statements").

Unmodified Opinion on Statutory Basis of Accounting

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Company as of December 31, 2024, 2023, and 2022, and the results of its operations and its cash flows for the years then ended, in accordance with the accounting practices prescribed or permitted by the New York State Department of Financial Services described in Note 2.

Adverse Opinion on U.S. Generally Accepted Accounting Principles

In our opinion, because of the significance of the matter discussed in the Basis for Adverse Opinion on U.S. Generally Accepted Accounting Principles section of our report, the accompanying financial statements do not present fairly, in accordance with accounting principles generally accepted in the United States of America, the financial position of the Company as of December 31, 2024, 2023, and 2022, or the results of its operations or its cash flows for the years then ended.

Basis for Opinions

We conducted our audit in accordance with auditing standards generally accepted in the United States of America (US GAAS). Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the Financial Statements section of our report. We are required to be independent of the Company and to meet our other ethical responsibilities, in accordance with the relevant ethical requirements relating to our audit. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinions.

Basis for Adverse Opinion on U.S. Generally Accepted Accounting Principles

As described in Note 2 to the financial statements, the financial statements are prepared by the Company on the basis of the accounting practices prescribed or permitted by the New York State Department of Financial Services, which is a basis of accounting other than accounting principles generally accepted in the United States of America.

The effects on the financial statements of the variances between the statutory basis of accounting described in Note 2 and accounting principles generally accepted in the United States of America, although not reasonably determinable, are presumed to be material.

Responsibilities of Management for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with the accounting practices prescribed or permitted by the New York State Department of Financial Services. Management is also responsible for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

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In preparing the financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about the Company's ability to continue as a going concern for one year after the date the financial statements are available to be issued.

Auditors' Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with US GAAS will always detect a material misstatement when it exists. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Misstatements are considered material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the financial statements.

In performing an audit in accordance with US GAAS, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control. Accordingly, no such opinion is expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the financial statements.
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about the Company's ability to continue as a going concern for a reasonable period of time.

We are required to communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit, significant audit findings, and certain internal control-related matters that we identified during the audit.

PricewaterhouseCoopers LLP

New York, New York
February 28, 2025

NEW YORK LIFE INSURANCE COMPANY

STATUTORY FINANCIAL STATEMENTS

DECEMBER 31, 2024 and 2023

NEW YORK LIFE INSURANCE COMPANY
STATUTORY STATEMENTS OF FINANCIAL POSITION

	December 31, 2024	December 31, 2023
	(in millions)	
Assets		
Bonds	$ 146,462	$ 136,688
Common and preferred stocks	14,092	13,907
Mortgage loans	23,786	22,104
Policy loans	13,898	12,905
Other invested assets	14,231	14,431
Cash, cash equivalents and short-term investments	4,231	3,594
Derivatives	1,489	1,474
Real estate	2,343	2,524
Total cash and invested assets	220,532	207,627
Deferred and uncollected premiums	1,689	1,780
Investment income due and accrued	2,380	2,297
Admitted disallowed interest maintenance reserve	804	435
Other assets	7,862	7,261
Separate accounts assets	11,634	12,502
Total assets	$ 244,901	$ 231,902
Liabilities and surplus		
Liabilities:		
Policy reserves	$ 142,176	$ 136,519
Deposit funds	44,519	37,953
Dividends payable to policyholders	2,608	2,321
Policy claims	802	831
Borrowed money	450	419
Amounts payable under security lending agreements	688	1,097
Derivatives	1,271	602
Funds held under coinsurance	3,476	3,611
Other liabilities	6,262	6,240
Asset valuation reserve	4,588	4,513
Separate accounts liabilities	11,634	12,502
Total liabilities	218,474	206,608
Surplus:		
Surplus notes	4,233	4,232
Special surplus for admitted disallowed interest maintenance reserve	804	435
Unassigned surplus	21,390	20,627
Total surplus	26,427	25,294
Total liabilities and surplus	$ 244,901	$ 231,902

See accompanying notes to financial statements.

NEW YORK LIFE INSURANCE COMPANY
STATUTORY STATEMENTS OF OPERATIONS

	Years Ended December 31, 2024	Years Ended December 31, 2023
	(in millions)	
Income		
Premiums	$ 17,277	$ 15,148
Net investment income	9,706	8,186
Other income/(loss)	210	504
Total income	27,193	23,838
Benefits and expenses		
Benefit payments:		
Death benefits	4,381	4,424
Annuity benefits	1,653	1,579
Health and disability insurance benefits	343	315
Surrender benefits	2,540	2,315
Payments on matured contracts	5,141	5,514
Other benefit payments	1,408	1,101
Total benefit payments	15,466	15,248
Additions to reserves	5,752	3,843
Net transfers (from)/to separate accounts	(1,486)	(2,273)
Adjustment in funds withheld	143	535
Operating expenses	3,755	3,823
Total benefits and expenses	23,630	21,176
Gain from operations before dividends and income taxes	3,563	2,662
Dividends to policyholders	2,651	2,389
Gain from operations before income taxes	912	273
Federal and foreign income taxes	66	203
Net gain from operations	846	70
Net realized capital losses, after tax and transfers to interest maintenance reserve	(376)	(42)
Net income	$ 470	$ 28

See accompanying notes to financial statements.

NEW YORK LIFE INSURANCE COMPANY

STATUTORY STATEMENTS OF CHANGES IN SURPLUS

	Years Ended December 31,	
	2024	**2023**
	(in millions)	
Surplus, beginning of year	$ 25,294	$ 23,887
Net increase/(decrease) due to:		
Net income	470	28
Change in liability for pension and postretirement plans	162	7
Change in asset valuation reserve	(75)	(278)
Change in nonadmitted assets	577	297
Change in net deferred income tax	334	199
Change in reserve valuation basis	—	(58)
Change in surplus as a result of reinsurance	(14)	1,201
Change in net unrealized gains on investments	97	421
Goodwill amortization	(418)	(418)
Other adjustments, net	—	8
Net increase	1,133	1,407
Surplus, end of year	$ 26,427	$ 25,294

See accompanying notes to financial statements.

NEW YORK LIFE INSURANCE COMPANY

STATUTORY STATEMENTS OF CASH FLOWS

	Years Ended December 31,	
	2024	2023
	(in millions)	
Cash flows from operating activities:		
Premiums received	$ 17,341	$ 16,797
Net investment income received	9,136	7,078
Other	383	350
Total received	26,860	24,225
Benefits and other payments	14,251	14,430
Net transfers (from)/to separate accounts	(1,444)	(2,322)
Operating expenses	3,231	3,091
Dividends to policyholders	2,363	2,137
Federal income taxes paid/(received)	288	(122)
Total paid	18,689	17,214
Net cash from operating activities	8,171	7,011
Cash flows from investing activities:		
Proceeds from investments sold	15,201	7,679
Proceeds from investments matured or repaid	14,481	10,825
Cost of investments acquired	(41,279)	(26,310)
Net change in policy loans and premium notes	(992)	(1,113)
Net cash used in investing activities	(12,589)	(8,919)
Cash flows from financing and miscellaneous activities:		
Other changes in borrowed money	31	(79)
Net inflows from deposit contracts	5,888	3,218
Other miscellaneous uses	(865)	59
Net cash from financing and miscellaneous activities	5,054	3,198
Net increase/(decrease) in cash, cash equivalents and short-term investments	636	1,290
Cash, cash equivalents and short-term investments, beginning of year	3,595	2,305
Cash, cash equivalents and short-term investments, end of year	$ 4,231	$ 3,595

See accompanying notes to financial statements.

NEW YORK LIFE INSURANCE COMPANY

STATUTORY STATEMENTS OF CASH FLOWS (supplemental)

	Years Ended December 31,	
	2024	2023
	(in millions)	
Non-cash activities during the year not included in the Statutory Statements of Cash Flows:		
Premiums on coinsurance	$ —	$ 1,677
Ceding commission on coinsurance	$ —	$ 1,521
Transfer of assets between investment types	$ 1,337	$ 1,414
Liability for funds withheld on coinsurance	$ —	$ 420
Intercompany transfer of bonds from GICNY to NYL	$ 24	$ —
Depreciation/amortization on fixed assets	$ 311	$ 362
Capitalized interest on bonds and other invested assets	$ 80	$ 93
Low-income housing tax credit future commitments	$ 57	$ 19
Other invested assets stock distribution	$ 5	$ 4
Other	$ 103	$ 31

See accompanying notes to financial statements.

NOTE 1 – NATURE OF OPERATIONS

New York Life Insurance Company (the "Company"), a mutual life insurance company domiciled in New York State, and its subsidiaries offer a wide range of insurance and investment products and services including life insurance, annuities, long-term care insurance, pension products, disability insurance, mutual funds, securities brokerage, financial planning, trust services, capital financing, and investment advisory services. The Company and its subsidiaries offer its insurance and annuity products throughout the United States and its territories, Mexico and Canada, primarily through the Company's career agency force, but also through third party banks, brokers and independent financial advisors. The Company and its subsidiaries provide investment management and advisory services in the United States, Europe, Asia and Australia.

NOTE 2 – BASIS OF PRESENTATION

The accompanying financial statements have been prepared using accounting practices prescribed by the New York State Department of Financial Services ("NYSDFS" or "the Department"), which is a comprehensive basis of accounting other than accounting principles generally accepted in the United States of America ("U.S. GAAP").

The Department recognizes only statutory accounting practices prescribed or permitted by the State of New York for determining and reporting the financial position and results of operations of an insurance company and for determining its solvency under New York Insurance Law. The National Association of Insurance Commissioners' ("NAIC") Accounting Practices and Procedures Manual ("NAIC SAP") has been adopted as a component of prescribed practices by the State of New York. Prescribed statutory accounting practices include state laws and regulations. Permitted statutory accounting practices encompass accounting practices that are not prescribed; such practices differ from state to state, may differ from company to company within a state, and may change in the future. The Company has no permitted practices.

A reconciliation of the Company's net income (loss) at December 31, 2024 and 2023 between practices prescribed or permitted by the State of New York and NAIC SAP is shown below (in millions):

	SSAP #	F/S Page	2024	2023
Net income, State of New York basis	XXX	XXX	$ 470	$ 28
State prescribed practices:				
1. NYSDFS Regulation No. 213 principle-based reserving and No. 151 minimum life and annuity reserves(1)	51R	3	65	63
2. NYSDFS Circular Letter No. 11 (2010) impact on deferred premiums(2)	61	3,4,6(4)	(14)	(8)
3. NYSDFS Seventh Amendment to Regulation No. 172 admitted unearned reinsurance premium(3)	61	3,4,6(4)	3	(1)
Net income, NAIC SAP	XXX	XXX	$ 524	$ 82

NOTE 2 – BASIS OF PRESENTATION (continued)

A reconciliation of the Company's capital and surplus at December 31, 2024 and 2023 between practices prescribed by the State of New York and NAIC SAP is shown below (in millions):

	SSAP #	F/S Page	2024	2023
Capital and surplus, State of New York basis	XXX	XXX	$26,427	$25,294
State prescribed practices:				
1. NYSDFS Regulation No. 213 principle-based reserving and No. 151 minimum life and annuity reserves[1]	51R	3	220	156
2. NYSDFS Circular Letter No. 11 (2010) impact on deferred premiums[2]	61	3,4,6[4]	110	124
3. NYSDFS Seventh Amendment to Regulation No. 172 admitted unearned reinsurance premium[3]	61	3,4,6[4]	(58)	(61)
Capital and surplus, NAIC SAP	XXX	XXX	$26,699	$25,513

[1] NYSDFS Regulation 213 subjects principle-based valuations as prescribed by the valuation manual to minimum New York State requirements; NYSDFS Regulation 151 prescribes rules and guidelines for performing valuations of annuity, single premium life insurance, guaranteed interest contract and other deposit reserves.
[2] NYSDFS Circular Letter No. 11 (2010) clarified the accounting for deferred premium assets when reinsurance is involved.
[3] NYSDFS Regulation 172 was amended to allow for the admission of an unearned reinsurance premium asset.
[4] Financial statement line items include: Deferred and uncollected premiums (Assets), Premiums (Operations), and Premiums received (Cash Flows).

Statutory vs. U.S. GAAP Basis of Accounting

Financial statements prepared under NAIC SAP as determined under New York State Insurance Law vary from those prepared under U.S. GAAP. The effects of those differences are material to the Company's financial statements. The primary differences that would most likely be material are as follows:

Investments

- investments in bonds are generally carried at amortized cost or values as prescribed by the Department, whereas under U.S. GAAP, investments in bonds that are classified as available for sale or trading are carried at fair value, with changes in fair value of bonds classified as available for sale reflected in equity, and changes in fair value of bonds classified as trading reflected in earnings;

- investments in subsidiaries, controlled and other affiliated entities as defined in Statements of Statutory Accounting Principles ("SSAP") No. 97, "Investments in Subsidiary, Controlled and Affiliated Entities" ("SCAs"), including partnerships, limited liability companies and joint ventures, are accounted for under the equity method. Under the equity method, domestic insurance subsidiaries are recorded at their underlying audited statutory surplus. Nonpublic non-insurance subsidiaries and other controlled entities are recorded at their underlying audited GAAP equity. Changes in the value of such investments are recorded as unrealized gains or losses. The earnings of such investments are recorded in net investment income only when dividends are declared. Under U.S. GAAP, these investments are consolidated;

- investments in noncontrolled partnerships and limited liability companies are accounted for under the equity method for both NAIC SAP and U.S. GAAP. Under the statutory equity method, undistributed income and capital gains and losses for these investments are reported in surplus as unrealized gains or losses, whereas under U.S. GAAP, in many cases, for investment companies, unrealized gains and losses are included in net investment income;

- credit loss-related bond impairments that are deemed to be other than temporary are recorded as a direct write-down to the security without the ability to reverse those losses in the future if expected cash flows increase. Under U.S. GAAP, estimated credit losses on bonds classified as available for sale are recorded through an allowance for credit losses subject to future reversals if expected cash flows increase;

NOTE 2 – BASIS OF PRESENTATION (continued)

- specific valuation allowances are established for the excess carrying value of a mortgage loan over the estimated fair value of the collateral as an unrealized loss in surplus when it is probable that based on current information and events, the Company will be unable to collect amounts due under the contractual terms of the loan agreement. Under U.S. GAAP, a valuation allowance is established for expected credit losses. The valuation allowance under U.S. GAAP is based on historical experience, current economic conditions and reasonable and supportable forecasts;

- realized gains and losses resulting from changes in interest rates are deferred in the interest maintenance reserve ("IMR") and amortized into investment income over the remaining life of the investment sold, whereas under U.S. GAAP, the gains and losses are recognized in income at the time of sale;

- certain derivative instruments are carried at amortized cost, whereas under U.S. GAAP, all derivative instruments are carried at fair value;

Insurance Contracts

- contracts that have any mortality or morbidity risk, regardless of significance, and contracts with life contingent annuity purchase rate guarantees are classified as insurance contracts, whereas under U.S. GAAP, only contracts that have significant mortality or morbidity risk are classified as insurance contracts otherwise they are accounted for in a manner consistent with the accounting for interest bearing or other financial instruments;

- payments received for universal and variable life insurance products, certain variable and fixed deferred annuities and group annuity contracts are reported as premium income and corresponding change in reserves, whereas U.S. GAAP would treat these payments as deposits to policyholders' account balances;

- the costs related to acquiring insurance contracts (principally commissions), policy issue expenses and sales inducements are charged to income in the period incurred, whereas under U.S. GAAP, these costs are deferred when related directly to successful sales and amortized over the periods benefited;

- life insurance and annuity reserves are based on different statutory methods and assumptions than they are under U.S. GAAP;

- reinsurance agreements are accounted for as reinsurance on an NAIC SAP and U.S. GAAP basis if certain risk transfer provisions have been met. NAIC SAP requires the reinsurer to assume insurance risk, regardless of the significance of the loss potential, whereas U.S. GAAP requires that there is a reasonable possibility that the reinsurer may realize significant loss from assuming insurance risk; assets and liabilities from reinsurance transactions are reported net of reinsurance, whereas under U.S. GAAP, assets and liabilities from reinsurance transactions are reported gross of reinsurance;

Taxes

- deferred income taxes exclude state income taxes and are admitted to the extent they can be realized within three years subject to a 15% limitation of capital and surplus with changes in the net deferred tax reflected as a component of surplus, whereas under U.S. GAAP, deferred income taxes include federal and state income taxes and changes in deferred taxes are reflected in either earnings or other comprehensive income;

- a tax loss contingency is required to be established if it is more likely than not that a tax position will not be sustained upon examination by taxing authorities. If a loss contingency is greater than 50% of the tax benefit associated with a tax position, the loss contingency is increased to 100%, whereas under U.S. GAAP the amount of the benefit for any uncertain tax position is the largest amount that is greater than 50% likely of being realized upon settlement;

NOTE 2 – BASIS OF PRESENTATION (continued)

Surplus

- an asset valuation reserve ("AVR") based on a formula prescribed by the NAIC is established as a liability to offset potential non-interest related investment losses. Changes in the AVR are recorded directly to surplus, whereas under U.S. GAAP, no AVR is recognized;

- certain assets, such as investments in SCA entities without an admissible audit, deferred taxes as noted above, intangible assets, overfunded pension plan assets, furniture and equipment, and unsecured receivables are considered nonadmitted and excluded from assets, whereas they are included in assets under U.S. GAAP subject to a valuation allowance, as appropriate;

- surplus notes are included as a component of surplus, whereas under U.S. GAAP, they are presented as a liability;

Other

- goodwill held by an insurance company is admitted subject to a 10% limitation on surplus and amortized over the useful life of the goodwill, not to exceed 10 years, and goodwill held by non-insurance subsidiaries is assessed in accordance with U.S. GAAP, subject to certain limitations for holding companies and foreign insurance subsidiaries, whereas under the U.S. GAAP private company accounting alternative, goodwill is amortized over the useful life of the goodwill, not to exceed 10 years, and is tested for impairment, but it is not subject to the 10% limitation on equity.

NOTE 3 – SIGNIFICANT ACCOUNTING POLICIES

Use of Estimates

The preparation of financial statements requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements. Management is also required to disclose contingent assets and liabilities at the date of the financial statements and the reported amounts of revenue and expenses during the period. Actual results may differ from those estimates.

Bonds

Bonds are stated at amortized cost using the interest method. Bonds in or near default (rated NAIC 6) are stated at the lower of amortized cost or fair value. Residual interests in securitizations are reported as other invested assets at the lower of cost or fair value. Refer to Note 9 - Fair Value Measurements for discussion on the valuation approach and methods for bonds.

Under NAIC SAP, Securities Valuation Office ("SVO")-identified investments, which include certain SVO approved exchange traded funds ("ETFs") and mutual funds, are eligible for classification as bonds as identified in the SVO's Purposes and Procedures Manual if they meet certain criteria stipulated by the Department. SVO-identified bond ETFs are stated at fair value.

NOTE 3 – SIGNIFICANT ACCOUNTING POLICIES (continued)

The interest method for loan-backed and structured securities, which are included in bonds, uses current assumptions of projected cash flows. Amortization of premium or accretion of discount from the purchase of these securities considers the estimated timing and amount of cash flows of the underlying loans, including prepayment assumptions based on data obtained from external sources or internal estimates. Projected future cash flows are updated monthly, and the amortized cost and effective yield of the securities are adjusted as necessary to reflect historical prepayment experience and changes in estimated future prepayments. For high credit quality loan-backed and structured securities backed by the U.S. government (those rated AA or above at the date of acquisition), the adjustments to amortized cost are recorded as a charge or credit to net investment income in accordance with the retrospective method. For all other securities, including all loan-backed and structured securities that are not of high credit quality (those rated below AA at date of acquisition), floating rate securities and securities with the potential for a loss of a portion of the original investment due to contractual prepayments (e.g., interest only securities), the effective yield is adjusted prospectively for any changes in estimated cash flows.

All acquisitions of securities are recorded in the financial statements on a trade date basis except for the acquisitions of private placement bonds, which are recorded on the funding date.

Preferred Stocks

Redeemable preferred stocks in “good standing” (NAIC designation of 1 to 3) are valued at amortized cost. Redeemable preferred stocks “not in good standing” (NAIC designation of 4 to 6) are valued at the lower of amortized cost or fair value. Perpetual preferred stock and mandatory convertible preferred stock are valued at fair value, not to exceed any currently effective call price. Refer to Note 9 - Fair Value Measurements for discussion on the valuation approach and methods for preferred stocks.

Common Stocks

Common stocks include the Company's investments in unaffiliated stocks, which includes investments in shares of investment funds registered with the U.S. Securities and Exchange Commission ("SEC"), as well as regulated foreign open-end investment funds, and four direct, wholly owned U.S. insurance subsidiaries: New York Life Insurance and Annuity Corporation ("NYLIAC"), NYLIFE Insurance Company of Arizona ("NYLAZ"), Life Insurance Company of North America (“LINA”), and New York Life Group Insurance Company of NY ("NYLGICNY").

Investments in common stocks of U.S. insurance subsidiaries are carried at the value of their audited underlying U.S. statutory surplus. Unaffiliated common stocks are carried at fair value. Unrealized gains and losses are reflected in surplus, net of deferred taxes. Refer to Note 9 - Fair Value Measurements for a discussion on the valuation approach and methods for common stocks.

Dividends and distributions from subsidiaries other than those deemed a return of capital are recorded as a component of net investment income when declared and changes in the equity of subsidiaries are recorded as unrealized gains or losses in surplus, net of deferred taxes.

Other than Temporary Impairments

The cost basis of bonds and equity securities is adjusted for impairments in value that are deemed to be other than temporary. An other-than-temporary loss is recognized in net income when it is anticipated that the amortized cost will not be recovered. Factors considered in evaluating whether a decline in value is other than temporary include: (1) whether the decline is substantial; (2) the duration that the fair value has been less than cost; (3) the financial condition and near-term prospects of the issuer; and (4) the Company’s ability and intent to retain the investment for a period of time sufficient to allow for an anticipated recovery in value.

When a bond (other than loan-backed and structured securities), preferred stock or common stock is deemed other-than-temporarily impaired, the difference between the investment's amortized cost and its fair value is recognized as a realized loss and reported in net income if the loss is credit related, or deferred in the IMR if interest related for bonds.

NOTE 3 – SIGNIFICANT ACCOUNTING POLICIES (continued)

For loan-backed and structured securities, the entire difference between the security's amortized cost and its fair value is recognized in net income only when the Company (a) has the intent to sell the security or (b) it does not have the intent and ability to hold the security to recovery. If neither of these two conditions exists, a realized loss is recognized in net income for the difference between the amortized cost basis of the security and the net present value of projected future cash flows expected to be collected. The net present value is calculated by discounting the Company's best estimate of projected future cash flows at the effective interest rate implicit in the loan-backed or structured security prior to impairment.

The determination of cash flow estimates in the net present value calculation is subjective and methodologies will vary, depending on the type of security. The Company considers all information relevant to the collectability of the security, including past events, current conditions, and reasonably supportable assumptions and forecasts in developing the estimate of cash flows expected to be collected. This information generally includes, but may not be limited to, the remaining payment terms of the security, estimated prepayment speeds, defaults, recoveries upon liquidation of the underlying collateral securing the notes, the financial condition of the issuer(s), credit enhancements and other third-party guarantees. In addition, other information, such as industry analyst reports and forecasts, sector credit ratings, the financial condition of the bond insurer for insured fixed income securities and other market data relevant to the collectability may also be considered, as well as the expected timing of the receipt of insured payments, if any. The estimated fair value of the collateral may be used to estimate recovery value if the Company determines that the security is dependent on the liquidation of the collateral for recovery.

The new cost basis of an impaired security is not adjusted for subsequent increases in estimated fair value. In periods subsequent to the recognition of an other-than-temporary impairment ("OTTI"), the impaired bond security is accounted for as if it had been purchased on the measurement date of the impairment. Accordingly, the discount (or reduced premium) based on the new cost basis may be accreted (or amortized) into net investment income in future periods based on prospective changes in cash flow estimates, to reflect adjustments to the effective yield.

Mortgage Loans

Mortgage loans on real estate are carried at unpaid principal balances, net of discounts, premiums, deferred origination fees related to points, and specific valuation allowances, and are collateralized. Specific valuation allowances are established for the excess carrying value of the mortgage loan over the estimated fair value of the collateral as an unrealized loss in surplus when it is probable that based on current information and events, the Company will be unable to collect amounts due under the contractual terms of the loan agreement. Fair value of the collateral is estimated by performing an internal or external current appraisal. If impairment is deemed to be other-than-temporary, which can include a loan modification that qualifies as a troubled debt restructuring ("TDR"), a direct write-down is recognized as a realized loss reported in net income, and a new cost basis for the individual mortgage loan, which is equal to the fair value of the collateral, less costs to obtain and sell, is established. Refer to Note 9 - Fair Value Measurements for a discussion of the valuation approach and methods for mortgage loans.

The Company accrues interest income on mortgage loans to the extent it is deemed collectible. The Company places loans on non-accrual status, and ceases to recognize interest income when management determines that the collection of interest and repayment of principal is not probable. Any accrued but uncollected interest is reversed out of interest income once a loan is put on non-accrual status. Interest payments received on mortgage loans where interest payments have been deemed uncollectible are recognized on a cash basis and recorded as interest income. If a determination is made that the principal will not be collected, the interest payment received is used to reduce the principal balance. If a mortgage loan has any investment income due and accrued that is 90 days past due and collectible, the investment income will continue to accrue but all accrued interest related to the mortgage loan is reported as a nonadmitted asset, until such time that it has been paid or is deemed uncollectible.

NOTE 3 – SIGNIFICANT ACCOUNTING POLICIES (continued)

Real Estate

Real estate includes properties that are directly-owned and real estate property investments that are directly and wholly-owned through a limited liability company and meet certain criteria. Real estate held for the production of income and home office properties are stated at cost less accumulated depreciation and encumbrances. Real estate held for sale is stated at the lower of cost less accumulated depreciation or fair value, less encumbrances and estimated costs to sell. If there is an indication that the carrying amount of the real estate may not be recoverable, then it must be tested for impairment. If the carrying amount of a real estate investment exceeds its undiscounted cash flows, an OTTI is recorded as a realized loss in net income, calculated as the difference between the carrying amount of the real estate investment and the fair value of the real estate investment. Depreciation of real estate held for the production of income and home office properties is calculated using the straight-line method over the estimated lives of the assets, generally 40 years. Costs of permanent improvements are depreciated over the shorter of their estimated useful life, or the remaining estimated life of the real estate. Rental revenue from leased real estate is recognized on a straight-line basis over the lease term.

Policy Loans

Policy loans are stated at the aggregate balance due. The excess of the unpaid balance of a policy loan that exceeds the cash surrender value is nonadmitted.

Other Invested Assets

Other invested assets include investments in limited partnerships and limited liability companies, including investments in non-insurance subsidiaries, investments in low-income housing tax credits (“LIHTC”), residual tranches of securitizations and other invested assets.

Investments in non-insurance subsidiaries organized as limited liability companies are carried as an asset provided the entity’s U.S. GAAP equity is audited and are stated as follows: (1) foreign insurance subsidiaries that have U.S. GAAP audits, are stated at U.S. GAAP equity adjusted for certain assets that are disallowed under statutory accounting practices, otherwise the investment is nonadmitted; (2) non-insurance subsidiaries are carried at U.S. GAAP equity unless they are engaged in certain transactions that are for the benefit of the Company or its affiliates and receive 20% or more of their revenue from the Company or its affiliates. In this case, non-insurance subsidiaries are carried at U.S. GAAP equity adjusted for the same items as foreign insurance subsidiaries; (3) all other assets and liabilities in a downstream holding company are accounted for in accordance with the appropriate NAIC SAP guidance. In the absence of an admissible audit, the entire investment is nonadmitted.

Limited partnerships and limited liability companies which have admissible audits are carried at the underlying audited equity of the investee. The Company nonadmits the entire investment when an admissible audit is not performed. The financial statements of equity method investees are usually not received in time for the Company to apply the equity method at each reporting period. Therefore, the equity pick-up on these investments has been recorded on a one to three-month lag.

The cost basis of limited partnerships and limited liability companies is adjusted for impairments in value deemed to be other-than-temporary, with the difference between cost and carrying value, which approximates fair value, recognized as a realized loss reported in net income. The new cost basis of an impaired limited partnership or limited liability company is not adjusted for subsequent increases in the underlying audited equity of the investee.

Dividends and distributions from limited partnerships and limited liability companies, other than those deemed a return of capital, are recorded in net investment income. Undistributed earnings are included in unrealized gains and losses and are reflected in surplus, net of deferred taxes.

LIHTC investments, which are included in other invested assets, are recorded at proportional amortized cost and include remaining unfunded commitments. The carrying value of the investment is amortized into income in proportion to the actual and projected future amounts of tax credits and deductible losses. The amortization is recorded through net investment income.

NOTE 3 – SIGNIFICANT ACCOUNTING POLICIES (continued)

Effective October 1, 2024, residual tranches of securitizations are reported using a cost recovery method, which is a practical expedient allowed under statutory accounting rules. Under the cost recovery method, distributions received are treated as a reduction of the residual's book value. Investment income is not recognized until the book value of the residual has been reduced to zero. An OTTI is recorded when fair value of the residual is below its book value. Prior to October 1, 2024, most residuals were reported at the lower of cost or market and income was accrued using an effective yield method.

Goodwill

Goodwill is defined as the difference between the cost of acquiring an entity and the reporting entity’s share of the book value of the acquired entity. Positive goodwill is limited in the aggregate to 10% of the acquiring entity’s capital and surplus as required to be shown on the balance sheet of the statutory financial statements most recently filed with its domiciliary state insurance regulator, adjusted to exclude any net positive goodwill, electronic database processing equipment and operating system software, and net deferred tax assets. Goodwill resulting from the purchase of an SCA, joint ventures, partnerships or limited liability companies is amortized to unrealized capital gains and losses on investments over the period in which the acquiring entity benefits economically, not to exceed 10 years. The Company reports goodwill in the carrying value of the investment acquired.

Derivative Instruments

Derivative instruments that qualify and are designated for hedge accounting are valued in a manner consistent with the items being hedged. Periodic payments and receipts on these derivatives are recorded on an accrual basis within net investment income for hedges of fixed income securities, other income for hedges of liabilities, and net realized capital gains and losses for hedges of net investments in foreign operations. Net realized gains and losses are recognized upon termination or maturity of these contracts in a manner consistent with the hedged item and when subject to the IMR, are transferred to the IMR, net of taxes.

To qualify for hedge accounting, the hedge relationship is designated and formally documented at inception, which means any time prior to the first quarterly hedge effectiveness assessment date, by detailing the particular risk, management objective and strategy for the hedge. This includes the item and risk that is being hedged, the derivative that is being used, as well as how effectiveness is being assessed. A derivative must be highly effective in accomplishing the objective of offsetting either changes in fair value or cash flows for the risk being hedged. The hedging relationship is considered highly effective if the changes in fair value or cash flows of the hedging instrument are within 80% to 125% of the inverse changes in the fair value or cash flows of the hedged item. For foreign currency swaps used under a fair value hedge designation, the Company excludes the cross-currency basis spread in its calculation of effectiveness as allowed under statutory accounting guidance. The Company formally assesses effectiveness of its hedging relationships both at the hedge inception and on a quarterly basis over the life of the hedge relationship in accordance with its risk management policy. The Company assesses hedge effectiveness qualitatively on a quarterly basis if (1) the initial quantitative prospective assessment demonstrates that the relationship is expected to be highly effective and (2) at inception, the Company is able to reasonably support an expectation of high effectiveness on a qualitative basis in subsequent periods. The Company continually assesses the credit standing of the derivative counterparty and, if the counterparty is deemed to be no longer creditworthy, the hedge relationship will no longer be considered effective.

The Company discontinues hedge accounting prospectively if: (1) it is determined that the derivative is no longer effective in offsetting changes in the fair value or cash flows of a hedged item; (2) the derivative expired or is sold, terminated, or exercised; (3) it is probable that the forecasted transaction will not occur, or (4) management determines that designation of the derivative as a hedge instrument is no longer appropriate.

NOTE 3 – SIGNIFICANT ACCOUNTING POLICIES (continued)

Derivative instruments that do not qualify or are not designated for hedge accounting are carried at fair value and changes in fair value are recorded in surplus as unrealized gains and losses, net of deferred taxes. Periodic payments and receipts on these derivatives are recorded on an accrual basis within net investment income for hedges of fixed income securities and within other income for hedges of liabilities and net realized capital gains and losses for hedges of foreign net investments, total return swaps, and credit default swaps. Upon termination or maturity, the gains or losses on these contracts are recognized in net realized capital gains and losses, net of taxes. Realized gains or losses on terminated or matured derivatives, which are subject to the IMR, are transferred to the IMR, net of taxes.

The Company also uses derivatives as part of replication transactions. Replication transactions refer to derivative transactions entered into in conjunction with other investments in order to reproduce the investment characteristics of otherwise permissible investments. The accounting for derivatives used in replication transactions depends upon how the underlying cash instrument is accounted for, as well as how the replicated asset would be accounted for if acquired directly; alternatively, the Company can elect to carry the derivative at fair value. The Company uses bonds as the referenced cash instrument in its current replication transactions, and therefore, the derivatives are carried at amortized cost. The Company accrues investment income for the replicated synthetic asset throughout the life of the replication transaction. Realized gains or losses at maturity of the replication transaction, which are subject to the IMR, are transferred to the IMR, net of tax.
The Company reports cash flows from the purchase or termination of derivative instruments as cash flows from investing activities unless there is a significant financing element. Income payments, which include all cash settlements and foreign exchange payments are classified as cash flows from operating activities. Changes in receivables and payables related to collateral are reported in investing activities.

Cash, Cash Equivalents and Short-term Investments

Cash and cash equivalents includes cash on hand, amounts due from banks and highly liquid debt instruments that have original maturities of three months or less at date of purchase and are carried at amortized cost. Cash and cash equivalents also include money market mutual funds which are stated at fair value. Short-term investments consist of securities with remaining maturities of one year or less, but greater than three months at the time of acquisition and are carried at amortized cost, which approximates fair value.

AVR and IMR

The AVR is used to stabilize surplus from fluctuations in the fair value of bonds, stocks, mortgage loans, real estate and other invested assets. Changes in the AVR are accounted for as direct increases or decreases in surplus. The IMR captures interest related realized gains and losses on sales (net of taxes) of bonds, preferred stocks, mortgage loans, interest related other-than-temporary impairments (net of taxes) and realized gains or losses (net of taxes) on terminated interest rate related derivatives which are amortized into net income over the expected years to maturity of the investments sold or the item being hedged using the grouped method. An interest related other-than-temporary impairment occurs when the Company has the intent to sell an investment at the reporting date, before recovery of the cost of the investment. For loan-backed and structured securities, the non-interest related other-than-temporary impairment is booked to the AVR, and the interest related portion to the IMR. The Company admits negative IMR up to 10% of its capital and surplus as required to be shown on the balance sheet of the statutory financial statements most recently filed with its domiciliary state insurance regulator, adjusted to exclude any net positive goodwill, electronic database processing equipment and operating system software, net deferred tax assets and admitted net negative IMR.

Loaned Securities and Repurchase Agreements

The Company enters into securities lending agreements whereby certain investment securities are loaned to third-parties. Securities loaned are treated as financing arrangements. With respect to securities loaned, in order to reduce the Company's risk under these transactions, the Company requires initial cash collateral equal to 102% of the fair value of domestic securities loaned. The Company records an offsetting liability in amounts payable under security lending agreements. The Company monitors the fair value of securities loaned with additional collateral obtained as necessary. The borrower of the loaned securities is permitted to sell or repledge those securities.

NOTE 3 – SIGNIFICANT ACCOUNTING POLICIES (continued)

The Company enters into dollar roll repurchase agreements to sell and repurchase securities. Assets to be repurchased are the same, or substantially the same, as the assets sold. The Company agrees to sell securities at a specified price and repurchase the securities at a lower price. The Company receives cash in the amount of the sales proceeds and establishes a liability equal to the repurchase amount. The difference between the sale and repurchase amounts represents deferred income which is earned over the life of the agreement. The liability for repurchasing the assets is included in borrowed money.

The Company enters into tri-party reverse repurchase agreements to purchase and resell short-term securities. The Company receives securities as collateral, having a fair value at least equal to 102% of the purchase price paid by the Company for the securities and the Company's designated custodian takes possession of this collateral. The Company is not permitted to sell or repledge these securities. The collateral is not recorded on the Company's financial statements. However, if the counterparty defaults, the Company would then exercise its rights with respect to the collateral, including a sale of the collateral. The fair value of the securities held as collateral is monitored daily and additional collateral is obtained, where appropriate, to protect against credit exposure. The Company records the amount paid for securities purchased under agreements to resell in cash, cash equivalents and short-term investments.

Premiums and Related Expenses

Life premiums are recognized as revenue when due. Annuity considerations are recognized as revenue when received. Commissions and other costs associated with acquiring new business are charged to operations as incurred. Premiums on guaranteed interest contracts ("GICs") with purchase rate guarantees, which introduce an element of mortality risk, are recorded as income when received. Amounts received or paid under deposit type contracts without mortality or morbidity risk are not reported as income or benefits but are recorded directly as an adjustment to the liability for deposit funds. Internal replacements refer to transactions whereby a policyholder transfers the surrender value from their current policy into a similar policy. Premiums and benefits from internal replacements are reported gross in the accompanying Statutory Statement of Operations. Prior to 2024, the Company's policy was to report on a net basis.

Net Investment Income

Income from investments, including amortization of premium, accrual of discount and similar items, as well as income from prepayment penalties, is recorded within net investment income, unless otherwise stated herein.

Dividends to Policyholders

The liability for dividends to policyholders consists principally of dividends expected to be paid during the subsequent year. The allocation of dividends is approved annually by the Board of Directors and is determined by means of formulas, which reflect the relative contribution of each group of policies to divisible surplus.

Policy Reserves

Policy reserves are based on mortality tables and valuation interest rates, which are consistent with statutory requirements and are designed to be sufficient to provide for contractual benefits. The Company holds reserves greater than those developed under the minimum statutory reserving rules when the valuation actuary determines that the minimum statutory reserves are inadequate. Actual results could differ from these estimates and may result in the establishment of additional reserves. The valuation actuary monitors actual experience and, where circumstances warrant, revises assumptions and the related estimates for policy reserves. Refer to Note 12 - Insurance Liabilities for a discussion of reserves in excess of minimum NAIC requirements.

NOTE 3 – SIGNIFICANT ACCOUNTING POLICIES (continued)

Deposit Funds

Deposit funds relate to contracts that do not subject the Company to mortality and/or morbidity risk. Amounts received as payment for these contracts, benefits paid and interest credited are reported as adjustments to the deposit fund liability. The Company's deposit funds liability primarily relates to GICs without life contingency and dividend accumulations. Refer to Note 12 - Insurance Liabilities for further details on this liability.

Federal Income Taxes

The Company files a consolidated federal income tax return with certain of its domestic insurance and non-insurance subsidiaries. The consolidated income tax provision or benefit is allocated among the members of the group in accordance with a tax allocation agreement. The tax allocation agreement provides that the Company computes its share of consolidated tax provision or benefit, in general, on a separate company basis, and may, where applicable, include the tax benefits of operating or capital losses utilizable in New York Life's consolidated returns. Intercompany tax balances are settled quarterly on an estimated basis with a final settlement occurring within 30 days of the filing of the consolidated tax return. Current federal income taxes are charged or credited to operations based upon amounts estimated to be payable or recoverable as a result of taxable operations for the current year and any adjustments to such estimates from prior years.

The Company generally recognizes deferred federal income tax assets (“DTAs”) and deferred federal income tax liabilities (“DTLs”) for expected future tax consequences of temporary differences between statutory and taxable income. Changes in DTAs and DTLs are recognized as a separate component of surplus (except for the net deferred taxes related to investments, which are included in unrealized gains and losses). Limitations on the admitted amount of DTA are calculated in accordance with SSAP No. 101, "Income Taxes, A Replacement of SSAP No. 10R and SSAP No. 10". Gross DTAs are reduced by a statutory valuation allowance if it is more likely than not that some portion or all of the gross DTA will not be realized. The Company is required to establish a tax loss contingency if it is more likely than not that a tax position will not be sustained. The amount of the contingency reserve is management's best estimate of the amount of the original tax benefit that could be reversed upon audit, unless the best estimate is greater than 50% of the original tax benefit, in which case the reserve is equal to the entire tax benefit. Refer to Note 16 - Income Taxes for more detailed information about the Company's income taxes.

Separate Accounts

The Company has established both non-guaranteed and guaranteed separate accounts with varying investment objectives which are segregated from the Company’s general account and are maintained for the benefit of separate accounts policyholders. The Company has market value guaranteed separate accounts, for which supplemental separate account assets are used to fund the excess of the actuarial liability for future guaranteed payments over the market value of the assets. Assets held in non-guaranteed separate accounts and market value guaranteed separate accounts are stated at market value. Assets held in guaranteed book value separate accounts are carried at the same basis as the general account.

The liability for separate accounts represents policyholders’ interests in the separate accounts assets, excluding liabilities representing due and accrued transfers to the general account. The liability for non-guaranteed and guaranteed market value separate accounts represents policyholders’ interests in the separate accounts assets, including accumulated net investment income and realized and unrealized gains and losses on those assets. For the book value guaranteed separate accounts, the liability represents amounts due to policyholders pursuant to the terms of the contract.

Funds Held Under Coinsurance

Funds held under coinsurance primarily represent balances payable related to certain reinsurance assumed contracts that were partially retroceded. The balances are determined based on the percent of the liabilities retroceded, including certain insurance related payables and receivables as stipulated by the reinsurance agreements. Refer to Note13- Reinsurance for additional discussion on assumed reinsurance.

NOTE 3 – SIGNIFICANT ACCOUNTING POLICIES (continued)

Other Assets and Liabilities

Other assets primarily consist of cash value on corporate owned life insurance, net DTA, receivables from subsidiaries and affiliates, interest in annuity contracts, and current tax receivable. Corporate owned life insurance is carried at cash surrender value with changes in cash surrender value reported in Other income in the accompanying Statutory Statements of Operations.

Other liabilities primarily consist of amounts withheld by the Company, employee benefit plan liabilities, accrued expenses, derivative liabilities, and remittances.

Nonadmitted Assets

Under statutory accounting practices, certain assets are designated as nonadmitted assets and are not included in the accompanying Statutory Statements of Financial Position since these assets are not permitted by the Department to be taken into account in determining the Company’s financial condition.

Nonadmitted assets typically include furniture and equipment, agents' debit balances, goodwill exceeding 10% of adjusted surplus, DTAs not realizable within three years, receivables over 90 days old and overfunded plan assets on qualified benefit plans, and the value of certain entities for which a permissible audit has not been performed. Changes to nonadmitted assets are reported as a direct adjustment to surplus in the accompanying Statutory Statements of Changes in Surplus.

Fair Value of Financial Instruments and Insurance Liabilities

Fair value of various assets and liabilities is included throughout the notes to the financial statements. Specifically, fair value disclosure of investments held is reported in Note 6 - Investments. Fair values for derivative instruments are included in Note 7 - Derivative Instruments and Risk Management. Fair values for insurance liabilities are reported in Note 12 - Insurance Liabilities. The aggregate fair value of all financial instruments summarized by type is included in Note 9 - Fair Value Measurements.

Contingencies

Amounts related to contingencies are accrued if it is probable that a liability has been incurred and an amount is reasonably estimable.

At the inception of a guarantee (except unlimited guarantees and guarantees made to or on behalf of wholly owned subsidiaries that have zero or positive equity), the Company recognizes an initial liability at fair value for the obligations it has undertaken, regardless of the probability of performance under the guarantee. This includes guarantees made on behalf of affiliates other than wholly owned subsidiaries unless the guarantee is deemed unlimited.

Foreign Currency Translation and Transactions

The Company’s Canadian insurance operations, except for activity related to the bond, short-term investment, and cash equivalent portfolio, are stated in Canadian dollars, with a single foreign currency adjustment of the net value reflected in unrealized gains and losses as a component of surplus. Bonds, short-term investments and cash equivalents are shown at their USD value with changes in foreign currency also reflected in unrealized gains and losses as a component of surplus. For all other foreign currency items, income and expenses are translated at the average exchange rate for the period while assets and liabilities are translated using the spot rate in effect at the date of the statements. Changes in the asset and liability values due to fluctuations in foreign currency exchange rates including translating foreign investments included in limited partnerships and other invested assets are recorded as unrealized capital gains and losses in surplus until the asset is sold or exchanged or the liability is settled. Upon settlement, previously recorded unrealized capital gains and losses are reversed, and the foreign exchange gain or loss for the entire holding period is recorded as a realized capital gain or loss in net income.

NOTE 3 – SIGNIFICANT ACCOUNTING POLICIES (continued)

Benefit Plans

The Company maintains various tax-qualified and non-qualified plans that provide defined benefit pension and other postretirement benefits covering eligible U.S. employees and agents. A December 31st measurement date is used for all defined benefit pension and other postretirement benefit plans.

The Company recognizes the funded status of each of the pension and postretirement plans on the accompanying Statutory Statements of Financial Position. The funded status of a plan is measured as the difference between plan assets at fair value and the projected benefit obligation ("PBO") for pension plans or the accumulated postretirement benefit obligation ("APBO") for other postretirement plans.

The PBO is defined as the actuarially calculated present value of vested and non-vested pension benefits accrued based on service accruals through the measurement date and anticipated future compensation levels. This is the basis upon which pension liabilities and net periodic benefit cost are determined. The PBO of the defined benefit pension plans is determined using a variety of actuarial assumptions, from which actual results may vary.

The APBO represents the actuarially calculated present value of other postretirement benefits attributed to employee services rendered through the measurement date. This is the valuation basis upon which postretirement benefit liabilities and net periodic postretirement benefit cost are determined. The APBO is determined using a variety of actuarial assumptions, from which actual results may vary.

For pension and postretirement benefits, the Company recognizes the net periodic benefit cost as an expense in the accompanying Statutory Statements of Operations.

Net periodic benefit cost is determined using management estimates and actuarial assumptions to derive service cost, interest cost, and expected return on plan assets for a particular year. Net periodic benefit cost also includes the applicable amortization of any prior service cost (credit) arising from the increase (decrease) in prior years' benefit costs due to plan amendments. These costs are amortized into net periodic benefit cost over the expected service years of employees whose benefits are affected by such plan amendments. Actual experience related to plan assets and/or the benefit obligations may differ from that originally assumed when determining net periodic benefit cost for a particular period and future assumptions may change, resulting in gains or losses. To the extent such aggregate gains or losses exceed 10 percent of the greater of the benefit obligations or the market value of assets of the plan; they are amortized into net periodic benefit cost over the expected service years of employees expected to receive benefits under the plans.

The obligations and expenses associated with these plans require an extensive use of assumptions such as the discount rate, expected rate of return on plan assets, rate of future compensation increases, healthcare cost trend rates, as well as assumptions regarding participant demographics such as age at retirement, withdrawal rates, and mortality. Management, in consultation with its external consulting actuarial firm, determines these assumptions based upon a variety of factors such as historical performance of the plan and its assets, currently available market and industry data, and expected benefit payout streams. The assumptions used may differ materially from actual results due to, among other factors, changing market and economic conditions and changes in participant demographics.

The Company also sponsors tax-qualified defined contribution plans for eligible U.S. employees and agents. The defined contribution plan for employees matches a portion of employees' contributions. Accordingly, the Company recognizes compensation cost for current matching contributions. The defined contribution plan for agents provides for discretionary Company contributions for eligible agents. Accordingly, the Company recognizes compensation cost for current discretionary contributions. As all contributions are transferred timely to the trust for these plans, no liability for matching or discretionary contributions is recognized in the accompanying Statutory Statements of Financial Position.

NOTE 3 – SIGNIFICANT ACCOUNTING POLICIES (continued)

The Company also maintains for certain eligible participants a non-qualified unfunded arrangement that credits deferral amounts and matching contributions with respect to compensation in excess of the amount that may be taken into account under the tax-qualified defined contribution plan because of applicable Internal Revenue Service ("IRS") limits. Accordingly, the Company recognizes compensation cost for current matching contributions and holds a liability for these benefits, which is included in Other liabilities in the accompanying Statutory Statements of Financial Position.

The Company provides certain benefits to eligible employees during employment for paid absences and after employment but before retirement. A liability for these benefits is accrued when the benefit is incurred.

NOTE 4 – BUSINESS RISKS AND UNCERTAINTIES

The Company is exposed to various risks, including, but not limited to, insurance, financial, operational, and regulatory risks.

The Company is regulated by the insurance departments of the states and territories where it is licensed to do business. Although the federal government does not directly regulate the business of insurance, federal legislation and administrative policies can significantly and adversely affect the insurance industry and the Company. The Company is unable to predict whether any administrative or legislative proposals, at either the federal or state level, will be adopted in the future, or the effect, if any, such proposals would have on the Company.

The Company's insurance liabilities and assets under management are exposed to market risk, policyholder behavior risk, and mortality/longevity risk.

Market volatility and other equity market conditions may affect the Company's exposure to risks related to guaranteed death benefits and guaranteed living benefits on variable annuity ("VA") and certain variable universal life ("VUL") products issued by NYLIAC. Furthermore, the level of sales of the Company's insurance and investment products is influenced by many factors, including general market rates of interest, the strength, weakness and volatility of equity markets, and terms and conditions of competing products.

The Company is exposed to the risks normally associated with an investment portfolio, which include general risk of loss of investment, market volatility, interest rate, liquidity, credit, valuation, regulatory change, currency, geographic and counterparty risks. In addition, the investment portfolio is exposed to climate risk, which may affect the value of the Company's investments.

The Company is subject to various operational risks that could adversely impact its profitability, notably technology risks, which include cybersecurity. Technology risks may involve failures or inadequacies in the Company's technology systems, including the risk of damage to or theft of Company information, whether in digital or physical formats, or breaches of the Company's technology platforms. Operational risks also include business disruption risks, which may involve disruptions to mission-critical business functions as a result of system or infrastructure failures, malicious activity, pandemics, and natural and man-made disasters. Climate change may increase the frequency and severity of certain natural disasters that can lead to operational risks.

The Company continues to monitor the economic environment and other potential impacts that could result from current or future outbreaks of infectious diseases, viruses (including COVID-19), epidemics or pandemics.

NOTE 5 – RECENT ACCOUNTING PRONOUNCEMENTS

Changes in Accounting Principles

Accounting changes adopted to conform to the provisions of NAIC SAP or other state prescribed accounting practices are reported as changes in accounting principles. The cumulative effect of changes in accounting principles is generally reported as an adjustment to unassigned surplus in the period of the change in accounting principle. Generally, the cumulative effect is the difference between the amount of capital and surplus at the beginning of the year and the amount of capital and surplus that would have been reported at that date if the new accounting principles had been applied retroactively for all prior periods.

During 2024, the NAIC adopted changes to SSAP No. 21 "Other Admitted Assets," which revise the accounting guidance for residual tranches of securitizations. The new guidance provides a practical expedient that allows for the use of a cost recovery method. Under the cost recovery method, distributions received from the investment are treated as a reduction of the residual's book value. Investment income is not recognized until the book value of the residual has been reduced to zero. The Company early adopted the new guidance on a prospective basis on October 1, 2024. There was no impact to surplus upon adoption. The Company reclassified less than $1 million from unrealized losses to realized losses upon adoption.

During 2023, the NAIC adopted revisions to SSAP No. 48 "Joint Ventures, Partnerships and Limited Liability Companies", SSAP No. 30 "Common Stock" and SSAP No. 32 "Preferred Stock" regarding residual investments. The amended guidance clarified that equity investments issued from entities that are in substance securitization vehicles are to be reported as residual investments. The adoption of this guidance had no impact to the Company's surplus, but required the reclassification of $102 million at December 31, 2023 of investments in limited partnerships as residual investments.

In 2023, the NAIC adopted Interpretation ("INT") 23-01, which prescribes limited-time, optional, statutory accounting guidance as an exception to the existing guidance detailed in SSAP No. 7 “Asset Valuation Reserve and Interest Maintenance Reserve” and the annual statement instructions that requires non-admittance of a negative IMR. Under the INT, reporting entities are allowed to admit negative IMR if certain criteria are met. The adoption of this guidance allowed the Company to admit $867 million (including $63 million from Separate Accounts) and $471 million (including $36 million from Separate Accounts) of negative IMR at December 31, 2024 and December 31, 2023, respectively, which increased the Company's total assets. There was no impact to net income from this change. New disclosures required under the INT have been included in Note 6 – Investments.

In 2023, the NAIC adopted revisions to SSAP No. 86 “Derivatives”, which adopt with modification U.S. GAAP guidance in determining hedge effectiveness. More specifically, SSAP No. 86 was modified to incorporate measurement guidance for excluded components when measuring hedge effectiveness of foreign currency swaps and foreign currency forwards. In addition, new guidance was added regarding the portfolio layer method and partial term hedges for fair value hedges. The Company adopted this guidance on January 1, 2023 with no impact to surplus at adoption. New disclosures related to this guidance were added to Note 7 - Derivative Instruments and Risk Management.

In 2020, the NAIC issued Interpretation 20-01 to provide statutory accounting and reporting guidance for the adoption of ASU 2020-04 *Reference Rate Reform (Topic 848): Facilitation of the Effects of Reference Rate Reform on Financial Reporting* under U.S. GAAP. This Interpretation adopts, with minor modification, the U.S. GAAP adopted guidance, which provides optional expedients and exceptions for applying current accounting guidance to contracts, hedging relationships and other transactions affected by reference rate reform if certain criteria are met, through December 31, 2024. The Company is performing an ongoing evaluation of the impact of reference rate reform on its contracts and hedging relationships. Since most of the Company's contracts and hedging relationships are expected to meet the criteria for applying the accounting expedients listed in the Interpretation, reference rate reform has no material impact to the Company's surplus or net income at December 31, 2024.

NOTE 6 - INVESTMENTS

Bonds

The carrying value and estimated fair value of bonds by maturity at December 31, 2024 and 2023, were as follows (in millions):

	2024		2023	
	Carrying Value	Estimated Fair Value	Carrying Value	Estimated Fair Value
Due in one year or less	$ 10,484	$ 10,410	$ 5,317	$ 5,173
Due after one year through five years[1]	38,125	36,942	39,342	38,070
Due after five years through ten years	35,950	33,852	38,051	35,910
Due after ten years	61,903	52,952	53,978	47,722
Total	$ 146,462	$ 134,155	$ 136,688	$ 126,875

[1] Includes an affiliated bond issued by Madison Capital Funding LLC ("MCF"). Refer to Note 11 - Related Party Transactions for a more detailed discussion of related party investments.

Corporate bonds are shown based on contractual maturity. Expected maturities may differ from contractual maturities because issuers may have the right to call or prepay obligations with or without call or prepayment penalties. Mortgage and asset-backed securities ("ABS") are not due at a single maturity date and therefore are shown based on the expected cash flows of the underlying loans, which includes estimates of anticipated future prepayments.

In addition to the information disclosed above, short-term investments with a carrying value of $271 million and $46 million at December 31, 2024 and 2023, respectively, and cash equivalents with a carrying value of $4,058 million and $3,473 million at December 31, 2024 and 2023, respectively, are due in one year or less. Carrying value approximates fair value for these investments.

NOTE 6 - INVESTMENTS (continued)

At December 31, 2024 and 2023, the distribution of gross unrealized gains and losses on bonds were as follows (in millions):

	2024			
	Carrying Value	Unrealized Gains	Unrealized Losses	Estimated Fair Value
U.S. governments	$ 7,352	$ 2	$ 2,752	$ 4,602
All other governments	829	19	42	806
U.S. special revenue and special assessment	16,965	161	1,668	15,458
Industrial and miscellaneous unaffiliated	116,999	966	9,028	108,937
Parent, subsidiaries, and affiliates[1]	3,958	34	—	3,992
Hybrid securities	77	3	2	78
SVO identified funds	282	—	—	282
Total	$ 146,462	$ 1,185	$ 13,491	$ 134,155

[1] The carrying value includes $323 million of ABS investments that are managed by affiliates of the Company but have no credit risk exposure to those affiliates.

	2023			
	Carrying Value	Unrealized Gains	Unrealized Losses	Estimated Fair Value
U.S. governments	$ 8,596	$ 10	$ 2,416	$ 6,191
All other governments	890	45	39	897
U.S. special revenue and special assessment	20,387	442	1,389	19,440
Industrial and miscellaneous unaffiliated	101,601	1,453	7,898	95,156
Parent, subsidiaries, and affiliates[1]	3,684	—	20	3,665
Hybrid securities	62	2	4	60
SVO identified funds	1,466	—	—	1,466
Total	$ 136,688	$ 1,952	$ 11,765	$ 126,875

[1] The carrying value includes $262 million of ABS investments that are managed by affiliates of the Company but have no credit risk exposure to those affiliates

Common and Preferred Stocks

The following table presents the carrying value and change in unrealized gains (losses) of common and preferred stocks at December 31, 2024 and 2023 (in millions):

	2024		2023	
	Carrying Value	Change in Unrealized Gains (Losses)	Carrying Value	Change in Unrealized Gains (Losses)
Common stock of insurance subsidiaries[1]	$ 13,328	$ (33)	$ 13,191	$ 578
Unaffiliated common stock	575	15	552	(188)
Preferred stock	189	15	164	(16)
Total	$ 14,092	$ (3)	$ 13,907	$ 374

[1] The balance includes $2,173 million and $1,904 million of goodwill related to the acquisition of New York Life Group Benefit Solutions ("GBS") for the years ended December 31, 2024 and 2023, respectively. For additional information on goodwill, refer to the Admitted Goodwill section below.

NOTE 6 - INVESTMENTS (continued)

Mortgage Loans

The Company's mortgage loans are diversified by property type, location and borrower, and are collateralized. The maximum and minimum lending rates for new commercial mortgage loans funded during 2024 were 11.5% and 5.0% and funded during 2023 were 12.7% and 5.5%, respectively. For 2024 and 2023, the maximum percentage of any one commercial loan to the value of the collateral at the time of the loan, exclusive of insured or guaranteed or purchase money mortgages, was 92.4% (average percentage was 57.4% and 56.8% at December 31, 2024 and December 31, 2023, respectively). For 2024 and 2023, the maximum percentage of any residential loan to the value of the collateral at the time of the loan was 80.0% (average percentage was 21.4% and 23.1% at December 31, 2024 and December 31, 2023, respectively). The Company has no significant credit risk exposure to any one individual borrower.

Under certain mortgage loan agreements, the Company and other unrelated third party lenders hold interest in the mortgage loans. Under these agreements, the Company is not able to unilaterally foreclose on the mortgage loan in an event of default. At December 31, 2024 and 2023, the Company had mortgage loans outstanding under this type of agreement of $2,352 million and $2,441 million, respectively. In addition, NYLIAC, LINA and NYLGICNY participates in mortgage loans originated by the Company whereby NYLIAC's, LINA's and NYLGICNY's consent may be required in order to foreclose on a mortgage loan. Refer to Note 11 - Related Party Transactions for more detail on these transactions.

At December 31, 2024 and 2023, the distribution of the mortgage loan portfolio by property type and geographic location was as follows (in millions):

	2024		2023	
	Carrying Value	% of Total	Carrying Value	% of Total
Property type:				
Apartment buildings	$ 7,587	31.9 %	$ 7,106	32.2 %
Industrial	8,320	35.0	6,969	31.5
Office buildings	3,989	16.8	4,427	20.0
Retail facilities	2,674	11.2	2,756	12.5
Hotels	434	1.8	360	1.6
Other	782	3.3	485	2.2
Residential	—	—	1	—
Total	$ 23,786	100.0 %	$ 22,104	100.0 %

	2024		2023	
	Carrying Value	% of Total	Carrying Value	% of Total
Geographic location:				
Central	$ 7,076	29.7 %	$ 6,375	28.8 %
South Atlantic	5,722	24.1	5,167	23.4
Pacific	5,479	23.0	5,121	23.2
Middle Atlantic	4,541	19.1	4,423	20.0
New England	876	3.7	931	4.2
Other	93	0.4	87	0.4
Total	$ 23,786	100.0 %	$ 22,104	100.0 %

At December 31, 2024 and 2023, there were $106 million and $177 million of mortgage loans past due 90 days and over.

NOTE 6 - INVESTMENTS (continued)

The Company maintains a watchlist of commercial mortgage loans that may potentially be impaired. Some of the general guidelines analyzed to include commercial loans within the watchlist are loan-to-value ratio ("LTV"), asset performance such as debt service coverage ratio, lease rollovers, income and expense hurdles, major tenant or borrower issues, the economic climate, and catastrophic events, among others. Collateral securing loans placed on the watchlist generally take priority in being revalued in the Company's inspection/evaluation commercial loan program that revalues properties securing commercial mortgage loans.

Fair value of the collateral for commercial mortgages (excluding credit loans) over $10 million is generally updated every three years, unless a more current appraisal is warranted. For portfolio loans, which are collateralized by multiple commercial properties, inspections are done every three years for approximately 50% of the property value in the portfolio. Commercial mortgages less than $10 million have an on-site inspection performed by an external inspection service generally every three years. If the loan is determined to be potentially troubled, the loan is more frequently monitored as to its status. Certain properties that serve as collateral for commercial mortgages have been placed on a different schedule to address additional risks that resulted from rising interest rates or distress in the market due to return to work issues. LTV, which is based on collateral values, is deemed as one of the key mortgage loan indicators to assess credit quality and to assist in identifying problem loans At December 31, 2024 and 2023, LTVs on the Company's mortgage loans were as follows (in millions):

	2024							
Loan to Value % (By Class)	**Apartment Bldgs**	**Office Bldgs**	**Industrial**	**Retail Facilities**	**Hotel**	**Residential**	**Other**	**Total**
Above 95%	$ —	$ 217	$ —	$ —	$ —	$ —	$ 19	$ 236
91% to 95%	48	211	—	90	9	—	—	357
81% to 90%	49	414	—	21	—	—	—	485
71% to 80%	836	699	193	224	20	—	20	1,993
Below 70%	6,654	2,448	8,127	2,339	406	—	742	20,715
Total	$ 7,587	$ 3,989	$ 8,320	$ 2,674	$ 434	$ —	$ 782	$ 23,786

	2023							
Loan to Value % (By Class)	**Apartment Bldgs**	**Office Bldgs**	**Industrial**	**Retail Facilities**	**Hotel**	**Residential**	**Other**	**Total**
Above 95%	$ —	$ 357	$ —	$ —	$ —	$ —	$ —	$ 357
91% to 95%	4	58	—	177	—	—	19	259
81% to 90%	45	635	—	163	28	—	—	871
71% to 80%	177	545	87	221	—	—	17	1,047
Below 70%	6,880	2,831	6,883	2,195	331	1	449	19,570
Total	$ 7,106	$ 4,426	$ 6,969	$ 2,756	$ 359	$ 1	$ 485	$ 22,102

At December 31, 2024 and 2023, impaired mortgage loans were as follows (in millions):

Type	**Impaired Loans with Allowance for Credit Losses**		**Related Allowance**		**Impaired Loans Without Allowance for Credit Losses**		**Average Recorded Investment**		**Interest Income Recognized**	
	2024	**2023**	**2024**	**2023**	**2024**	**2023**	**2024**	**2023**	**2024**	**2023**
Commercial	$ 83	$ 228	$ 18	$ 71	$ 133	$ 177	$ 194	$ 219	$ 6	$ 20

NOTE 6 - INVESTMENTS (continued)

Real Estate

At December 31, 2024 and 2023, the carrying value of the Company's real estate portfolio consisted of the following (in millions):

	2024	2023
Investment property	$ 2,029	$ 2,228
Properties for Company use	315	296
Total	$ 2,343	$ 2,524

Accumulated depreciation on real estate at December 31, 2024 and 2023 was $1,130 million and $1,073 million, respectively. Depreciation expense for the years ended December 31, 2024 and 2023 was $118 million and $107 million, respectively, and was recorded as an investment expense, a component of Net investment income in the accompanying Statutory Statements of Operations. The Company had $191 million and $66 million of realized gains on the disposition of investment properties during 2024 and 2023, respectively.

In addition to the above, the Company owns real estate in certain proprietary LLC structures, which are included within Other invested assets in the accompanying Statutory Statements of Financial Position, of $798 million and $773 million at December 31, 2024 and 2023, respectively.

Other Invested Assets

The carrying value of other invested assets at December 31, 2024 and 2023 consisted of the following (in millions):

	2024	2023
Limited partnerships and limited liability companies	$ 11,400	$ 11,928
Affiliated non-insurance subsidiaries	1,410	1,182
Other investments	291	398
Derivative collateral	347	245
Residuals	213	139
Tax credit investments	484	471
Loans to affiliates	86	68
Total other invested assets[1]	$ 14,231	$ 14,431

[1] At December 31, 2024 and 2023, the Company had $79 million ($49 million related to affiliated non-insurance subsidiaries and $30 million related to limited partnerships and LIHTC); and $184 million ($154 million related to affiliated non-insurance subsidiaries and $30 million related to limited partnerships and LIHTC), respectively, of investments in other invested assets that were nonadmitted, and therefore, excluded from the amounts.

NOTE 6 - INVESTMENTS (continued)

Net investment income (loss) and change in unrealized gains (losses) for other invested assets for the years ended December 31, 2024 and 2023 consisted of the following (in millions):

	2024		2023	
	Net Investment Income (Loss)	Change in Unrealized Gains (Losses) (1)	Net Investment Income (Loss)	Change in Unrealized Gains (Losses) (1)
Limited partnerships and limited liability companies	$ 650	$ (3)	$ 617	$ (123)
Affiliated non-insurance subsidiaries	208	310	478	269
Residuals	17	(5)	16	(7)
Tax credit investments	(72)	—	(64)	—
Other investments	17	—	13	—
Loans to affiliates	5	—	3	—
Total other invested assets	$ 825	$ 302	$ 1,063	$ 139

(1) Includes unrealized foreign exchange gains (losses) of $55 million and $86 million in 2024 and 2023, respectively.

Limited partnerships and limited liability companies primarily consist of limited partnership interests in leveraged buy-out funds, real estate funds, and other private equity investments. Distributions, other than those deemed a return of capital, are recorded as Net investment income in the accompanying Statutory Statements of Operations. Undistributed earnings are included in Change in net unrealized capital gains on investments in the accompanying Statutory Statements of Changes in Surplus.

Affiliated non-insurance subsidiaries consist of the Company's limited liability company investments in New York Life Investment Management Holdings LLC ("NYL Investments"), NYL Investors LLC ("NYL Investors"), New York Life Enterprises ("NYLE") , NYLIFE LLC and MCF. Refer to Note 11 - Related Party Transactions for a more detailed discussion of the Company's transactions with related parties. Dividends are recorded in net investment income when declared and changes in the equity of subsidiaries are recorded in Change in unrealized capital gains on investments in the accompanying Statutory Statements of changes in surplus.

Effective October 1, 2024, residual tranches of securitizations are reported using a cost recovery method where distributions received are treated as a reduction of the residual's book/adjusted carrying value. Investment income is not recognized until the book/adjusted carrying value of the residual has been reduced to zero. Prior to October 1, 2024, most residuals were reported at the lower of cost or market and income was accrued using an effective yield method. Interest earned on these investments is included in Net Investment Income in the accompanying Statutory Statement of Operations.

Other investments consist primarily of investments in surplus notes and other investments with characteristics of debt. Included are two collateral loans, one backed by the US government and the other backed by US government securities with a total carrying value of $17 million at December 31, 2024. Interest earned on these investments is included in Net investment income in the accompanying Statutory Statements of Operations.

The Company has equity investments in Low Income Housing Tax Credit ("LIHTC") and wind energy LLCs and debt investments in New Market Tax Credit ("NMTC") LLCs, which have the primary purpose of generating tax credits for the Company. Investments in LIHTC and NMTC tax credit structures are initially recorded at cost and carried at amortized cost unless considered impaired. The amortization of these investments is reported in Net investment income in the accompanying Statutory Statement of Operations. Wind energy investments are reported under the equity method of accounting and the equity pick up is reported in Net investment income in the accompanying Statutory Statement of Operations. The tax credits received on all tax credit investments are recorded in Income Tax Expense in the accompanying Statutory Statement of Operations.

NOTE 6 - INVESTMENTS (continued)

The Company's unexpired tax credits on its investments in LIHTC expire within a range of 1 year to 13 years. During 2024 and 2023, the Company recorded amortization on these investments under the proportional amortized cost method which is included in net investment income of $30 million and $26 million, respectively. The Company recorded tax credits and other tax benefits on these investments of $31 million and $29 million for 2024 and 2023, respectively. The minimum holding period required for the Company's LIHTC investments extends from 1 years to 15 years. The LIHTC investments are periodically subject to regulatory reviews by housing authorities where the properties are located. The Company is not aware of any adverse issues related to such regulatory reviews.

For loans to affiliates, refer to Note 11 - Related Party Transactions, which includes a more detailed discussion of the Company's loans to affiliates.

Admitted Goodwill

The following table represents goodwill generated under the statutory purchase method of accounting ($ in millions):

Purchased Entity	Financial Statement Line	Acquisition Date	Cost of Acquisition	Original Amount of Goodwill	Original Amount of Goodwill Admitted	Admitted Goodwill at 12/31/24	Amortization for the Year Ended 12/31/24	Book Value	Admitted Goodwill as a % of Book Adjusted Carrying Value, Gross of Admitted Goodwill
LINA	Common and preferred stocks	December 31, 2020	$ 5,975	$ 4,101	$ 1,932	$ 2,103	$ 404	$ 2,176	97 %
NYLGICNY	Common and preferred stocks	December 31, 2020	$ 220	$ 126	$ 126	$ 70	$ 14	$ 207	34 %
Stone Ridge Holdings Group LLC	Other invested assets	January 3, 2017	$ 150	$ 132	$ 132	$ 26	$ 13	$ 122	21 %
Fairview Capital Partners LLC	Other invested assets	April 5, 2024	$ 10	$ 5	$ 5	$ 5	$ —	$ 10	50 %

As required under NAIC SAP, goodwill is limited in the aggregate to 10% of the acquiring entity's capital and surplus, adjusted to exclude any net positive goodwill, electronic database processing equipment and operating system software, and net deferred tax assets. The table below shows the calculation of the Company's adjusted surplus for purposes of the goodwill admissibility calculation ($ in millions):

	Calculation of Limitation as of	
	September 30, 2024	December 31, 2024
Capital and surplus	$ 26,271	
Less:		
Admitted positive goodwill	2,145	
Admitted EDP equipment and operating system software	52	
Admitted net deferred taxes	2,029	
Total adjustments	4,226	
Adjusted capital and surplus	$ 22,045	
Limitation on amount of goodwill (adjusted capital and surplus times 10%)		$ 2,204
Current period reported admitted goodwill		$ 2,204
Current period admitted goodwill as a % of prior period adjusted capital and surplus		10 %

NOTE 6 - INVESTMENTS (continued)

Assets on Deposit or Pledged as Collateral

At December 31, 2024 and 2023, the Company's restricted assets (including pledged collateral) were as follows ($ in millions):

	2024							
	Gross (Admitted and Nonadmitted) Restricted						Percentage	
Restricted Asset Category	Total General Account	Total Separate Account Restricted Assets	Total	Total From Prior Year	Increase (Decrease)	Total Admitted Restricted	Gross (Admitted and Non-admitted) Restricted to Total Assets	Admitted Restricted to Total Admitted Assets
Collateral held under security lending agreements	$ 685	$ —	$ 685	$ 1,093	$ (408)	$ 685	0.3 %	0.3 %
Subject to reverse repurchase agreements	371	—	371	769	(398)	371	0.1	0.2
Subject to dollar repurchase agreements	—	56	56	6	50	56	—	—
Letter stock or securities restricted as to sale - excluding Federal Home Loan Bank ("FHLB") capital stock	199	—	199	182	17	199	0.1	0.1
FHLB capital stock	215	—	215	186	29	215	0.1	0.1
On deposit with states	267	—	267	270	(3)	267	0.1	0.1
Pledged as collateral to FHLB (including assets backing funding agreements)	3,759	—	3,759	3,118	641	3,759	1.5	1.5
Pledged as collateral or other restricted assets not captured in other categories[(1)]	7,392	—	7,392	8,023	(631)	7,392	3.0	3.0
Total restricted assets	$ 12,888	$ 56	$ 12,944	$ 13,646	$ (703)	$ 12,945	5.2 %	5.3 %

[(1)] Includes assets of $6,635 million which are permanently restricted and inure solely to the benefit of the reinsured policyholders.

NOTE 6 - INVESTMENTS (continued)

	2023							
	Gross (Admitted and Nonadmitted) Restricted						Percentage	
Restricted Asset Category	Total General Account	Total Separate Account Restricted Assets	Total	Total From Prior Year	Increase (Decrease)	Total Admitted Restricted	Gross (Admitted and Non-admitted) Restricted to Total Assets	Admitted Restricted to Total Admitted Assets
Collateral held under security lending agreements	$ 1,093	$ —	$ 1,093	$ 511	$ 582	$ 1,093	0.5 %	0.5 %
Subject to reverse repurchase agreements	769	—	769	162	607	769	0.3	0.3
Subject to dollar repurchase agreements	—	6	6	26	(20)	6	—	—
Letter stock or securities restricted as to sale - excluding FHLB capital stock	182	—	182	124	58	182	0.1	0.1
FHLB capital stock	186	—	186	212	(26)	186	0.1	0.1
On deposit with states	270	—	270	326	(56)	270	0.1	0.1
Pledged as collateral to FHLB (including assets backing funding agreements)	3,118	—	3,118	3,692	(574)	3,118	1.3	1.3
Reinsurance collateral assets(1)	8,023	—	8,023	8,429	(406)	8,023	3.4	3.5
Total restricted assets	$ 13,640	$ 6	$ 13,647	$ 13,482	$ 165	$ 13,647	5.8 %	5.9 %

(1) Includes assets of $6,949 million which are permanently restricted and inure solely to the benefit of the reinsured policyholders.

Loaned Securities and Repurchase Agreements

The Company participates in securities lending programs whereby securities, which are included in investments, are loaned to third-parties for the purpose of enhancing income on securities held through reinvestment of cash collateral received upon lending. For securities lending transactions, the Company requires initial collateral, usually in the form of cash, equal to 102% of the fair value of domestic securities loaned. The borrower of the loaned securities is permitted to sell or repledge those securities. At December 31, 2024 and 2023, the Company recorded cash collateral received under these agreements of $685 million and $1,093 million, respectively, and established a corresponding liability for the same amount, which is included in amounts payable under security lending agreements. For securities lending transactions, the carrying value of securities classified as bonds and on loan at December 31, 2024 was $702 million, with a fair value of $671 million. At December 31, 2023, the carrying value was $1,086 million, with a fair value of $1,071 million. The reinvested collateral is reported in bonds, and Cash, cash equivalent and short-term investments in the accompanying Statutory Statements of Financial Position. The total fair value of all reinvested collateral positions was $727 million and $1,126 million at December 31, 2024 and 2023, respectively. At December 31, 2024 and 2023, there were no separate account securities lending agreements.

At December 31, 2024, the carrying value and fair value of securities held under agreements to purchase and resell was $371 million, which were classified as tri-party reverse repurchase agreements and included in Cash, cash equivalents, and short-term investments in the accompanying Statutory Statements of Financial Position. The securities had a weighted average maturity of two days and a weighted average yield of 4.4%. At December 31, 2023, the carrying value and fair value of securities held under agreements to purchase and resell was $769 million, which were classified as tri-party reverse repurchase agreements and included in Cash, cash equivalents, and short-term investments in the accompanying Statutory Statements of Financial Position. The securities had a weighted average maturity of two days and a weighted average yield of 1.2%.

NOTE 6 - INVESTMENTS (continued)

The Company participates in dollar repurchase agreements to sell and repurchase securities. The purchaser of the securities is permitted to sell or repledge those securities. The liability for repurchasing the assets is included in Borrowed money in the accompanying Statutory Statements of Financial Position. At December 31, 2024 and 2023, the Company was a party to dollar repurchase agreements in the separate accounts for $56 million and $6 million, respectively. At December 31, 2024 and 2023, the Company's general account did not enter into any dollar repurchase agreements.

Collateral Received

At December 31, 2024 and 2023, assets received as collateral reflected within the accompanying Statutory Statements of Financial Position, along with a liability to return such collateral, were as follows ($ in millions):

	2024			
Cash Collateral Assets	**Book/Adjusted Carrying Value**	**Fair Value**	**% of Total Assets (Admitted and Nonadmitted)**	**% of Total Admitted Assets**
Securities lending	$ 685	$ 685	0.3 %	0.3 %
Derivatives	629	629	0.3	0.3
Total (General Account)	$ 1,314	$ 1,314	0.6 %	0.6 %
Cash received on repurchase transactions (Separate Account)(1)	$ 56	$ 56	0.5 %	0.5 %

(1) % of total assets is calculated based on total separate account assets.

	2023			
Cash Collateral Assets	**Book/Adjusted Carrying Value**	**Fair Value**	**% of Total Assets (Admitted and Nonadmitted)**	**% of Total Admitted Assets**
Securities lending	$ 1,093	$ 1,093	0.5 %	0.5 %
Derivatives	679	679	0.3	0.3
Total (General Account)	$ 1,772	$ 1,772	0.8 %	0.8 %
Cash received on repurchase transactions (Separate Account)(1)	$ 6	$ 6	— %	— %

(1) % of total assets is calculated based on total separate account assets.

	2024		2023	
Recognized Obligation to Return Collateral Asset	**Amount**	**% of Total Liabilities**	**Amount**	**% of Total Liabilities**
Amounts payable under securities lending agreements	$ 685	0.3 %	$ 1,093	0.6 %
Other liabilities (derivatives)	629	0.3	679	0.3
Total (General Account)	$ 1,314	0.6 %	$ 1,772	0.9 %
Separate accounts liabilities (repurchase transactions)(1)	$ 56	— %	$ 6	— %

(1) % of total liabilities is calculated based on total separate account liabilities.

Cash received on securities lending transactions and repurchase agreements is then reinvested in short-term investments and bonds with various maturities.

NOTE 6 - INVESTMENTS (continued)

Composition of Collateral Received

The following tables present the terms and amounts of cash collateral received under security lending transactions and dollar repurchase agreements for the following types of securities loaned at December 31, 2024 and 2023 (in millions):

	2024					
	Remaining Contractual Maturity of the Agreements					
	Open	30 days or less	31 to 60 days	61 to 90 days	Greater than 90 days	Total
U.S. Treasury	$ —	$ —	$ —	$ —	$ —	$ —
U.S. government corporation & agencies	—	—	56	—	—	56
Foreign governments	—	—	—	—	—	—
U.S. corporate	621	—	—	—	—	621
Foreign corporate	64	—	—	—	—	64
Total securities lending transactions	$ 685	$ —	$ 56	$ —	$ —	$ 742

	2023					
	Remaining Contractual Maturity of the Agreements					
	Open	30 days or less	31 to 60 days	61 to 90 days	Greater than 90 days	Total
U.S. Treasury	$ —	$ —	$ —	$ —	$ —	$ —
U.S. government corporation & agencies	—	26	6	—	—	32
Foreign governments	—	—	—	—	—	—
U.S. corporate	1,008	—	—	—	—	1,008
Foreign corporate	84	—	—	—	—	84
Total securities lending transactions	$ 1,092	$ 26	$ 6	$ —	$ —	$ 1,124

At December 31, 2024 and 2023, there were no separate account securities cash collateral received under securities lending agreements.

NOTE 6 - INVESTMENTS (continued)

Reinvestment of Collateral Received

The following tables present the term and aggregate fair value at December 31, 2024 and 2023 from the reinvestment of all collateral received in securities lending and dollar repurchase agreements (in millions):

	2024		2023	
Period to Maturity	**Amortized Cost**	**Fair Value**	**Amortized Cost**	**Fair Value**
Open	$ —	$ —	$ —	$ —
30 days or less	536	536	861	861
31 to 60 days	71	71	34	34
61 to 90 days	67	67	39	39
91 to 120 days	18	18	—	—
121 to 180 days	16	16	6	6
181 to 365 days	5	5	36	36
1 to 2 years	70	71	86	86
2 to 3 years	—	—	70	70
Greater than 3 years	—	—	—	—
Total collateral reinvested	$ 783	$ 784	$ 1,132	$ 1,132

To help manage the mismatch of maturity dates between the security lending transactions and the related reinvestment of the collateral received, the Company invests in highly liquid assets.

Reverse Repurchase Agreement Transactions

The following table provides contractual maturity, maximum balance during the year, and ending balance for tri-party reverse repurchase agreements at December 31, 2024 and 2023 (in millions):

	2024		2023	
	Maximum Balance	**Ending Balance**	**Maximum Balance**	**Ending Balance**
Open - No Maturity	$ —	$ —	$ —	$ —
Overnight	$ 990	$ —	$ —	$ —
2 Days to 1 Week	$ —	$ 371	$ 769	$ 769
> 1 Week to 1 Month	$ —	$ —	$ —	$ —
> 1 Month to 3 Months	$ —	$ —	$ —	$ —
> 3 Months to 1 Year	$ —	$ —	$ —	$ —
> 1 Year	$ —	$ —	$ —	$ —

At December 31, 2024 and 2023, the Company did not have any defaulted reverse repurchase agreements.

NOTE 6 - INVESTMENTS (continued)

The following table presents the fair value of securities acquired under tri-party reverse repurchase agreement transactions, which were all NAIC rating of 1, for all four quarters of 2024 and 2023 (in millions):

	Maximum Balance	Ending Balance
Fourth Quarter 2024	$ 546	$ 371
Third Quarter 2024	$ 570	$ 570
Second Quarter 2024	$ 990	$ 456
First Quarter 2024	$ 924	$ 658
Fourth Quarter 2023	$ 769	$ 769
Third Quarter 2023	$ 761	$ 761
Second Quarter 2023	$ 467	$ 446
First Quarter 2023	$ 481	$ 463

The following table presents the securities at fair value pledged as collateral used in tri-party reverse repurchase agreement transactions by remaining contractual maturity for four quarters of 2024 and 2023 (in millions):

	Overnight and Continuous	30 Days or Less	31 to 90 Days	> 90 Days
Maximum Balance				
Fourth Quarter 2024	$ —	$ —	$ —	$ 557
Third Quarter 2024	$ —	$ —	$ —	$ 581
Second Quarter 2024	$ —	$ —	$ —	$ 1,010
First Quarter 2024	$ —	$ —	$ —	$ 943
Fourth Quarter 2023	$ —	$ —	$ —	$ 784
Third Quarter 2023	$ —	$ —	$ —	$ 777
Second Quarter 2023	$ —	$ —	$ —	$ 476
First Quarter 2023	$ —	$ —	$ —	$ 491
Ending Balance				
Fourth Quarter 2024	$ —	$ —	$ —	$ 378
Third Quarter 2024	$ —	$ —	$ —	$ 581
Second Quarter 2024	$ —	$ —	$ —	$ 465
First Quarter 2024	$ —	$ —	$ —	$ 671
Fourth Quarter 2023	$ —	$ —	$ —	$ 784
Third Quarter 2023	$ —	$ —	$ —	$ 777
Second Quarter 2023	$ —	$ —	$ —	$ 455
First Quarter 2023	$ —	$ —	$ —	$ 472

The Company had no recognized receivable for return of collateral or a recognized liability to return collateral at December 31, 2024, and 2023, respectively.

NOTE 6 - INVESTMENTS (continued)

Insurer Self-Certified Securities

The following represents securities for which the Company does not have all the information required for the NAIC to provide an NAIC designation, but for which the Company is receiving timely payments of principal and interest. These securities are referred to as "5GI Securities" ($ in millions):

Investments	Number of 5GI Securities		Carrying Value		Estimated Fair Value	
	2024	2023	2024	2023	2024	2023
General account:						
Bonds - amortized cost	12	21	$ 1	$ 15	$ 1	$ 14
Loan-backed and structured securities - amortized cost	5	10	1	7	1	8
Preferred stock - fair value	8	4	19	11	19	11
Total general account	25	35	$ 21	$ 33	$ 21	$ 33
Separate account:						
Bonds - amortized cost	—	—	$ —	$ —	$ —	$ —
Loan-backed and structured securities - amortized cost	2	2	—	—	—	—
Preferred Stock -FV	1	—	2	—	2	—
Total separate account	3	2	$ 2	$ —	$ —	$ —

Collateral Loans

The following table presents the aggregate collateral loans by qualifying investment collateral as of December 31, 2024 (in millions):

Collateral Type	Aggregate Collateral Loan	Admitted	Nonadmitted
Bonds			
a. Affiliated	$ —	$ —	$ —
b. Unaffiliated	$ 4	$ 4	$ —
Other Qualifying Investments			
a. Affiliated	$ —	$ —	$ —
b. Unaffiliated [(1)]	$ 13	$ 13	$ —
Total	$ 17	$ 17	$ —

[(1)] Includes a US government guaranteed loan that is guaranteed by the Export-Import Bank (EXIM) of the United States.

Wash Sales

In the course of the Company's investment management activities, securities may be sold and repurchased within 30 days of the sale date to meet individual portfolio objectives and to achieve the ongoing rebalancing of exposure.

The Company did not have any wash sales where securities with an NAIC rating designation of 3 or below, or unrated, were sold during the years ended December 31, 2024 and 2023 and reacquired within 30 days of the sale date.

NOTE 6 - INVESTMENTS (continued)

Admitted Negative IMR

IMR was admitted up to 10% of the Company's adjusted Capital and Surplus. Capital and Surplus was adjusted to exclude net positive admitted goodwill, electronic data processing equipment and operating system software, admitted negative IMR, and net deferred tax assets. The computation of adjusted Capital and Surplus for purposes of negative IMR admissibility is included below ($ in millions):

	2024			
	Total	**General Account**	**Insulated Separate Account**	**Non-Insulated Separate Account**
(1) Net negative (disallowed) IMR	$ 867	$ 804	$ 63	$ —
(2) Negative (disallowed) IMR admitted	867	804	63	—
(3) Calculated adjusted capital and surplus				
Prior Period General Account Capital & Surplus	26,271			
From Prior Period SAP Financials				
Net Positive Goodwill (admitted)	2,145			
EDP Equipment & Operating System Software (admitted)	52			
Net DTAs (admitted)	2,029			
Net Negative (disallowed) IMR (admitted)	869			
Adjusted Capital & Surplus	$ 21,176			
(4) Percentage of adjusted capital and surplus				
Percentage of Total Net Negative (disallowed) IMR admitted in General Account or recognized in Separate Account to adjusted capital and surplus	4.1 %			
(5) Allocated gains/losses to IMR from derivatives				
	Gains	Losses		
Unamortized Fair Value Derivative Gains & Losses Realized to IMR - Prior Period	$ 529	$ 297		
Fair Value Derivative Gains & Losses Realized to IMR - Added in Current Period	$ 112	$ 116		
Fair Value Derivative Gains & Losses Amortized Over Current Period	$ 121	$ 42		
Unamortized Fair Value Derivative Gains & Losses Realized to IMR - Current Period Total	$ 520	$ 370		

The Company engages in prudent portfolio management that may require sales of its fixed income investments in order to rebalance the portfolio and match the duration of the Company's insurance liabilities. Proceeds from the sale of fixed income investments made for these purposes are reinvested in similar assets. If sales are executed due to liquidity pressures related to the Company's insurance contracts (i.e., excess withdrawal activity), any related realized gains and losses are not deferred into the IMR. The Company uses different derivative instruments to manage interest rate risk. Derivatives trading is made in accordance with the Company's investment management policies and is in accordance with the Company's derivatives use plan, which is filed with NYSDFS. The Company is allowed to include realized gains and losses arising from the sale of derivatives carried at fair value while held as the Company's policy has historically been to defer in the IMR realized gains and losses from all of its interest rate hedges where the underlying is subject to the IMR regardless of whether the derivative is reported at fair value or amortized cost.

NOTE 7 – DERIVATIVE INSTRUMENTS AND RISK MANAGEMENT

The Company uses derivative instruments to manage interest rate, currency risk, and to replicate otherwise permissible investments. These derivative instruments include foreign currency and bond forwards, interest rate options, interest rate and equity futures, interest rate, total return, inflation, credit default and foreign currency swaps. The Company does not engage in derivative instrument transactions for speculative purposes.

The Company may enter into exchange traded futures and over-the-counter ("OTC") derivative instruments. Exchange traded derivatives are executed through regulated exchanges and require initial and daily variation margin collateral postings. The Company is exposed to credit risk resulting from default of the exchange.

OTC derivatives may either be cleared through a clearinghouse ("OTC-cleared") or transacted between the Company and a counterparty under bilateral agreements ("OTC-bilateral"). Similar to exchange traded futures, OTC-cleared derivatives require initial and daily variation margin collateral postings. When transacting OTC-cleared derivatives, the Company is exposed to credit risk resulting from default of the clearinghouse and/or default of the Futures Commission Merchant (e.g. clearinghouse agent).

When transacting OTC-bilateral derivatives, the Company is exposed to the potential default of its OTC-bilateral counterparty. The Company manages its credit risk by entering into transactions with creditworthy counterparties, using master netting arrangements, and obtaining collateral where appropriate. The Company also deals with a large number of counterparties, thus limiting its exposure to any single counterparty. The Company monitors credit exposures to its OTC-bilateral counterparties by limiting transactions within specified dollar limits and adjusting transaction levels where appropriate, to minimize risk. All of the net credit exposure for the Company from derivatives transactions is with investment-grade counterparties. In addition, certain of the Company's agreements require that if the Company's (or its counterparty's) credit rating were to fall below a specified rating assigned by a credit rating agency, the other party could request immediate payout on all transactions under the agreements or full collateralization of the positions thereunder. The Company's policy is to not offset amounts for derivatives executed with the same counterparty under the same master netting agreement with the associated collateral.

Collateralization plays a central role in the Company's mitigation of risk related to derivatives. For OTC-cleared and exchange traded derivatives, the Company obtains collateral through variation margin which is adjusted daily based on the parties' net derivative position.

For OTC-bilateral derivatives, the Company obtains collateral in accordance with the terms of credit support annexes ("CSAs") negotiated as part of the master agreements entered into with most OTC-bilateral counterparties. CSAs define the terms under which collateral is transferred between the parties in order to mitigate credit risk arising from "in the money" derivative positions. The Variation Margin CSA requires that an OTC-bilateral counterparty post collateral to secure its anticipated derivative obligation, taking into account netting arrangements. Cash collateral received by the Company under Variation Margin CSAs is invested in short-term investments. The Company also enters into Initial Margin CSAs with many of its OTC-bilateral counterparties. These documents require additional margin to be posted to and collected from counterparties to OTC-bilateral derivatives to cover market movements over a ten day close-out period. This "initial margin" must be maintained at a third-party custodian, without any right of rehypothecation. Securities posted by the Company as collateral under derivative contracts continue to be reported as assets in the Company's Statutory Statements of Financial Position. Securities received as collateral under derivative contracts are not reported in the Company's Statutory Statements of Financial Position.

NOTE 7 – DERIVATIVE INSTRUMENTS AND RISK MANAGEMENT (continued)

The Company may be exposed to credit-related losses in the event that an OTC-bilateral counterparty fails to perform its obligations under its contractual terms. In contractual arrangements with OTC-bilateral counterparties that do not include netting provisions, in the event of default, credit exposure is limited to the positive fair value of derivatives at the reporting date. In contractual arrangements with OTC-bilateral counterparties that include netting provisions, in the event of default, credit exposure is limited to the net fair value, if positive, of all derivatives at the reporting date. At December 31, 2024, the Company held collateral for derivatives of $568 million including $46 million in securities held. At December 31, 2023, the Company held collateral for derivatives of $621 million including $126 million in securities held. Fair value of derivatives in a net asset position, net of collateral, was $1 million and $5 million at December 31, 2024 and 2023, respectively.

Interest Rate Risk Management

The Company enters into interest rate derivatives primarily to minimize exposure to fluctuations in interest rates on assets and liabilities held by the Company.

Interest rate swaps are used by the Company to hedge interest rate risk for individual and portfolios of assets. Interest rate swaps are agreements with other parties to exchange, at specified intervals, the difference between interest amounts calculated by reference to an agreed upon notional value. Generally, no cash is exchanged at the onset of the contract and no principal payments are made by either party. The Company does not act as an intermediary or broker in interest rate swaps.

Inflation swaps are used by the Company to hedge inflation risk of certain policyholder liabilities linked to the U.S. Consumer Price Index.

Interest rate (Treasury) futures are used by the Company to manage duration of the Company's fixed income portfolio. Interest rate futures are exchange traded contracts to buy or sell a bond at a specific price at a future date.

Interest rate options are used by the Company to hedge the risk of increasing interest rates on policyholder liabilities. These contracts include Interest Rate Caps and Swaptions. Interest Rate Caps allow the Company to receive payments from counterparties should an agreed upon interest rate level be reached. Interest Rate Swaptions give the Company an option, but not an obligation to take delivery of an interest rate swap at a predetermined fixed rate and tenor or to cash settle for value.

Currency Risk Management

The primary purpose of the Company’s foreign currency hedging activities is to protect the value of foreign currency denominated assets and liabilities, which the Company has acquired or incurred or anticipates acquiring or incurring, and net investments in foreign subsidiaries from the risk of changes in foreign exchange rates.

Foreign currency swaps are agreements with other parties to exchange, at specified intervals, principal and interest in one currency for the same in another, at a fixed exchange rate, which is generally set at inception and calculated by reference to an agreed upon notional value. Generally, only principal payments are exchanged at the onset and the end of the contract.

Foreign currency forwards involve the exchange of foreign currencies at a specified future date and at a specified price. No cash is exchanged at the time the agreement is entered into.

Replication Transactions

Bond forwards are paired with other investment grade bonds in replication transactions to generate the return and price risk of long-dated fixed income securities.

Interest rate swaps are paired with bonds issued by Collateral Loan Obligation securitizations in replication transactions to generate the return and price risk of long-dated fixed income securities.

NOTE 7 – DERIVATIVE INSTRUMENTS AND RISK MANAGEMENT (continued)

Credit default swaps are paired with investment grade bonds in replication transactions to generate the return and price risk of long dated corporate bonds.

The following tables present the notional amount, gross fair value and carrying value of derivative instruments that are qualifying and designated for hedge accounting, by type of hedge designation, and those that are not designated for hedge accounting at December 31, 2024 and 2023 (in millions):

	2024					
	Primary Risk	Notional	Fair Value[2]		Carrying Value[3]	
Derivative Type	**Exposure**	**Amount[1]**	**Asset**	**Liability**	**Asset**	**Liability**
Derivatives qualifying and designated						
Cash flow hedges:						
Foreign currency swaps	Currency	$ 7,167	$ 262	$ 299	$ 135	$ 354
Interest rate swaps	Interest	39	1	—	—	—
Total cash flow hedges		7,205	263	299	135	354
Fair value hedges:						
Foreign currency swaps	Currency	14,137	731	394	603	342
Net investment hedges:						
Foreign currency forwards	Currency	75	2	—	3	—
Replications:						
Bond forwards	Interest	1,210	—	113	—	—
Interest rate swaps	Interest	300	—	40	—	—
Credit default swaps	Interest	725	13	—	6	—
Total replications		2,235	13	154	6	—
Total derivatives qualifying and designated		23,652	1,010	847	747	696
Derivatives not designated						
Foreign currency forwards	Currency	1,011	45	—	45	—
Foreign currency swaps	Currency	1,525	94	11	94	11
Futures	Interest	69	—	—	—	—
Bond Forwards	Interest	665	—	15	—	15
Inflation swaps	Interest	418	3	20	3	20
Interest rate options	Interest	2,905	14	—	14	—
Interest rate swaps	Interest	18,284	585	529	585	529
Total return swaps	Interest	473	—	—	—	—
Total derivatives not designated		25,351	742	575	742	575
Total derivatives		$ 49,003	$ 1,752	$ 1,423	$ 1,489	$ 1,271

[1] Notional amount of derivative instruments generally does not represent the amount exchanged between the parties engaged in the transaction.
[2] For a discussion of valuation methods for derivative instruments refer to Note 9 – Fair Value Measurements.
[3] The carrying value of all derivatives is reported within Derivatives in the accompanying Statutory Statements of Financial Position.

NOTE 7 – DERIVATIVE INSTRUMENTS AND RISK MANAGEMENT (continued)

	2023						
			Fair Value[2]		Carrying Value[3]		
Derivative Type	**Primary Risk Exposure**	**Notional Amount[1]**	**Asset**	**Liability**	**Asset**	**Liability**	
Derivatives qualifying and designated							
Cash flow hedges:							
Foreign currency swaps	Currency	$ 7,257	$ 371	$ 150	$ 317	$ 146	
Interest rate swaps	Interest	39	3	—	—	—	
Total cash flow hedges		7,296	374	150	317	146	
Fair value hedges:							
Foreign currency swaps	Currency	5,644	140	200	124	102	
Net investment hedges:							
Foreign currency forwards	Currency	73	—	3	—	2	
Replications:							
Bond forwards	Interest	1,670	17	258	—	—	
Interest rate swaps	Interest	300	—	34	—	—	
Credit default swaps	Interest	475	8	—	4	—	
Total replications		2,445	26	291	4	—	
Total derivatives qualifying and designated		15,458	540	643	444	251	
Derivatives not designated							
Foreign currency forwards	Currency	1,084	9	15	9	15	
Foreign currency swaps	Currency	6,988	542	45	542	45	
Futures	Interest	1,033	—	—	—	—	
Equity options	Equity	—	—	—	—	—	
Inflation swaps	Interest	418	5	26	5	26	
Interest rate options	Interest	1,695	44	—	44	—	
Interest rate swaps	Interest	9,205	431	264	431	264	
Total derivatives not designated		20,422	1,031	350	1,031	350	
Total derivatives		$ 35,880	$ 1,570	$ 994	$ 1,474	$ 602	

[1] Notional amount of derivative instruments generally does not represent the amount exchanged between the parties engaged in the transaction.
[2] For a discussion of valuation methods for derivative instruments refer to Note 9 - Fair Value Measurements.
[3] The carrying value of all derivatives is reported within Derivatives in the accompanying Statutory Statements of Financial Position.

Derivatives Qualifying and Designated

Cash Flow Hedges

The Company's cash flow hedges primarily include hedges of foreign currency denominated assets and liabilities. Derivative instruments used in cash flow hedges that meet criteria indicating that they are highly effective are valued and reported in a manner that is consistent with the hedged asset or liability.

The Company designates and accounts for the following qualified cash flow hedges*:* (1) interest rate swaps used to convert floating rate investments to fixed rate investments; (2) foreign currency swaps used to hedge the foreign currency cash flow exposure of foreign currency denominated investments and liabilities.

NOTE 7 – DERIVATIVE INSTRUMENTS AND RISK MANAGEMENT (continued)

Net Investment Hedges

Foreign currency forwards, designated as net investment hedges, are used by the Company to hedge currency risk associated with its net investment in foreign operations. The changes in fair value of the derivative, to the extent it is highly effective as a hedge, are treated in a manner consistent with the hedged item.

The following table presents the effects of derivatives in cash flow and net investment hedging relationships for the years ended December 31, 2024 and 2023 (in millions):

	Surplus[1]		Net Realized Capital Gains (Losses)		Net Investment Income		Other Income	
Derivative Type	**2024**	**2023**	**2024**	**2023**	**2024**	**2023**	**2024**	**2023**
Foreign currency swaps	$ (392)	$ 416	$ 1	$ (29)	$ 4	$ 4	$ (88)	$ (95)
Interest rate swaps	—	—	—	—	—	—	—	—
Foreign currency forwards	7	(3)	—	1	—	—	—	—
Total	$ (385)	$ 413	$ 1	$ (28)	$ 4	$ 4	$ (88)	$ (95)

(1) The amount of gain or (loss) recognized in surplus is reported within Change in net unrealized gains (losses) on investments in the accompanying Statutory Statements of Changes in Surplus.

Fair Value Hedges

The Company's fair value hedges primarily consist of hedges of foreign currency denominated assets and liabilities whereby the Company enters into foreign currency swaps to hedge its foreign currency exposure. Derivative instruments used in fair value hedges that meet criteria indicating that they are highly effective are valued and reported in a manner that is consistent with the hedged asset or liability.

The Company excludes the cross-currency basis spread in its foreign currency swaps from the assessment of effectiveness as allowed under SSAP No. 86. The fair value of the cross-currency basis spread on the Company's foreign currency swaps, which was excluded from the assessment of effectiveness at December 31, 2024 was $76 million.

The following table presents the effects of derivatives in fair value hedging relationships for the years ended December 31, 2024 and 2023 (in millions):

	Surplus[1]		Net Realized Capital Gains (Losses)		Net Investment Income		Other Income	
Derivative Type	**2024**	**2023**	**2024**	**2023**	**2024**	**2023**	**2024**	**2023**
Foreign currency swaps	$ (177)	$ 160	$ 17	$ 13	$ 75	$ 7	$ (90)	$ (53)
Interest rate swaps	—	—	—	—	—	—	—	—
Foreign currency forwards	—	—	—	—	—	—	—	—
Total	$ (177)	$ 160	$ 17	$ 13	$ 75	$ 7	$ (90)	$ (53)

(1) The amount of gain (loss) recognized in surplus is reported as a Change in net unrealized losses on investments in the accompanying Statutory Statements of Changes in Surplus.

NOTE 7 – DERIVATIVE INSTRUMENTS AND RISK MANAGEMENT (continued)

Derivative Replications

The following table presents the effects of derivatives in replication relationships for the years ended December 31, 2024 and 2023 (in millions):

Derivative Type	Gain or (Loss) Recognized in Surplus[1]		Gain or (Loss) Recognized in Net Realized Capital Gains (Losses)		Gain or (Loss) Recognized in Net Investment Income	
	2024	2023	2024	2023	2024	2023
Bond forwards	$ —	$ —	$ (298)	$ (554)	$ (7)	$ 19
Interest rate swaps	—	—	—	—	(10)	(10)
Credit default swaps	—	—	—	—	5	3
Total	$ —	$ —	$ (298)	$ (554)	$ (12)	$ 12

(1) The amount of gain or (loss) recognized in surplus is reported within Change in net unrealized capital gains on investments in the accompanying Statutory Statements of Changes in Surplus.

Derivatives Not Designated

The following table summarizes the surplus and net income impact on derivative instruments not designated for the years ended December 31, 2024 and 2023 (in millions):

Derivative Type	Surplus[1]		Net Realized Capital Gains (Losses)		Net Investment Income		Other Income	
	2024	2023	2024	2023	2024	2023	2024	2023
Foreign currency forwards	$ 51	$ (25)	$ 23	$ 4	$ —	$ —	$ —	$ —
Foreign currency swaps	—	(327)	16	50	9	66	—	(13)
Futures	9	(16)	(5)	2	—	—	—	—
Inflation swaps	4	(5)	—	—	—	—	1	3
Interest rate options	(29)	(34)	(7)	(18)	—	(3)	—	—
Interest rate swaps	(110)	(62)	3	(8)	35	12	(27)	(20)
Bonds Forwards	(15)	—	—	—	—	—	—	—
Total return swaps	—	—	—	—	(12)	—	—	—
Total	$ (89)	$ (469)	$ 29	$ 30	$ 31	$ 75	$ (26)	$ (30)

(1) The amount of gain or (loss) recognized in surplus is reported as a Change in net unrealized gains (losses) on investments in the accompanying Statutory Statements of Changes in Surplus.

NOTE 8 - SEPARATE ACCOUNTS

Separate Accounts Activity

The Company utilizes separate accounts to record and account for assets and liabilities for particular lines of business and/or transactions. The Company reported separate accounts assets and liabilities from employee benefit plans (group annuity).

The Company has certain market value guaranteed separate accounts and other book value guaranteed separate accounts for which supplemental separate accounts assets are used to fund the excess of the actuarial liabilities for future guaranteed payments over the market value and the book value of the assets, respectively. The Company evaluates separate accounts surplus quarterly and transfers funds to or (from) the supplemental separate account as necessary, with cash settlement only for market value guaranteed separate account. These transfers are reported as Net transfers to separate accounts in the accompanying Statutory Statements of Operations.

NOTE 8 - SEPARATE ACCOUNTS (continued)

In accordance with the domiciliary state procedures for approving items within separate accounts, the classification of the separate accounts is subject to Section 4240 of the New York State Insurance Law. In addition, the separate accounts are supported through affirmative approval of the plans of operations by the NYSDFS.

The assets legally and not legally insulated from the general account at December 31, 2024 and 2023 are attributed to the following products or transactions (in millions):

	2024		2023	
Product or Transaction	**Legally Insulated Assets**	**Separate Accounts Assets (Not Legally Insulated)[1]**	**Legally Insulated Assets**	**Separate Accounts Assets (Not Legally Insulated)[2]**
Employee benefit plans (group annuity)	$ 11,534	$ 66	$ 12,485	$ (3)
Supplemental account	—	34	—	20
Total	$ 11,534	$ 100	$ 12,485	$ 17

(1) Separate accounts assets classified as not legally insulated assets support $56 million of borrowed funds, $37 million of payables for securities, $3 million of other transfers from the general account due or accrued (net), $3 million of investment servicing fees payable, $1 million of other liabilities, and less than $1 million of remittances and items not allocated.

(2) Separate accounts assets classified as not legally insulated assets support $44 million of payables for securities, $6 million of borrowed funds, $3 million of investment servicing fees payable, $2 million of remittances and items not allocated, less than $1 million of other liabilities, and $(38) million of other transfers from the general account due or accrued (net).

Guaranteed Separate Accounts

The Company maintained assets in guaranteed separate accounts at December 31, 2024 and 2023 as follows (in millions):

	2024	2023
Market value separate accounts[1]	$ 2,784	$ 2,994
Book value separate accounts	6,764	7,161
Total guaranteed separate accounts assets	$ 9,548	$ 10,155

(1) Includes assets maintained in the supplemental account of $34 million and $20 million at December 31, 2024 and 2023, respectively.

Certain market value separate accounts provide a minimum guaranteed interest rate. For these separate accounts, at contract discontinuance, the contract holder is entitled to an immediate payout of market value, or an installment payout of the guaranteed amount, or for certain contracts, a lump sum payout of the guaranteed amount at the end of a specific number of years, as set forth in the contract.

The book value separate account guarantees principal and interest during active status and at the contract discontinuance, the contract holder is entitled to a book value payout, if 12 months advance notice is provided. Alternatively, the contract holder may elect discontinuance with at least 10 days notice and receive an immediate lump sum payment subject to a termination adjustment factor (tied to an external index). The factor will not be greater than 1.

To compensate the general account for the risk taken for minimum guarantees in certain contracts, the separate accounts have paid risk charges as follows for the past five years (in millions):

Year	Amount
2024	$ 13
2023	$ 14
2022	$ 14
2021	$ 14
2020	$ 12

NOTE 8 - SEPARATE ACCOUNTS (continued)

For the years ended December 31, 2024, 2023, 2022, 2021 and 2020, the general account of the Company did not make any payments toward separate accounts guarantees.

Non-Guaranteed Separate Accounts

The Company currently maintains non-guaranteed separate accounts with assets of $2,086 million and $2,347 million at December 31, 2024 and 2023, respectively. Separate accounts funding non-guaranteed benefits provide no guarantee of principal or interest, and payout is at fair value at contract discontinuance.

Information regarding the separate accounts of the Company at and for the years ended December 31, 2024 and 2023 is as follows (in millions):

	2024			
	Non-Indexed Guarantee less than or equal to 4%	Non-Indexed Guarantee more than 4%	Non-Guaranteed Separate Accounts	Total
Premiums and considerations	$ 1,765	$ —	$ —	$ 1,765
Reserves at 12/31:				
For accounts with assets at:				
Fair value	$ 2,682	$ —	$ 2,085	$ 4,767
Amortized cost	6,766	—	—	6,766
Total reserves	$ 9,448	$ —	$ 2,085	$ 11,533
By withdrawal characteristics:				
With fair value adjustment	$ 6,766	$ —	$ —	$ 6,766
At fair value	2,682	—	2,085	4,767
Total reserves	$ 9,448	$ —	$ 2,085	$ 11,533

	2023			
	Non-Indexed Guarantee less than or equal to 4%	Non-Indexed Guarantee more than 4%	Non-Guaranteed Separate Accounts	Total
Premiums and considerations	$ 1,398	$ —	$ —	$ 1,398
Reserves at 12/31:				
For accounts with assets at:				
Fair value	$ 2,965	$ —	$ 2,347	$ 5,312
Amortized cost	7,173	—	—	7,173
Total reserves	$ 10,138	$ —	$ 2,347	$ 12,485
By withdrawal characteristics:				
With fair value adjustment	$ 7,173	$ —	$ —	$ 7,173
At fair value	2,965	—	2,347	5,312
Total reserves	$ 10,138	$ —	$ 2,347	$ 12,485

NOTE 8 - SEPARATE ACCOUNTS (continued)

The following is a reconciliation of net transfers to (from) the general account to the separate accounts (in millions):

	2024	2023
Transfers to separate accounts	$ 1,766	$ 1,398
Transfers from separate accounts	(3,252)	(3,671)
Net transfers (from)/to separate accounts	$ (1,486)	$ (2,273)

NOTE 9 – FAIR VALUE MEASUREMENTS

The Company's financial assets and liabilities carried at fair value have been classified, for disclosure purposes, based on a hierarchy defined by SSAP No. 100, "Fair Value Measurements". Fair value is defined as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. This guidance establishes a framework for measuring fair value that includes a hierarchy used to classify the inputs used in measuring fair value. The hierarchy prioritizes the inputs to valuation techniques used to measure fair value into three levels. The level in the fair value hierarchy within which the fair value measurement falls is determined based on the lowest level input that is significant to the fair value measurement.

The levels of the fair value hierarchy are based on the inputs to the valuation as follows:

Level 1 Fair value is based on unadjusted quoted prices for identical assets or liabilities in an active market. Active markets are defined as a market in which many transactions occur with sufficient frequency and volume to provide pricing information on an ongoing basis.

Level 2 Observable inputs other than level 1 prices, such as quoted prices in active markets for similar assets or liabilities; quoted prices in markets that are not active for identical or similar assets or liabilities, or other model driven inputs that are observable or can be corroborated by observable market data for substantially the full term of the assets or liabilities. Valuations are generally obtained from third-party pricing services for identical or comparable assets or liabilities or through the use of valuation methodologies using observable market inputs.

Level 3 Instruments whose values are based on prices or valuation techniques that require inputs that are both unobservable and significant to the overall fair value measurement. These inputs reflect management’s own assumptions in pricing the asset or liability. Pricing may also be based upon broker quotes that do not represent an offer to transact. Prices are determined using valuation methodologies such as option pricing models, discounted cash flow models and other similar techniques. Non-binding broker quotes, which are utilized when pricing service information is not available, are reviewed for reasonableness based on the Company’s understanding of the market, and are generally considered Level 3. To the extent the internally developed valuations use significant unobservable inputs, they are classified as Level 3.

NOTE 9 – FAIR VALUE MEASUREMENTS (continued)

Determination of Fair Value

The Company has an established and well-documented process for determining fair value. Security pricing is applied using a hierarchy approach whereby publicly available prices are first sought from nationally recognized third-party pricing services. For most private placement securities, the Company applies a matrix-based pricing methodology, which uses spreads derived from third-party benchmark bond indices. For private placement securities that cannot be priced through these processes, the Company uses internal models and calculations. All other securities are submitted to independent brokers for prices. The Company performs various analyses to ascertain that the prices represent fair value. Examples of procedures performed include, but are not limited to, back testing recent trades, monitoring trading volumes, and performing variance analysis of monthly price changes using different thresholds based on asset type. The Company also performs an annual review of all third-party pricing services. During this review, the Company obtains an understanding of the process and sources used by the pricing service to ensure that they maximize the use of observable inputs, the pricing service's frequency of updating prices, and the controls that the pricing service uses to ensure that their prices reflect market assumptions. The Company also selects a sample of securities and obtains a more detailed understanding from each pricing service regarding how they derived the price assigned to each security. Where inputs or prices do not reflect market participant assumptions, the Company will challenge these prices and apply different methodologies that will enhance the use of observable inputs and data. The Company may use non-binding broker quotes or internal valuations to support the fair value of securities that go through this formal price challenge process. At December 31, 2024 and 2023, the Company did not have any price challenges on general account and separate account securities for what it received from third party pricing services.

In addition, the Company has a pricing committee that provides oversight over the Company's prices and fair value process for securities. The committee meets quarterly and is responsible for the review and approval of the Company's valuation procedures. The committee is also responsible for the review of pricing exception reports as well as the review of significant inputs used in the valuation of assets that are valued internally.

NOTE 9 – FAIR VALUE MEASUREMENTS (continued)

The following tables present the estimated fair value and carrying value of the Company's financial instruments at December 31, 2024 and 2023 (in millions):

	2024					
	Fair Value	Carrying Value	Level 1	Level 2	Level 3	NAV as a Practical Expedient
Assets:						
Bonds	$ 134,155	$ 146,462	$ 282	$ 127,538	$ 6,335	$ —
Preferred stocks	190	189	—	4	186	—
Common stocks	575	575	344	—	231	—
Mortgage loans	22,085	23,786	—	—	22,085	—
Cash, cash equivalents and short-term investments	4,231	4,231	644	3,586	—	—
Derivatives	1,752	1,489	—	1,752	—	—
Derivatives collateral	347	347	—	347	—	—
Other invested assets[(1)]	947	964	—	254	693	—
Investment income due and accrued	2,380	2,380	—	2,380	—	—
Separate accounts assets	11,377	11,571	573	9,576	41	1,187
Total assets	$ 178,040	$ 191,994	$ 1,843	$ 145,439	$29,571	$ 1,187
Liabilities:						
Deposit fund contracts:						
Funding agreements	$ 40,688	$ 41,517	$ —	$ —	$40,688	$ —
Annuities certain	10	10	—	—	10	—
Other deposit funds	1,193	1,193	—	—	1,193	—
Premiums paid in advance	125	125	—	125	—	—
Derivatives	1,423	1,271	—	1,422	—	—
Derivatives collateral	629	629	—	629	—	—
Borrowed money	450	450	—	450	—	—
Amounts payable under security lending agreements	688	688	—	688	—	—
Separate accounts liabilities	1	1	1	—	—	—
Total liabilities	$ 45,207	$ 45,883	$ 1	$ 3,314	$41,890	$ —

[(1)] Excludes investments accounted for under the equity method.

NOTE 9 – FAIR VALUE MEASUREMENTS (continued)

	2023					
	Fair Value	**Carrying Value**	**Level 1**	**Level 2**	**Level 3**	**NAV as a Practical Expedient**
Assets:						
Bonds	$ 126,874	$ 136,688	$ 1,466	$ 120,176	$ 5,232	$ —
Preferred stocks	164	164	—	5	159	—
Common stocks	552	552	354	—	198	—
Mortgage loans	20,302	22,104	—	—	20,302	—
Cash, cash equivalents and short-term investments	3,594	3,594	672	2,922	—	—
Derivatives	1,570	1,474	—	1,570	—	—
Derivatives collateral	245	245	—	245	—	—
Other invested assets[1]	870	920	—	201	669	—
Investment income due and accrued	2,297	2,297	—	2,297	—	—
Separate accounts assets	12,124	12,466	720	9,987	26	1,391
Total assets	$ 168,592	$ 180,504	$ 3,212	$ 137,403	$26,586	$ 1,391
Liabilities:						
Deposit fund contracts:						
Funding agreements	$ 33,772	$ 35,108	$ —	$ —	$33,772	$ —
Annuities certain	12	12	—	—	12	—
Other deposit funds	952	952	—	—	952	—
Premiums paid in advance	119	119	—	119	—	—
Derivatives	994	602	1	993	—	—
Derivatives collateral	679	679	—	679	—	—
Borrowed money	419	419	—	419	—	—
Amounts payable under security lending agreements	1,097	1,097	—	1,097	—	—
Separate accounts liabilities	—	—	—	—	—	—
Total liabilities	$ 38,044	$ 38,987	$ 1	$ 3,307	$34,736	$ —

[1] Excludes investments accounted for under the equity method.

Bonds

For U.S. SAP, bonds reported as Level 1 represent investments in certain SVO approved ETF and mutual funds. Valuation of these securities is based on unadjusted quoted prices in active markets that are readily and regularly available. All other ETFs and mutual funds are classified and accounted for as common stock.

Securities priced using a pricing service are generally classified as Level 2. Third-party pricing services generally use an income-based valuation approach by using a discounted cash-flow model or it may also use a market approach by looking at recent trades of a specific security to determine fair value on public securities or a combination of the two. Typical inputs used by these pricing services include, but are not limited to: benchmark yields, reported trades, issuer spreads, bids, offers, benchmark securities, estimated cash flows and prepayment speeds, which the Company has determined are observable inputs.

NOTE 9 – FAIR VALUE MEASUREMENTS (continued)

Private placement securities are primarily priced using a market approach such as a matrix-based pricing methodology, which uses spreads derived from third-party benchmark bond indices. Specifically, the Barclays Investment Grade Corporate Index is used for investment-grade securities and the Citi High Yield Cash Index is used for below investment-grade securities. These indices are two widely recognized, reliable and well regarded benchmarks by participants in the financial services industry, which represent the broader U.S. public bond markets. The spreads derived from each matrix are adjusted for liquidity. The liquidity premium is standardized and based on market transactions. These securities are classified as Level 2.

Certain private placement securities that cannot be priced using the matrix pricing described above, are priced by an internally developed discounted cash flow model or are priced based on internal calculations. The model uses observable inputs with a discount rate based off spreads of comparable public bond issues, adjusted for liquidity, rating and maturity. The Company assigns a credit rating for private placement securities based upon internal analysis. The liquidity premium is usually based on market transactions. These securities are classified as Level 2.

For some of the private placement securities priced through the model, the liquidity adjustments may not be based on market data, but rather, calculated internally. If the impact of the liquidity adjustment, which usually requires the most judgment, is not significant to the overall value of the security, the security is still classified as Level 2. If it is deemed to be significant, the security is classified as Level 3.

The valuation techniques for most Level 3 bonds are generally the same as those described in Level 2. However, if the investments are less liquid or are lightly traded, there is generally less observable market data, and therefore these investments will be classified as Level 3. Circumstances where observable market data are not available may include events such as market illiquidity and credit events related to the security. In addition, certain securities are priced based upon internal valuations using significant unobservable inputs. If a security could not be priced by a third-party vendor or through internal pricing models, broker quotes are received and reviewed by each investment analyst. These inputs may not be observable. Therefore, Level 3 classification is determined to be appropriate.

Included in bonds are affiliated bonds from MCF which had a carrying value of $3,635 million and a fair value of $3,667 million at December 31, 2024 and a carrying value of $3,422 million and a fair value of $3,404 million at December 31, 2023. The fair value of this security is calculated internally and may include inputs that may not be observable. Therefore, this security is classified as Level 3.

Preferred Stocks

Preferred stocks valued using prices from third-party pricing services generally use a discounted cash flow model or a market approach to arrive at the security's fair value and are classified as Level 2. Preferred stocks classified as Level 3 are valued based on internal valuations where significant inputs are deemed to be unobservable.

Common Stocks

These securities are comprised of exchange traded U.S. and foreign common stock and mutual funds. The fair value of these securities is primarily based on unadjusted quoted prices in active markets that are readily and regularly available and are classified as Level 1. Common stocks that do not trade in an active market and are valued based on prices obtained from independent pricing vendors using unadjusted quoted prices in active markets for similar securities that are readily and regularly available are classified as level 2. Common stocks priced through an internal valuation where significant inputs are deemed to be unobservable, including securities issued by government organizations where fair value is fixed, are classified as Level 3.

Mortgage Loans

The estimated fair value of mortgage loans is determined using an income approach, based upon the present value of the expected cash flows discounted at an interpolated treasury yield plus a spread. The spread is based on management's judgment and assumptions, which takes into account matters such as property type, LTV and remaining term of each loan, etc. The spread is a significant component of the pricing inputs, and therefore, these investments are classified as Level 3.

NOTE 9 – FAIR VALUE MEASUREMENTS (continued)

Cash, Cash Equivalents, Short-term Investments and Investment Income Due and Accrued

Cash on hand and money market mutual funds are classified as Level 1. Cash overdrafts (i.e. outstanding checks) are classified as Level 2. Due to the short-term maturities of cash equivalents, short term investments, and investment income due and accrued, carrying value approximates fair value and is classified as Level 2.

Derivatives (including Separate Accounts Liabilities – Derivatives)

The fair value of derivative instruments is generally derived using valuation models that use an income approach, except for derivatives that are exchange-traded, which are valued using quoted prices in an active market. Where valuation models are used, the selection of a particular model depends upon the contractual terms of, and specific risks inherent in the instrument, as well as the availability of pricing information in the market. The Company generally uses similar models to value similar instruments. Valuation model inputs include contractual terms, yield curves, foreign exchange rates, equity prices, credit curves, measures of volatility and other factors. Exchange-traded derivatives are valued using a market approach as fair value is based on quoted prices in active market and are classified as Level 1. OTC derivatives that trade in liquid markets, where model inputs are observable for substantially the full term, are classified as Level 2. Derivatives that are valued based upon models with any significant unobservable market inputs or inputs from less actively traded markets, or where the fair value is solely derived using broker quotations, are classified as Level 3.

Derivatives Collateral (including Separate Accounts Liabilities - Collateral)

The carrying value of these instruments approximates fair value since these assets and liabilities are generally short-term in nature and are classified as Level 2.

Other Invested Assets

Other invested assets are principally comprised of LIHTC investments, surplus notes, affiliated loans, residual tranches of securitizations and certain other investments with characteristics of debt. Surplus Notes are valued using prices from third-party pricing services that generally use a discounted cash-flow model or a market approach to arrive at the security's fair value and are classified as Level 2. The fair value of the affiliated loans and the LIHTC investments is derived using an income valuation approach, which is based on a discounted cash flow calculation using a discount rate that is determined internally and therefore classified as Level 3. Refer to Note 11 - Related Party Transactions for details on intercompany investments and Note 6 - Investments for details on LIHTC investments. The fair value of investments with debt characteristics and the fair value of the majority of residual tranches of securitizations is derived using an income valuation approach, which is based on a discounted cash flow calculation that may or may not use observable inputs and therefore is classified as Level 3.

Separate Accounts Assets (including Collateral)

Separate accounts assets reported as Level 1 in the fair value hierarchy are comprised of cash and common stocks. Common stocks are generally traded on an exchange. Separate accounts assets reported as Level 2 relate to investments in U.S. government and treasury securities, corporate bonds and mortgage-backed securities. These separate accounts assets are valued and assigned within the fair value hierarchy, consistent with the methodologies described herein for similar financial instruments held within the general account of the Company. The separate accounts also invest in limited partnerships and hedge fund investments. The fair value of such partnerships is determined by reference to the limited partnership's NAV. The valuation of the hedge funds is based upon the hedge funds' latest financial statements adjusted for cash activity since that date and estimates of market valuations.

Separate accounts assets reported as Level 3 relate to investments in corporate bonds. These are instruments whose values are based on prices or valuation techniques that require inputs that are both unobservable and significant to the overall fair value measurement.

NOTE 9 – FAIR VALUE MEASUREMENTS (continued)

The following tables provide additional information for investments that are measured using NAV as a practical expedient to estimate fair value, as allowed under authoritative guidance, for investments that meet specified criteria (in millions):

2024

Category of Investment	Investment Strategy	NAV	Unfunded Commitments	Redemption Frequency	Redemption Notice Period
Hedge fund	Long/short equity	$ 28	$ —	Annual, Semi-Annual, Quarterly, Monthly	30-90 days (Assets subject to lock-up periods)
Hedge fund	Distressed securities, multi-strategy	1	—	Semi-Annual, Quarterly	60-90 days (Assets subject to lock-up periods)
Private equity	Leverage buyout, mezzanine financing, distressed securities	1,158	202	N/A	N/A
		$ 1,187	$ 202		

2023

Category of Investment	Investment Strategy	NAV	Unfunded Commitments	Redemption Frequency	Redemption Notice Period
Hedge fund	Long/short equity, futures, options, foreign exchange arbitrage	$ 73	$ —	Annual, Semi-Annual, Quarterly, Monthly	30-90 days (Assets subject to lock-up periods)
Hedge fund	Distressed securities, multi-strategy	2	—	Semi-Annual, Quarterly	60-90 days (Assets subject to lock-up periods)
Private equity	Leverage buyout, mezzanine financing, distressed securities	1,315	197	N/A	N/A
		$ 1,390	$ 197		

Deposit Fund Contracts

For funding agreements backing medium term notes, fair values are based on available market prices for the notes. For other funding agreements and annuities certain liabilities, fair values are estimated using discounted cash flow calculations based on interest rates currently being offered for similar contracts with maturities consistent with those remaining for the contracts being valued. For all other deposit funds, the fair value is estimated to be equal to the account value since they can be withdrawn at anytime and without prior notice.

Premiums Paid in Advance

For premiums paid in advance, the carrying value of the liability approximates fair value.

Borrowed Money

Borrowed money consists of intercompany borrowings and other financing arrangements. Due to the short-term nature of the transactions, the carrying value approximates fair value. At December 31, 2024 and 2023, the Company had repurchase agreements in the separate account for $56 million and $6 million, respectively. At December 31, 2024 and 2023, the Company had no repurchase agreements in the general account.

NOTE 9 – FAIR VALUE MEASUREMENTS (continued)

Amounts Payable Under Securities Lending Agreements

Amounts due under securities lending consists of cash collateral received under securities lending agreements. Due to the short-term nature of the transactions, the carrying value approximates fair value.

The following tables present the balances of assets and liabilities measured and carried at fair value or NAV as a practical expedient at December 31, 2024 and 2023 (in millions):

	2024				
	Quoted Prices in Active Markets for Identical Assets (Level 1)	**Significant Observable Inputs (Level 2)**	**Significant Unobservable Inputs (Level 3)**	**NAV as a Practical Expedient**	**Total**
Assets at fair value					
Bonds					
SVO identified bond ETF	$ 282	$ —	$ —	$ —	$ 282
U.S. corporate	—	12	—	—	12
Foreign corporate	—	3	—	—	3
Non-agency RMBS	—	—	—	—	—
Non-agency CMBS	—	19	—	—	19
Non-agency ABS	—	—	4	—	4
Total bonds	282	35	4	—	321
Preferred stocks	—	4	116	—	120
Common stocks	344	—	231	—	575
Derivatives	—	742	—	—	742
Separate accounts assets	505	3,180	8	1,187	4,879
Other invested assets	—	—	111	—	111
Total assets at fair value	$ 1,131	$ 3,961	$ 469	$ 1,187	$ 6,748
Liabilities at fair value					
Derivatives	$ —	$ 575	$ —	$ —	$ 575
Separate accounts liabilities - derivatives(1)	1	—	—	—	1
Total liabilities at fair value	$ 1	$ 575	$ —	$ —	$ 576

(1) Separate account contract holder liabilities are not included in the table as they are reported at contract value and not fair value in the accompanying Statutory Statements of Financial Position.

NOTE 9 – FAIR VALUE MEASUREMENTS (continued)

	2023				
	Quoted Prices in Active Markets for Identical Assets (Level 1)	**Significant Observable Inputs (Level 2)**	**Significant Unobservable Inputs (Level 3)**	**NAV as a Practical Expedient**	**Total**
Assets at fair value					
Bonds					
SVO identified bond ETF	$ 1,466	$ —	$ —	$ —	$ 1,466
Non-agency ABS	—	—	—	—	—
Total bonds	1,466	3	—	—	1,469
Preferred stocks	—	5	90		95
Common stocks	353	—	198		551
Derivatives	—	1,031	—		1,031
Separate accounts assets	528	3,417	1	1,391	5,337
Other invested assets	—	2	252		254
Total assets at fair value	$ 2,347	$ 4,458	$ 541	$ 1,391	$ 8,737
Liabilities at fair value					
Derivatives	$ —	$ 350	$ —		$ 350
Separate accounts liabilities - derivatives[1]	—	—	—	—	—
Total liabilities at fair value	$ —	$ 350	$ —	$ —	$ 350

[1] Separate account contract holder liabilities are not included in the table as they are reported at contract value and not fair value in the accompanying Statutory Statements of Financial Position.

The tables below present a rollforward of Level 3 assets and liabilities for the years ended December 31, 2024 and 2023 (in millions):

	2024									
	Balance at 1/1	**Transfers into Level 3**	**Transfers out of Level 3**	**Total Gains (Losses) Included in Net Income**	**Total Gains (Losses) Included in Surplus**	**Purchases**	**Issuances**	**Sales**	**Settlements**	**Balance at 12/31**
Assets:										
Bonds:										
U.S. corporate	$ —	$ —	$ —	$ —	$ —	$ —	$ —	$ —	$ —	$ —
Non-agency ABS	—	5	—	—	(1)	—	—	—	—	4
Total bonds		5	—	—	(1)	—	—	—	—	4
Common stocks	198	—	—	—	2	86	—	(55)	—	231
Preferred Stocks	90	5	—	—	12	10	—	(2)	—	116
Derivatives		—	—	—	—	—	—	—	—	—
Separate accounts assets[1]	1	—	—	—	1	6	—	—	—	8
Other invested assets	252	45	(20)	(18)	14	15	—	(177)	—	111
Total	$ 541	$ 55	$ (20)	$ (18)	$ 28	$ 117	$ —	$ (234)	$ —	$ 469
Liabilities:										
Derivatives	$ —	$ —	$ —	$ —	$ —	$ —	$ —	$ —	$ —	$ —
Total	$ —	$ —	$ —	$ —	$ —	$ —	$ —	$ —	$ —	$ —

[1] The total gains or (losses) included in surplus for separate accounts assets are offset by an equal amount for separate accounts liabilities, which results in a net zero impact on surplus for the Company.

NOTE 9 – FAIR VALUE MEASUREMENTS (continued)

	2023									
	Balance at 1/1	Transfers into Level 3	Transfers out of Level 3	Total Gains (Losses) Included in Net Income	Total Gains (Losses) Included in Surplus	Purchases	Issuances	Sales	Settlements	Balance at 12/31
Assets:										
Bonds:										
U.S. Corporate	$ —	$ —	$ —	$ —	$ —	$ —	$ —	$ —	$ —	$ —
Non-agency ABS	8	—	(8)	—	—	—	—	—	—	—
Total bonds	8	—	(8)	—	—	—	—	—	—	—
Common stocks	309	1	—	65	(80)	44	—	(141)	—	198
Preferred stocks	108	—	—	(2)	(18)	3	—	(1)	—	90
Derivatives	3	—	(3)	—	—	—	—	—	—	—
Separate accounts assets[1]	1	1	(1)	(1)	1	—	—	—	—	1
Other invested assets	163	33	—	(27)	(9)	99	—	(7)	—	252
Total	$ 592	$ 35	$ (12)	$ 35	$ (106)	$ 146	$ —	$ (149)	$ —	$ 541
Liabilities:										
Derivatives	$ 4	$ —	$ (4)	$ —	$ —	$ —	$ —	$ —	$ —	$ —
Total	$ 4	$ —	$ (4)	$ —	$ —	$ —	$ —	$ —	$ —	$ —

(1) The total gains or (losses) included in surplus for separate accounts assets are offset by an equal amount for separate accounts liabilities, which results in a net zero impact on surplus for the Company.

Transfers Between Levels

Transfers between levels may occur due to changes in valuation sources, or changes in the availability of market observable inputs, which generally are caused by changes in market conditions such as liquidity, trading volume or bid-ask spreads, or as a result of a security measured at amortized cost at the beginning of the period, but measured at estimated fair value at the end of the period, or vice versa due to a ratings downgrade or upgrade.

Transfers into and out of Level 3

The Company's basis for transferring assets and liabilities into and out of Level 3 is based on changes in the observability of data, a change in the security's measurement.

Transfers into Level 3 is $55 million for the year ended December 31, 2024, which primarily relates to $45 million residual tranches of securitizations and $5 million of non-agency asset backed securities that were measured at amortized cost at the beginning of the period and measured at fair value at the end of the period and $5 million of preferred stocks were received from a stock conversion. Transfers out of Level 3 totaled $20 million for the year ended December 31, 2024, which primarily relates to residual tranches of securitizations that were measured at fair value at the beginning of the period and measured at amortized cost at the end of the period.

Transfers into Level 3 is less than $35 million for the year ended December 31, 2023, which primarily relates to residual tranches of securitizations that were measured at amortized cost at the beginning of the period and measured at fair value at the end of the period. Transfers out of Level 3 totaled $16 million for the year ended December 31, 2023, which primarily relates to $8 million of non-agency asset-backed securities measured at fair value at the beginning of the period and measured at amortized cost at the end of the period, and derivatives liabilities securities of $4 million and derivatives assets securities of $3 million that had price level changes from 3 to 2 due to increase in interest rates in 2023 which changed the market to active and observable.

NOTE 10 – INVESTMENT INCOME AND CAPITAL GAINS AND LOSSES

The components of net investment income for the years ended December 31, 2024 and 2023 were as follows (in millions):

	2024	2023
Bonds	$ 6,343	$ 5,598
Common and preferred stocks(1)	947	42
Mortgage loans	1,020	966
Policy loans	754	665
Other invested assets(2)	825	1,063
Short-term investments	171	96
Derivatives	99	99
Real estate	437	415
Other investments	39	43
Gross investment income	10,635	8,987
Investment expenses	(949)	(854)
Net investment income	9,686	8,133
Amortization of IMR	20	53
Net investment income, including amortization of IMR	$ 9,706	$ 8,186

(1) There were $918 million dividends from affiliated life insurance subsidiaries in 2024 and none from affiliated life insurance subsidiaries in 2023. (2There were dividends received from non-insurance subsidiaries of $208 million and $478 million for the years ended December 31, 2024, and 2023, respectively. Refer to Note 11 – Related Party Transactions.

Due and accrued investment income is excluded from surplus when amounts are over 90 days past due or collection is uncertain. At December 31, 2024 and 2023, the Company reported admitted due and accrued investment income of $2,380 million and $2,297 million, respectively. At December 31, 2024, the Company had $2 million of nonadmitted due and accrued investment income on bonds. At December 31, 2023, the Company did not have any nonadmitted due and accrued investment income on bonds. For certain fixed income instruments, the contractual agreement allows the issuer/borrower to defer interest (Paid-in-Kind interest). When interest is deferred, it is capitalized into principal. At December 31, 2024, the Company had paid-in-kind interest of $546 million, which has been included in the principal amount of the Company’s bonds of $516 million and mortgage loans of $29 million.

The following table shows the Company's securities redeemed or otherwise disposed of as a result of a callable feature (including make whole call provisions) or tender and the amount of investment income generated as a result of a prepayment penalty and/or acceleration fee, which is included in Bonds in the table above ($ in millions):

	2024		2023	
	General Account	Separate Account	General Account	Separate Account
Number of cusips	107	30	38	16
Investment income	$ 22	$ 3	$ 10	$ —

NOTE 10 – INVESTMENT INCOME AND CAPITAL GAINS AND LOSSES (continued)

For the years ended December 31, 2024 and 2023, net realized capital gains (losses) were as follows (in millions):

	2024	2023
Bonds	$ (204)	$ (305)
Common and preferred stocks	30	283
Other invested assets	(275)	(251)
Mortgage loans	(226)	(3)
Real estate	169	66
Derivatives	(250)	(541)
Other[1]	(20)	(1)
Net realized capital losses before tax and transfers to IMR	(775)	(752)
Less:		
Capital (losses)/gains tax expense (benefit)	(48)	(70)
Net realized capital (losses)/gains after-tax transferred to IMR	(351)	(640)
Net realized capital losses after-tax and transfers to IMR	$ (376)	$ (42)

[1] Primarily includes foreign exchange losses on foreign currency funding agreements.

Proceeds from investments in bonds sold were $13,287 million and $5,932 million for the years ended December 31, 2024 and 2023, respectively. Gross gains of $282 million and $32 million in 2024 and 2023, respectively, and gross losses of $388 million and $266 million in 2024 and 2023, respectively, were realized on these sales. The Company computes gains and losses on sales under the specific identification method.

The following table provides a summary of OTTI losses included as realized capital losses for the years ended December 31, 2024 and 2023 (in millions):

	2024	2023
Other invested assets	$ 304	$ 247
Bonds	80	45
Common and preferred stocks	6	15
Mortgage loans	226	3
Real Estate	22	—
Total	$ 638	$ 310

The Company restructured $102 million and $2 million debt securities and mortgage loans for the years ended December 31, 2024 and 2023, respectively with an associated $55 million and $499 thousand of OTTI.

Refer to Note 20 - Loan-Backed and Structured Security Impairments for a list with each loan-backed and structured security at a CUSIP level where the present value of cash flows expected to be collected is less than the amortized cost basis during the current year.

NOTE 10 – INVESTMENT INCOME AND CAPITAL GAINS AND LOSSES (continued)

The following tables present the Company's gross unrealized losses and fair values for bonds and equity securities aggregated by investment category and length of time that individual securities have been in a continuous unrealized loss position, at December 31, 2024 and 2023 (in millions):

	2024					
	Less than 12 Months		12 Months or Greater		Total	
	Fair Value	Unrealized Losses	Fair Value	Unrealized Losses	Fair Value	Unrealized Losses[1]
Bonds						
U.S. governments	$ 408	$ 107	$ 4,090	$ 2,645	$ 4,498	$ 2,752
All other governments	192	14	223	28	415	42
U.S. Special Revenue and Special Assessment	3,883	387	8,065	1,281	11,948	1,668
Industrial and miscellaneous unaffiliated	29,841	2,224	48,746	6,831	78,587	9,055
Parent, subsidiaries, and affiliates[2]	43	—	—	—	43	—
Hybrid securities	—	—	30	2	30	2
SVO Identified Funds	62	4	23	3	85	7
Total bonds	$ 34,428	$ 2,737	$ 61,177	$ 10,789	$ 95,606	$ 13,526
Equity securities (unaffiliated)						
Common stocks	$ 44	$ 1	$ —	$ —	$ 44	$ 1
Preferred stocks	1	—	1	3	2	3
Total equity securities	45	1	1	3	46	4
Total	$ 34,473	$ 2,738	$ 61,178	$ 10,792	$ 95,652	$ 13,530

(1) Includes unrealized losses of $28 million related to NAIC 6 bonds and $7 million of bond ETF Mark to Market losses included in the statutory carrying amount.
(2) The unrealized losses include less than $1 million of ABS investments that are managed by affiliates of the Company but have no credit risk exposure to those affiliates.

NOTE 10 – INVESTMENT INCOME AND CAPITAL GAINS AND LOSSES (continued)

	2023					
	Less than 12 Months		12 Months or Greater		Total	
	Fair Value	Unrealized Losses	Fair Value	Unrealized Losses	Fair Value	Unrealized Losses[(1)]
Bonds						
U.S. governments	$ 860	$ 105	$ 5,064	$ 2,311	$ 5,924	$ 2,416
All other governments	48	2	299	37	347	39
U.S. Special Revenue and Special Assessment	1,924	122	9,713	1,267	11,637	1,389
Industrial and miscellaneous unaffiliated	6,653	668	61,826	7,234	68,480	7,902
Parent, subsidiaries, and affiliates[(2)]	219	1	3,368	19	3,587	20
Hybrid securities	8	2	21	2	28	4
SVO Identified Funds	—	—	54	4	54	4
Total bonds	9,712	900	80,345	10,874	90,057	11,774
Equity securities (unaffiliated)						
Common stocks	$ 37	$ 5	$ —	$ —	$ 37	$ 5
Preferred stocks	6	3	—	—	6	3
Total equity securities	43	8	—	—	43	8
Total	$ 9,755	$ 908	$ 80,345	$ 10,874	$ 90,100	$ 11,782

(1) Includes unrealized losses of $4 million related to NAIC 6 bonds and $4 million of bond ETF Mark to Market losses included in the statutory carrying amount.
(2) The unrealized losses include less thank $1 million of ABS investments that are managed by affiliates of the Company but have no credit risk exposure to those affiliates.

At December 31, 2024, the gross unrealized loss on bonds and equity securities was comprised of approximately 10,616 and 11 different securities, respectively, which are included in the table above. Of the total amount of bond unrealized losses, $13,092 million, or 97%, is related to investment grade securities and $434 million, or 3%, is related to below investment grade securities. At December 31, 2023, the gross unrealized loss on bonds and equity securities was comprised of approximately 10,498 and 17 different securities, respectively, which are included in the table above. Of the total amount of bond unrealized losses, $11,289 million, or 96%, is related to investment grade securities and $485 million, or 4%, is related to below investment grade securities. Investment grade is defined as a security having a credit rating from the NAIC of 1 or 2; a rating of Aaa, Aa, A or Baa from Moody's or a rating of AAA, AA, A or BBB from Standard & Poor's ("S&P"); or a comparable internal rating if an externally provided rating is not available.

The amount of gross unrealized losses for bonds where fair value had declined by 20% or more of the amortized cost, totaled $7,129 million. The period of time that each of these securities has continuously been below amortized cost by 20% or more consists of $1,495 million for six months or less, $137 million for greater than six months through 12 months, and $5,497 million for greater than 12 months. In accordance with the Company's impairment policy, the Company performed quantitative and qualitative analysis to determine if the decline was temporary. For those securities where the decline was considered temporary, the Company did not recognize an impairment when it had the ability and intent to hold until recovery.

NOTE 10 – INVESTMENT INCOME AND CAPITAL GAINS AND LOSSES (continued)

The change in unrealized capital gains (losses) for the years ended December 31, 2024 and 2023 were as follows (in millions):

	Change in Unrealized Gains (Losses)		Change in Unrealized Foreign Exchange Gains (Losses)		Total Change in Unrealized Gains (Losses)	
	2024	2023	2024	2023	2024	2023
Bonds	$ (51)	$ 34	$ (316)	$ 289	$ (366)	$ 323
Preferred stocks	15	(16)	—	—	15	(16)
Common stocks (unaffiliated)	9	(190)	5	2	15	(188)
Common stocks (affiliated)	(33)	578	—	—	(33)	578
Mortgage Loans	53	(71)	—	—	53	(71)
Cash, cash equivalents and short-term investments	—	—	(4)	(3)	(4)	(3)
Derivatives	(652)	106	1	(2)	(651)	104
Other invested assets	247	53	55	86	302	139
Aggregate write-ins[1]	—	—	719	(558)	719	(558)
Total change in unrealized on investments	(410)	494	460	(185)	50	308
Capital gains tax expense (benefit)	(48)	(113)	—	—	(48)	(113)
Total change in unrealized capital gains (losses), net of tax	$ (363)	$ 607	$ 460	$ (185)	$ 97	$ 421

[1] Primarily includes FX on Global Medium Term Note ("GMTN").

NOTE 11 – RELATED PARTY TRANSACTIONS

Capital Contributions

For the years ended December 31, 2024 and 2023, the Company had the following net capital contributions to/(return of capital) from its subsidiaries (in millions):

	2024	2023
NYLIFE LLC	$ (10)	$ (16)
NYLE	(177)	(260)
NYLAZ	100	250
LINA	(200)	—
Total	$ (287)	$ (26)

Dividends Received

For the years ended December 31, 2024 and 2023, the Company recorded the following dividend distributions from its subsidiaries (in millions):

	2024	2023
NYLIAC	$ 890	$ —
NYL Investors	175	165
MCF	33	115
NYLIM	—	198
NYLGICNY	28	—
Total	$ 1,126	$ 478

NOTE 11 – RELATED PARTY TRANSACTIONS (continued)

Material Transactions

The following table presents material related party transactions between the Company and its subsidiaries, for the years ended December 31, 2024 and 2023:

Date of Transaction	Name of Related Party	Nature of Relationship	Type of Transaction	Description
Loans and Credit Agreements:				
12/31/2015 (last amended as of 01/01/2023)	MCF	Non-insurance subsidiary	Note funding agreement	The Company and NYLIAC entered into a note funding agreement with MCF (as amended from time to time, the "MCF Note Agreement") and acquired a variable funding note issued by MCF thereunder (the "Note"). The Note was most recently reissued on December 31, 2022 due to NYLIAC transferring a portion of its interest to LINA. The Note is reported as a bond, with an outstanding balance, including accrued interest, for the Company of $3,704 million and $3,495 million at December 31, 2024 and 2023, respectively. The funding limit is determined using 2.25% multiplied by the cash and invested assets amount, as of such date of determination. Cash and invested assets amount means, as of any date of determination, the sum of (x) the net admitted cash and invested assets of NYLIAC and LINA (y) the net admitted cash and invested assets of the Company (excluding any portion thereof attributable to the Company's investment in NYLIAC and LINA), in each case, based on the most recently available quarterly or annual financial statements of NYLIAC, LINA or the Company, as applicable. All outstanding advances made to MCF under the MCF Note Agreement will be due in full on December 31, 2025.
10/1/1997 (last amended as of 10/7/2022)	New York Life Capital Corporation ("NYLCC")	Non-insurance subsidiary	Revolving credit agreement	NYLCC, a wholly owned subsidiary of NYLIFE LLC (which is a wholly owned subsidiary of the Company), has a revolving credit agreement with the Company, whereby NYLCC has agreed to make loans to the Company in an amount up to, but not exceeding, $3,500 million. NYLCC's outstanding principal amount of commercial paper at December 31, 2024 and 2023, was $450 million and $419 million.
9/15/2022 (previous agreement terminated on 9/15/2022)	NYLCC	Non-insurance subsidiary	Revolving credit facility	The Company and NYLCC entered into a five-year $1,750 million revolving credit facility (the "2022 Credit Facility") with a syndicate of lenders. The 2022 Credit Facility replaced a $1,500 million credit facility that went into effect on January 29, 2019. The Company and NYLCC are borrowers under the 2022 Credit Facility. At December 31, 2024 and 2023, the credit facility was not used and there was no outstanding balance.
12/3/2024 (previous agreement terminated on 12/4/2024)	MCF	Non-insurance subsidiary	Revolving credit facility	The Company and MCF entered into a three-year $400 million revolving credit facility (the "2024 MCF Credit Facility") with a syndicate of lenders, with MCF as borrower and the Company as guarantor. The 2024 MCF Credit Facility had no outstanding borrowings as of December 31, 2024. The 2024 MCF Credit Facility replaced a 364-day $400 million credit facility dated December 5, 2023 (the "2023 MCF Credit Facility") with MCF as borrower and the Company as guarantor. The 2023 MCF Credit Facility had no outstanding borrowings as of December 31, 2023.
9/30/1993 (last amended as of 12/30/2022)	NYLIAC	Insurance subsidiary	Revolving credit agreement	The Company has a revolving credit agreement with NYLIAC whereby the Company may loan up to $3,500 million. At December 31, 2024 and 2023, the credit facility was not used, no interest was paid and there was no outstanding balance due.
4/1/1999 (last amended as of 12/30/2022)	NYLIAC	Insurance subsidiary	Revolving credit agreement	The Company has a revolving credit agreement with NYLIAC, whereby the Company may borrow up to $900 million. At December 31, 2024 and 2023, the credit facility was not used, no interest was paid and there was no outstanding balance due.
12/31/2020 (amended as of 10/26/2022)	LINA	Insurance subsidiary	Revolving credit agreement	The Company, as lender, has a revolving credit agreement with LINA, as borrower, for a maximum aggregate amount of $100 million. At December 31, 2024 and 2023, the credit facility was not used and there was no outstanding balance.
Service Agreements:				
6/1/2020 (last amended as of 1/1/2024)	NYL Investors LLC	Non-insurance subsidiary	Investment advisory agreement	The Company is party to an investment advisory agreement with NYL Investors, as amended from time to time, to receive investment advisory and administrative services from NYL Investors. For the years ended December 31, 2024 and 2023, the fees incurred associated with these services, amounted to $255 million and $244 million, respectively.

NOTE 11 – RELATED PARTY TRANSACTIONS (continued)

Date of Transaction	Name of Related Party	Nature of Relationship	Type of Transaction	Description
Various	Various Affiliates	Insurance and non-insurance subsidiaries	Services agreement	Under various written agreements, the Company has agreed to provide certain of its direct and indirect subsidiaries with certain services and facilities including but not limited to the following: accounting, tax and auditing services, legal services, actuarial services, electronic data processing operations, and communications operations. Such costs amounting to $1,578 million and $1,464 million for the years ended December 31, 2024 and 2023, respectively, were incurred by the Company and billed to its subsidiaries. The Company is reimbursed for the identified costs associated with these services and facilities. The terms of the agreements require that these amounts be settled in cash within 90 days.
Other Agreements:				
Various	NYLIAC	Insurance subsidiary	Acquisition of corporate owned life insurance ("COLI")	The Company has purchased various COLI policies from NYLIAC for the purpose of informally funding certain benefits for the Company's employees and agents. These policies were issued to the Company on the same terms as policies sold to unrelated customers. Of the $4,452 million cash surrender value at December 31, 2024 and 2023, $3,278 million and $3,285 million, respectively, is invested in NYLIAC's general account, and $1,173 million and $1,023 million, respectively, is invested in NYLIAC's separate accounts products. The investments in NYLIAC's separate accounts are allocated to the following categories based on primary underlying investment characteristics: 4% bonds, 95% stocks, and 1% real estate.
Various	NYLIAC	Insurance subsidiary	Structured settlement agreements	The Company is the assumed obligor for certain structured settlement agreements with unaffiliated insurance companies, beneficiaries and other non-affiliated entities. To satisfy its obligations under these agreements, the Company owns single premium annuities issued by NYLIAC. The obligations are based upon the actuarially determined present value of expected future payments.
Various	NYLIAC	Insurance subsidiary	Structured settlement agreements	The Company has issued $11,428 million and $10,774 million at December 31, 2024 and 2023, respectively, of single premium annuities to NYLIAC in connection with NYLIAC's obligation under structured settlement agreements. NYLIAC has directed the Company to make the payments under the annuity contracts directly to beneficiaries under the structured settlement agreements.
Various	NYLIAC, LINA and NYLGICNY	Insurance subsidiary	Participation in mortgage loans, REO and Real Estate	NYLIAC's, LINA's, and NYLGICNY's (the Participation Companies) interests in commercial mortgage loans are primarily held in the form of participations in mortgage loans originated or acquired by the Company. Under the participation agreement for the mortgage loans, it is agreed between the Company and the Participation Companies that the proportionate interest (as evidenced by a participation certificate) in the underlying mortgage loan, including without limitation, the principal balance thereof, all interest which accrues thereon, and all proceeds generated therefrom, will be pari passu with the Company's and pro rata based upon the respective amounts funded by the Company and the Participation Companies in connection with the applicable mortgage loan origination or acquisition. Consistent with the participation arrangement, all mortgage loan documents name the Company (and not both the Participation Companies and the Company) as the lender but are held for the benefit of both the Company and the Participation Companies pursuant to the applicable participation agreement. The Company retains general decision making authority with respect to each mortgage loan, although certain decisions require the Participation Companies approval.
6/11/2012	NYLIAC	Insurance subsidiary	Tenancy in common agreement	In connection with a $150 million land acquisition of a fee simple estate in land underlying an office building and related improvements and encumbered by a ground lease by the Company (73.8% interest) and NYLIAC (26.2% interest), the Company and NYLIAC entered into a Tenancy In Common Agreement in which the agreement sets forth the terms that govern, in part, each entity's interest in the property.
Significant Transactions:				
9/26/2024	NYLIAC	Insurance subsidiary	Transfer of assets	Bond asset and cash transfers between the Company and NYLIAC were executed on September 26, 2024. The Company acquired $468 million of bonds from NYLIAC in exchange for cash.

NOTE 11 – RELATED PARTY TRANSACTIONS (continued)

At December 31, 2024 and 2023, the Company reported a net amount of $142 million and $152 million respectively, due from subsidiaries. The terms of the underlying agreements generally require that these amounts be settled in cash within 90 days.

In the ordinary course of business, the Company enters into reinsurance agreements with its subsidiaries. Material reinsurance agreements have been disclosed in Note 13 – Reinsurance. In addition, the Company may enter into guarantees and/or keep wells with its subsidiaries. Material guarantee agreements and/or keep wells have been disclosed in Note 15 – Commitments and Contingencies.

NOTE 12 - INSURANCE LIABILITIES

Insurance liabilities at December 31, 2024 and 2023 were as follows (in millions):

	2024	2023
Life insurance reserves	$ 102,231	$ 97,576
Annuity reserves and supplementary contracts with life contingencies	33,620	32,874
Accident and health insurance reserves (including long-term care)	5,632	5,389
Asset adequacy and special reserves	693	680
Total policy reserves	142,176	136,519
Deposit funds	44,519	37,953
Policy claims	802	831
Total insurance liabilities	$ 187,497	$ 175,303

Life Insurance Reserves

Reserves for life insurance policies are maintained principally using the 1941, 1958, 1980, 2001, and 2017 Commissioners' Standard Ordinary Mortality Tables and the 1958 and 1980 Commissioners' Extended Term Mortality Tables under the net level premium method, the Commissioners' Reserve Valuation Method, or Modified Preliminary Term with valuation interest rates ranging from 2.0% to 6.0%. Reserves for policies issued in 2020 and later are determined based on principle-based standards as set forth in the NAIC Valuation Manual.

The tabular interest and tabular less actual reserve released for life insurance has been determined by a formula as described in the NAIC instructions. The tabular cost for individual life insurance for seven year term, for certain survivorship whole life policies, and for ancillary coverage has been determined by a formula as described in the NAIC instructions. For all other coverages, including the bulk of individual life, the tabular cost has been determined from the basic data for the calculation of policy reserves.

The Company has established policy reserves on contracts issued January 1, 2001 and later that exceed the minimum amounts determined under Appendix A-820, “Minimum Life and Annuity Reserve Standards” of NAIC SAP by approximately $1,137 million and $1,022 million in 2024 and 2023, respectively.

The Company waives deductions of deferred fractional premiums upon death of the insured and returns a portion of the final premium beyond the date of death. No surrender values are promised in excess of the total reserves. Certain substandard policies are valued on tables that are multiples of the standard table. Other substandard policies were valued as equivalent to standard lives on the basis of insurance age. Additional reserves were held on account of anticipated extra mortality for policies subject to extra premiums.

At December 31, 2024 and 2023, the Company had $29,989 million and $32,987 million, respectively, of insurance in-force for which the gross premiums were less than the net premiums according to the standard of valuation set by the state of New York. Reserves to cover the above insurance totaled the net amount of $201 million and $208 million in 2024 and 2023, respectively.

NOTE 12 – INSURANCE LIABILITIES (continued)

Annuity Reserves and Supplementary Contracts with Life Contingencies

Tabular interest for group annuity contracts has been determined from the basic data for the calculation of policy reserves as described in the NAIC instructions.

Reserves for supplementary contracts involving life contingencies and annuities involving current mortality risks are based principally on 1951 Group Annuity Mortality, 1983 Group Annuity Mortality, 1994 Group Annuity Reserving table, 1960 Mod. a-49, 1971 Individual Annuity Mortality, 1983 Table A, A2000, 2012 Individual Annuity Reserving table and the Commissioners' Annuity Reserve Valuation Method with assumed interest rates ranging from 1.0% to 11.3%.

At December 31, 2024 and 2023, the Company held an additional actuarial reserve of $100 million based on asset adequacy analysis for structured settlement contracts and $100 million based on asset adequacy analysis for guaranteed products.

Generally, owners of annuities in payout status are not able to withdraw funds from their policies at their discretion.

Accident and Health Insurance Reserves (Including Long-term Care)

Reserves for accident and health insurance policies are valued consistent with the prescribed interest rate and morbidity tables, where applicable.

Claim reserves and unpaid claim liabilities were $1,563 million and $1,533 million at December 31, 2024 and 2023, respectively. During 2024 and 2023, $259 million and $237 million, respectively, was paid for incurred losses and loss adjustment expenses attributable to insured events of prior years. Additionally, during 2024, there was $60 million of favorable prior-year loss development, the result of ongoing analysis of recent loss development trends. Reserves remaining for prior years at December 31, 2024 were $1,214 million as a result of re-estimation of unpaid claims and claim adjustment expenses principally on long-term care, group medical (discontinued in 2013), disability income and Medicare supplement insurance.

Original estimates were adjusted as additional information became known regarding individual claims. The Company had no unfavorable prior year loss development on retrospectively rated policies included in this decrease. However, the business to which it relates is subject to premium adjustments.

Participating Policies

Individual and group life participating policies represent 99.4% of total individual and group life insurance inforce. The Company paid dividends in the amount of $2,340 million and $2,114 million to individual and group life policyholders for the years ended December 31, 2024 and 2023, respectively, and did not allocate any additional income to such policyholders.

NOTE 12 – INSURANCE LIABILITIES (continued)

Deposit Funds

Deposit funds at December 31, 2024 and 2023 were as follows (in millions):

	2024	2023
GICs without life contingencies (including funding agreements)	$ 41,516	$ 35,107
Dividend accumulations or refunds and other deposit funds	2,644	2,444
Supplemental contracts without life contingencies	324	362
Continued interest accounts	25	28
Annuities certain	10	12
Total deposit funds	$ 44,519	$ 37,953

The weighted average interest rate on all GICs without life contingencies was 3.52% and 3.15% at December 31, 2024 and 2023, respectively. The weighted average remaining maturity was 3 years, 2 months for the years ended December 31, 2024 and 2023, respectively. Withdrawal prior to maturity is generally not permitted.

GICs without life contingencies issued by the Company include funding agreements issued to special purpose entities ("SPEs") and the FHLB of NY.

The SPEs purchase the funding agreements with the proceeds from medium term notes issued by the SPE, which have payment terms substantially identical to the funding agreements issued by the Company. At December 31, 2024 and 2023, the balance under funding agreements sold by the Company to the SPEs was $34,129 million and $30,128 million, respectively.

The Company is a member of the FHLB of NY and issues funding agreements to the FHLB of NY in exchange for cash. The proceeds from the sale of these funding agreements are invested to earn a spread on the business. The funding agreements are issued through the general account and are included in the liability for Deposit funds in the accompanying Statutory Statements of Financial Position. When a funding agreement is issued, the Company is required to post collateral in the form of eligible securities including mortgage-backed, government and agency debt instruments for each of the advances received. Upon any event of default by the Company, the FHLB of NY's recovery on the collateral is limited to the amount of the Company's liability to the FHLB of NY.

The amount of FHLB of NY common stock held, in aggregate, exclusively in the Company's general account at December 31, 2024 and 2023 was as follows (in millions):

	2024	2023
Membership stock - class B[(1)]	$ 48	$ 48
Activity stock	167	138
Aggregate total	$ 215	$ 186
Actual or estimated borrowing capacity as determined by the insurer	$ 12,245	$ 11,595

[(1)] Membership stock is not eligible for redemption.

The amount of collateral pledged to the FHLB of NY in the Company's general account at December 31, 2024 and 2023 was as follows (in millions):

	2024	2023
Fair value	$ 7,062	$ 8,028
Carrying value	$ 7,869	$ 8,867
Aggregate total borrowing	$ 3,759	$ 3,118

NOTE 12 – INSURANCE LIABILITIES (continued)

The maximum amount of collateral pledged and aggregate total borrowing to the FHLB of NY in the Company's general account during the years ended December 31, 2024 and 2023 was as follows (in millions):

	2024	2023
Fair value	$ 8,004	$ 7,852
Carrying value	$ 8,831	$ 9,010
Aggregate total borrowing	$ 3,121	$ 2,971

The following table reflects the amount borrowed from the FHLB of NY in the form of funding agreements at December 31, 2024 and 2023 (in millions):

	2024	2023
Funding agreements issued	$ 3,759	$ 3,118
Funding agreement reserves established	$ 3,759	$ 3,118
Maximum amount borrowed during the year	$ 4,046	$ 3,193

The Company does not have any prepayment obligations for these funding agreement arrangements.

Withdrawal Characteristics of Annuity Reserves and Deposit Funds

The following tables reflect the withdrawal characteristics of annuity reserves and deposit fund liabilities at December 31, 2024 and 2023 ($ in millions):

Individual Annuities

	2024				
	General Account	Separate Accounts with Guarantees	Separate Accounts Non-guaranteed	Total	% of Total
Subject to discretionary withdrawal:					
With fair value adjustment	$ 8	$ —	$ —	$ 8	— %
At book value less current surrender charge of 5% or more	—	—	—	—	—
At fair value	—	—	—	—	—
Total with adjustment or at fair value	8	—	—	8	—
At book value without adjustment	1	—	—	1	—
Not subject to discretionary withdrawal	10,599	—	—	10,599	100
Total	$ 10,608	$ —	$ —	$ 10,608	100 %
Amount with current surrender charge of 5% or more that will have less than a 5% surrender charge in the following year	$ —	$ —	$ —	$ —	

NOTE 12 – INSURANCE LIABILITIES (continued)

	2023				
	General Account	Separate Accounts with Guarantees	Separate Accounts Non-guaranteed	Total	% of Total
Subject to discretionary withdrawal:					
With fair value adjustment	$ 9	$ —	$ —	$ 9	— %
At book value less current surrender charge of 5% or more	—	—	—	—	—
At fair value	—	—	—	—	—
Total with adjustment or at fair value	9	—	—	9	—
At book value without adjustment	1	—	—	1	—
Not subject to discretionary withdrawal	9,968	—	—	9,968	100
Total	$ 9,978	$ —	$ —	$ 9,978	100 %
Amount with current surrender charge of 5% or more that will have less than a 5% surrender charge in the following year	$ —	$ —	$ —	$ —	

Group Annuities

	2024				
	General Account	Separate Accounts with Guarantees	Separate Accounts Non-guaranteed	Total	% of Total
Subject to discretionary withdrawal:					
With fair value adjustment	$ 6,776	$ 6,766	$ —	$ 13,542	39 %
At book value less current surrender charge of 5% or more	—	—	—	—	—
At fair value	—	2,682	2,085	4,767	14
Total with adjustment or at fair value	6,776	9,448	2,085	18,309	53
At book value without adjustment	1,903	—	—	1,903	6
Not subject to discretionary withdrawal	14,333	—	—	14,333	41
Total	$ 23,012	$ 9,448	$ 2,085	$ 34,545	100 %
Amount with current surrender charge of 5% or more that will have less than a 5% surrender charge in the following year	$ —	$ —	$ —	$ —	

NOTE 12 – INSURANCE LIABILITIES (continued)

	2023				
	General Account	Separate Accounts with Guarantees	Separate Accounts Non-guaranteed	Total	% of Total
Subject to discretionary withdrawal:					
With fair value adjustment	$ 7,332	$ 7,173	$ —	$ 14,505	41 %
At book value less current surrender charge of 5% or more	—	—	—	—	—
At fair value	7	2,965	2,347	5,319	15
Total with adjustment or at fair value	7,339	10,138	2,347	19,824	56
At book value without adjustment	1,958	—	—	1,958	6
Not subject to discretionary withdrawal	13,599	—	—	13,599	38
Total	$ 22,896	$ 10,138	$ 2,347	$ 35,381	100 %
Amount with current surrender charge of 5% or more that will have less than a 5% surrender charge in the following year	$ —	$ —	$ —	$ —	

Deposit-Type Contracts

	2024				
	General Account	Separate Accounts with Guarantees	Separate Accounts Non-guaranteed	Total	% of Total
Subject to discretionary withdrawal:					
With fair value adjustment	$ 1	$ —	$ —	$ 1	— %
At book value less current surrender charge of 5% or more	—	—	—	—	—
At fair value	—	—	—	—	—
Total with adjustment or at fair value	1	—	—	1	—
At book value without adjustment	4,384	—	—	4,384	10
Not subject to discretionary withdrawal	40,134	—	—	40,134	90
Total	$ 44,519	$ —	$ —	$ 44,519	100 %
Amount with current surrender charge of 5% or more that will have less than a 5% surrender charge in the following year	$ —	$ —	$ —	$ —	

NOTE 12 – INSURANCE LIABILITIES (continued)

	2023				
	General Account	Separate Accounts with Guarantees	Separate Accounts Non-guaranteed	Total	% of Total
Subject to discretionary withdrawal:					
With fair value adjustment	$ 1	$ —	$ —	$ 1	— %
At book value less current surrender charge of 5% or more	—	—	—	—	—
At fair value	—	—	—	—	—
Total with adjustment or at fair value	1	—	—	1	—
At book value without adjustment	4,150	—	—	4,150	11
Not subject to discretionary withdrawal	33,802	—	—	33,802	89
Total	$ 37,953	$ —	$ —	$ 37,953	100 %
Amount with current surrender charge of 5% or more that will have less than a 5% surrender charge in the following year	$ —	$ —	$ —	$ —	

NOTE 12 – INSURANCE LIABILITIES (continued)

Withdrawal Characteristics of Life Insurance Reserves

The following tables reflect the withdrawal characteristics of life insurance reserves at December 31, 2024 and 2023 ($ in millions):

	2024					
	General Account			Separate Accounts Guaranteed and Non-guaranteed		
	Account Value	Cash Value	Reserve	Account Value	Cash Value	Reserve
Subject to discretionary withdrawal, surrender, or policy loans:						
Term policies with cash value	$ —	$ 490	$ 505	$ —	$ —	$ —
Universal life	10	10	10	—	—	—
Universal life with secondary guarantees	—	—	—	—	—	—
Indexed universal life	—	—	—	—	—	—
Indexed universal life with secondary guarantees	—	—	—	—	—	—
Indexed life	—	—	—	—	—	—
Other permanent cash value life insurance	—	95,401	101,047	—	—	—
Variable life	—	—	—	—	—	—
Variable universal life	—	—	—	—	—	—
Miscellaneous reserves	—	—	—	—	—	—
Not subject to discretionary withdrawal or no cash values:						
Term policies without cash value	—	—	3,572	—	—	—
Accidental death benefits	—	—	55	—	—	—
Disability - active lives	—	—	529	—	—	—
Disability - disabled lives	—	—	567	—	—	—
Miscellaneous reserves	—	—	1,023	—	—	—
Total life insurance (gross)	10	95,901	107,308	—	—	—
Reinsurance ceded	—	2,453	5,077	—	—	—
Total life insurance (net)	$ 10	$ 93,448	$ 102,231	$ —	$ —	$ —

NOTE 12 – INSURANCE LIABILITIES (continued)

	2023					
	General Account			Separate Accounts Guaranteed and Non-guaranteed		
	Account Value	Cash Value	Reserve	Account Value	Cash Value	Reserve
Subject to discretionary withdrawal, surrender, or policy loans:						
Term policies with cash value	$ —	$ 469	$ 482	$ —	$ —	$ —
Universal life	11	11	11	—	—	—
Universal life with secondary guarantees	—	—	—	—	—	—
Indexed universal life	—	—	—	—	—	—
Indexed universal life with secondary guarantees	—	—	—	—	—	—
Indexed life	—	—	—	—	—	—
Other permanent cash value life insurance	—	91,377	96,269	—	—	—
Variable life	—	—	—	—	—	—
Variable universal life	—	—	—	—	—	—
Miscellaneous reserves	—	—	—	—	—	—
Not subject to discretionary withdrawal or no cash values:						
Term policies without cash value	—	—	3,855	—	—	—
Accidental death benefits	—	—	55	—	—	—
Disability - active lives	—	—	530	—	—	—
Disability - disabled lives	—	—	571	—	—	—
Miscellaneous reserves	—	—	1,077	—	—	—
Total life insurance (gross)	11	91,857	102,850	—	—	—
Reinsurance ceded	—	2,602	5,274	—	—	—
Total life insurance (net)	$ 11	$ 89,255	$ 97,576	$ —	$ —	$ —

NOTE 13 – REINSURANCE

The effects of reinsurance on the accompanying Statutory Statements of Financial Position at December 31, 2024 and 2023 were as follows (in millions):

	2024	2023
Policy reserves:		
Direct	$ 140,896	$ 135,084
Assumed	6,362	6,709
Ceded	(5,082)	(5,273)
Policy reserves	$ 142,176	$ 136,519
Policy claims:		
Direct	$ 746	$ 746
Assumed	281	239
Ceded[1]	(226)	(154)
Policy claims	$ 801	$ 831
Reinsurance recoverable[2]	$ (32)	$ (17)

[1] Includes reinsurance recoverable related to unpaid losses of $193 million and $117 million at December 31, 2024 and 2023, respectively.
[2] Included in Other assets in the accompanying Statutory Statements of Financial Position.

The effects of reinsurance on the accompanying Statutory Statements of Operations for the years ended December 31, 2024 and 2023 were as follows (in millions):

	2024	2023
Premiums:		
Direct[1]	$ 17,357	$ 16,614
Assumed	651	682
Ceded	(731)	(2,148)
Premiums	$ 17,277	$ 15,148
Benefit payments:		
Direct	$ 15,177	$ 14,762
Assumed	1,170	1,160
Ceded	(881)	(675)
Benefit payments	$ 15,466	$ 15,247

[1] Includes considerations for supplementary contracts with life contingencies of less than $1 million for each of the years ended December 31, 2024 and 2023, respectively.

Reinsurance Assumed

The Company participates in assumed reinsurance with third parties in acquiring additional business. The Company assumes, on a coinsurance basis, 100% of the obligations and liabilities of John Hancock Life Insurance Company (U.S.A.) and one of its affiliates' ("John Hancock") closed block consisting primarily of participating whole life insurance policies ("Closed Block"). The Company retrocedes 40% of those obligations and liabilities to John Hancock through a coinsurance funds-withheld arrangement. The assets received from this transaction are pledged as collateral and are contractually restricted, the majority of which are held in a reinsurance trust for the Company's obligations to John Hancock.

NOTE 13 - REINSURANCE (continued)

The insurance related revenue from the reinsured policies, including net investment income from the contractually restricted assets, after satisfying certain related expenses and taxes, inure solely to the benefit of those reinsured policyholders and will not be available to the Company's policyholders.

At December 31, 2024 and 2023, policy reserves related to the Closed Block reinsurance transaction were as follows (in millions):

	2024	2023
Reserves assumed	$ 6,359	$ 6,708
Reserves ceded	(2,543)	(2,683)
Reserves net	$ 3,816	$ 4,025

Reinsurance Ceded

The Company enters into ceded reinsurance agreements in the normal course of its insurance business to reduce overall risk and to be able to issue individual life insurance policies in excess of its retention limits.

The Company primarily cedes the mortality risk on new business for term and employees' whole life insurance policies on a quota-share yearly renewable term basis. Most of the reinsurance ceded on new and inforce business is established on an automatic basis. The quota share currently ceded on new business generally ranges from 20% to 76% with a minimum size policy ceded of either $1 million or $2 million for term and no minimum size for employees' whole life. Cases in excess of the Company's retention and certain substandard cases are ceded on a facultative reinsurance basis. The majority of the Company's facultative reinsurance is for substandard cases in which it typically cedes 90%.

The ceding of risk does not discharge the Company from its primary obligations to policyholders. To the extent that the assuming reinsurers become unable to meet their obligations under reinsurance contracts, the Company remains contingently liable. Each reinsurer is reviewed to evaluate its financial stability before entering into each reinsurance contract and throughout the period that the reinsurance contract is in place.

At December 31, 2024 and 2023, the Company had insurance in-force of $4,519 million and $5,745 million, respectively, that has been reinsured for which the gross premiums were less than the net premiums according to the standard of valuation set by the state of New York.

Life insurance ceded was 25% and 25% of total life insurance in-force at December 31, 2024 and 2023 respectively.

The Company has reinsurance agreements with New York Life Agents Reinsurance Company ("NYLARC"). NYLARC is a life insurance company wholly owned by NYLARC Holding Company, Inc., whose shareholders consist of the Company's top agents who meet certain criteria and who may also be agents of NYLIAC or NYLAZ. NYLARC reinsures a portion of certain life insurance products sold by its shareholders. NYLARC's purpose is to retain high production agents, and increase the volume and quality of the business that they submit to the Company, NYLIAC and NYLAZ.

Effective December 31, 2023, New York Life entered into a strategic indemnity reinsurance agreement on a coinsurance with funds withheld basis ("Term Reinsurance Agreement") with Münchener Rückversicherungs-Gesellschaft Aktiengesellschaft ("Munich Re"). Under the agreement, New York Life ceded on a quota share basis 85% of all the risks under certain term life policies and respective riders issued by New York Life between January 1, 2000 and December 31, 2019. New York Life will pay Munich Re an annual risk and profit charge which will decrease over time. New York Life will receive from Munich Re a quarterly experience refund if the experience refund formula is positive.

NOTE 14 – BENEFIT PLANS

Defined Benefit Plans

The Company maintains various tax-qualified and non-qualified defined benefit pension plans covering eligible U.S. employees and agents. The tax-qualified plan for employees includes both a traditional formula and a cash balance formula. The applicability of these formulas to a particular plan participant is generally determined by age and date of hire. Under the traditional formula, benefits are based on final average earnings and length of service. The cash balance formula credits employees' accounts with a percentage of eligible pay each year based on years of service, along with annual interest credits at rates based on IRS guidelines. Benefits under the tax-qualified plan for agents are based on length of service and earnings during an agent's career. The non-qualified pension plans provide supplemental benefits in excess of the maximum benefits available under the tax-qualified plans due to compensation and benefit limits imposed by the Internal Revenue Code of 1986, as amended ("IRC").

The tax-qualified defined benefit pension plans of the Company are funded solely by Company contributions. The Company's funding policy is to make annual contributions that are no less than the minimum amount needed to comply with the requirements of the Employee Retirement Income Security Act of 1974, as amended ("ERISA"), and the IRC, and no greater than the maximum amount deductible for federal income tax purposes. In 2024 and 2023, the Company did not make any voluntary contributions to the tax-qualified plans. No contributions were required to satisfy the minimum funding requirements under ERISA and the IRC.

The Company has established separate irrevocable grantor trusts covering certain of the non-qualified arrangements to help protect non-qualified payments thereunder in the event of a change in control of the Company. The grantor trusts are not subject to ERISA.

Other Postretirement Benefits

The Company provides certain health care and life benefits for eligible retired employees and agents (and their eligible dependents). Employees are eligible for retiree health and life benefits if, at their termination of service, they are at least age 55 with 10 or more years of service with the Company. Agents are generally eligible for retiree health and life benefits if they meet certain age and service criteria on the date they terminate service. In either case, an employee or agent must be enrolled in active health care coverage on the date they terminate service to be eligible for retiree coverage. A limited group of retired agents who met certain age and service criteria have retiree accidental death and dismemberment ("AD&D") coverage until age 70.

Employees and agents who retired prior to January 1, 1993 and agents who were active on December 31, 1992 and met certain age or service criteria on that date do not make contributions toward retiree health care coverage. All other eligible employees and agents may be required to contribute towards retiree health care coverage. The Company pays the entire life insurance costs for retired employees and agents including AD&D coverage for eligible retired agents.

The Company has established two separate Voluntary Employees Beneficiary Association ("VEBA") Trusts, the Employees' Life and Health Benefit Trust ("Employee VEBA") and the Agents' Life and Health Benefit Trust ("Agent VEBA"). The Employee VEBA is currently exclusively used to fund a portion of the postretirement health and life benefits for retired employees, and the Agent VEBA is currently exclusively used to fund a portion of the postretirement health and life benefits for retired agents. In addition, the tax-qualified pension plan for agents includes a medical-benefit component to fund a portion of the postretirement obligations for retired agents and their dependents in accordance with IRC Section 401(h). The Company pays the remaining balance of these costs.

Postemployment Benefits and Compensated Absences

The Company provides compensated absences to eligible employees during employment, and certain benefits to eligible employees and agents after termination of service. These include, but are not limited to, salary continuation during medical and pregnancy leaves, short-term disability-related benefits, and continuation of health care benefits.

NOTE 14 – BENEFIT PLANS (continued)

Plan Assets

Each tax-qualified pension plan currently invests in two group annuity contracts which are held in separate trusts: one contract is an immediate participation guarantee (“IPG”) contract relating to the Company’s general account (“GA Contract”), and the other contract relates to the Company’s pooled separate accounts (“SA Contract”). The Company is the issuer of the GA and SA Contracts. In addition, certain assets are directly invested in real estate investment funds, collective investment trusts and a separately managed account, which are all managed by third-parties. Total tax-qualified plan assets at December 31, 2024 and 2023 were as follows (in millions):

	Tax-qualified Pension Plans	
	2024	2023
GA Contracts(1)	$ 3,715	$ 3,820
SA Contracts(2)	2,085	2,347
Third-party separately managed account	492	—
Third-party real estate investment funds	380	411
Third-party collective investment trusts	376	657
Cash	5	1
Total plan assets	$ 7,053	$ 7,236

(1) The GA Contracts are included in the Company's assets and policy reserves liabilities in the accompanying Statutory Statements of Financial Position.
(2) The SA Contracts are included in the Company's separate accounts assets and liabilities in the accompanying Statutory Statements of Financial Position.

NYL Investors manages the assets in the portion of the Company’s general account in which the GA Contract participates. The GA Contract provides for the payment of an annual administrative charge based on a percentage of the assets maintained in the fixed account under the contract. Under the SA Contract, certain registered investment advisory subsidiaries of NYL Investments act as investment managers for the pooled separate accounts. The SA Contract provides for the payment of separate annual fees for the management and administration of each separate account.

The assets of each of the VEBA Trusts are invested in trust owned life insurance (“TOLI”), third-party mutual funds, and cash and cash equivalents. Total assets of the other postretirement plans (including VEBA Trusts and 401(h) component) at December 31, 2024 and 2023 were as follows (in millions):

	Other Postretirement Plans	
	2024	2023
TOLI policies	$ 674	$ 581
Third-party mutual funds	332	302
IPG Contract (401(h) component)(1)	39	37
Cash and cash equivalents	12	2
Total plan assets	$ 1,057	$ 922

(1) The GA Contracts are included in the Company's assets and policy reserves liabilities in the accompanying Statutory Statements of Financial Position.

The TOLI policies are corporate sponsored universal life (“CSUL”) and corporate sponsored VUL (“CSVUL”) policies issued by NYLIAC. CSVUL policy premiums are invested in certain insurance dedicated funds offered in connection with variable products for which New York Life Investment Management LLC (“NYLIM”) serves as investment advisor.

NOTE 14 – BENEFIT PLANS (continued)

The investment objectives for the tax-qualified pension plans and VEBA Trusts are: (1) to maintain sufficient income and liquidity to fund benefit payments; (2) to preserve the capital value of the plans and trusts; (3) to increase the capital value of the plans and trusts; and (4) to earn a long-term rate of return, which meets or exceeds the plans' and trusts' assumed actuarial rates of return. Under the investment policies for the tax-qualified pension plans, the plans' assets are to be invested primarily in a balanced and diversified mix of high quality equities, fixed income securities, group annuity contracts, private equity investments, real estate investments, cash equivalents, and such other assets as may be appropriate. Under the investment policies for the VEBA Trusts, the assets of the trusts are to be invested primarily in insurance contracts (variable and/or fixed) and/or mutual funds, which in turn, invest in a balanced and diversified mix of high quality equities, fixed income securities, cash equivalents, and such other assets as may be appropriate. The Board of Trustees (the "Trustees") monitor and review investment performance to ensure assets are meeting investment objectives.

The Trustees have established a broad investment strategy targeting an asset allocation for both the tax-qualified pension plans, and for the VEBA Trusts. Diversifying each asset class by style and type further enhances this allocation. In developing this asset allocation strategy, the Trustees took into account, among other factors, the information provided to them by the plans' actuary, information relating to the historical investment returns of each asset class, the correlations of those returns, and input from the plans' investment consultant. The Trustees regularly review the plans' asset allocations versus the targets and make adjustments as appropriate.

The percentage of target allocation and asset allocation, by asset category, for the tax-qualified pension plans and the VEBA Trusts at December 31, 2024 and 2023, were as follows:

	Tax-qualified Pension Plans				**VEBA Trust**			
	Target Allocation		**Asset Allocation**		**Target Allocation**		**Asset Allocation**	
Asset Category	**2024**	**2023**	**2024**	**2023**	**2024**	**2023**	**2024**	**2023**
Fixed income	70 %	60 %	68 %	60 %	30 %	30 %	29 %	28 %
Equity	30	40	32	40	70	70	71	72
Total	100 %	100 %	100 %	100 %	100 %	100 %	100 %	100 %

For the tax-qualified pension plans, the target allocation permits for ranges of 60% to 80% for fixed income and 20% to 40% for equity.

The pooled separate accounts under the SA Contracts and the third-party mutual funds, collective investment trusts and separately managed account invest in various investment securities. Investment securities are exposed to various risks such as interest rate, market and credit risks. Due to the level of risk associated with certain investment securities, it is at least reasonably possible that changes in the values of investment securities will occur in the near term and that such changes could materially affect the amounts reported in the financial statements.

NOTE 14 – BENEFIT PLANS (continued)

The fair values (refer to Note 9 - Fair Value Measurements for description of levels) of the tax-qualified pension plans' assets at December 31, 2024 and 2023 were as follows (in millions):

	2024				
Asset Category	Level 1	Level 2	Level 3	NAV as a Practical Expedient	Total
Cash	$ 5	$ —	$ —	$ —	$ 5
Fixed income securities:					
IPG contract	—	—	3,715	—	3,715
U.S. government separately managed account	—	492	—	—	492
High yield bond separate account	—	—	—	390	390
Municipal bond separate account	—	—	—	183	183
Absolute return hedge fund separate account	—	—	—	1	1
Equity securities:					
Private equity separate accounts	—	—	—	1,192	1,192
Real estate investment funds	—	—	—	380	380
Collective investment trusts	—	—	—	376	376
Indexed equity separate account	—	—	—	291	291
Long/short equity hedge fund separate account	—	—	—	28	28
Total assets accounted for at fair value	$ 5	$ 492	$ 3,715	$ 2,841	$ 7,053

	2023				
Asset Category	Level 1	Level 2	Level 3	NAV as a Practical Expedient	Total
Cash	$ 1	$ —	$ —	$ —	$ 1
Fixed income securities:					
IPG contract	—	—	3,820	—	3,820
High yield bond separate account	—	—	—	364	364
Municipal bond separate account	—	—	—	183	183
Absolute return hedge fund separate account	—	—	—	2	2
Equity securities:					
Private equity separate accounts	—	—	—	1,337	1,337
Collective investment trusts	—	—	—	657	657
Real estate investment funds	—	—	—	411	411
Indexed equity separate account	—	—	—	388	388
Long/short equity hedge fund separate account	—	—	—	73	73
Total assets accounted for at fair value	$ 1	$ —	$ 3,820	$ 3,415	$ 7,236

NOTE 14 – BENEFIT PLANS (continued)

The fair values of other postretirement benefit plan assets at December 31, 2024 and 2023 were as follows (in millions):

	2024				
Asset Category	**Level 1**	**Level 2**	**Level 3**	**NAV as a Practical Expedient**	**Total**
Cash, cash equivalents, and short-term investments	$ —	$ 12	$ —	$ —	$ 12
Fixed income securities:					
CSUL policies	—	—	163	—	163
Indexed bond mutual fund	123	—	—	—	123
IPG contract	—	—	39	—	39
Equity securities:					
Indexed equity CSVUL policies	—	—	511	—	511
Indexed equity mutual fund	133	—	—		133
International equity mutual fund	76	—	—	—	76
Total assets accounted for at fair value	$ 332	$ 12	$ 713	$ —	$ 1,057

	2023				
Asset Category	**Level 1**	**Level 2**	**Level 3**	**NAV as a Practical Expedient**	**Total**
Cash, cash equivalents, and short-term investments	$ —	$ 2	$ —	$ —	$ 2
Fixed income securities:					
CSUL policies	—	—	163	—	163
Indexed bond mutual fund	81	—	—	—	81
IPG contract	—	—	37	—	37
Equity securities:					
Indexed equity CSVUL policies	—	—	418	—	418
Indexed equity mutual fund	151	—	—		151
International equity mutual fund	70	—	—	—	70
Total assets accounted for at fair value	$ 302	$ 2	$ 618	$ —	$ 922

NOTE 14 – BENEFIT PLANS (continued)

Determination of Fair Values

The following is a description of the valuation methodologies used to determine fair value, as well as the general classification of such instruments pursuant to the valuation hierarchy.

IPG Contract

The IPG contract is carried at fair value, which is comprised of contract value (represents contributions made, plus interest earned, less funds used to pay claims, premiums and fees) plus a fair value adjustment ("FVA"). The FVA is the difference between the estimated cost of purchasing annuities in the open market upon termination of the Contract, referred to as Market Annuity Cost ("MAC") and the cost of purchasing annuities using the discontinuance provisions of the contract, referred to as the Contract Annuity Cost ("CAC"). The carrying value of the IPG contract was $3,715 million and $3,820 million at December 31, 2024 and 2023, respectively. Mortality and interest rate assumptions are significant inputs in the calculation and are derived from market data, contractual provisions and management's judgement. Therefore, the fair value of the IPG contract is classified as Level 3. The discount rates used to derive the FVA ranged between 3% and 5% in 2024 and 2023. The mortality tables used to derive the MAC are consistent with the mortality tables used to determine the actuarial present value of accumulated benefits. The mortality table used to calculate the CAC is the 1983 group annuity table with static projection to the measurement date.

Pooled Separate Accounts and Third-Party Real Estate Investment Funds and Collective Investment Trusts

The pooled separate accounts and third-party real estate investment funds and collective investment trusts NAV represents the units held by the tax-qualified pension plans and is the level at which transactions occur. The investments are measured using NAV as a practical expedient, and are not required to be leveled.

NOTE 14 – BENEFIT PLANS (continued)

The following tables provide additional information for investments that are measured using NAV as a practical expedient to estimate fair value, as allowed under authoritative guidance, for investments that meet specified criteria (in millions):

2024

Category of Investment	Investment Strategy	NAV	Unfunded Commitments	Redemption Frequency	Redemption Notice Period
Private equity separate accounts	Leveraged buyout, mezzanine financing, distressed securities	$ 1,192	$ 202	N/A	N/A
High yield bond separate account	High yield bonds	$ 390	$ —	Daily, Pending Market Conditions	N/A
Real estate investment funds	Real estate and real estate related assets	$ 380	$ —	Quarterly	45-90 days (subject to availability of funds)
Collective investment trusts	International and small-cap equity	$ 376	$ —	Daily	5-15 days
Equity separate account	Indexed	$ 291	$ —	Daily, Pending Market Conditions	N/A
Municipal bond separate account	Municipal bonds	$ 183	$ —	Daily, Pending Market Conditions	N/A
Long/short equity hedge fund separate account	Long/short equity	$ 28	$ —	Annual, Semi-Annual, Quarterly, Monthly, Daily	30-90 days (Assets subject to lock-up periods)
Absolute return hedge fund separate account	Multi-strategy and distressed securities	$ 1	$ —	N/A	30-90 days (Assets subject to lock-up periods)

NOTE 14 – BENEFIT PLANS (continued)

2023						
Category of Investment	**Investment Strategy**	**NAV**		**Unfunded Commitments**	**Redemption Frequency**	**Redemption Notice Period**
Private equity separate accounts	Leveraged buyout, mezzanine financing, distressed securities	$	1,337	$ 197	N/A	N/A
Collective investment trusts	International and small-cap equity	$	657	$ —	Daily	5-15 days
Real estate investment funds	Real estate and real estate related assets	$	411	$ —	Quarterly	45-90 days (subject to availability of funds)
Equity separate account	Indexed	$	388	$ —	Daily, Pending Market Conditions	N/A
High yield bond separate account	High yield bonds	$	364	$ —	Daily, Pending Market Conditions	N/A
Municipal bond separate account	Municipal bonds	$	183	$ —	Daily, Pending Market Conditions	N/A
Long/short equity hedge fund separate account	Long/short equity	$	73	$ —	Annual, Semi-Annual, Quarterly, Monthly, Daily	30-90 days (Assets subject to lock-up periods)
Absolute return hedge fund separate account	Multi-strategy and distressed securities	$	2	$ —	N/A	30-90 days (Assets subject to lock-up periods)

Third-Party Separately Managed Account

The third-party separately managed account is comprised of investments in U.S. government securities, which are priced utilizing observable inputs from identical or comparable securities that are actively traded and are classified as Level 2.

Third-Party Mutual Funds

The third-party mutual funds are priced using a daily NAV. These prices are publicly available, and there are no restrictions on contributions and withdrawals. As such, they are classified as Level 1.

CSUL and CSVUL Policies

The CSUL and the CSVUL policies are reported at cash surrender value. These policies have surpassed their surrender charge period; therefore, their cash value and their contract value are equal. These policies are classified as Level 3 since the valuation relies on unobservable inputs to these policies. There is also no secondary market for these assets.

Cash, Cash Equivalents and Short-Term Investments

The carrying value of cash is equivalent to its fair value and is classified as Level 1 in the fair value hierarchy as the amounts are available on demand. Due to the short-term maturities, the carrying value of short-term investments and cash equivalents is presumed to approximate fair value and is classified as Level 2.

NOTE 14 – BENEFIT PLANS (continued)

The following presents the change in plan assets of the defined benefit pension plans and postretirement benefit plans for December 31, 2024 and 2023 (in millions):

	Pension Plan Benefits		Postretirement Plan Benefits	
Change in Plan Assets	**2024**	**2023**	**2024**	**2023**
Fair value of plan assets at beginning of year	$ 7,236	$ 6,934	$ 922	$ 823
Actual return on plan assets	198	680	143	116
Contributions by employer	71	68	58	49
Contributions by plan participants	—	—	15	14
Benefits paid	(452)	(446)	(81)	(80)
Fair value of plan assets at end of year	$ 7,053	$ 7,236	$ 1,057	$ 922

Benefit Plan Obligations

The PBO for pension benefits represents the present value of estimated future benefit obligations and includes assumptions for future compensation increases. Accumulated benefit obligations ("ABO") differ from PBO in that it does not take into consideration future salary increases. Actuarial gains and losses primarily reflect the difference between expected and actual results from the impact of assumption changes related to discount rates, future compensation levels and mortality assumptions, as well as other items.

The following table details the change in benefit obligation for the years ended December 31, 2024 and 2023, respectively (in millions):

	Pension Plan Benefits				Postretirement Plan Benefits			
	Overfunded		Underfunded		Overfunded		Underfunded	
Change in Benefit Obligation	**2024**	**2023**	**2024**	**2023**	**2024**	**2023**	**2024**	**2023**
Benefit obligation at beginning of year	$ 6,841	$ 6,542	$ 1,056	$ 1,020	$ 585	$ 195	$ 679	$ 1,056
Service cost	145	132	15	14	10	2	7	14
Interest cost	327	324	50	50	28	10	33	53
Contribution by plan participants	—	—	—	—	15	3	—	11
Actuarial (gains)/losses	(429)	221	(55)	40	26	6	(80)	(6)
Benefits paid	(382)	(378)	(71)	(68)	(59)	(21)	(23)	(59)
Plan amendments	—	—	—	—	(297)	—	—	—
Benefit obligation at end of year	$ 6,502	$ 6,841	$ 995	$ 1,056	$ 308	$ 195	$ 616	$ 1,069

The aggregate amount of the accumulated benefit obligation for defined benefit pension plans was $7,210 million and $7,532 million for December 31, 2024 and 2023, respectively. At December 31, 2024 and 2023, the defined benefit pension plans were overfunded by $551 million and $396 million, respectively. At December 31, 2024 and 2023, the postretirement health plans for employees and agents were overfunded by $417 million and $79 million, respectively.

The decrease in the benefit obligation at December 31, 2024 was primarily attributable to actuarial gains of $538 million, which were largely the result of an increase in the weighted-average discount rate used to measure liabilities, and a reduction of $297 million as a result of a postretirement plan amendment related to health care benefits for retired employees and agents. The increase in the benefit obligation at December 31, 2023 was primarily attributable to actuarial losses of $261 million, which were largely the result of a decrease in the weighted-average discount rate used to measure liabilities.

NOTE 14 – BENEFIT PLANS (continued)

Net Periodic Benefit Cost

The net periodic benefit cost represents the annual accounting expense recognized by the Company and is included in Operating expenses in the accompanying Statutory Statements of Operations. The components of net periodic benefit cost were as follows (in millions):

Components of Net Periodic Benefit Cost	Pension Plan Benefits 2024	Pension Plan Benefits 2023	Postretirement Plan Benefits 2024	Postretirement Plan Benefits 2023
Service cost	$ 160	$ 146	$ 17	$ 16
Interest cost	377	374	61	63
Expected return on plan assets	(475)	(438)	(54)	(48)
Amortization of losses/(gains)	132	148	(11)	(6)
Amortization of prior service credit	(1)	(4)	(16)	(17)
Amortization of nonvested prior service cost	—	—	15	18
Net periodic benefit cost	$ 193 [(1)]	$ 226 [(1)]	$ 12 [(2)]	$ 26 [(2)]

[(1)] Includes pension plan costs charged to subsidiaries of $53 million and $46 million for the years ended December 31, 2024 and 2023, respectively. The liabilities for these plans are included with the liabilities for the corresponding plan of the Company.

[(2)] Includes postretirement costs charged to subsidiaries of $7 million for the years ended December 31, 2024 and 2023. The liabilities for these plans are included with the liabilities for the corresponding plan of the Company.

Benefit Plan Assumptions

Benefit obligations are reported based on certain actuarial assumptions, which are subject to change. Due to uncertainties inherent in the estimations and assumptions process, it is at least reasonably possible that changes in these estimates and assumptions could occur in the near term and would be material to the financial statements. Weighted-average assumptions used to determine benefit obligations at December 31, 2024 and 2023 were as follows:

	Pension Plan Benefits 2024	Pension Plan Benefits 2023	Postretirement Plan Benefits 2024	Postretirement Plan Benefits 2023
Discount rate for benefit obligations	5.72 %	5.04 %	5.72 %	5.07 %
Rate of compensation increase:				
Employees	5.11	5.16	5.11	5.16
Agents	4.30	5.45	N/A	N/A
Interest crediting rates for cash balance plan	4.63	3.66	N/A	N/A

NOTE 14 – BENEFIT PLANS (continued)

Weighted-average assumptions used to determine net periodic benefit cost for the years ended December 31, 2024 and 2023 were as follows:

	Pension Plan Benefits		Postretirement Plan Benefits	
	2024	**2023**	**2024**	**2023**
Discount rate for benefit obligations	5.04 %	5.22 %	5.07 %	5.25 %
Service cost discount rate	5.15	5.32	5.20	5.37
Effective rate of interest on benefit obligation	4.92	5.11	4.95	5.13
Expected long-term rate of return on plan assets	6.75	6.50	5.85	5.84
Rate of compensation increase:				
Employees	5.16	5.16	5.16	5.16
Agents	5.45	5.45	N/A	N/A
Interest crediting rates for cash balance plan	4.63	3.66	N/A	N/A

The Company uses a full yield curve approach to determine its U.S. pension and other postretirement benefit obligations as well as the service and interest cost components of net periodic benefit cost.

The discount rates used are based on hypothetical AA yield curves represented by a series of spot discount rates from half a year to 99 years. The spot rate curves are derived from a direct calculation of the implied forward curve, based on the included bond cash flows. Each bond issue underlying the yield curve is required to be non-callable, with a rating of AA, when averaging all available ratings by Moody's Investor Services, Standard & Poor's and Fitch. Additionally, each bond must have at least $300 million par outstanding to ensure it is sufficiently marketable. Finally, the outlier bonds (i.e. those whose yields to maturity significantly deviate from the average yield in each maturity grouping) are removed. The yields are used to discount future pension and other postretirement plan cash flows at an interest rate specifically applicable to the timing of each respective cash flow. For disclosure purposes, the sum of these discounted cash flows are totaled into a single present value and an equivalent weighted-average discount rate is calculated by imputing the singular interest rate that equates the total present value of the stream of future cash flows.

The Company utilizes a full yield curve approach in the calculation of the service and interest cost components by applying the specific spot rates along the yield curve used in the determination of the benefit obligation to their relevant underlying projected cash flows. The current approach provides a more precise measurement of service and interest cost by improving the correlation between projected benefit cash flows and their corresponding spot rates.

The expected long-term return on assets for the tax-qualified pension plans and the VEBA Trusts is based on (1) an evaluation of the historical behavior of the broad financial markets, (2) the plans' target asset allocations, and (3) the future expectations for returns for each asset class, modified by input from the plans' investment consultant based on the current economic and financial market conditions.

The assumed health care cost trend rates used in measuring the APBO were as follows:

	2024		2023	
	Before 65	**Age 65 and older**	**Before 65**	**Age 65 and older**
Following year	8.65 %	9.65 %	7.95 %	10.15 %
Ultimate rate to which cost increase is assumed to decline	4.50	4.50	4.50	4.50
Year in which the ultimate trend is received	2036	2036	2031	2031

For dental plans, the annual rate of increase in the per capita cost of covered health care benefits was assumed to be 4.50% for all participants for 2025 and beyond.

NOTE 14 – BENEFIT PLANS (continued)

Amounts Recognized in the Statements of Financial Position

The components of funded status and assets and liabilities recognized at December 31, 2024 and 2023 were as follows (in millions):

	Pension Plan Benefits		Postretirement Plan Benefits	
Components	**2024**	**2023**	**2024**	**2023**
Prepaid benefit costs	$ 2,250	$ 2,361	$ 17	$ —
Overfunded plan assets	$ (1,699)	$ (1,965)	$ 400	$ 79
Accrued benefit costs	$ 788	$ 778	$ 565	$ 594
Liability for benefits	$ 207	$ 278	$ (281)	$ (173)
Assets and liabilities recognized				
Nonadmitted plan assets	$ (551)	$ (396)	$ (417)	$ (79)
Liabilities recognized	$ 995	$ 1,056	$ 284	$ 421

Increases or decreases in the funded status are reported as direct adjustments to surplus. Any overfunded plan assets are nonadmitted. Associated deferred tax assets are also recorded and admitted to the extent that contributions will be made over the next three tax years.

Amounts in unassigned funds (surplus) recognized as components of net periodic benefit cost were as follows (in millions):

	Pension Plan Benefits		Postretirement Plan Benefits	
	2024	**2023**	**2024**	**2023**
Items not yet recognized as a component of net periodic benefit cost - prior year	$ 2,244	$ 2,369	$ (252)	$ (189)
Net prior service credit arising during the year	—	—	(297)	—
Net prior service credit recognized	1	4	16	17
Net nonvested prior service cost recognized	—	—	(15)	(18)
Net (loss)/gain recognized	(132)	(148)	11	6
Net (gain)/loss arising during the year	(208)	19	(144)	(68)
Items not yet recognized as a component of net periodic benefit cost - current year	$ 1,905	$ 2,244	$ (681)	$ (252)

Amounts in unassigned funds (surplus) that have not yet been recognized as components of net periodic benefit cost were as follows (in millions):

	Pension Plan Benefits		Postretirement Plan Benefits	
	2024	**2023**	**2024**	**2023**
Net nonvested prior service cost	$ —	$ —	$ 1	$ 16
Net prior service credit	$ —	$ (1)	$ (348)	$ (67)
Net recognized losses/(gains)	$ 1,905	$ 2,245	$ (334)	$ (201)

Cash Flows

The Company’s funding policy for the tax-qualified pension plans is to make annual contributions that are no less than the minimum amount needed to comply with the requirements of the ERISA and the IRC, and no greater than the maximum amount deductible for federal income tax purposes. The Company does not have any regulatory contribution requirements for 2025.

NOTE 14 – BENEFIT PLANS (continued)

Prefunding contributions can be made to either of the VEBA Trusts to partially fund postretirement health and life benefits other than pensions. The Company does not expect to make any prefunding contributions to either of the VEBA Trusts in 2025.

The estimated future benefit payments are based on the same assumptions used to measure the benefit obligations at December 31, 2024. The following benefit payments, which reflect expected future service, as appropriate, are expected to be paid (in millions):

	Pension Plan Benefits		Postretirement Plan Benefits		Postemployment Plan Benefits	
2025	$	482	$	56	$	13
2026	$	497	$	57	$	14
2027	$	512	$	59	$	14
2028	$	525	$	60	$	15
2029	$	539	$	62	$	16
2030 - 2034	$	2,843	$	327	$	96

The Company expects to pay approximately $66 million of non-qualified pension plan benefits during 2025. The Company expects to pay approximately $17 million for other postretirement benefits during 2025.

For the years ended December 31, 2024 and 2023, the Company paid $59 million and $54 million, respectively, in gross benefit payments related to health benefits. For the years ended December 31, 2024 and 2023, the Company did not receive any gross subsidy receipts.

Defined Contribution Plans

The Company maintains separate tax-qualified and non-qualified defined contribution plans covering eligible U.S. employees and agents. For employees, the tax-qualified plan provides for pre-tax, after-tax and/or after-tax Roth salary reduction contributions (subject to maximums) and Company matching contributions of up to 5% of annual salary (base plus eligible incentive pay are considered). For the years ended December 31, 2024 and 2023, the Company's matching contributions to the employees' tax-qualified plan totaled $62 million and $60 million, respectively. A non-qualified plan credits participant and Company matching contributions with respect to compensation in excess of the amount that may be taken into account under the tax-qualified plan, and two additional non-qualified plans provide for Company matching contributions with respect to deferred compensation. For the years ending December 31, 2024 and 2023, the Company's matching contributions to the employees' non-qualified plans totaled $2 million.

For agents, the tax-qualified plan provides for pre-tax and or/after-tax Roth commission reduction agreements, subject to maximums. The Company annually determines the level of discretionary Company contributions to the agents' tax-qualified plan. Contributions are based on each participant's net renewal commissions, net renewal premiums and cash values for the plan year on certain policies for which the participant is the original writing agent. For the years ended December 31, 2024 and 2023, the Company's contributions to the agents' tax-qualified plan totaled $1 million and $2 million, respectively.

Separate non-qualified plans credit Company contributions with respect to compensation earned based on production and policy persistency. For the years ending December 31, 2024 and 2023, the Company's contributions to the agents' non-qualified plans totaled $8 million and $7 million, respectively.

NOTE 15 – COMMITMENTS AND CONTINGENCIES

Guarantees

At December 31, 2024, the Company had the following outstanding guarantees (in millions):

	Nature and Circumstances of Guarantee and Key Attributes	Liability Recognition of Guarantee	Ultimate Financial Statement Impact if Action Under the Guarantee is Required	Maximum Potential Amount of Future Payments (Undiscounted) the Company Could be Required to Make Under the Guarantee	Current Status of Payment or Performance Risk of Guarantee
1.	The Company issues funding agreements to New York Life Global Funding, which issues, or has issued notes to investors. If any taxing authority imposes withholding taxes on the payments due under the funding agreements or such notes (for example, as a result of a change in applicable), the Company is required, in certain instances, to increase the payments on the funding agreements to make up for the amounts required to be withheld.	Exempt. Related party guarantee that is unlimited.	Expenses would increase	The Company cannot estimate the maximum liability. The Company cannot anticipate the risk or amount that taxing authorities may withhold taxes.	The Company does not view its risk of performance under the guarantee to be significant. Additionally, if withholding becomes required, the Company is permitted to terminate the funding agreements.
2.	The Company has entered into certain arrangements with various regulators whereby the Company agreed to maintain NYLAZ's capital and surplus at certain levels.	Exempt. Related party guarantee that is unlimited.	None	Unlimited	Capital contributions to wholly owned subsidiaries would not affect the Company's financial position.
3.	The Company, along with several other insurance companies, entered into a supplemental benefits reinsurance and participation agreement with Guaranty Association Benefits Company (GABC), a captive insurance company created to assume and reinsure certain restructured annuity obligations of Executive Life Insurance Company of New York (ELNY). The participating life insurance companies agreed to assure that each individual payee under ELNY contracts will receive from GABC total annuity benefits due to the payee.	$0	Expenses would increase	Unlimited	Based on an analysis performed by an independent risk management firm, the Company does not anticipate that any further funding will be required.
4.	On December 3, 2024, the Company entered into a three-year revolving credit facility with MCF as borrower, the Company as guarantor, and a syndicate of banks as lenders. With the Company as guarantor, MCF received much lower pricing from the banks. In return, MCF will compensate the Company for providing the guaranty with an annual fee.	Exempt. Guarantee is on behalf of a wholly owned subsidiary.[1]	Expenses would increase	$ 600	The Company views the risk of performance under this guarantee as remote.
5.	On April 7, 2015, the Company executed an agreement to indemnify Apogem Capital LLC (formerly GoldPoint Partners LLC) for capital contributions that may be required in connection with Apogem Capital LLC's indemnification obligations to NYLCAP Select Manager Fund III, L.P.	Exempt. Guarantee is on behalf of a wholly owned subsidiary.[1]	Expenses would increase	$ 25	The Company oversees the operations of Apogem Capital LLC and assesses the risk to be minimal.
6.	On June 25, 2013, the Company issued a guarantee for the full and timely payment of certain indemnity payments that may become due and payable by NYLE to Yuanta Financial Holding Co., Ltd. ("Yuanta") in connection with the sale by NYLE of New York Life Insurance Taiwan Corporation.	Exempt. Guarantee is on behalf of previously wholly owned subsidiaries.	Expenses would increase	Unlimited	The Company views the risk of performance under this guarantee as remote.
7.	On January 17, 2012, the Company executed an agreement to indemnify Apogem Capital LLC for capital contributions that may be required in connection with Apogem Capital LLC's indemnification obligations to NYLCAP Select Manager Fund II, L.P.	Exempt. Guarantee is on behalf of a wholly owned subsidiary.[1]	Expenses would increase	$ 25	The Company oversees the operations of Apogem Capital LLC and assesses the risk to be minimal.

NOTE 15 – COMMITMENTS AND CONTINGENCIES (continued)

	Nature and Circumstances of Guarantee and Key Attributes	Liability Recognition of Guarantee	Ultimate Financial Statement Impact if Action Under the Guarantee is Required	Maximum Potential Amount of Future Payments (Undiscounted) the Company Could be Required to Make Under the Guarantee	Current Status of Payment or Performance Risk of Guarantee
8.	On September 12, 2012, the Company issued a guarantee for the full and punctual payment of all amounts that are or may become due and payable by NYL Cayman Holdings Ltd., NYLE, and Seguros Monterrey New York Life S.A. to Ace INA International Holdings Ltd. in connection with the sale by NYL Cayman Holdings Ltd., NYLE and Seguros Monterrey New York Life S.A. of New York Life Worldwide Capital, LLC, the holding company for Fianzas Monterrey, S.A. and its subsidiary, Operadora FMA, S.A. de C.V.	Exempt. Guarantee is on behalf of previously wholly owned subsidiaries.	Expenses would increase	Unlimited	The Company views the risk of performance under this guarantee as remote.
9.	On July 11, 2008, the Company executed an agreement to indemnify Apogem Capital LLC for capital contributions that may be required in connection with Apogem Capital LLC's indemnification obligations to NYLCAP Select Manager Fund, LP.	Exempt. Guarantee is on behalf of a wholly owned subsidiary.[1]	Expenses would increase	$ 25	The Company oversees the operations of Apogem Capital LLC and assesses the risk to be minimal.
10.	On November 7, 2007, the Company issued a guarantee to the Bank of New York ("BoNY") unconditionally guaranteeing the debts of MCF in connection with a standby letter of credit entered between MCF and BoNY. Standby letters of credit are issued in connection with agreements made by MCF's customers to counterparties. Standby letters of credit are drawn only upon failure of MCF's customer to perform under the terms of the underlying contract.	Exempt. Guarantee is on behalf of a wholly owned subsidiary.[1]	Expenses would increase	$ 100	The Company, in the ordinary course of business, provides MCF with capital and financing to meet their obligations. The Company views the risk of performance under this guarantee to be minimal.

(1) This exemption only applies to guarantees issued on behalf of wholly-owned subsidiaries that do not have negative equity.

Guarantee Obligations (in millions):

a.	Aggregate maximum potential of future payments of all guarantees (undiscounted) the guarantor could be required to make under guarantees(1)	$	775
b.	Current contingent liability recognized in financial statement		
	1. Noncontingent liabilities	$	—
	2. Contingent liabilities	$	—
c.	Ultimate financial statement impact if action under the guarantee is required		
	1. Investments in SCA	$	—
	2. Joint venture	$	—
	3. Dividends to stockholders	$	—
	4. Expense	$	775
	5. Other	$	—

(1) Excludes guarantees where maximum potential is unlimited or not quantified.

Litigation

The Company and/or its subsidiaries are defendants in individual and/or alleged class action suits arising from their agency sales force, insurance (including variable contracts registered under the federal securities law), investment, retail securities, employment and/or other operations, including actions involving retail sales practices. Some of the actions seek substantial or unspecified compensatory and punitive damages. The Company and/or its subsidiaries are also from time to time involved in various governmental, administrative, and investigative proceedings and inquiries.

NOTE 15 – COMMITMENTS AND CONTINGENCIES (continued)

Notwithstanding the uncertain nature of litigation and regulatory inquiries, the outcome of which cannot be predicted, the Company believes that, after provisions made in the financial statements, the ultimate liability that could result from litigation and proceedings would not have a material adverse effect on the Company's financial position; however, it is possible that settlements or adverse determinations in one or more actions or other proceedings in the future could have a material adverse effect on the Company's operating results for a given year.

Lease Commitments

The Company leases office space, distribution facilities, and certain office equipment under various agreements with various expiration dates. The leases contain provisions for payment of real estate taxes, building maintenance, electricity, and rent escalations.

Rent expense for all leases amounted to $115 million and $148 million for the years ended December 31, 2024 and 2023, respectively, of which $61 million and $64 million was billed to subsidiaries in accordance with an intercompany cost sharing agreement for the years ended December 31, 2024 and 2023, respectively.

Future minimum lease payments under non-cancellable operating leases with original or remaining lease terms in excess of one year at December 31, 2024 were as follows (in millions):

Year	Real Property	Equipment	Total
2025	$ 138	$ 5	$ 143
2026	132	2	134
2027	125	—	125
2028	109	—	109
2029	97	—	97
Thereafter	228	—	228
Total	$ 829	$ 7	$ 836

In connection with the sale of one of its home office properties in 1995, the Company had entered into an agreement, as amended in 2009 and 2019, to lease back a portion of the building through 2024. The total future lease obligations in connection with this agreement of $0 million at December 31, 2024 are included in the above table.

Assessments

Most of the jurisdictions in which the Company is licensed to transact business require life insurers to participate in guaranty associations which are organized to pay contractual benefits pursuant to insurance policies issued by impaired, insolvent or failed life insurers. These associations levy assessments, up to prescribed limits, on all member insurers in a particular state on the basis of the proportionate share of the premiums written by member insurers in the line of business in which the impaired, insolvent or failed life insurer is engaged. Some states permit member insurers to recover assessments through full or partial premium tax offsets.

The Company recorded guaranty fund receivables of $15 million and $22 million at December 31, 2024 and 2023, respectively. The Company recorded guaranty fund liabilities of $30 million and $28 million at December 31, 2024 and 2023, respectively.

Liens

Several commercial banks have customary security interests in certain assets of the Company to secure potential overdrafts and other liabilities of the Company that may arise under custody, securities lending and other banking agreements with such banks.

NOTE 15 – COMMITMENTS AND CONTINGENCIES (continued)

Other Commitments and Contingencies

At December 31, 2024 and 2023, contractual commitments to extend credit for commercial mortgage loans were $1,052 million and $810 million, respectively, at both fixed and variable rates of interest. These commitments are diversified by property type and geographic location. There were no contractual commitments to extend credit under residential loan agreements at December 31, 2024 and 2023.

At December 31, 2024 and 2023, the Company and its guaranteed separate accounts had outstanding contractual obligations to acquire additional private placement securities for $1,432 million and $1,403 million, respectively.

Unfunded commitments on limited partnerships, limited liability companies and other invested assets amounted to $4,153 million and $4,634 million at December 31, 2024 and 2023, respectively. Unfunded commitments on LIHTC amounted to $137 million and $191 million at December 31, 2024 and 2023, respectively. At December 31, 2024, unfunded commitments on LIHTC are included in Other invested assets, with an offset in Other liabilities in the accompanying Statutory Statements of Financial Position.

NOTE 16 – INCOME TAXES

The components of the net DTAs and DTLs were as follows at December 31, 2024 and 2023 (in millions):

	2024			2023			Change		
	Ordinary	Capital	Total	Ordinary	Capital	Total	Ordinary	Capital	Total
Gross DTAs	$ 4,528	$ 1,269	$ 5,797	$ 4,229	$ 1,047	$ 5,276	$ 299	$ 222	$ 521
Adjusted gross DTAs	4,528	1,269	5,797	4,229	1,047	5,276	299	222	521
Nonadmitted DTAs[1]	298	—	298	127	—	127	171	—	171
Subtotal net admitted DTAs	4,230	1,269	5,499	4,102	1,047	5,149	128	222	350
Gross DTLs	1,269	2,083	3,352	1,209	2,004	3,213	60	79	139
Net admitted DTAs/(DTLs)[2]	$ 2,961	$ (814)	$ 2,147	$ 2,893	$ (957)	$ 1,936	$ 68	$ 143	$ 211

[1] DTAs are nonadmitted primarily because they are not expected to be realized within three years of the Statutory Statements of Financial Position date.

[2] The total net admitted DTAs are included in Other assets in the accompanying Statutory Statements of Financial Position.

NOTE 16 - INCOME TAXES (continued)

The admission calculation components for the years ended December 31, 2024 and 2023 were as follows (paragraph references throughout Note 16 are to paragraphs of SSAP No. 101 "Income Taxes, A Replacement of SSAP No. 10R and SSAP No. 10") (in millions):

	December 31, 2024			December 31, 2023			Change		
	Ordinary	Capital	Total	Ordinary	Capital	Total	Ordinary	Capital	Total
Federal income taxes paid in prior years recoverable through loss carrybacks (Paragraph 11.a)	$ —	$ 119	$ 119	$ —	$ 241	$ 242	$ —	$ (122)	$ (123)
Adjusted gross DTA expected to be realized (excluding the amount of DTA from paragraph 11.a above) after application of the threshold limitation (the lesser of paragraph 11.b.i and 11.b.ii below):	1,807	221	2,028	1,670	25	1,694	137	196	334
Adjusted gross DTA expected to be realized following the balance sheet date (Paragraph 11.b.i)	1,807	221	2,028	1,670	25	1,694	137	196	334
Adjusted gross DTA allowed per limitation threshold (Paragraph 11.b.ii)	XXX	XXX	3,303	XXX	XXX	3,207	N/A	N/A	96
Adjusted gross DTA (excluding the amount of DTA from paragraphs 11.a and 11.b above) offset by gross DTL (Paragraph 11.c)	2,423	929	3,352	2,432	781	3,213	(9)	148	139
DTA admitted as the result of application of SSAP 101 (Total of paragraphs 11.a, 11.b, 11.c)	$ 4,230	$ 1,269	$ 5,499	$ 4,102	$ 1,047	$ 5,149	$ 128	$ 222	$ 350

The ratio used to determine the applicable period used in paragraph 11.b.i above and the amount of adjusted capital and surplus used to determine the percentage threshold limitation in paragraph 11.b.ii above are as follows at December 31, 2024 and 2023 ($ in millions):

	2024	2023
Ratio percentage used to determine recovery period and threshold limitation amount	892 %	889 %
Amount of adjusted capital and surplus used to determine recovery period and threshold limitation in paragraph 11.b.ii above	$ 22,023	$ 21,380

There was no impact on adjusted gross and net admitted DTAs or corporate alternative minimum tax ("CAMT") DTAs, if any, due to tax planning strategies at December 31, 2024 and 2023. The Company did not use reinsurance in its tax planning strategies.

The Company had no unrecognized DTLs at December 31, 2024 and 2023. Additionally, the Company had no adjustments to gross DTAs because of a change in circumstances that causes a change in judgment about the realizability of the related DTAs.

NOTE 16 - INCOME TAXES (continued)

Significant components of the current federal and foreign income taxes for the years ended December 31, 2024 and 2023 were as follows (in millions):

	2024	2023	Change
Federal[1]	$ 57	$ 187	$ (130)
Foreign	9	16	(7)
Subtotal	66	203	(137)
Federal income tax on net capital gains	(48)	(70)	22
Total federal and foreign income taxes	$ 18	$ 133	$ (115)

[1] The Company had investment tax credits of $82 million and $64 million for the years ended December 31, 2024 and 2023, respectively.

NOTE 16 - INCOME TAXES (continued)

The tax effects of temporary differences that give rise to DTAs and DTLs for the years ended December 31, 2024 and 2023 were as follows (in millions):

	2024	2023	Change
DTAs			
Ordinary:			
Policyholder reserves	$ 1,293	$ 1,398	$ (105)
Deferred acquisition costs	743	726	17
Compensation and benefits accrual	509	505	4
Policyholder dividends accrual	536	478	58
Fixed assets	650	462	188
Receivables - nonadmitted	162	133	29
Pension accrual	148	195	(47)
Investments	428	286	142
Unearned premium reserves	1	1	—
Other	58	45	13
Subtotal	4,528	4,229	299
Nonadmitted	298	127	171
Admitted ordinary DTAs	4,230	4,102	128
Capital:			
Investments	1,264	1,046	218
Real estate	5	1	4
Subtotal	1,269	1,047	222
Nonadmitted	—	—	—
Admitted capital DTAs	1,269	1,047	222
Total admitted DTAs	5,499	5,149	350
DTLs			
Ordinary:			
Policyholder reserves	53	116	(63)
Deferred and uncollected premiums	436	435	1
Fixed assets	427	364	63
Investments	346	287	59
Other	7	7	—
Subtotal	1,269	1,209	60
Capital:			
Investments	1,948	1,862	86
Real estate	135	142	(7)
Subtotal	2,083	2,004	79
Total DTLs	3,352	3,213	139
Net admitted DTAs	$ 2,147	$ 1,936	$ 211
Change in deferred income tax on change in net unrealized capital gains/losses			$ 48
Change in net DTAs related to other items			334
Change in DTAs nonadmitted			(171)
Change in net admitted DTAs			$ 211

NOTE 16 - INCOME TAXES (continued)

The Company’s federal and foreign income taxes and change in net DTAs for the years ended December 31, 2024 and 2023 differs from the amount obtained by applying the statutory rate of 21% to net gain from operations after dividends to policyholders and before federal income taxes for the following reasons (in millions):

	2024	2023	Change
Net gain from operations after dividends to policyholders and before federal and foreign income taxes at statutory rate	$ 191	$ 57	$ 134
Net realized capital losses at statutory rate	(163)	(157)	(6)
Nonadmitted assets	(66)	(17)	(49)
Prior year audit liability and settlement	15	16	(1)
Contiguous country branch income	4	(6)	10
Partnership income from MCF	16	19	(3)
Amortization of IMR	(4)	(10)	6
Dividends from subsidiaries	(236)	(100)	(136)
Tax exempt income	(87)	(84)	(3)
Tax credits, net of withholding	(80)	(61)	(19)
Other items impacting surplus	87	275	(188)
Other	7	2	5
Federal and foreign income taxes incurred and change in net deferred taxes during the year	$ (316)	$ (66)	$ (250)
Federal and foreign income taxes reported in the Company's Statutory Statements of Operations	$ 66	$ 203	$ (137)
Capital gains tax expense (benefit) incurred	(48)	(70)	22
Change in net DTAs	(334)	(199)	(135)
Federal and foreign income taxes incurred and change in net deferred taxes during the year	$ (316)	$ (66)	$ (250)

The New York Life consolidated federal income tax return is consolidated with NYLIAC, NYLAZ, NYLIFE LLC, NYLE, NYL Investments, NYL Investors, LINA, NYLGICNY and LINA Benefit Payments, Inc. Refer to Note 3 – Significant Accounting Policies - Federal Income Taxes.

The Company’s federal income tax returns are routinely audited by the IRS and provisions are made in the financial statements in anticipation of the results of these audits. The IRS has completed audits through 2013, and tax years 2014 through 2018 are currently under examination. There were no material effects in the Company’s Statement of Operations as a result of these audits.

The Company does not anticipate any significant changes to its total unrecognized tax benefits within the next 12 months.

The Company did not have any operating loss, tax credit or CAMT credit carry forwards available for tax purposes. For the years ended December 2024, 2023, and 2022, the Company's income taxes incurred in current and prior years that will be available for recoupment in the event of future net losses were as follows (in millions):

Year	
2024	$ —
2023	$ 21
2022	$ 98

NOTE 16 - INCOME TAXES (continued)

The Inflation Reduction Act ("IRA") of 2022 was enacted on August 16, 2022. The IRA includes a new Federal CAMT, effective in 2023, that is based on the adjusted financial statement income set forth on the applicable financial statement of an applicable corporation. The NAIC adopted Interpretation ("INT") 23-03 to apply to December 31, 2023 and subsequent years. The Company has determined as of the reporting date that it will be an applicable corporation but will not be liable for CAMT for the reporting year. The reporting entity has made an accounting policy election to disregard CAMT when evaluating the need for valuation allowance for its non-CAMT DTA's. As the parent of related group of companies that file a consolidated return, any CAMT liability will be borne by the parent.

At December 31, 2024 and 2023, the Company recorded a current income tax receivable of $128 million and payable of $142 million, respectively. The current income tax receivable was included in Other Assets and payable in Other Liabilities in the accompanying Statutory Statements of Financial Position.

At December 31, 2024, the Company had no protective tax deposits on deposit with the IRS under Section 6603 of the IRC.

NOTE 17 – SURPLUS

Net Unrealized Capital Gains (Losses)

Cumulative net unrealized gains on investments, gross of deferred taxes, recognized in unassigned surplus were $5,937 million and $5,946 million at December 31, 2024 and 2023, respectively.

Surplus Notes

The following table summarizes the Company's surplus notes issued and outstanding at December 31, 2024 ($ in millions):

Issue Date	Principal Amount	Carrying Value	Interest Paid Current Year	Carrying Value of Note Prior Year	Cumulative Interest Paid	Interest Rate	Maturity Date
4/14/2020	$ 1,250	$ 1,243	$ 47	$ 1,243	$ 215	3.75 %	5/15/2050
4/4/2019	1,000	994	45	993	250	4.45	5/15/2069
10/8/2009	1,000	999	67	999	1,019	6.75	11/15/2039
5/5/2003	1,000	997	58	997	1,264	5.88	5/15/2033
Total	$ 4,250	$ 4,233	$ 217	$ 4,232	$ 2,748		

Issue Date	Are Surplus Note payments contractually linked? (Y/N)	Surplus Note payments subject to administrative offsetting provisions? (Y/N)	Were Surplus Note proceeds used to purchase an asset directly from the holder of the surplus note? (Y/N)	Is Asset Issuer a Related Party (Y/N)	Type of Assets Received Upon Issuance	Is Surplus Note Holder a Related Party (Y/N)	Is Liquidity Source a Related Party to the Surplus Note Issuer? (Y/N)
4/14/2020	N	N	N	N	Cash	N	N
4/4/2019	N	N	N	N	Cash	N	N
10/8/2009	N	N	N	N	Cash	N	N
5/5/2003	N	N	N	N	Cash	N	N

The 2020 Notes, 2019 Notes, 2009 Notes and the 2003 Notes (collectively, the "Notes") were issued pursuant to Rule 144A under the Securities Act of 1933, as amended, and are administered by Citibank, as registrar/paying agent. Interest on the Notes is paid semi-annually on May 15th and November 15th of each year.

NOTE 17 – SURPLUS (continued)

The Notes are unsecured and subordinated to all present and future indebtedness, policy claims and other creditor claims against the Company. Under New York State Insurance Law, the Notes are not part of the legal liabilities of the Company. Each payment of interest or principal may be made only with the prior approval of the Superintendent of Financial Services of the State of New York ("Superintendent") and only out of surplus funds, which the Superintendent determines to be available for such payments under New York State Insurance Law. Provided that approval is granted by the Superintendent, the Notes may be redeemed at the option of the Company at any time at the "make-whole" redemption price equal to the greater of: (1) the principal amount of the Notes to be redeemed, or (2) the sum of the present values of the remaining scheduled interest and principal payments on the notes to be redeemed, excluding accrued interest as of the date on which the Notes are to be redeemed, discounted on a semi-annual basis at an adjusted treasury rate plus 20 basis points for the 2003 Notes, 40 basis points for the 2009 Notes, 25 basis points for the 2019 Notes, and 40 points for the 2020 Notes, respectively, plus in each case, the accrued interest on the notes to be redeemed to the redemption date.

At December 31, 2024 and 2023, none of the Company's affiliates owned any of the Notes.

At December 31, 2024, State Street Bank & Trust Co, Bank of New York Mellon, JP Morgan Chase Bank, Northern Trust and Citibank were each the holder of record at The Depository Trust Company of more than 10% of the outstanding amount of the Notes, with each holding Notes, at least in part, for the accounts of their respective clients.

Nonadmitted Assets

Under statutory accounting rules, a nonadmitted asset is defined as an asset having economic value other than that which can be used to fulfill policyholder obligations, or those assets that are unavailable due to encumbrances or other third-party interests. These assets are not recognized in the accompanying Statutory Statements of Financial Position, and are, therefore, considered nonadmitted. The changes between years in nonadmitted assets are charged or credited directly to surplus.

Special Surplus Funds

At December 31, 2024, the Company had special surplus funds of $867 million (includes $804 million in the General Account and $63 million from Separate Accounts) due to the admittance of negative IMR. Refer to Note 6 - Investments for a more detailed discussion on Admitted Negative IMR.

NOTE 18 – SIGNIFICANT SUBSIDIARY

NYLIAC is engaged in the life insurance and annuity businesses. A summary of NYLIAC's statutory statements of financial position at December 31, 2024 and 2023 and results of operations for the years then ended are as follows (in millions):

	2024	2023
Assets:		
Bonds	$ 102,133	$ 102,056
Mortgage loans	17,450	15,484
Separate accounts assets	60,358	55,405
Other assets	24,875	21,370
Total assets	$ 204,816	$ 194,315
Liabilities and Capital and Surplus:		
Policy reserves	$ 117,165	$ 112,990
Separate accounts liabilities	60,339	55,388
Other liabilities	18,895	17,007
Capital and surplus	8,417	8,930
Total liabilities and capital and surplus	$ 204,816	$ 194,315
Results of Operations:		
Net gain/(loss) from operations	$ 346	$ 405
Net realized capital (losses)/gains	(71)	188
Net income/(loss)	$ 275	$ 593

NOTE 19 - WRITTEN PREMIUMS

Deferred and uncollected life insurance premiums at December 31, 2024 and 2023 were as follows (in millions):

	2024		2023	
	Gross	Net of Loading	Gross	Net of Loading
Ordinary renewal	$ 1,627	$ 1,349	$ 1,672	$ 1,381
Group life	370	309	412	345
Ordinary new business	141	28	151	32
Total	$ 2,138	$ 1,686	$ 2,235	$ 1,758

The amounts above reflect a prescribed practice that departs from the NAIC SAP. Refer to Note 2 - Basis of Presentation for additional information.

Deferred premium is the portion of the annual premium not earned at the reporting date. Loading of deferred premium is an amount obtained by subtracting the valuation net deferred premium from the gross deferred premium and generally includes allowances for acquisition costs and other expenses.

Uncollected premium is gross premium, net of reinsurance that is due and unpaid at the reporting date. Net premium is the amount used in the calculation of reserves. The change in loading is included as an expense and is not shown as a reduction to premium income.

Ordinary new business and ordinary renewal business consist of the basic amount of premium required on the underlying life insurance policies.

NOTE 19 – WRITTEN PREMIUMS (continued)

Based upon the Company experience, the amount of premiums that may become uncollectible and result in a potential loss is not material to the Company's financial position. At December 31, 2024 and 2023, the Company had $9 million and $6 million of uncollected premiums, respectively, that were nonadmitted as they were over 90 days past due.

The Company did not have any direct premium written/produced by a single managing general agent/third-party administrator that was equal to or greater than 5% of surplus for the years ended December 31, 2024 and 2023, respectively.

NOTE 20 – LOAN-BACKED AND STRUCTURED SECURITY IMPAIRMENTS

The following table lists each loan-backed and structured security at a CUSIP level where the present value of cash flows expected to be collected is less than the amortized cost basis during the year (in thousands):

IMPAIRMENTS TAKEN ON CURRENT HOLDINGS DURING THE CURRENT YEAR

(1) CUSIP[1,2]	(2) Amortized Cost Before Current Period OTTI	(3) Projected Cash Flows	(4) Current Period Recognized OTTI	(5) Amortized Cost After OTTI	(6) Fair Value	(7) Financial Statement Reporting Period
General Account						
059469AF3	$ 667	$ 652	$ 15	$ 652	$ 605	12/31/2024
05946XF65	75	75	0	75	69	12/31/2024
05953YAA9	153	153	1	153	141	12/31/2024
1248MBAJ4	863	858	5	858	752	12/31/2024
1248MBAL9	244	243	1	243	211	12/31/2024
12628KAF9	169	162	7	162	144	12/31/2024
12628LAJ9	209	198	11	198	187	12/31/2024
126384AQ9	1,086	1,045	40	1,045	955	12/31/2024
12638PAE9	261	258	2	258	209	12/31/2024
12667FJ48	752	748	4	748	683	12/31/2024
12667FJ55	475	473	2	473	426	12/31/2024
12667G6W8	1,982	1,966	16	1,966	1,757	12/31/2024
12667GKK8	321	317	4	317	289	12/31/2024
12667GXM0	609	596	13	596	544	12/31/2024
12667GXN8	1,926	1,887	39	1,887	1,742	12/31/2024
12668AMN2	205	203	2	203	181	12/31/2024
126694DT2	75	74	1	74	59	12/31/2024
126694LD8	578	574	4	574	517	12/31/2024
17309YAF4	823	821	2	821	732	12/31/2024
225470VG5	232	230	2	230	221	12/31/2024
3622E8AC9	121	118	2	118	108	12/31/2024
3622E8AF2	861	839	21	839	786	12/31/2024
3622ELAG1	559	544	15	544	507	12/31/2024
3622EUAB2	71	70	0	70	67	12/31/2024
3622EUAC0	375	373	2	373	356	12/31/2024
3622EUAF3	291	290	2	290	280	12/31/2024
3622MPAT5	719	714	5	714	623	12/31/2024
362375AF4	2,810	2,770	40	2,770	2,697	12/31/2024
36244SAF5	197	194	2	194	177	12/31/2024
45660LSY6	1,891	1,763	127	1,763	1,676	12/31/2024

NOTE 20 – LOAN-BACKED AND STRUCTURED SECURITY IMPAIRMENTS (continued)

IMPAIRMENTS TAKEN ON CURRENT HOLDINGS DURING THE CURRENT YEAR

(1) CUSIP[1,2]	(2) Amortized Cost Before Current Period OTTI	(3) Projected Cash Flows	(4) Current Period Recognized OTTI	(5) Amortized Cost After OTTI	(6) Fair Value	(7) Financial Statement Reporting Period
466247ZQ9	937	931	6	931	798	12/31/2024
46627MEA1	276	270	6	270	244	12/31/2024
46630MAG7	135	133	2	133	113	12/31/2024
53947LAG3	11,300	9,235	2,064	9,235	11,300	12/31/2024
55265K4Y2	6	4	2	4	1	12/31/2024
57643MCG7	128	128	0	128	125	12/31/2024
61749EAD9	137	135	2	135	121	12/31/2024
61749EAE7	54	53	1	53	48	12/31/2024
61749EAH0	415	409	5	409	362	12/31/2024
61750YAD1	324	317	7	317	308	12/31/2024
61750YAE9	397	389	8	389	385	12/31/2024
61750YAJ8	434	425	9	425	415	12/31/2024
61751JAH4	227	222	5	222	207	12/31/2024
61751JAJ0	225	221	5	221	207	12/31/2024
61752RAJ1	209	205	4	205	199	12/31/2024
61752RAM4	824	807	17	807	785	12/31/2024
76114QAC9	2,617	2,580	37	2,580	2,308	12/31/2024
007034BN0	716	639	77	639	627	9/30/2024
059469AF3	683	674	9	674	648	9/30/2024
05946XF65	76	75	0	75	71	9/30/2024
12627HAK6	400	399	1	399	360	9/30/2024
12628KAF9	175	171	4	171	154	9/30/2024
12628LAJ9	218	210	8	210	196	9/30/2024
12629EAD7	29	28	1	28	22	9/30/2024
126384AQ9	1,120	1,114	6	1,114	1,036	9/30/2024
12667FJ48	774	755	19	755	702	9/30/2024
12667FJ55	489	477	12	477	438	9/30/2024
12667G6W8	2,041	2,021	20	2,021	1,831	9/30/2024
12667GXM0	624	614	11	614	562	9/30/2024
12667GXN8	1,976	1,942	33	1,942	1,802	9/30/2024
126694DT2	77	76	1	76	62	9/30/2024
126694LD8	588	579	9	579	535	9/30/2024
17309BAB3	30	29	1	29	28	9/30/2024
225470M67	306	305	1	305	265	9/30/2024
36228F3Q7	0	0	0	0	0	9/30/2024
3622ELAG1	573	561	12	561	524	9/30/2024
3622EUAF3	299	293	6	293	289	9/30/2024
3622MPAT5	733	726	7	726	648	9/30/2024
362375AF4	2,843	2,820	23	2,820	2,777	9/30/2024
36244SAF5	203	198	5	198	186	9/30/2024

NOTE 20 – LOAN-BACKED AND STRUCTURED SECURITY IMPAIRMENTS (continued)

IMPAIRMENTS TAKEN ON CURRENT HOLDINGS DURING THE CURRENT YEAR

(1) CUSIP[1,2]	(2) Amortized Cost Before Current Period OTTI	(3) Projected Cash Flows	(4) Current Period Recognized OTTI	(5) Amortized Cost After OTTI	(6) Fair Value	(7) Financial Statement Reporting Period
45660LLQ0	33	32	1	32	31	9/30/2024
46630MAG7	138	137	1	137	120	9/30/2024
53947LAG3	11,944	11,316	629	11,316	11,316	9/30/2024
53948TAD2	10,846	0	10,846	0	0	9/30/2024
55265K4S5	585	581	3	581	582	9/30/2024
59020UXH3	509	480	29	480	395	9/30/2024
61749EAD9	141	138	3	138	128	9/30/2024
61749EAE7	56	55	1	55	51	9/30/2024
61749EAH0	427	420	7	420	384	9/30/2024
61750YAD1	330	325	5	325	317	9/30/2024
61750YAE9	403	397	6	397	395	9/30/2024
61750YAJ8	441	434	7	434	426	9/30/2024
61751JAH4	229	229	0	229	214	9/30/2024
61751JAJ0	228	228	0	228	214	9/30/2024
61752RAH5	144	141	3	141	137	9/30/2024
61752RAJ1	215	210	4	210	205	9/30/2024
61752RAM4	847	827	19	827	808	9/30/2024
76114QAC9	2,622	2,617	5	2,617	2,366	9/30/2024
L2287*AA5	3,871	3,417	454	3,417	3,596	9/30/2024
L2287*AB3	2,688	2,302	386	2,302	2,422	9/30/2024
L2287*AC1	9,264	7,944	1,319	7,944	8,360	9/30/2024
05946XF65	76	76	1	76	67	6/30/2024
12628KAF9	177	176	1	176	154	6/30/2024
12628LAJ9	225	221	3	221	205	6/30/2024
12667FJ55	490	489	1	489	427	6/30/2024
12667G6W8	2,098	2,081	17	2,081	1,818	6/30/2024
12667GKK8	343	340	3	340	303	6/30/2024
12668AMN2	220	220	1	220	194	6/30/2024
126694DT2	82	77	5	77	61	6/30/2024
126694LD8	593	589	5	589	536	6/30/2024
17029PAA3	4,825	4,727	99	4,727	4,727	6/30/2024
17309BAB3	31	30	1	30	28	6/30/2024
17309YAF4	850	847	4	847	739	6/30/2024
225470M67	314	310	4	310	258	6/30/2024
225470VG5	293	272	21	272	261	6/30/2024
3622E8AC9	127	123	4	123	106	6/30/2024
3622E8AF2	903	871	32	871	776	6/30/2024
3622ELAG1	578	576	2	576	510	6/30/2024
3622EUAB2	72	71	1	71	68	6/30/2024
3622EUAC0	383	378	5	378	362	6/30/2024

NOTE 20 – LOAN-BACKED AND STRUCTURED SECURITY IMPAIRMENTS (continued)

IMPAIRMENTS TAKEN ON CURRENT HOLDINGS DURING THE CURRENT YEAR

(1) CUSIP[1,2]	(2) Amortized Cost Before Current Period OTTI	(3) Projected Cash Flows	(4) Current Period Recognized OTTI	(5) Amortized Cost After OTTI	(6) Fair Value	(7) Financial Statement Reporting Period
3622EUAF3	304	300	4	300	282	6/30/2024
36244SAF5	212	206	6	206	186	6/30/2024
45660LLQ0	36	35	1	35	33	6/30/2024
45660LSY6	2,014	1,987	26	1,987	1,804	6/30/2024
46630MAG7	140	139	1	139	118	6/30/2024
55265K4S5	636	590	46	590	565	6/30/2024
55265K4V8	46	11	34	11	41	6/30/2024
55265K4W6	19	3	17	3	17	6/30/2024
57643MCG7	132	131	0	131	131	6/30/2024
61749EAD9	146	142	4	142	127	6/30/2024
61749EAE7	58	56	1	56	51	6/30/2024
61749EAH0	442	432	10	432	379	6/30/2024
61750YAD1	333	331	2	331	309	6/30/2024
61750YAE9	407	405	2	405	386	6/30/2024
61750YAJ8	445	443	2	443	416	6/30/2024
61751JAH4	233	230	3	230	210	6/30/2024
61751JAJ0	232	229	3	229	210	6/30/2024
61752RAH5	147	146	1	146	135	6/30/2024
61752RAJ1	219	217	2	217	202	6/30/2024
61752RAM4	863	854	8	854	796	6/30/2024
61947DAA7	3,693	3,693	0	3,693	3,125	6/30/2024
76114QAC9	2,627	2,622	4	2,622	2,301	6/30/2024
059469AF3	853	693	159	693	648	3/31/2024
059515AE6	25	25	0	25	24	3/31/2024
05953YAA9	171	161	9	161	147	3/31/2024
1248MBAJ4	1,031	915	115	915	819	3/31/2024
1248MBAL9	289	259	30	259	230	3/31/2024
12627HAK6	520	406	114	406	360	3/31/2024
12628KAF9	245	180	65	180	162	3/31/2024
12628LAJ9	336	227	110	227	209	3/31/2024
12629EAD7	34	30	4	30	24	3/31/2024
126384AQ9	1,481	1,201	279	1,201	1,093	3/31/2024
12638PAE9	298	264	33	264	215	3/31/2024
12667FJ48	929	798	131	798	721	3/31/2024
12667FJ55	586	505	81	505	450	3/31/2024
12667G6W8	2,195	2,130	65	2,130	1,894	3/31/2024
12667G7X5	347	325	22	325	315	3/31/2024
12667GKK8	352	352	1	352	314	3/31/2024
12667GXM0	686	660	26	660	587	3/31/2024
12667GXN8	2,163	2,088	75	2,088	1,881	3/31/2024

NOTE 20 – LOAN-BACKED AND STRUCTURED SECURITY IMPAIRMENTS (continued)

IMPAIRMENTS TAKEN ON CURRENT HOLDINGS DURING THE CURRENT YEAR

(1) CUSIP[1,2]	(2) Amortized Cost Before Current Period OTTI	(3) Projected Cash Flows	(4) Current Period Recognized OTTI	(5) Amortized Cost After OTTI	(6) Fair Value	(7) Financial Statement Reporting Period
12668AMN2	231	224	8	224	199	3/31/2024
126694DT2	125	100	25	100	83	3/31/2024
126694EK0	2,038	1,773	264	1,773	1,694	3/31/2024
126694LD8	623	603	20	603	554	3/31/2024
161546GK6	1,353	1,353	0	1,353	1,276	3/31/2024
17029PAA3	4,951	4,825	126	4,825	4,825	3/31/2024
17309BAB3	35	31	3	31	28	3/31/2024
17309YAF4	1,344	1,184	159	1,184	1,148	3/31/2024
225470M67	352	317	36	317	261	3/31/2024
225470VG5	357	317	40	317	299	3/31/2024
3622E8AC9	149	128	20	128	108	3/31/2024
3622E8AF2	1,114	912	202	912	791	3/31/2024
3622ELAG1	737	583	154	583	530	3/31/2024
3622EUAB2	91	73	18	73	69	3/31/2024
3622EUAC0	488	387	101	387	367	3/31/2024
3622EUAF3	376	307	69	307	288	3/31/2024
3622MPAT5	765	738	27	738	634	3/31/2024
362334MD3	38	33	6	33	35	3/31/2024
362375AF4	3,960	2,889	1,072	2,889	2,893	3/31/2024
36244SAF5	236	215	21	215	190	3/31/2024
45660LLQ0	38	37	1	37	33	3/31/2024
45660LSY6	2,151	2,033	118	2,033	1,852	3/31/2024
46630MAD4	62	43	19	43	60	3/31/2024
46630MAG7	153	144	10	144	123	3/31/2024
57643MCG7	136	134	2	134	135	3/31/2024
61749EAD9	174	147	27	147	135	3/31/2024
61749EAE7	67	58	9	58	54	3/31/2024
61749EAH0	501	445	56	445	405	3/31/2024
61750YAB5	25	20	4	20	21	3/31/2024
61750YAD1	406	336	70	336	316	3/31/2024
61750YAE9	501	411	90	411	395	3/31/2024
61750YAJ8	543	450	93	450	426	3/31/2024
61751JAH4	299	237	62	237	218	3/31/2024
61751JAJ0	298	236	62	236	217	3/31/2024
61752RAH5	170	149	21	149	137	3/31/2024
61752RAJ1	255	221	33	221	205	3/31/2024
61752RAM4	1,025	871	154	871	811	3/31/2024
61946UAA0	1,177	1,177	0	1,177	1,123	3/31/2024
61947DAA7	7,390	7,304	86	7,304	6,159	3/31/2024
69336QAL6	1,566	1,382	185	1,382	1,494	3/31/2024

NOTE 20 – LOAN-BACKED AND STRUCTURED SECURITY IMPAIRMENTS (continued)

IMPAIRMENTS TAKEN ON CURRENT HOLDINGS DURING THE CURRENT YEAR

(1) CUSIP[1,2]	(2) Amortized Cost Before Current Period OTTI	(3) Projected Cash Flows	(4) Current Period Recognized OTTI	(5) Amortized Cost After OTTI	(6) Fair Value	(7) Financial Statement Reporting Period
69337VAE0	917	676	241	676	721	3/31/2024
76114CAD8	241	200	41	200	219	3/31/2024
76114QAC9	2,773	2,652	120	2,652	2,355	3/31/2024
87222PAD5	303	202	102	202	226	3/31/2024
93935YAA8	377	371	6	371	303	3/31/2024
Subtotal-General Account	**XXX**	**XXX**	**$ 22,255**	**XXX**	**XXX**	
Guaranteed Separate Accounts						
059469AF3	602	588	14	588	547	12/31/2024
05953YAA9	608	606	2	606	561	12/31/2024
1248MBAL9	978	972	6	972	846	12/31/2024
12628KAF9	406	390	17	390	345	12/31/2024
12628LAJ9	279	264	15	264	249	12/31/2024
17309YAF4	470	469	1	469	418	12/31/2024
3622E8AC9	242	237	5	237	217	12/31/2024
3622E8AF2	215	210	5	210	197	12/31/2024
3622ELAG1	574	554	19	554	519	12/31/2024
36244SAC2	533	526	8	526	469	12/31/2024
46628BBD1	97	95	1	95	72	12/31/2024
46630MAG7	540	532	8	532	453	12/31/2024
61749EAD9	219	216	3	216	193	12/31/2024
61749EAH0	221	218	3	218	193	12/31/2024
61750YAD1	321	315	7	315	308	12/31/2024
61750YAJ8	306	300	6	300	293	12/31/2024
61751JAH4	283	277	6	277	259	12/31/2024
61751JAJ0	282	276	6	276	259	12/31/2024
007034BN0	895	799	97	799	784	9/30/2024
059469AF3	617	609	8	609	585	9/30/2024
12627HAK6	399	397	1	397	360	9/30/2024
12628KAF9	419	409	10	409	368	9/30/2024
12628LAJ9	291	280	11	280	261	9/30/2024
17309BAB3	146	143	3	143	136	9/30/2024
3622ELAG1	588	576	12	576	537	9/30/2024
36244SAC2	550	538	12	538	492	9/30/2024
45660LLQ0	92	91	1	91	88	9/30/2024
46628BBD1	100	97	3	97	73	9/30/2024
46630MAG7	551	547	4	547	481	9/30/2024

NOTE 20 – LOAN-BACKED AND STRUCTURED SECURITY IMPAIRMENTS (continued)

IMPAIRMENTS TAKEN ON CURRENT HOLDINGS DURING THE CURRENT YEAR

(1) CUSIP[1,2]	(2) Amortized Cost Before Current Period OTTI	(3) Projected Cash Flows	(4) Current Period Recognized OTTI	(5) Amortized Cost After OTTI	(6) Fair Value	(7) Financial Statement Reporting Period
61749EAD9	226	221	5	221	205	9/30/2024
61749EAH0	228	224	4	224	205	9/30/2024
61750YAD1	326	321	5	321	317	9/30/2024
61750YAJ8	311	307	5	307	301	9/30/2024
61751JAH4	286	286	0	286	268	9/30/2024
61751JAJ0	285	285	0	285	268	9/30/2024
12628KAF9	425	422	3	422	370	6/30/2024
12628LAJ9	299	295	4	295	273	6/30/2024
17309BAB3	152	149	3	149	136	6/30/2024
17309YAF4	486	484	2	484	422	6/30/2024
3622E8AC9	254	245	9	245	212	6/30/2024
3622E8AF2	226	218	8	218	194	6/30/2024
3622ELAG1	593	591	2	591	523	6/30/2024
36244SAC2	560	559	1	559	493	6/30/2024
38237JAA1	7,773	7,773	0	7,773	6,402	6/30/2024
45660LLQ0	102	99	2	99	92	6/30/2024
46630MAG7	559	557	2	557	472	6/30/2024
61749EAD9	233	228	6	228	203	6/30/2024
61749EAH0	236	230	6	230	202	6/30/2024
61750YAD1	330	328	2	328	309	6/30/2024
61750YAJ8	314	313	2	313	294	6/30/2024
61751JAH4	292	288	4	288	263	6/30/2024
61751JAJ0	290	286	4	286	263	6/30/2024
61946TAA3	3,267	3,267	0	3,267	2,680	6/30/2024
059469AF3	770	626	144	626	585	3/31/2024
059515AE6	494	494	0	494	481	3/31/2024
05953YAA9	679	641	38	641	583	3/31/2024
1248MBAL9	1,157	1,038	120	1,038	921	3/31/2024
12627HAK6	518	405	113	405	360	3/31/2024
12628KAF9	587	431	156	431	389	3/31/2024
12628LAJ9	448	302	146	302	278	3/31/2024
17309BAB3	169	153	16	153	138	3/31/2024
17309YAF4	511	492	19	492	431	3/31/2024
3622E8AC9	297	256	41	256	216	3/31/2024
3622E8AF2	278	228	51	228	198	3/31/2024
3622ELAG1	762	598	164	598	544	3/31/2024

NOTE 20 – LOAN-BACKED AND STRUCTURED SECURITY IMPAIRMENTS (continued)

IMPAIRMENTS TAKEN ON CURRENT HOLDINGS DURING THE CURRENT YEAR

(1) CUSIP[1,2]	(2) Amortized Cost Before Current Period OTTI	(3) Projected Cash Flows	(4) Current Period Recognized OTTI	(5) Amortized Cost After OTTI	(6) Fair Value	(7) Financial Statement Reporting Period
36244SAC2	622	568	55	568	503	3/31/2024
45660LLQ0	105	103	3	103	93	3/31/2024
46630MAG7	613	574	39	574	492	3/31/2024
61749EAD9	278	235	43	235	217	3/31/2024
61749EAH0	267	237	30	237	216	3/31/2024
61750YAD1	405	333	73	333	316	3/31/2024
61750YAJ8	383	317	66	317	301	3/31/2024
61751JAH4	374	296	78	296	272	3/31/2024
61751JAJ0	372	295	78	295	272	3/31/2024
86745AAA4	2,664	2,495	170	2,495	2,605	3/31/2024
Subtotal- Guaranteed Separate Accounts	**XXX**	**XXX**	**$ 2,011**	**XXX**	**XXX**	
Grand Total	**XXX**	**XXX**	**$ 24,266**	**XXX**	**XXX**	

(1) Only the impaired lots within each CUSIP are included within this table.
(2) CUSIP amounts less than $1 thousand within this table are shown as zero.

NOTE 21 – SUBSEQUENT EVENTS

At February 28, 2025, the date the financial statements were available to be issued, there have been no events occurring subsequent to the close of the Company’s books or accounts for the accompanying statutory financial statements that would have a material effect on the financial condition of the Company.

GLOSSARY OF TERMS

Term	Description
ABO	Accumulated benefit obligations
ABS	Asset-backed securities
AD&D	Accidental death and dismemberment
Agent VEBA	Agents' Life and Health Benefit Trust
APBO	Accumulated postretirement benefit obligations
AVR	Asset valuation reserve
BoNY	Bank of New York
CAC	Contract Annuity Cost
CAMT	Corporate Alternative Minimum Tax
COLI	Corporate owned life insurance
Closed Block	John Hancock closed block consisting primarily of participating whole life insurance policies
CSAs	Credit support annexes
CSUL	Corporate sponsored universal life policies
CSVUL	Corporate sponsored VUL policies
DTA(s)	Deferred tax asset(s)
DTL(s)	Deferred tax liability(ies)
Employee VEBA	The Employees' Life and Health Benefit Trust
ERISA	Employee Retirement Income Security Act of 1974
ETFs	Exchange traded funds
FHLB	Federal Home Loan Bank
FIAM	Fidelity Institutional Asset Management
FVA	Fair value adjustment
FX	Foreign Exchange
GA Contract	IPG contract relating to New York Life’s general account
GBS	Group Benefit Solutions
GICs	Guaranteed interest contracts
GMTN	Global Medium Term Note
IMR	Interest maintenance reserve
INT	Interpretation 23-01 adopted by the NAIC
IPG	Immediate participation guarantee
IRA	The Inflation Reduction Act of 2022
IRC	Internal Revenue Code
IRS	Internal Revenue Service
John Hancock	John Hancock Life Insurance Company
LIHTC	Low-income housing tax credit
LINA	Life Insurance Company of North America
LTV	Loan to value ratio
MCF	Madison Capital Funding LLC
MAC	Market Annuity Cost
NAIC	National Association of Insurance Commissioners
NAIC SAP	National Association of Insurance Commissioners’ Accounting Practices and Procedures
NAV	Net asset value

GLOSSARY OF TERMS

Term	Description
NYLARC	New York Life Agents Reinsurance Company
NYLAZ	NYLIFE Insurance Company of Arizona
NYLCC	New York Life Capital Corporation
NYLE	New York Life Enterprises
NYLGICNY	New York Life Group Insurance Company of NY
NYLIAC	New York Life Insurance and Annuity Corporation
NYLIM	New York Life Investment Management LLC
NYL Investments	New York Life Investment Management Holdings LLC
NYL Investors	NYL Investors LLC
NYSDFS or the Department	New York State Department of Financial Services
OTC	Over-the-counter
OTC-bilateral	Over-the-counter bilateral agreements
OTC-cleared	Over-the-counter clearinghouse
OTTI	Other-than-temporary impairment(s)
PBO	Projected benefit obligation
SA Contract	Contract related to New York Life's pooled separate accounts
SCAs	Subsidiary, controlled and affiliated entities
SEC	U.S. Securities and Exchange Commission
S&P	Standard & Poor's
SPE	Special purpose entity(ies)
SSAP	Statement of Statutory Accounting Principles
SVO	Securities Valuation Office
Superintendent	Superintendent of Financial Services of the State of New York
TDR	Troubled debt restructuring
The Company	New York Life Insurance Company
The Notes	The surplus notes issued in 2003, 2009, 2019, and 2020
TOLI	Trust owned life insurance
U.S. GAAP	Accounting principles generally accepted in the United States of America
VA	Variable annuity
VUL	Variable universal life
VEBA	Voluntary Employees Beneficiary Association Trusts
Yuanta	Yuanta Financials Holding Co., Ltd.
2003 Notes	Surplus notes issued in 2003
2009 Notes	Surplus notes issued in 2009
2019 Notes	Surplus notes issued in 2019
2020 Notes	Surplus notes issued in 2020
2021 MCF Credit Facility	Revolving credit facility agreement with MCF entered into in 2021
2022 Credit Facility	Revolving credit facility agreement between the Company and NYLCC
2022 MCF Credit Facility	Revolving credit facility agreement with MCF entered into in 2022
2023 MCF Credit Facility	Revolving credit facility agreement with MCF entered into in 2023

NEW YORK LIFE INSURANCE COMPANY

FINANCIAL STATEMENTS
(STATUTORY BASIS)

DECEMBER 31, 2023 and 2022

NEW YORK LIFE INSURANCE COMPANY
STATUTORY STATEMENTS OF FINANCIAL POSITION

	December 31, 2023	December 31, 2022
	(in millions)	
Assets		
Bonds	$ 136,688	$ 129,193
Common and preferred stocks	13,907	13,552
Mortgage loans	22,104	22,049
Policy loans	12,905	11,788
Other invested assets	14,431	14,695
Cash, cash equivalents and short-term investments	3,594	2,305
Derivatives	1,474	1,638
Real estate	2,524	2,301
Total cash and invested assets	207,627	197,521
Deferred and uncollected premiums	1,780	2,067
Investment income due and accrued	2,297	1,867
Admitted disallowed interest maintenance reserve	435	—
Other assets	7,261	7,087
Separate accounts assets	12,502	14,239
Total assets	$ 231,902	$ 222,781
Liabilities and surplus		
Liabilities:		
Policy reserves	$ 136,519	$ 132,898
Deposit funds	37,953	33,108
Dividends payable to policyholders	2,321	2,070
Policy claims	831	969
Borrowed money	419	498
Amounts payable under security lending agreements	1,097	513
Derivatives	602	895
Funds held under coinsurance	3,611	3,361
Other liabilities	6,240	5,854
Interest maintenance reserve	—	254
Asset valuation reserve	4,513	4,235
Separate accounts liabilities	12,502	14,239
Total liabilities	206,608	198,894
Surplus:		
Surplus notes	4,232	4,232
Special surplus for admitted disallowed interest maintenance reserve	435	—
Unassigned surplus	20,627	19,655
Total surplus	25,294	23,887
Total liabilities and surplus	$ 231,902	$ 222,781

See accompanying notes to financial statements.

NEW YORK LIFE INSURANCE COMPANY

STATUTORY STATEMENTS OF OPERATIONS

	Years Ended December 31, 2023	2022
	(in millions)	
Income		
Premiums	$ 15,148	$ 18,149
Net investment income	8,186	7,769
Other income/(loss)	504	(38)
Total income	23,838	25,880
Benefits and expenses		
Benefit payments:		
Death benefits	4,424	4,758
Annuity benefits	1,579	1,480
Health and disability insurance benefits	315	309
Surrender benefits	2,315	2,027
Payments on matured contracts	5,514	3,902
Other benefit payments	1,101	755
Total benefit payments	15,248	13,231
Additions to reserves	3,843	6,531
Net transfers (from)/to separate accounts	(2,273)	331
Adjustment in funds withheld	535	123
Operating expenses	3,823	3,332
Total benefits and expenses	21,176	23,548
Gain from operations before dividends and income taxes	2,662	2,332
Dividends to policyholders	2,389	2,131
Gain from operations before income taxes	273	201
Federal and foreign income taxes	203	31
Net gain from operations	70	170
Net realized capital losses, after tax and transfers to interest maintenance reserve	(42)	(155)
Net income	$ 28	$ 15

See accompanying notes to financial statements.

NEW YORK LIFE INSURANCE COMPANY

STATUTORY STATEMENTS OF CHANGES IN SURPLUS

	Years Ended December 31,	
	2023	2022
	(in millions)	
Surplus, beginning of year	$ 23,887	$ 24,566
Net increase/(decrease) due to:		
Net income	28	15
Change in liability for pension and postretirement plans	7	491
Change in asset valuation reserve	(278)	(68)
Change in nonadmitted assets	297	518
Change in net deferred income tax	199	158
Change in reserve valuation basis	(58)	—
Change in surplus as a result of reinsurance	1,201	—
Change in net unrealized (losses)/gains on investments	421	(1,369)
Goodwill amortization	(418)	(418)
Other adjustments, net	8	(6)
Net increase/(decrease)	1,407	(679)
Surplus, end of year	$ 25,294	$ 23,887

See accompanying notes to financial statements.

NEW YORK LIFE INSURANCE COMPANY

STATUTORY STATEMENTS OF CASH FLOWS

	Years Ended December 31,	
	2023	2022
	(in millions)	
Cash flows from operating activities:		
Premiums received	$ 16,797	$ 18,019
Net investment income received	7,078	7,119
Other	350	32
Total received	24,225	25,170
Benefits and other payments	14,430	12,469
Net transfers (from)/to separate accounts	(2,322)	342
Operating expenses	3,091	2,986
Dividends to policyholders	2,137	2,019
Federal income taxes (received)/paid	(122)	128
Total paid	17,214	17,944
Net cash from operating activities	7,011	7,226
Cash flows from investing activities:		
Proceeds from investments sold	7,679	6,343
Proceeds from investments matured or repaid	10,825	10,151
Cost of investments acquired	(26,310)	(27,007)
Net change in policy loans and premium notes	(1,113)	(400)
Net cash used in investing activities	(8,919)	(10,913)
Cash flows from financing and miscellaneous activities:		
Other changes in borrowed money	(79)	24
Net inflows from deposit contracts	3,218	4,251
Other miscellaneous uses	59	(899)
Net cash from financing and miscellaneous activities	3,198	3,376
Net increase/(decrease) in cash, cash equivalents and short-term investments	1,290	(311)
Cash, cash equivalents and short-term investments, beginning of year	2,305	2,616
Cash, cash equivalents and short-term investments, end of year	$ 3,595	$ 2,305

See accompanying notes to financial statements.

NEW YORK LIFE INSURANCE COMPANY

STATUTORY STATEMENTS OF CASH FLOWS (supplemental)

	Years Ended December 31,	
	2023	2022
	(in millions)	
Non-cash activities during the year not included in the Statutory Statements of Cash Flows:		
Initial premiums on coinsurance	$ 1,677	$ —
Ceding commission on coinsurance	$ 1,521	$ —
Transfer of assets between investment types	$ 1,414	$ 7,360
Liability for funds withheld on coinsurance	$ 420	$ —
Depreciation/amortization on fixed assets	$ 362	$ 261
Capitalized interest on bonds and other invested assets	$ 93	$ 94
Low-income housing tax credit future commitments	$ 19	$ 76
Other invested assets stock distribution	$ 4	$ 14
Other	$ 31	$ —

See accompanying notes to financial statements.

NOTE 1 – NATURE OF OPERATIONS

New York Life Insurance Company (the "Company"), a mutual life insurance company domiciled in New York State, and its subsidiaries offer a wide range of insurance and investment products and services including life insurance, annuities, long-term care insurance, pension products, disability insurance, mutual funds, securities brokerage, financial planning, trust services, capital financing, and investment advisory services. The Company and its subsidiaries offer its insurance and annuity products throughout the United States and its territories, Mexico and Canada, primarily through the Company's career agency force, but also through third party banks, brokers and independent financial advisors. The Company and its subsidiaries provide investment management and advisory services in the United States, Europe, Asia and Australia.

NOTE 2 – BASIS OF PRESENTATION

The accompanying financial statements have been prepared using accounting practices prescribed by the New York State Department of Financial Services ("NYSDFS" or "the Department"), which is a comprehensive basis of accounting other than accounting principles generally accepted in the United States of America ("U.S. GAAP").

The Department recognizes only statutory accounting practices prescribed or permitted by the State of New York for determining and reporting the financial position and results of operations of an insurance company and for determining its solvency under New York Insurance Law. The National Association of Insurance Commissioners' ("NAIC") Accounting Practices and Procedures Manual ("NAIC SAP") has been adopted as a component of prescribed practices by the State of New York. Prescribed statutory accounting practices include state laws and regulations. Permitted statutory accounting practices encompass accounting practices that are not prescribed; such practices differ from state to state, may differ from company to company within a state, and may change in the future. The Company has no permitted practices.

A reconciliation of the Company's net income (loss) at December 31, 2023 and 2022 between practices prescribed or permitted by the State of New York and NAIC SAP is shown below (in millions):

	SSAP #	F/S Page	2023	2022
Net income, State of New York basis	XXX	XXX	$ 28	$ 15
State prescribed practices:				
1. NYSDFS Regulation No. 213 principle-based reserving and No. 151 minimum life and annuity reserves[1]	51R	3	63	38
2. NYSDFS Circular Letter No. 11 (2010) impact on deferred premiums[2]	61	3,4,6[4]	(8)	(2)
3. NYSDFS Seventh Amendment to Regulation No. 172 admitted unearned reinsurance premium[3]	61	3,4,6[4]	(1)	5
Net income, NAIC SAP	XXX	XXX	$ 82	$ 56

NOTE 2 – BASIS OF PRESENTATION (continued)

A reconciliation of the Company's capital and surplus at December 31, 2023 and 2022 between practices prescribed by the State of New York and NAIC SAP is shown below (in millions):

	SSAP #	F/S Page	2023	2022
Capital and surplus, State of New York basis	XXX	XXX	$25,294	$23,887
State prescribed practices:				
1. NYSDFS Regulation No. 213 principle-based reserving and No. 151 minimum life and annuity reserves(1)	51R	3	156	93
2. NYSDFS Circular Letter No. 11 (2010) impact on deferred premiums(2)	61	3,4,6(4)	124	132
3. NYSDFS Seventh Amendment to Regulation No. 172 admitted unearned reinsurance premium(3)	61	3,4,6(4)	(61)	(60)
Capital and surplus, NAIC SAP	XXX	XXX	$25,513	$24,052

(1) NYSDFS Regulation 213 subjects principle-based valuations as prescribed by the valuation manual to minimum New York State requirements; NYSDFS Regulation 151 prescribes rules and guidelines for performing valuations of annuity, single premium life insurance, guaranteed interest contract and other deposit reserves.
(2) NYSDFS Circular Letter No. 11 (2010) clarified the accounting for deferred premium assets when reinsurance is involved.
(3) NYSDFS Regulation 172 was amended to allow for the admission of an unearned reinsurance premium asset.
(4) Financial statement line items include: Deferred and uncollected premiums (Assets), Premiums (Operations), and Premiums received (Cash Flows).

Statutory vs. U.S. GAAP Basis of Accounting

Financial statements prepared under NAIC SAP as determined under New York State Insurance Law vary from those prepared under U.S. GAAP. The effects of those differences are material to the Company's financial statements. The primary differences that would most likely be material are as follows:

Investments

- investments in bonds are generally carried at amortized cost or values as prescribed by the Department, whereas under U.S. GAAP, investments in bonds that are classified as available for sale or trading are carried at fair value, with changes in fair value of bonds classified as available for sale reflected in equity, and changes in fair value of bonds classified as trading reflected in earnings;

- investments in subsidiaries, controlled and other affiliated entities as defined in Statements of Statutory Accounting Principles ("SSAP") No. 97, "Investments in Subsidiary, Controlled and Affiliated Entities" ("SCAs"), including partnerships, limited liability companies and joint ventures, are accounted for under the equity method. Under the equity method, domestic insurance subsidiaries are recorded at their underlying audited statutory surplus. Nonpublic non-insurance subsidiaries and other controlled entities are recorded at their underlying audited GAAP equity. Changes in the value of such investments are recorded as unrealized gains or losses. The earnings of such investments are recorded in net investment income only when dividends are declared. Under U.S. GAAP, these investments are consolidated;

- investments in noncontrolled partnerships and limited liability companies are accounted for under the equity method for both NAIC SAP and U.S. GAAP. Under the statutory equity method, undistributed income and capital gains and losses for these investments are reported in surplus as unrealized gains or losses, whereas under U.S. GAAP, in many cases, for investment companies, unrealized gains and losses are included in net investment income;

- credit loss-related bond impairments that are deemed to be other than temporary are recorded as a direct write-down to the security without the ability to reverse those losses in the future if expected cash flows increase. Under U.S. GAAP, estimated credit losses on bonds classified as available for sale are recorded through an allowance for credit losses subject to future reversals if expected cash flows increase;

NOTE 2 – BASIS OF PRESENTATION (continued)

- specific valuation allowances are established for the excess carrying value of a mortgage loan over the estimated fair value of the collateral as an unrealized loss in surplus when it is probable that based on current information and events, the Company will be unable to collect amounts due under the contractual terms of the loan agreement. Under U.S. GAAP, a valuation allowance is established for expected credit losses. The valuation allowance under U.S. GAAP is based on historical experience, current economic conditions and reasonable and supportable forecasts;

- realized gains and losses resulting from changes in interest rates are deferred in the interest maintenance reserve ("IMR") and amortized into investment income over the remaining life of the investment sold, whereas under U.S. GAAP, the gains and losses are recognized in income at the time of sale;

- certain derivative instruments are carried at amortized cost, whereas under U.S. GAAP, all derivative instruments are carried at fair value;

Insurance Contracts

- contracts that have any mortality or morbidity risk, regardless of significance, and contracts with life contingent annuity purchase rate guarantees are classified as insurance contracts, whereas under U.S. GAAP, only contracts that have significant mortality or morbidity risk are classified as insurance contracts otherwise they are accounted for in a manner consistent with the accounting for interest bearing or other financial instruments;

- payments received for universal and variable life insurance products, certain variable and fixed deferred annuities and group annuity contracts are reported as premium income and corresponding change in reserves, whereas U.S. GAAP would treat these payments as deposits to policyholders' account balances;

- the costs related to acquiring insurance contracts (principally commissions), policy issue expenses and sales inducements are charged to income in the period incurred, whereas under U.S. GAAP, these costs are deferred when related directly to successful sales and amortized over the periods benefited;

- life insurance and annuity reserves are based on different statutory methods and assumptions than they are under U.S. GAAP;

- reinsurance agreements are accounted for as reinsurance on an NAIC SAP and U.S. GAAP basis if certain risk transfer provisions have been met. NAIC SAP requires the reinsurer to assume insurance risk, regardless of the significance of the loss potential, whereas U.S. GAAP requires that there is a reasonable possibility that the reinsurer may realize significant loss from assuming insurance risk; assets and liabilities from reinsurance transactions are reported net of reinsurance, whereas under U.S. GAAP, assets and liabilities from reinsurance transactions are reported gross of reinsurance;

Taxes

- deferred income taxes exclude state income taxes and are admitted to the extent they can be realized within three years subject to a 15% limitation of capital and surplus with changes in the net deferred tax reflected as a component of surplus, whereas under U.S. GAAP, deferred income taxes include federal and state income taxes and changes in deferred taxes are reflected in either earnings or other comprehensive income;

- a tax loss contingency is required to be established if it is more likely than not that a tax position will not be sustained upon examination by taxing authorities. If a loss contingency is greater than 50% of the tax benefit associated with a tax position, the loss contingency is increased to 100%, whereas under U.S. GAAP the amount of the benefit for any uncertain tax position is the largest amount that is greater than 50% likely of being realized upon settlement;

NOTE 2 – BASIS OF PRESENTATION (continued)

Surplus

- an asset valuation reserve ("AVR") based on a formula prescribed by the NAIC is established as a liability to offset potential non-interest related investment losses. Changes in the AVR are recorded directly to surplus, whereas under U.S. GAAP, no AVR is recognized;

- certain assets, such as investments in SCA entities without an admissible audit, deferred taxes as noted above, intangible assets, overfunded pension plan assets, furniture and equipment, and unsecured receivables are considered nonadmitted and excluded from assets, whereas they are included in assets under U.S. GAAP subject to a valuation allowance, as appropriate;

- surplus notes are included as a component of surplus, whereas under U.S. GAAP, they are presented as a liability;

Other

- goodwill held by an insurance company is admitted subject to a 10% limitation on surplus and amortized over the useful life of the goodwill, not to exceed 10 years, and goodwill held by non-insurance subsidiaries is assessed in accordance with U.S. GAAP, subject to certain limitations for holding companies and foreign insurance subsidiaries, whereas under the U.S. GAAP private company accounting alternative, goodwill is amortized over the useful life of the goodwill, not to exceed 10 years, and is tested for impairment, but it is not subject to the 10% limitation on equity.

NOTE 3 – SIGNIFICANT ACCOUNTING POLICIES

Use of Estimates

The preparation of financial statements requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements. Management is also required to disclose contingent assets and liabilities at the date of the financial statements and the reported amounts of revenue and expenses during the period. Actual results may differ from those estimates.

Bonds

Bonds are stated at amortized cost using the interest method. Bonds in or near default (rated NAIC 6) are stated at the lower of amortized cost or fair value. Residual interests in securitizations are reported as other invested assets at the lower of cost or fair value. Refer to Note 9 - Fair Value Measurements for discussion on the valuation approach and methods for bonds.

Under NAIC SAP, Securities Valuation Office ("SVO")-identified investments, which include certain SVO approved exchange traded funds ("ETFs") and mutual funds, are eligible for classification as bonds as identified in the SVO's Purposes and Procedures Manual if they meet certain criteria stipulated by the Department. SVO-identified bond ETFs are stated at fair value.

NOTE 3 – SIGNIFICANT ACCOUNTING POLICIES (continued)

The interest method for loan-backed and structured securities, which are included in bonds, uses current assumptions of projected cash flows. Amortization of premium or accretion of discount from the purchase of these securities considers the estimated timing and amount of cash flows of the underlying loans, including prepayment assumptions based on data obtained from external sources or internal estimates. Projected future cash flows are updated monthly, and the amortized cost and effective yield of the securities are adjusted as necessary to reflect historical prepayment experience and changes in estimated future prepayments. For high credit quality loan-backed and structured securities backed by the U.S. government (those rated AA or above at the date of acquisition), the adjustments to amortized cost are recorded as a charge or credit to net investment income in accordance with the retrospective method. For all other securities, including all loan-backed and structured securities that are not of high credit quality (those rated below AA at date of acquisition), floating rate securities and securities with the potential for a loss of a portion of the original investment due to contractual prepayments (e.g., interest only securities), the effective yield is adjusted prospectively for any changes in estimated cash flows.

All acquisitions of securities are recorded in the financial statements on a trade date basis except for the acquisitions of private placement bonds, which are recorded on the funding date.

Preferred Stocks

Redeemable preferred stocks in “good standing” (NAIC designation of 1 to 3) are valued at amortized cost. Redeemable preferred stocks “not in good standing” (NAIC designation of 4 to 6) are valued at the lower of amortized cost or fair value. Perpetual preferred stock and mandatory convertible preferred stock are valued at fair value, not to exceed any currently effective call price. Refer to Note 9 - Fair Value Measurements for discussion on the valuation approach and methods for preferred stocks.

Common Stocks

Common stocks include the Company's investments in unaffiliated stocks, which includes investments in shares of SEC registered investment funds as well as regulated foreign open-end investment funds, and four direct, wholly owned U.S. insurance subsidiaries: New York Life Insurance and Annuity Corporation ("NYLIAC"), NYLIFE Insurance Company of Arizona ("NYLAZ"), Life Insurance Company of North America (“LINA”), and New York Life Group Insurance Company of NY ("NYLGICNY").

Investments in common stocks of U.S. insurance subsidiaries are carried at the value of their audited underlying U.S. statutory surplus. Unaffiliated common stocks are carried at fair value. Unrealized gains and losses are reflected in surplus, net of deferred taxes. Refer to Note 9 - Fair Value Measurements for a discussion on the valuation approach and methods for common stocks.

Dividends and distributions from subsidiaries other than those deemed a return of capital are recorded as a component of net investment income when declared and changes in the equity of subsidiaries are recorded as unrealized gains or losses in surplus, net of deferred taxes.

Other than Temporary Impairments

The cost basis of bonds and equity securities is adjusted for impairments in value that are deemed to be other than temporary. An other-than-temporary loss is recognized in net income when it is anticipated that the amortized cost will not be recovered. Factors considered in evaluating whether a decline in value is other than temporary include: (1) whether the decline is substantial; (2) the duration that the fair value has been less than cost; (3) the financial condition and near-term prospects of the issuer; and (4) the Company’s ability and intent to retain the investment for a period of time sufficient to allow for an anticipated recovery in value.

When a bond (other than loan-backed and structured securities), preferred stock or common stock is deemed other-than-temporarily impaired, the difference between the investment's amortized cost and its fair value is recognized as a realized loss and reported in net income if the loss is credit related, or deferred in the IMR if interest related for bonds.

NOTE 3 – SIGNIFICANT ACCOUNTING POLICIES (continued)

For loan-backed and structured securities, the entire difference between the security's amortized cost and its fair value is recognized in net income only when the Company (a) has the intent to sell the security or (b) it does not have the intent and ability to hold the security to recovery. If neither of these two conditions exists, a realized loss is recognized in net income for the difference between the amortized cost basis of the security and the net present value of projected future cash flows expected to be collected. The net present value is calculated by discounting the Company's best estimate of projected future cash flows at the effective interest rate implicit in the loan-backed or structured security prior to impairment.

The determination of cash flow estimates in the net present value calculation is subjective and methodologies will vary, depending on the type of security. The Company considers all information relevant to the collectability of the security, including past events, current conditions, and reasonably supportable assumptions and forecasts in developing the estimate of cash flows expected to be collected. This information generally includes, but may not be limited to, the remaining payment terms of the security, estimated prepayment speeds, defaults, recoveries upon liquidation of the underlying collateral securing the notes, the financial condition of the issuer(s), credit enhancements and other third-party guarantees. In addition, other information, such as industry analyst reports and forecasts, sector credit ratings, the financial condition of the bond insurer for insured fixed income securities and other market data relevant to the collectability may also be considered, as well as the expected timing of the receipt of insured payments, if any. The estimated fair value of the collateral may be used to estimate recovery value if the Company determines that the security is dependent on the liquidation of the collateral for recovery.

The new cost basis of an impaired security is not adjusted for subsequent increases in estimated fair value. In periods subsequent to the recognition of an other-than-temporary impairment ("OTTI"), the impaired bond security is accounted for as if it had been purchased on the measurement date of the impairment. Accordingly, the discount (or reduced premium) based on the new cost basis may be accreted (or amortized) into net investment income in future periods based on prospective changes in cash flow estimates, to reflect adjustments to the effective yield.

Mortgage Loans

Mortgage loans on real estate are carried at unpaid principal balances, net of discounts, premiums, deferred origination fees related to points, and specific valuation allowances, and are collateralized. Specific valuation allowances are established for the excess carrying value of the mortgage loan over the estimated fair value of the collateral as an unrealized loss in surplus when it is probable that based on current information and events, the Company will be unable to collect amounts due under the contractual terms of the loan agreement. Fair value of the collateral is estimated by performing an internal or external current appraisal. If impairment is deemed to be other-than-temporary, which can include a loan modification that qualifies as a troubled debt restructuring ("TDR"), a direct write-down is recognized as a realized loss reported in net income, and a new cost basis for the individual mortgage loan, which is equal to the fair value of the collateral, less costs to obtain and sell, is established. Refer to Note 9 - Fair Value Measurements for a discussion of the valuation approach and methods for mortgage loans.

The Company accrues interest income on mortgage loans to the extent it is deemed collectible. The Company places loans on non-accrual status, and ceases to recognize interest income when management determines that the collection of interest and repayment of principal is not probable. Any accrued but uncollected interest is reversed out of interest income once a loan is put on non-accrual status. Interest payments received on mortgage loans where interest payments have been deemed uncollectible are recognized on a cash basis and recorded as interest income. If a determination is made that the principal will not be collected, the interest payment received is used to reduce the principal balance. If a mortgage loan has any investment income due and accrued that is 90 days past due and collectible, the investment income will continue to accrue but all accrued interest related to the mortgage loan is reported as a nonadmitted asset, until such time that it has been paid or is deemed uncollectible.

NOTE 3 – SIGNIFICANT ACCOUNTING POLICIES (continued)

Real Estate

Real estate includes properties that are directly-owned and real estate property investments that are directly and wholly-owned through a limited liability company and meet certain criteria. Real estate held for the production of income and home office properties are stated at cost less accumulated depreciation and encumbrances. Real estate held for sale is stated at the lower of cost less accumulated depreciation or fair value, less encumbrances and estimated costs to sell. If there is an indication that the carrying amount of the real estate may not be recoverable, then it must be tested for impairment. If the carrying amount of a real estate investment exceeds its undiscounted cash flows, an OTTI is recorded as a realized loss in net income, calculated as the difference between the carrying amount of the real estate investment and the fair value of the real estate investment. Depreciation of real estate held for the production of income and home office properties is calculated using the straight-line method over the estimated lives of the assets, generally 40 years. Costs of permanent improvements are depreciated over the shorter of their estimated useful life, or the remaining estimated life of the real estate. Rental revenue from leased real estate is recognized on a straight-line basis over the lease term.

Policy Loans

Policy loans are stated at the aggregate balance due. The excess of the unpaid balance of a policy loan that exceeds the cash surrender value is nonadmitted.

Other Invested Assets

Other invested assets include investments in limited partnerships and limited liability companies, including investments in non-insurance subsidiaries, investments in low-income housing tax credits ("LIHTC"), residual tranches of securitizations and other invested assets.

Investments in non-insurance subsidiaries organized as limited liability companies are carried as an asset provided the entity's U.S. GAAP equity is audited and are stated as follows: (1) foreign insurance subsidiaries that have U.S. GAAP audits, are stated at U.S. GAAP equity adjusted for certain assets that are disallowed under statutory accounting practices, otherwise the investment is nonadmitted; (2) non-insurance subsidiaries are carried at U.S. GAAP equity unless they are engaged in certain transactions that are for the benefit of the Company or its affiliates and receive 20% or more of their revenue from the Company or its affiliates. In this case, non-insurance subsidiaries are carried at U.S. GAAP equity adjusted for the same items as foreign insurance subsidiaries; (3) all other assets and liabilities in a downstream holding company are accounted for in accordance with the appropriate NAIC SAP guidance. In the absence of an admissible audit, the entire investment is nonadmitted.

Limited partnerships and limited liability companies which have admissible audits are carried at the underlying audited equity of the investee. The Company nonadmits the entire investment when an admissible audit is not performed. The financial statements of equity method investees are usually not received in time for the Company to apply the equity method at each reporting period. Therefore, the equity pick-up on these investments has been recorded on a one to three-month lag.

The cost basis of limited partnerships and limited liability companies is adjusted for impairments in value deemed to be other-than-temporary, with the difference between cost and carrying value, which approximates fair value, recognized as a realized loss reported in net income. The new cost basis of an impaired limited partnership or limited liability company is not adjusted for subsequent increases in the underlying audited equity of the investee.

Dividends and distributions from limited partnerships and limited liability companies, other than those deemed a return of capital, are recorded in net investment income. Undistributed earnings are included in unrealized gains and losses and are reflected in surplus, net of deferred taxes.

NOTE 3 – SIGNIFICANT ACCOUNTING POLICIES (continued)

LIHTC investments, which are included in other invested assets, are recorded at proportional amortized cost and include remaining unfunded commitments. The carrying value of the investment is amortized into income in proportion to the actual and projected future amounts of tax credits and deductible losses. The amortization is recorded through net investment income.

Residual tranches of securitizations are reported at the lower of cost or market.

Goodwill

Goodwill is defined as the difference between the cost of acquiring an entity and the reporting entity's share of the book value of the acquired entity. Positive goodwill is limited in the aggregate to 10% of the acquiring entity's capital and surplus as required to be shown on the balance sheet of the statutory financial statements most recently filed with its domiciliary state insurance regulator, adjusted to exclude any net positive goodwill, electronic database processing equipment and operating system software, and net deferred tax assets. Goodwill resulting from the purchase of an SCA, joint ventures, partnerships or limited liability companies is amortized to unrealized capital gains and losses on investments over the period in which the acquiring entity benefits economically, not to exceed 10 years. The Company reports goodwill in the carrying value of the investment acquired.

Derivative Instruments

Derivative instruments that qualify and are designated for hedge accounting are valued in a manner consistent with the items being hedged. Periodic payments and receipts on these derivatives are recorded on an accrual basis within net investment income for hedges of fixed income securities, other income for hedges of liabilities, and net realized capital gains and losses for hedges of net investments in foreign operations. Net realized gains and losses are recognized upon termination or maturity of these contracts in a manner consistent with the hedged item and when subject to the IMR, are transferred to the IMR, net of taxes.

To qualify for hedge accounting, the hedge relationship is designated and formally documented at inception, which means any time prior to the first quarterly hedge effectiveness assessment date, by detailing the particular risk, management objective and strategy for the hedge. This includes the item and risk that is being hedged, the derivative that is being used, as well as how effectiveness is being assessed. A derivative must be highly effective in accomplishing the objective of offsetting either changes in fair value or cash flows for the risk being hedged. The hedging relationship is considered highly effective if the changes in fair value or cash flows of the hedging instrument are within 80% to 125% of the inverse changes in the fair value or cash flows of the hedged item. For foreign currency swaps used under a fair value hedge designation, the Company excludes the cross-currency basis spread in its calculation of effectiveness as allowed under statutory accounting guidance. The Company formally assesses effectiveness of its hedging relationships both at the hedge inception and on a quarterly basis over the life of the hedge relationship in accordance with its risk management policy. The Company assesses hedge effectiveness qualitatively on a quarterly basis if (1) the initial quantitative prospective assessment demonstrates that the relationship is expected to be highly effective and (2) at inception, the Company is able to reasonably support an expectation of high effectiveness on a qualitative basis in subsequent periods. The Company continually assesses the credit standing of the derivative counterparty and, if the counterparty is deemed to be no longer creditworthy, the hedge relationship will no longer be considered effective.

The Company discontinues hedge accounting prospectively if: (1) it is determined that the derivative is no longer effective in offsetting changes in the fair value or cash flows of a hedged item; (2) the derivative expired or is sold, terminated, or exercised; (3) it is probable that the forecasted transaction will not occur, or (4) management determines that designation of the derivative as a hedge instrument is no longer appropriate.

NOTE 3 – SIGNIFICANT ACCOUNTING POLICIES (continued)

Derivative instruments that do not qualify or are not designated for hedge accounting are carried at fair value and changes in fair value are recorded in surplus as unrealized gains and losses, net of deferred taxes. Periodic payments and receipts on these derivatives are recorded on an accrual basis within net investment income for hedges of fixed income securities and within other income for hedges of liabilities and net realized capital gains and losses for hedges of foreign net investments, total return swaps, and credit default swaps. Upon termination or maturity, the gains or losses on these contracts are recognized in net realized capital gains and losses, net of taxes. Realized gains or losses on terminated or matured derivatives, which are subject to the IMR, are transferred to the IMR, net of taxes.

The Company also uses derivatives as part of replication transactions. Replication transactions refer to derivative transactions entered into in conjunction with other investments in order to reproduce the investment characteristics of otherwise permissible investments. The accounting for derivatives used in replication transactions depends upon how the underlying cash instrument is accounted for, as well as how the replicated asset would be accounted for if acquired directly; alternatively, the Company can elect to carry the derivative at fair value. The Company uses bonds as the referenced cash instrument in its current replication transactions, and therefore, the derivatives are carried at amortized cost. The Company accrues investment income for the replicated synthetic asset throughout the life of the replication transaction. Realized gains or losses at maturity of the replication transaction, which are subject to the IMR, are transferred to the IMR, net of tax.

Cash, Cash Equivalents and Short-term Investments

Cash and cash equivalents includes cash on hand, amounts due from banks and highly liquid debt instruments that have original maturities of three months or less at date of purchase and are carried at amortized cost. Cash and cash equivalents also include money market mutual funds which are stated at fair value. Short-term investments consist of securities with remaining maturities of one year or less, but greater than three months at the time of acquisition and are carried at amortized cost, which approximates fair value.

AVR and IMR

The AVR is used to stabilize surplus from fluctuations in the fair value of bonds, stocks, mortgage loans, real estate and other invested assets. Changes in the AVR are accounted for as direct increases or decreases in surplus. The IMR captures interest related realized gains and losses on sales (net of taxes) of bonds, preferred stocks, mortgage loans, interest related other-than-temporary impairments (net of taxes) and realized gains or losses (net of taxes) on terminated interest rate related derivatives which are amortized into net income over the expected years to maturity of the investments sold or the item being hedged using the grouped method. An interest related other-than-temporary impairment occurs when the Company has the intent to sell an investment at the reporting date, before recovery of the cost of the investment. For loan-backed and structured securities, the non-interest related other-than-temporary impairment is booked to the AVR, and the interest related portion to the IMR. The Company admits negative IMR up to 10% of its capital and surplus as required to be shown on the balance sheet of the statutory financial statements most recently filed with its domiciliary state insurance regulator, adjusted to exclude any net positive goodwill, electronic database processing equipment and operating system software, net deferred tax assets and admitted net negative IMR.

Loaned Securities and Repurchase Agreements

The Company enters into securities lending agreements whereby certain investment securities are loaned to third-parties. Securities loaned are treated as financing arrangements. With respect to securities loaned, in order to reduce the Company's risk under these transactions, the Company requires initial cash collateral equal to 102% of the fair value of domestic securities loaned. The Company records an offsetting liability in amounts payable under security lending agreements. The Company monitors the fair value of securities loaned with additional collateral obtained as necessary. The borrower of the loaned securities is permitted to sell or repledge those securities.

NOTE 3 – SIGNIFICANT ACCOUNTING POLICIES (continued)

The Company enters into dollar roll repurchase agreements to sell and repurchase securities. Assets to be repurchased are the same, or substantially the same, as the assets sold. The Company agrees to sell securities at a specified price and repurchase the securities at a lower price. The Company receives cash in the amount of the sales proceeds and establishes a liability equal to the repurchase amount. The difference between the sale and repurchase amounts represents deferred income which is earned over the life of the agreement. The liability for repurchasing the assets is included in borrowed money.

The Company enters into tri-party reverse repurchase agreements to purchase and resell short-term securities. The Company receives securities as collateral, having a fair value at least equal to 102% of the purchase price paid by the Company for the securities and the Company's designated custodian takes possession of this collateral. The Company is not permitted to sell or repledge these securities. The collateral is not recorded on the Company's financial statements. However, if the counterparty defaults, the Company would then exercise its rights with respect to the collateral, including a sale of the collateral. The fair value of the securities held as collateral is monitored daily and additional collateral is obtained, where appropriate, to protect against credit exposure. The Company records the amount paid for securities purchased under agreements to resell in cash, cash equivalents and short-term investments.

Premiums and Related Expenses

Life premiums are recognized as revenue when due. Annuity considerations are recognized as revenue when received. Commissions and other costs associated with acquiring new business are charged to operations as incurred. Premiums on guaranteed interest contracts ("GICs") with purchase rate guarantees, which introduce an element of mortality risk, are recorded as income when received. Amounts received or paid under deposit type contracts without mortality or morbidity risk are not reported as income or benefits but are recorded directly as an adjustment to the liability for deposit funds.

Net Investment Income

Income from investments, including amortization of premium, accrual of discount and similar items, as well as income from prepayment penalties, is recorded within net investment income, unless otherwise stated herein.

Dividends to Policyholders

The liability for dividends to policyholders consists principally of dividends expected to be paid during the subsequent year. The allocation of dividends is approved annually by the Board of Directors and is determined by means of formulas, which reflect the relative contribution of each group of policies to divisible surplus.

Policy Reserves

Policy reserves are based on mortality tables and valuation interest rates, which are consistent with statutory requirements and are designed to be sufficient to provide for contractual benefits. The Company holds reserves greater than those developed under the minimum statutory reserving rules when the valuation actuary determines that the minimum statutory reserves are inadequate. Actual results could differ from these estimates and may result in the establishment of additional reserves. The valuation actuary monitors actual experience and, where circumstances warrant, revises assumptions and the related estimates for policy reserves. Refer to Note 12 - Insurance Liabilities for a discussion of reserves in excess of minimum NAIC requirements.

Federal Income Taxes

The Company files a consolidated federal income tax return with certain of its domestic insurance and non-insurance subsidiaries. The consolidated income tax provision or benefit is allocated among the members of the group in accordance with a tax allocation agreement. The tax allocation agreement provides that the Company computes its share of consolidated tax provision or benefit, in general, on a separate company basis, and may, where applicable, include the tax benefits of operating or capital losses utilizable in New York Life's consolidated returns.

NOTE 3 – SIGNIFICANT ACCOUNTING POLICIES (continued)

Intercompany tax balances are settled quarterly on an estimated basis with a final settlement occurring within 30 days of the filing of the consolidated tax return. Current federal income taxes are charged or credited to operations based upon amounts estimated to be payable or recoverable as a result of taxable operations for the current year and any adjustments to such estimates from prior years.

The Company generally recognizes deferred federal income tax assets ("DTAs") and deferred federal income tax liabilities ("DTLs") for expected future tax consequences of temporary differences between statutory and taxable income. Changes in DTAs and DTLs are recognized as a separate component of surplus (except for the net deferred taxes related to investments, which are included in unrealized gains and losses). Limitations on the admitted amount of DTA are calculated in accordance with SSAP No. 101, Income Taxes, a replacement of SSAP 10R and SSAP 10. Gross DTAs are reduced by a statutory valuation allowance if it is more likely than not that some portion or all of the gross DTA will not be realized. The Company is required to establish a tax loss contingency if it is more likely than not that a tax position will not be sustained. The amount of the contingency reserve is management's best estimate of the amount of the original tax benefit that could be reversed upon audit, unless the best estimate is greater than 50% of the original tax benefit, in which case the reserve is equal to the entire tax benefit. Refer to Note 16 - Income Taxes for more detailed information about the Company's income taxes.

Separate Accounts

The Company has established both non-guaranteed and guaranteed separate accounts with varying investment objectives which are segregated from the Company's general account and are maintained for the benefit of separate accounts policyholders. The Company has market value guaranteed separate accounts, for which supplemental separate account assets are used to fund the excess of the actuarial liability for future guaranteed payments over the market value of the assets. Assets held in non-guaranteed separate accounts and market value guaranteed separate accounts are stated at market value. Assets held in guaranteed book value separate accounts are carried at the same basis as the general account.

The liability for separate accounts represents policyholders' interests in the separate accounts assets, excluding liabilities representing due and accrued transfers to the general account. The liability for non-guaranteed and guaranteed market value separate accounts represents policyholders' interests in the separate accounts assets, including accumulated net investment income and realized and unrealized gains and losses on those assets. For the book value guaranteed separate accounts, the liability represents amounts due to policyholders pursuant to the terms of the contract.

Funds Held Under Coinsurance

Funds held under coinsurance primarily represent balances payable related to certain reinsurance assumed contracts that were partially retroceded. The balances are determined based on the percent of the liabilities retroceded, including certain insurance related payables and receivables as stipulated by the reinsurance agreements. Refer to Note 13 - Reinsurance for additional discussion on assumed reinsurance.

Other Assets and Liabilities

Other assets primarily consist of cash value on corporate owned life insurance, net DTA, receivables from subsidiaries and affiliates, interest in annuity contracts, and current tax receivable. Corporate owned life insurance is carried at cash surrender value with changes in cash surrender value reported in Other income in the accompanying Statutory Statements of Operations.

Other liabilities primarily consist of amounts withheld by the Company, employee benefit plan liabilities, accrued expenses, derivative liabilities, and remittances.

NOTE 3 – SIGNIFICANT ACCOUNTING POLICIES (continued)

Nonadmitted Assets

Under statutory accounting practices, certain assets are designated as nonadmitted assets and are not included in the accompanying Statutory Statements of Financial Position since these assets are not permitted by the Department to be taken into account in determining the Company's financial condition.
Nonadmitted assets typically include furniture and equipment, agents' debit balances, goodwill exceeding 10% of adjusted surplus, DTAs not realizable within three years, receivables over 90 days old and overfunded plan assets on qualified benefit plans, and the value of certain entities for which a permissible audit has not been performed. Changes to nonadmitted assets are reported as a direct adjustment to surplus in the accompanying Statutory Statements of Changes in Surplus.

Fair Value of Financial Instruments and Insurance Liabilities

Fair value of various assets and liabilities are included throughout the notes to the financial statements. Specifically, fair value disclosure of investments held is reported in Note 6 - Investments. Fair values for derivative instruments are included in Note 7 - Derivative Instruments and Risk Management. Fair values for insurance liabilities are reported in Note 12 - Insurance Liabilities. The aggregate fair value of all financial instruments summarized by type is included in Note 9 - Fair Value Measurements.

Contingencies

Amounts related to contingencies are accrued if it is probable that a liability has been incurred and an amount is reasonably estimable.

At the inception of a guarantee (except unlimited guarantees and guarantees made to or on behalf of wholly owned subsidiaries that have zero or positive equity), the Company recognizes an initial liability at fair value for the obligations it has undertaken, regardless of the probability of performance under the guarantee. This includes guarantees made on behalf of affiliates other than wholly owned subsidiaries unless the guarantee is deemed unlimited.

Foreign Currency Translation and Transactions

The Company's Canadian insurance operations, except for activity related to the bond, short-term investment, and cash equivalent portfolio, are stated in Canadian dollars, with a single foreign currency adjustment of the net value reflected in unrealized gains and losses as a component of surplus. Bonds, short-term investments and cash equivalents are shown at their USD value with changes in foreign currency also reflected in unrealized gains and losses as a component of surplus. For all other foreign currency items, income and expenses are translated at the average exchange rate for the period while assets and liabilities are translated using the spot rate in effect at the date of the statements. Changes in the asset and liability values due to fluctuations in foreign currency exchange rates including translating foreign investments included in limited partnerships and other invested assets are recorded as unrealized capital gains and losses in surplus until the asset is sold or exchanged or the liability is settled. Upon settlement, previously recorded unrealized capital gains and losses are reversed, and the foreign exchange gain or loss for the entire holding period is recorded as a realized capital gain or loss in net income.

Benefit Plans

The Company maintains various tax-qualified and non-qualified plans that provide defined benefit pension and other postretirement benefits covering eligible U.S. employees and agents. A December 31st measurement date is used for all defined benefit pension and other postretirement benefit plans.

The Company recognizes the funded status of each of the pension and postretirement plans on the accompanying Statutory Statements of Financial Position. The funded status of a plan is measured as the difference between plan assets at fair value and the projected benefit obligation ("PBO") for pension plans or the accumulated postretirement benefit obligation ("APBO") for other postretirement plans.

NOTE 3 – SIGNIFICANT ACCOUNTING POLICIES (continued)

The PBO is defined as the actuarially calculated present value of vested and non-vested pension benefits accrued based on service accruals through the measurement date and anticipated future compensation levels. This is the basis upon which pension liabilities and net periodic benefit cost are determined. The PBO of the defined benefit pension plans is determined using a variety of actuarial assumptions, from which actual results may vary.
The APBO represents the actuarially calculated present value of other postretirement benefits attributed to employee services rendered through the measurement date. This is the valuation basis upon which postretirement benefit liabilities and net periodic postretirement benefit cost are determined. The APBO is determined using a variety of actuarial assumptions, from which actual results may vary.

For pension and postretirement benefits, the Company recognizes the net periodic benefit cost as an expense in the accompanying Statutory Statements of Operations.

Net periodic benefit cost is determined using management estimates and actuarial assumptions to derive service cost, interest cost, and expected return on plan assets for a particular year. Net periodic benefit cost also includes the applicable amortization of any prior service cost (credit) arising from the increase (decrease) in prior years' benefit costs due to plan amendments. These costs are amortized into net periodic benefit cost over the expected service years of employees whose benefits are affected by such plan amendments. Actual experience related to plan assets and/or the benefit obligations may differ from that originally assumed when determining net periodic benefit cost for a particular period and future assumptions may change, resulting in gains or losses. To the extent such aggregate gains or losses exceed 10 percent of the greater of the benefit obligations or the market value of assets of the plan; they are amortized into net periodic benefit cost over the expected service years of employees expected to receive benefits under the plans.

The obligations and expenses associated with these plans require an extensive use of assumptions such as the discount rate, expected rate of return on plan assets, rate of future compensation increases, healthcare cost trend rates, as well as assumptions regarding participant demographics such as age at retirement, withdrawal rates, and mortality. Management, in consultation with its external consulting actuarial firm, determines these assumptions based upon a variety of factors such as historical performance of the plan and its assets, currently available market and industry data, and expected benefit payout streams. The assumptions used may differ materially from actual results due to, among other factors, changing market and economic conditions and changes in participant demographics.

The Company also sponsors tax-qualified defined contribution plans for eligible U.S. employees and agents. The defined contribution plan for employees matches a portion of employees' contributions. Accordingly, the Company recognizes compensation cost for current matching contributions. The defined contribution plan for agents provides for discretionary Company contributions for eligible agents. Accordingly, the Company recognizes compensation cost for current discretionary contributions. As all contributions are transferred timely to the trust for these plans, no liability for matching or discretionary contributions is recognized in the accompanying Statutory Statements of Financial Position.

The Company also maintains for certain eligible participants a non-qualified unfunded arrangement that credits deferral amounts and matching contributions with respect to compensation in excess of the amount that may be taken into account under the tax-qualified defined contribution plan because of applicable Internal Revenue Service ("IRS") limits. Accordingly, the Company recognizes compensation cost for current matching contributions and holds a liability for these benefits, which is included in Other liabilities in the accompanying Statutory Statements of Financial Position.

The Company provides certain benefits to eligible employees during employment for paid absences and after employment but before retirement. A liability for these benefits is accrued when the benefit is incurred.

NOTE 4 – BUSINESS RISKS AND UNCERTAINTIES

The Company is exposed to various risks, including, but not limited to, insurance, financial, operational, and regulatory risks.

The Company is regulated by the insurance departments of the states and territories where it is licensed to do business. Although the federal government does not directly regulate the business of insurance, federal legislation and administrative policies can significantly and adversely affect the insurance industry and the Company. The Company is unable to predict whether any administrative or legislative proposals, at either the federal or state level, will be adopted in the future, or the effect, if any, such proposals would have on the Company.

The Company's insurance liabilities and assets under management are exposed to market risk, policyholder behavior risk, and mortality/longevity risk.

Market volatility and other equity market conditions may affect the Company's exposure to risks related to guaranteed death benefits and guaranteed living benefits on variable annuity ("VA") and certain variable universal life ("VUL") products issued by NYLIAC. Furthermore, the level of sales of the Company's insurance and investment products is influenced by many factors, including general market rates of interest, the strength, weakness and volatility of equity markets, and terms and conditions of competing products.

The Company is exposed to the risks normally associated with an investment portfolio, which include general risk of loss of investment, market volatility, interest rate, liquidity, credit, valuation, regulatory change, currency, geographic and counterparty risks. In addition, the investment portfolio is exposed to climate risk, which may affect the value of the Company's investments.

The Company is subject to various operational risks that could adversely impact its profitability, notably technology risks, which include cybersecurity. Technology risks may involve failures or inadequacies in the Company's technology systems, including the risk of damage to or theft of Company information, whether in digital or physical formats, or breaches of the Company's technology platforms. Operational risks also include business disruption risks, which may involve disruptions to mission-critical business functions as a result of system or infrastructure failures, malicious activity, pandemics, and natural and man-made disasters. Climate change may increase the frequency and severity of certain natural disasters that can lead to operational risks.

The Company continues to monitor the economic environment and other potential impacts relating to the COVID-19 pandemic. The Company has maintained effective operations and levels of policyholder service throughout the course of the pandemic.

NOTE 5 – RECENT ACCOUNTING PRONOUNCEMENTS

Changes in Accounting Principles

Accounting changes adopted to conform to the provisions of NAIC SAP or other state prescribed accounting practices are reported as changes in accounting principles. The cumulative effect of changes in accounting principles is generally reported as an adjustment to unassigned surplus in the period of the change in accounting principle. Generally, the cumulative effect is the difference between the amount of capital and surplus at the beginning of the year and the amount of capital and surplus that would have been reported at that date if the new accounting principles had been applied retroactively for all prior periods.

The NAIC adopted revisions to SSAP No. 48 "Joint Ventures, Partnerships and Limited Liability Companies", SSAP No. 30 "Common Stock" and SSAP No. 32 "Preferred Stock" regarding residual investments. The amended guidance clarified that equity investments issued from entities that are in substance securitization vehicles are to be reported as residual investments. The adoption of this guidance had no impact to the Company's surplus, but required the reclassification of $102 million of investments in limited partnerships as residual investments.

The NAIC adopted INT 23-01, which is an interpretation that prescribes limited-time, optional, statutory accounting guidance as an exception to the existing guidance detailed in SSAP No. 7 “Asset Valuation Reserve and Interest Maintenance Reserve” and the annual statement instructions that requires non-admittance of a negative IMR. Under the INT, reporting entities are allowed to admit negative IMR if certain criteria are met. The adoption of this guidance allowed the Company to admit $471 million of negative IMR at December 31, 2023, which increased the Company's total assets. There was no impact to net income from this change. New disclosures required under the INT have been included in Note 6 – Investments.

The NAIC adopted revisions to SSAP No. 86 “Derivatives”, which adopt with modification U.S. GAAP guidance in determining hedge effectiveness. More specifically, SSAP No. 86 was modified to incorporate measurement guidance for excluded components when measuring hedge effectiveness of foreign currency swaps and foreign currency forwards. In addition, new guidance was added regarding the portfolio layer method and partial term hedges for fair value hedges. The Company adopted this guidance on January 1, 2023 with no impact to surplus at adoption. New disclosures related to this guidance were added to Note 7 - Derivative Instruments and Risk Management.

The NAIC adopted revisions to SSAP No. 43R “Loan-Backed and Structured Securities” to require residual tranches of securitizations to be reported as other invested assets at the lower of cost or market. Residual tranches have been defined under SSAP 43R as those investments in a securitization that have no contractual payments, whether principal or interest, or both and where payment to the holders of the instruments only occurs after contractual interest and principal payments have been made to the other tranches in the securitization based on any remaining funds. The Company adopted this guidance at December 31, 2022 and reclassified residual tranches with a book value of $73 million from Bonds to Other invested assets. The reclassification had no impact on income or surplus.

The NAIC adopted revisions to SSAP No. 25 “Affiliates and Other Related Parties” in 2022, with additional revisions issued in 2023, to clarify that for entities not controlled by voting interests, such as limited partnerships, trusts and other special purpose entities, control may be held by a general partner, servicer, or by other arrangements. The ability of the reporting entity or its affiliates to direct the management and policies of an entity through such arrangements shall constitute control as defined in SSAP 25. Updates were also adopted in SSAP 43R to clarify that investments from any arrangement that results in direct or indirect control of an investee, which include but are not limited to control through a servicer or other controlling arrangement, shall be reported as affiliated in accordance with SSAP 25. The Company invests in asset-backed securities issued by securitization vehicles that are managed by its asset management affiliates. These investments do not have any credit risk exposure to affiliates, but are now reported as affiliated investments in Note 6 - Investments based on the revisions adopted. Reporting these investments as affiliated only impacted disclosures and had no impact on the Company’s income or surplus.

NOTE 5 – RECENT ACCOUNTING PRONOUNCEMENTS (continued)

In 2020, the NAIC issued Interpretation 20-01 to provide statutory accounting and reporting guidance for the adoption of ASU 2020-04 *Reference Rate Reform (Topic 848): Facilitation of the Effects of Reference Rate Reform on Financial Reporting* under U.S. GAAP. This Interpretation adopts, with minor modification, the U.S. GAAP adopted guidance, which provides optional expedients and exceptions for applying current accounting guidance to contracts, hedging relationships and other transactions affected by reference rate reform if certain criteria are met, through December 31, 2024. The Company is performing an ongoing evaluation of the impact of reference rate reform on its contracts and hedging relationships. Since most of the Company's contracts and hedging relationships are expected to meet the criteria for applying the accounting expedients listed in the Interpretation, reference rate reform has no material impact to the Company's surplus or net income at December 31, 2023.

NOTE 6 - INVESTMENTS

Bonds

The carrying value and estimated fair value of bonds by maturity at December 31, 2023 and 2022, were as follows (in millions):

	2023		2022	
	Carrying Value	**Estimated Fair Value**	**Carrying Value**	**Estimated Fair Value**
Due in one year or less	$ 5,317	$ 5,173	$ 4,903	$ 4,786
Due after one year through five years[1]	39,342	38,070	33,758	32,000
Due after five years through ten years	38,051	35,910	39,421	35,647
Due after ten years	53,978	47,722	51,111	42,495
Total	$ 136,688	$ 126,875	$ 129,193	$ 114,928

(1) Includes an affiliated bond issued by Madison Capital Funding LLC ("MCF"). Refer to Note 11 - Related Party Transactions for a more detailed discussion of related party investments.

Corporate bonds are shown based on contractual maturity. Expected maturities may differ from contractual maturities because issuers may have the right to call or prepay obligations with or without call or prepayment penalties. Mortgage and asset-backed securities ("ABS") are not due at a single maturity date and therefore are shown based on the expected cash flows of the underlying loans, which includes estimates of anticipated future prepayments.

In addition to the information disclosed above, short-term investments with a carrying value of $46 million and $274 million at December 31, 2023 and 2022, respectively, and cash equivalents with a carrying value of $3,473 million and $2,148 million at December 31, 2023 and 2022, respectively, are due in one year or less. Carrying value approximates fair value for these investments.

NOTE 6 - INVESTMENTS (continued)

At December 31, 2023 and 2022, the distribution of gross unrealized gains and losses on bonds were as follows (in millions):

	2023			
	Carrying Value	Unrealized Gains	Unrealized Losses	Estimated Fair Value
U.S. governments	$ 8,596	$ 10	$ 2,416	$ 6,191
All other governments	890	45	39	897
U.S. special revenue and special assessment	20,387	442	1,389	19,440
Industrial and miscellaneous unaffiliated	101,663	1,454	7,902	95,216
Parent, subsidiaries, and affiliates[(1)]	3,684	—	20	3,665
Hybrid securities	1	—	—	1
SVO identified funds	1,466	—	—	1,466
Total	$ 136,688	$ 1,952	$ 11,765	$ 126,875

[(1)] The balance includes $262 million of ABS investments that are managed by affiliates of the Company but have no credit risk exposure to those affiliates.

	2022			
	Carrying Value	Unrealized Gains	Unrealized Losses	Estimated Fair Value
U.S. governments	$ 8,689	$ 11	$ 2,445	$ 6,255
All other governments	813	45	41	817
U.S. special revenue and special assessment	20,354	234	1,854	18,734
Industrial and miscellaneous unaffiliated	95,264	572	10,681	85,155
Parent, subsidiaries, and affiliates[(1)]	3,908	1	107	3,802
Hybrid securities	1	—	—	1
SVO identified funds	164	—	—	164
Total	$ 129,193	$ 863	$ 15,128	$ 114,928

[(1)] The balance includes $262 million of ABS investments that are managed by affiliates of the Company but have no credit risk exposure to those affiliates

Common and Preferred Stocks

The following table presents the carrying value and change in unrealized gains (losses) of common and preferred stocks at December 31, 2023 and 2022 (in millions):

	2023		2022	
	Carrying Value	Change in Unrealized Gains (Losses)	Carrying Value	Change in Unrealized Gains (Losses)
Common stock of insurance subsidiaries[(1)]	$ 13,191	$ 578	$ 12,421	$ (1,167)
Unaffiliated common stock	552	(188)	1,018	(171)
Preferred stock	164	(16)	113	(17)
Total	$ 13,907	$ 374	$ 13,552	$ (1,355)

[(1)] The balance includes $1,904 million and $1,963 million of goodwill related to the acquisition of New York Life Group Benefit Solutions ("GBS") for the years ended December 31, 2023 and 2022 respectively. For additional information on goodwill, refer to the Admitted Goodwill section below.

NOTE 6 - INVESTMENTS (continued)

Mortgage Loans

The Company's mortgage loans are diversified by property type, location and borrower, and are collateralized. The maximum and minimum lending rates for new commercial mortgage loans funded during 2023 were 12.7% and 5.5% and funded during 2022 were 7.8% and 2.3%, respectively. For 2023 and 2022, the maximum percentage of any one commercial loan to the value of the collateral at the time of the loan, exclusive of insured or guaranteed or purchase money mortgages, was 92.4% (average percentage was 56.8% and 54.1% at December 31, 2023 and December 31, 2022, respectively). For 2023 and 2022, the maximum percentage of any residential loan to the value of the collateral at the time of the loan was 80.0% (average percentage was 23.1% and 25.2% at December 31, 2023 and December 31, 2022, respectively). The Company has no significant credit risk exposure to any one individual borrower.

Under certain mortgage loan agreements, the Company and other unrelated third party lenders hold interest in the mortgage loans. Under these agreements, the Company is not able to unilaterally foreclose on the mortgage loan in an event of default. At December 31, 2023 and 2022, the Company had mortgage loans outstanding under this type of agreement of $2,441 million and $2,789 million, respectively. In addition, NYLIAC, LINA and NYLGICNY participates in mortgage loans originated by the Company whereby NYLIAC's, LINA's and NYLGICNY's consent may be required in order to foreclose on a mortgage loan. Refer to Note 11 - Related Party Transactions for more detail on these transactions.

At December 31, 2023 and 2022, the distribution of the mortgage loan portfolio by property type and geographic location was as follows (in millions):

	2023		2022	
	Carrying Value	**% of Total**	**Carrying Value**	**% of Total**
Property type:				
Apartment buildings	$ 7,106	32.2 %	$ 7,611	34.5 %
Industrial	6,969	31.5	6,054	27.5
Office buildings	4,427	20.0	4,894	22.2
Retail facilities	2,756	12.5	3,053	13.8
Hotels	360	1.6	380	1.7
Other	485	2.2	56	0.3
Residential	1	—	1	—
Total	$ 22,104	100.0 %	$ 22,049	100.0 %

	2023		2022	
	Carrying Value	**% of Total**	**Carrying Value**	**% of Total**
Geographic location:				
Central	$ 6,375	28.8 %	$ 6,424	29.1 %
South Atlantic	5,167	23.4	5,235	23.8
Pacific	5,121	23.2	5,067	23.0
Middle Atlantic	4,423	20.0	4,345	19.7
New England	931	4.2	957	4.3
Other	87	0.4	21	0.1
Total	$ 22,104	100.0 %	$ 22,049	100.0 %

At December 31, 2023 and 2022, there were $177 million of mortgage loans past due 90 days and over for both periods.

NOTE 6 - INVESTMENTS (continued)

The Company maintains a watchlist of commercial mortgage loans that may potentially be impaired. Some of the general guidelines analyzed to include commercial loans within the watchlist are loan-to-value ratio ("LTV"), asset performance such as debt service coverage ratio, lease rollovers, income and expense hurdles, major tenant or borrower issues, the economic climate, and catastrophic events, among others. Collateral securing loans placed on the watchlist generally take priority in being revalued in the Company's inspection/evaluation commercial loan program that revalues properties securing commercial mortgage loans.

Fair value of the collateral for commercial mortgages (excluding credit loans) over $10 million is generally updated every three years, unless a more current appraisal is warranted. For portfolio loans, which are collateralized by multiple commercial properties, inspections are done every three years for approximately 50% of the properties in the portfolio. Commercial mortgages less than $10 million have an on-site inspection performed by an external inspection service generally every three years. If the loan is determined to be potentially troubled, the loan is more frequently monitored as to its status. Certain properties that serve as collateral for commercial mortgages have been placed on a different schedule to address additional risks that resulted from rising interest rates or distress in the market due to return to work issues. LTV, which is based on collateral values, is deemed as one of the key mortgage loan indicators to assess credit quality and to assist in identifying problem loans At December 31, 2023 and 2022, LTVs on the Company's mortgage loans were as follows (in millions):

	2023							
Loan to Value % (By Class)	**Apartment Bldgs**	**Office Bldgs**	**Industrial**	**Retail Facilities**	**Hotel**	**Residential**	**Other**	**Total**
Above 95%	$ —	$ 357	$ —	$ —	$ —	$ —	$ —	$ 357
91% to 95%	4	58	—	177	—	—	19	259
81% to 90%	45	635	—	163	28	—	—	871
71% to 80%	177	545	87	221	—	—	17	1,047
Below 70%	6,880	2,831	6,883	2,195	331	1	449	19,570
Total	$ 7,106	$ 4,427	$ 6,969	$ 2,756	$ 360	$ 1	$ 485	$ 22,104

	2022							
Loan to Value % (By Class)	**Apartment Bldgs**	**Office Bldgs**	**Industrial**	**Retail Facilities**	**Hotel**	**Residential**	**Other**	**Total**
Above 95%	$ 24	$ 188	$ —	$ —	$ —	$ —	$ —	$ 212
91% to 95%	—	—	—	177	—	—	—	177
81% to 90%	—	37	—	141	20	—	—	198
71% to 80%	431	396	48	152	27	—	2	1,056
Below 70%	7,156	4,273	6,006	2,583	333	1	54	20,406
Total	$ 7,611	$ 4,894	$ 6,054	$ 3,053	$ 380	$ 1	$ 56	$ 22,049

At December 31, 2023 and 2022, impaired mortgage loans were as follows (in millions):

Type	**Impaired Loans with Allowance for Credit Losses**		**Related Allowance**		**Impaired Loans Without Allowance for Credit Losses**		**Average Recorded Investment**		**Interest Income Recognized**	
	2023	**2022**	**2023**	**2022**	**2023**	**2022**	**2023**	**2022**	**2023**	**2022**
Commercial	$ 228	$ —	$ 71	$ —	$ 177	$ 177	$ 219	$ 86	$ 20	$ 12

NOTE 6 - INVESTMENTS (continued)

Real Estate

At December 31, 2023 and 2022, the carrying value of the Company's real estate portfolio consisted of the following (in millions):

	2023	2022
Investment property	$ 2,228	$ 2,018
Properties for Company use	296	283
Total	$ 2,524	$ 2,301

Accumulated depreciation on real estate at December 31, 2023 and 2022 was $1,073 million and $912 million, respectively. Depreciation expense for the years ended December 31, 2023 and 2022 was $107 million and $96 million, respectively, and was recorded as an investment expense, a component of Net investment income in the accompanying Statutory Statements of Operations. The Company had $66 million and $39 million of realized gains on the disposition of investment properties during 2023 and 2022, respectively.

In addition to the above, the Company owns real estate in certain proprietary LLC structures, which are included within Other invested assets in the accompanying Statutory Statements of Financial Position, of $773 million and $1,057 million at December 31, 2023 and 2022, respectively.

Other Invested Assets

The carrying value of other invested assets at December 31, 2023 and 2022 consisted of the following (in millions):

	2023	2022
Limited partnerships and limited liability companies	$ 12,125	$ 12,150
Affiliated non-insurance subsidiaries	1,182	1,195
Other investments	537	437
Derivative collateral	245	656
LIHTC investments	274	237
Loans to affiliates	68	20
Total other invested assets[1]	$ 14,431	$ 14,695

[1] At December 31, 2023 and 2022, the Company had $184 million ($154 million related to affiliated non-insurance subsidiaries and $30 million related to limited partnerships and LIHTC) and $173 million ($148 million related to affiliated non-insurance subsidiaries and $25 million related to limited partnerships and LIHTC), respectively, of investments in other invested assets that were nonadmitted, and therefore, excluded from the amounts.

Net investment income (loss) and change in unrealized gains (losses) for other invested assets for the years ended December 31, 2023 and 2022 consisted of the following (in millions):

	2023		2022	
	Net Investment Income (Loss)	Change in Unrealized Gains (Losses) [1]	Net Investment Income (Loss)	Change in Unrealized Gains (Losses) [1]
Limited partnerships and limited liability companies	$ 579	$ (123)	$ 980	$ (60)
Affiliated non-insurance subsidiaries	478	269	214	(5)
LIHTC investments	(26)	—	(19)	—
Other investments	29	(7)	14	(8)
Loans to affiliates	3	—	1	—
Total other invested assets	$ 1,063	$ 139	$ 1,190	$ (73)

[1] Includes unrealized foreign exchange gains (losses) of $86 million and $(200) million in 2023 and 2022, respectively.

NOTE 6 - INVESTMENTS (continued)

Limited partnerships and limited liability companies primarily consist of limited partnership interests in leveraged buy-out funds, real estate funds, mezzanine funds and other private equity investments. Distributions, other than those deemed a return of capital, are recorded as Net investment income in the accompanying Statutory Statements of Operations. Undistributed earnings are included in Change in net unrealized capital gains on investments in the accompanying Statutory Statements of Changes in Surplus.

Affiliated non-insurance subsidiaries consist of the Company's limited liability company investments in New York Life Investment Management Holdings LLC ("NYL Investments"), NYL Investors LLC ("NYL Investors"), New York Life Enterprises ("NYLE") , NYLIFE LLC and MCF. Refer to Note 11 - Related Party Transactions for a more detailed discussion of the Company's transactions with related parties. Dividends are recorded in net investment income when declared and changes in the equity of subsidiaries are recorded in Change in unrealized capital gains on investments in the accompanying Statutory Statements of changes in surplus.

Other investments consist primarily of investments in surplus notes, preferred units of limited partnerships, residual tranches of securitizations, and other investments with characteristics of debt. Interest earned on these investments is included in Net investment income in the accompanying Statutory Statements of Operations.

The Company receives tax credits related to its investments in LIHTC partnerships. The Company's unexpired tax credits on its investments in LIHTC expire within a range of 1 year to 13 years. During 2023 and 2022, the Company recorded amortization on these investments under the proportional amortized cost method which is included in net investment income of $26 million and $19 million, respectively. The Company recorded tax credits and other tax benefits on these investments of $29 million and $21 million for 2023 and 2022, respectively. The minimum holding period required for the Company's LIHTC investments extends from 1 years to 16 years. The LIHTC investments are periodically subject to regulatory reviews by housing authorities where the properties are located. The Company is not aware of any adverse issues related to such regulatory reviews.

For loans to affiliates, refer to Note 11 - Related Party Transactions, which includes a more detailed discussion of the Company's loans to affiliates.

Admitted Goodwill

The following table represents goodwill generated under the statutory purchase method of accounting ($ in millions):

Purchased Entity	Financial Statement Line	Acquisition Date	Cost of Acquisition	Original Amount of Goodwill	Original Amount of Goodwill Admitted	Admitted Goodwill at 12/31/23	Amortization for the Year Ended 12/31/23	Book Value	Admitted Goodwill as a % of Book Adjusted Carrying Value, Gross of Admitted Goodwill
LINA	Common and preferred stocks	December 31, 2020	$ 5,975	$ 4,101	$ 1,932	$ 1,820	$ 404	$ 1,860	98 %
NYLGICNY	Common and preferred stocks	December 31, 2020	$ 220	$ 126	$ 126	$ 84	$ 14	$ 190	44 %
Stone Ridge Holdings Group LLC	Other invested assets	January 3, 2017	$ 150	$ 132	$ 132	$ 40	$ 13	$ 100	40 %

NOTE 6 - INVESTMENTS (continued)

As required under NAIC SAP, goodwill is limited in the aggregate to 10% of the acquiring entity's capital and surplus, adjusted to exclude any net positive goodwill, electronic database processing equipment and operating system software, and net deferred tax assets. The table below shows the calculation of the Company's adjusted surplus for purposes of the goodwill admissibility calculation ($ in millions):

	Calculation of Limitation as of	
	September 30, 2023	December 31, 2023
Capital and surplus	$ 23,298	
Less:		
Admitted positive goodwill	1,934	
Admitted EDP equipment and operating system software	29	
Admitted net deferred taxes	1,902	
Total adjustments	3,865	
Adjusted capital and surplus	$ 19,433	
Limitation on amount of goodwill (adjusted capital and surplus times 10%)		$ 1,943
Current period reported admitted goodwill		$ 1,943
Current period admitted goodwill as a % of prior period adjusted capital and surplus		10 %

NOTE 6 - INVESTMENTS (continued)

Assets on Deposit or Pledged as Collateral

At December 31, 2023 and 2022, the Company's restricted assets (including pledged collateral) were as follows ($ in millions):

	2023							
	Gross (Admitted and Nonadmitted) Restricted						Percentage	
Restricted Asset Category	Total General Account	Total Separate Account Restricted Assets	Total	Total From Prior Year	Increase (Decrease)	Total Admitted Restricted	Gross (Admitted and Non-admitted) Restricted to Total Assets	Admitted Restricted to Total Admitted Assets
Collateral held under security lending agreements	$ 1,093	$ —	$ 1,093	$ 511	$ 582	$ 1,093	0.5 %	0.5 %
Subject to reverse repurchase agreements	769	—	769	162	607	769	0.3	0.3
Subject to dollar repurchase agreements	—	6	6	26	(20)	6	—	—
Letter stock or securities restricted as to sale - excluding Federal Home Loan Bank ("FHLB") capital stock	182	—	182	124	58	182	0.1	0.1
FHLB capital stock	186	—	186	212	(26)	186	0.1	0.1
On deposit with states	270	—	270	326	(56)	270	0.1	0.1
Pledged as collateral to FHLB (including assets backing funding agreements)	3,118	—	3,118	3,692	(574)	3,118	1.3	1.3
Pledged as collateral or other restricted assets not captured in other categories[(1)]	8,023	—	8,023	8,429	(406)	8,023	3.4	3.5
Total restricted assets	$ 13,640	$ 6	$ 13,647	$ 13,482	$ 165	$ 13,647	5.8 %	5.9 %

[(1)] Includes assets of $6,949 million which are permanently restricted and inure solely to the benefit of the reinsured policyholders.

NOTE 6 - INVESTMENTS (continued)

	2022							
	Gross (Admitted and Nonadmitted) Restricted						Percentage	
Restricted Asset Category	Total General Account	Total Separate Account Restricted Assets	Total	Total From Prior Year	Increase (Decrease)	Total Admitted Restricted	Gross (Admitted and Non-admitted) Restricted to Total Assets	Admitted Restricted to Total Admitted Assets
Collateral held under security lending agreements	$ 511	$ —	$ 511	$ 604	$ (93)	$ 511	0.2 %	0.2 %
Subject to reverse repurchase agreements	162	—	162	124	38	162	0.1	0.1
Subject to dollar repurchase agreements	—	26	26	318	(292)	26	—	—
Letter stock or securities restricted as to sale - excluding FHLB capital stock	124	—	124	154	(30)	124	0.1	0.1
FHLB capital stock	212	—	212	159	53	212	0.1	0.1
On deposit with states	326	—	326	250	76	326	0.1	0.1
Pledged as collateral to FHLB (including assets backing funding agreements)	3,692	—	3,692	2,461	1,231	3,692	1.6	1.7
Reinsurance collateral assets[(1)]	8,429	—	8,429	8,868	(439)	8,429	3.7	3.8
Total restricted assets	$ 13,456	$ 26	$ 13,482	$ 12,938	$ 544	$ 13,482	5.9 %	6.1 %

[(1)] Includes assets of $7,277 million which are permanently restricted and inure solely to the benefit of the reinsured policyholders.

Loaned Securities and Repurchase Agreements

The Company participates in securities lending programs whereby securities, which are included in investments, are loaned to third-parties for the purpose of enhancing income on securities held through reinvestment of cash collateral received upon lending. For securities lending transactions, the Company requires initial collateral, usually in the form of cash, equal to 102% of the fair value of domestic securities loaned. The borrower of the loaned securities is permitted to sell or repledge those securities. At December 31, 2023 and 2022, the Company recorded cash collateral received under these agreements of $1,093 million and $511 million, respectively, and established a corresponding liability for the same amount, which is included in amounts payable under security lending agreements. For securities lending transactions, the carrying value of securities classified as bonds and on loan at December 31, 2023 was $1,086 million, with a fair value of $1,071 million. At December 31, 2022, the carrying value was $566 million, with a fair value of $500 million. The reinvested collateral is reported in bonds, and Cash, cash equivalent and short-term investments in the accompanying Statutory Statements of Financial Position. The total fair value of all reinvested collateral positions was $1,126 million and $534 million at December 31, 2023 and 2022, respectively. At December 31, 2023 and 2022, there were no separate account securities lending agreements.

At December 31, 2023, the carrying value and fair value of securities held under agreements to purchase and resell was $769 million, which were classified as tri-party reverse repurchase agreements and included in Cash, cash equivalents, and short-term investments in the accompanying Statutory Statements of Financial Position. The securities had a weighted average maturity of two days and a weighted average yield of 1.2%. At December 31, 2022, the carrying value and fair value of securities held under agreements to purchase and resell was $162 million, which were classified as tri-party reverse repurchase agreements and included in Cash, cash equivalents, and short-term investments in the accompanying Statutory Statements of Financial Position. The securities had a weighted average maturity of three days and a weighted average yield of 0.1%.

NOTE 6 - INVESTMENTS (continued)

The Company participates in dollar repurchase agreements to sell and repurchase securities. The purchaser of the securities is permitted to sell or repledge those securities. The liability for repurchasing the assets is included in Borrowed money in the accompanying Statutory Statements of Financial Position. At December 31, 2023 and 2022, the Company was a party to dollar repurchase agreements in the separate accounts for $6 million and $27 million, respectively. At December 31, 2023 and 2022, the Company's general account did not enter into any dollar repurchase agreements.

Collateral Received

At December 31, 2023 and 2022, assets received as collateral reflected within the accompanying Statutory Statements of Financial Position, along with a liability to return such collateral, were as follows ($ in millions):

	2023			
Cash Collateral Assets	**Book/Adjusted Carrying Value**	**Fair Value**	**% of Total Assets (Admitted and Nonadmitted)**	**% of Total Admitted Assets**
Securities lending	$ 1,093	$ 1,093	0.5 %	0.5 %
Derivatives	679	679	0.3	0.3
Total (General Account)	$ 1,772	$ 1,772	0.8 %	0.8 %
Cash received on repurchase transactions (Separate Account)[1]	$ 6	$ 6	— %	— %

[1] % of total assets is calculated based on total separate account assets.

	2022			
Cash Collateral Assets	**Book/Adjusted Carrying Value**	**Fair Value**	**% of Total Assets (Admitted and Nonadmitted)**	**% of Total Admitted Assets**
Securities lending	$ 511	$ 511	0.2 %	0.2 %
Derivatives	570	570	0.3	0.3
Total (General Account)	$ 1,081	$ 1,081	0.5 %	0.5 %
Cash received on repurchase transactions (Separate Account)[1]	$ 27	$ 27	0.2 %	0.2 %

[1] % of total assets is calculated based on total separate account assets.

	2023		2022	
Recognized Obligation to Return Collateral Asset	**Amount**	**% of Total Liabilities**	**Amount**	**% of Total Liabilities**
Amounts payable under securities lending agreements	$ 1,093	0.6 %	$ 511	0.3 %
Other liabilities (derivatives)	679	0.3	570	0.3
Total (General Account)	$ 1,772	0.9 %	$ 1,081	0.6 %
Separate accounts liabilities (repurchase transactions)[1]	$ 6	— %	$ 27	0.2 %

[1] % of Total Liabilities is calculated based on Total Separate Account Liabilities.

Cash received on securities lending transactions and repurchase agreements is then reinvested in short-term investments and bonds with various maturities.

NOTE 6 - INVESTMENTS (continued)

Composition of Collateral Received

The following tables present the terms and amounts of cash collateral received under security lending transactions and dollar repurchase agreements for the following types of securities loaned at December 31, 2023 and 2022 (in millions):

	2023					
	Remaining Contractual Maturity of the Agreements					
	Open	30 days or less	31 to 60 days	61 to 90 days	Greater than 90 days	Total
U.S. Treasury	$ —	$ —	$ —	$ —	$ —	$ —
U.S. government corporation & agencies	—	—	6	—	—	6
Foreign governments	—	—	—	—	—	—
U.S. corporate	1,008	—	—	—	—	1,008
Foreign corporate	84	—	—	—	—	84
Total securities lending transactions	$ 1,093	$ —	$ 6	$ —	$ —	$ 1,099

	2022					
	Remaining Contractual Maturity of the Agreements					
	Open	30 days or less	31 to 60 days	61 to 90 days	Greater than 90 days	Total
U.S. Treasury	$ 9	$ —	$ —	$ —	$ —	$ 9
U.S. government corporation & agencies	—	26	1	—	—	27
Foreign governments	—	—	—	—	—	—
U.S. corporate	412	—	—	—	—	412
Foreign corporate	90	—	—	—	—	90
Total securities lending transactions	$ 511	$ 26	$ 1	$ —	$ —	$ 538

At December 31, 2023 and 2022, there were no separate account securities cash collateral received under securities lending agreements.

NOTE 6 - INVESTMENTS (continued)

Reinvestment of Collateral Received

The following tables present the term and aggregate fair value at December 31, 2023 and 2022 from the reinvestment of all collateral received in securities lending and dollar repurchase agreements (in millions):

	2023		2022	
Period to Maturity	**Amortized Cost**	**Fair Value**	**Amortized Cost**	**Fair Value**
Open	$ —	$ —	$ —	$ —
30 days or less	861	861	371	371
31 to 60 days	34	34	2	2
61 to 90 days	39	39	—	—
91 to 120 days	—	—	—	—
121 to 180 days	6	6	—	—
181 to 365 days	36	36	18	17
1 to 2 years	86	86	104	104
2 to 3 years	70	70	68	68
Greater than 3 years	—	—	—	—
Total collateral reinvested	$ 1,132	$ 1,132	$ 563	$ 562

To help manage the mismatch of maturity dates between the security lending transactions and the related reinvestment of the collateral received, the Company invests in highly liquid assets.

Reverse Repurchase Agreement Transactions

The following table provides contractual maturity, maximum balance during the year, and ending balance for tri-party reverse repurchase agreements at December 31, 2023 and 2022 (in millions):

	2023		2022	
	Maximum Balance	**Ending Balance**	**Maximum Balance**	**Ending Balance**
Open - No Maturity	$ —	$ —	$ —	$ —
Overnight	$ —	$ —	$ —	$ —
2 Days to 1 Week	$ 769	$ 769	$ 314	$ 162
> 1 Week to 1 Month	$ —	$ —	$ —	$ —
> 1 Month to 3 Months	$ —	$ —	$ —	$ —
> 3 Months to 1 Year	$ —	$ —	$ —	$ —
> 1 Year	$ —	$ —	$ —	$ —

At December 31, 2023 and 2022, the Company did not have any defaulted reverse repurchase agreements.

NOTE 6 - INVESTMENTS (continued)

The following table presents the fair value of securities acquired under tri-party reverse repurchase agreement transactions, which were all NAIC rating of 1, for all four quarters of 2023 and 2022 (in millions):

	Maximum Balance	Ending Balance
Fourth Quarter 2023	$ 769	$ 769
Third Quarter 2023	$ 761	$ 761
Second Quarter 2023	$ 467	$ 446
First Quarter 2023	$ 481	$ 463
Fourth Quarter 2022	$ 314	$ 162
Third Quarter 2022	$ 184	$ 181
Second Quarter 2022	$ 166	$ 150
First Quarter 2022	$ 167	$ 153

The following table presents the securities at fair value pledged as collateral used in tri-party reverse repurchase agreement transactions by remaining contractual maturity for four quarters of 2023 and 2022 (in millions):

	Overnight and Continuous	30 Days or Less	31 to 90 Days	> 90 Days
Maximum Balance				
Fourth Quarter 2023	$ —	$ —	$ —	$ 784
Third Quarter 2023	$ —	$ —	$ —	$ 777
Second Quarter 2023	$ —	$ —	$ —	$ 476
First Quarter 2023	$ —	$ —	$ —	$ 491
Fourth Quarter 2022	$ —	$ —	$ —	$ 320
Third Quarter 2022	$ —	$ —	$ —	$ 188
Second Quarter 2022	$ —	$ —	$ —	$ 169
First Quarter 2022	$ —	$ —	$ —	$ 170
Ending Balance				
Fourth Quarter 2023	$ —	$ —	$ —	$ 784
Third Quarter 2023	$ —	$ —	$ —	$ 777
Second Quarter 2023	$ —	$ —	$ —	$ 455
First Quarter 2023	$ —	$ —	$ —	$ 472
Fourth Quarter 2022	$ —	$ —	$ —	$ 165
Third Quarter 2022	$ —	$ —	$ —	$ 185
Second Quarter 2022	$ —	$ —	$ —	$ 153
First Quarter 2022	$ —	$ —	$ —	$ 156

The Company had no recognized receivable for return of collateral or a recognized liability to return collateral at December 31, 2023, and 2022, respectively.

NOTE 6 - INVESTMENTS (continued)

Insurer Self-Certified Securities

The following represents securities for which the Company does not have all the information required for the NAIC to provide an NAIC designation, but for which the Company is receiving timely payments of principal and interest. These securities are referred to as "5GI Securities" ($ in millions):

Investments	Number of 5GI Securities		Carrying Value		Estimated Fair Value	
	2023	2022	2023	2022	2023	2022
General account:						
Bonds - amortized cost	21	13	$ 15	$ 1	$ 14	$ 1
Loan-backed and structured securities - amortized cost	10	7	7	3	8	4
Preferred stock - fair value	4	1	11	1	11	1
Total general account	35	21	$ 33	$ 5	$ 33	$ 6
Separate account:						
Bonds - amortized cost	—	—	$ —	$ —	$ —	$ —
Loan-backed and structured securities - amortized cost	2	2	—	—	—	—
Total separate account	2	2	$ —	$ —	$ —	$ —

Wash Sales

In the course of the Company's investment management activities, securities may be sold and repurchased within 30 days of the sale date to meet individual portfolio objectives and to achieve the ongoing rebalancing of exposure.

The Company did not have any wash sales where securities with an NAIC rating designation of 3 or below, or unrated, were sold during the years ended December 31, 2023 and 2022 and reacquired within 30 days of the sale date.

Admitted Negative IMR

The Company admitted all of its negative IMR in the general account and the insulated separate accounts at December 31, 2023, which was $435 million and $36 million, respectively. Of the $435 million in the general account, $309 million relates to cumulative realized gains on bonds and $744 million relates to cumulative realized losses on derivatives. Of the $36 million in the insulated separate accounts, $144 million relates to cumulative realized losses on bonds and $108 million relates to cumulative realized gains on derivatives. The Company's IMR balance includes interest-related realized gains and losses arising from sales of its fixed income investments that are made in compliance with the Company's investment management policies. The Company engages in prudent portfolio management that may require sales of its fixed income investments in order to rebalance the portfolio and match the duration of the Company's insurance liabilities. Proceeds from the sale of fixed income investments made for these purposes are reinvested in similar assets. If sales are executed due to liquidity pressures related to the Company's insurance contracts (i.e., excess withdrawal activity), any related realized gains and losses are not deferred into the IMR. The Company did not have any excess withdrawals as of December 31, 2023.

The Company's general account IMR balance includes interest-related losses on derivatives of $744 million. This amount includes gross gains of $85 million and gross losses of $953 million on derivatives that were reported at amortized cost; and gross gains of $404 million and gross losses of $280 million on derivatives that were reported at fair value. The separate accounts' IMR balance includes gross gains of $125 million and gross losses of $17 million on derivatives that were reported at fair value. The Company uses different derivative instruments to manage interest rate risk. Derivatives trading is made in accordance with the Company's investment management policies and is in accordance with the Company's derivatives use plan, which is filed with NYSDFS. The Company is allowed to include realized gains and losses arising from the sale of derivatives carried at fair value while held as the

NOTE 6 - INVESTMENTS (continued)

Company's policy has historically been to defer in the IMR realized gains and losses from all of its interest rate hedges where the underlying is subject to the IMR regardless of whether the derivative is reported at fair value or amortized cost.

IMR was admitted up to 10% of the Company's adjusted Capital and Surplus. Capital and Surplus was adjusted to exclude net positive admitted goodwill, electronic data processing equipment and operating system software, admitted negative IMR, and net deferred tax assets. The computation of adjusted Capital and Surplus for purposes of negative IMR admissibility is included below:

	Calculation of Limitation as of	
	September 30, 2023	December 31, 2023
Capital and surplus	$ 23,298	
Less:		
Admitted positive goodwill	1,934	
Admitted EDP equipment and operating system software	29	
Admitted net deferred taxes	1,903	
Exclude admitted disallowed IMR-GA	121	
Exclude admitted disallowed IMR-SA	35	
Total adjustments	4,022	
Adjusted capital and surplus	$ 19,276	
Limitation on amount of negative IMR (adjusted capital and surplus times 10%)	$ 1,928	
Current period reported admitted negative IMR in GA		435
Current period negative IMR, reported as an asset in the Separate Accounts		36
Total admitted negative IMR		$ 471
Current period admitted negative IMR as a % of prior period adjusted capital and surplus		2 %

NOTE 7 – DERIVATIVE INSTRUMENTS AND RISK MANAGEMENT

The Company uses derivative instruments to manage interest rate, currency risk, and to replicate otherwise permissible investments. These derivative instruments include foreign currency and bond forwards, interest rate options, interest rate and equity futures, interest rate, total return, inflation, credit default and foreign currency swaps. The Company does not engage in derivative instrument transactions for speculative purposes.

The Company may enter into exchange traded futures and over-the-counter ("OTC") derivative instruments. Exchange traded derivatives are executed through regulated exchanges and require initial and daily variation margin collateral postings. The Company is exposed to credit risk resulting from default of the exchange.

OTC derivatives may either be cleared through a clearinghouse ("OTC-cleared") or transacted between the Company and a counterparty under bilateral agreements ("OTC-bilateral"). Similar to exchange traded futures, OTC-cleared derivatives require initial and daily variation margin collateral postings. When transacting OTC-cleared derivatives, the Company is exposed to credit risk resulting from default of the clearinghouse and/or default of the Futures Commission Merchant (e.g. clearinghouse agent).

When transacting OTC-bilateral derivatives, the Company is exposed to the potential default of its OTC-bilateral counterparty. The Company manages its credit risk by entering into transactions with creditworthy counterparties, using master netting arrangements, and obtaining collateral where appropriate. The Company also deals with a large number of counterparties, thus limiting its exposure to any single counterparty. The Company monitors credit exposures to its OTC-bilateral counterparties by limiting transactions within specified dollar limits and adjusting transaction levels where appropriate, to minimize risk. All of the net credit exposure for the Company from derivatives transactions is with investment-grade counterparties. In addition, certain of the Company's agreements require that if the Company's (or its counterparty's) credit rating were to fall below a specified rating assigned by a credit rating agency, the other party could request immediate payout on all transactions under the agreements or full collateralization of the positions thereunder. The Company's policy is to not offset amounts for derivatives executed with the same counterparty under the same master netting agreement with the associated collateral.

Collateralization plays a central role in the Company's mitigation of risk related to derivatives. For OTC-cleared and exchange traded derivatives, the Company obtains collateral through variation margin which is adjusted daily based on the parties' net derivative position.

For OTC-bilateral derivatives, the Company obtains collateral in accordance with the terms of credit support annexes ("CSAs") negotiated as part of the master agreements entered into with most OTC-bilateral counterparties. CSAs define the terms under which collateral is transferred between the parties in order to mitigate credit risk arising from "in the money" derivative positions. The Variation Margin CSA requires that an OTC-bilateral counterparty post collateral to secure its anticipated derivative obligation, taking into account netting arrangements. Cash collateral received by the Company under Variation Margin CSAs is invested in short-term investments. The Company also enters into Initial Margin CSAs with many of its OTC-bilateral counterparties. These documents require additional margin to be posted to and collected from counterparties to OTC-bilateral derivatives to cover market movements over a ten day close-out period. This "initial margin" must be maintained at a third-party custodian, without any right of rehypothecation. Securities posted by the Company as collateral under derivative contracts continue to be reported as assets in the Company's Statutory Statements of Financial Position. Securities received as collateral under derivative contracts are not reported in the Company's Statutory Statements of Financial Position.

NOTE 7 – DERIVATIVE INSTRUMENTS AND RISK MANAGEMENT (continued)

The Company may be exposed to credit-related losses in the event that an OTC-bilateral counterparty fails to perform its obligations under its contractual terms. In contractual arrangements with OTC-bilateral counterparties that do not include netting provisions, in the event of default, credit exposure is limited to the positive fair value of derivatives at the reporting date. In contractual arrangements with OTC-bilateral counterparties that include netting provisions, in the event of default, credit exposure is limited to the net fair value, if positive, of all derivatives at the reporting date. At December 31, 2023, the Company held collateral for derivatives of $621 million including $126 million in securities held. At December 31, 2022, the Company held collateral for derivatives of $394 million including $6 million in securities held. Fair value of derivatives in a net asset position, net of collateral, was $5 million and $1 million at December 31, 2023 and 2022, respectively.

Interest Rate Risk Management

The Company enters into interest rate derivatives primarily to minimize exposure to fluctuations in interest rates on assets and liabilities held by the Company.

Interest rate swaps are used by the Company to hedge interest rate risk for individual and portfolios of assets. Interest rate swaps are agreements with other parties to exchange, at specified intervals, the difference between interest amounts calculated by reference to an agreed upon notional value. Generally, no cash is exchanged at the onset of the contract and no principal payments are made by either party. The Company does not act as an intermediary or broker in interest rate swaps.

Inflation swaps are used by the Company to hedge inflation risk of certain policyholder liabilities linked to the U.S. Consumer Price Index.

Interest rate (Treasury) futures are used by the Company to manage duration of the Company's fixed income portfolio. Interest rate futures are exchange traded contracts to buy or sell a bond at a specific price at a future date.

Interest rate options are used by the Company to hedge the risk of increasing interest rates on policyholder liabilities. Under these contracts, the Company will receive payments from counterparties should an agreed upon interest rate level be reached and payments will continue to increase under the option contract until an agreed upon interest rate ceiling, if applicable.

Currency Risk Management

The primary purpose of the Company’s foreign currency hedging activities is to protect the value of foreign currency denominated assets and liabilities, which the Company has acquired or incurred or anticipates acquiring or incurring, and net investments in foreign subsidiaries from the risk of changes in foreign exchange rates.

Foreign currency swaps are agreements with other parties to exchange, at specified intervals, principal and interest in one currency for the same in another, at a fixed exchange rate, which is generally set at inception and calculated by reference to an agreed upon notional value. Generally, only principal payments are exchanged at the onset and the end of the contract.

Foreign currency forwards involve the exchange of foreign currencies at a specified future date and at a specified price. No cash is exchanged at the time the agreement is entered into.

NOTE 7 – DERIVATIVE INSTRUMENTS AND RISK MANAGEMENT (continued)

Replication Transactions

Bond forwards are paired with other investment grade bonds in replication transactions to generate the return and price risk of long-dated fixed income securities.

Interest rate swaps are paired with bonds issued by Collateral Loan Obligation securitizations in replication transactions to generate the return and price risk of long-dated fixed income securities

Credit default swaps are paired with investment grade bonds in replication transactions to generate the return and price risk of long dated corporate bonds.

The following tables present the notional amount, gross fair value and carrying value of derivative instruments that are qualifying and designated for hedge accounting, by type of hedge designation, and those that are not designated for hedge accounting at December 31, 2023 and 2022 (in millions):

	2023					
	Primary Risk	Notional	Fair Value[2]		Carrying Value[3]	
Derivative Type	**Exposure**	**Amount[1]**	**Asset**	**Liability**	**Asset**	**Liability**
Derivatives qualifying and designated						
Cash flow hedges:						
Foreign currency swaps	Currency	$ 7,257	$ 371	$ 150	$ 317	$ 146
Interest rate swaps	Interest	39	3	—	—	—
Total cash flow hedges		7,296	374	150	317	146
Fair value hedges:						
Foreign currency swaps	Currency	5,644	140	200	124	102
Net investment hedges:						
Foreign currency forwards	Currency	73	—	3	—	2
Replications:						
Bond forwards	Interest	1,670	17	258	—	—
Interest rate swaps	Interest	300	—	34	—	—
Credit default swaps	Interest	475	8	—	4	—
Total replications		2,445	26	291	4	—
Total derivatives qualifying and designated		15,458	540	643	444	251
Derivatives not designated						
Foreign currency forwards	Currency	1,084	9	15	9	15
Foreign currency swaps	Currency	6,988	542	45	542	45
Futures	Interest	1,033	—	—	—	—
Equity options	Equity	—	—	—	—	—
Inflation swaps	Interest	418	5	26	5	26
Interest rate options	Interest	1,695	44	—	44	—
Interest rate swaps	Interest	9,205	431	264	431	264
Total derivatives not designated		20,422	1,031	350	1,031	350
Total derivatives		$ 35,880	$ 1,570	$ 994	$ 1,474	$ 602

[1] Notional amount of derivative instruments generally does not represent the amount exchanged between the parties engaged in the transaction.
[2] For a discussion of valuation methods for derivative instruments refer to Note 9 – Fair Value Measurements.
[3] The carrying value of all derivatives is reported within Derivatives in the accompanying Statutory Statements of Financial Position.

NOTE 7 – DERIVATIVE INSTRUMENTS AND RISK MANAGEMENT (continued)

			2022			
			Fair Value[(2)]		Carrying Value[(3)]	
Derivative Type	**Primary Risk Exposure**	**Notional Amount[(1)]**	**Asset**	**Liability**	**Asset**	**Liability**
Derivatives qualifying and designated						
Cash flow hedges:						
Foreign currency swaps	Currency	$ 6,862	$ 86	$ 393	$ 89	$ 333
Interest rate swaps	Interest	39	3	—	—	—
Total cash flow hedges		6,901	89	393	89	333
Net investment hedges:						
Foreign currency forwards	Currency	77	2	—	3	—
Replications:						
Bond forwards	Interest	2,385	—	668	—	—
Interest rate swaps	Interest	300	—	39	—	—
Credit default swaps	Interest	450	5	—	4	—
Total replications		3,135	5	707	4	—
Total derivatives qualifying and designated		10,113	96	1,100	96	333
Derivatives not designated						
Foreign currency forwards	Currency	1,025	24	5	24	5
Foreign currency swaps	Currency	8,840	944	259	944	259
Futures	Interest	2,448	1	1	1	1
Equity options	Equity	—	—	—	—	—
Inflation swaps	Interest	424	6	23	6	23
Interest rate options	Interest	8,117	79	4	79	4
Interest rate swaps	Interest	8,356	488	270	488	270
Total return swaps	Equity	—	—	—	—	—
Total derivatives not designated		29,210	1,542	562	1,542	562
Total derivatives		$ 39,323	$ 1,638	$ 1,662	$ 1,638	$ 895

(1) Notional amount of derivative instruments generally does not represent the amount exchanged between the parties engaged in the transaction.
(2) For a discussion of valuation methods for derivative instruments refer to Note 9 - Fair Value Measurements.
(3) The carrying value of all derivatives is reported within Derivatives in the accompanying Statutory Statements of Financial Position.

Derivatives Qualifying and Designated

Cash Flow Hedges

The Company's cash flow hedges primarily include hedges of floating rate securities and foreign currency denominated assets and liabilities. Derivative instruments used in cash flow hedges that meet criteria indicating that they are highly effective are valued and reported in a manner that is consistent with the hedged asset or liability.

The Company designates and accounts for the following qualified cash flow hedges*:* (1) interest rate swaps used to convert floating rate investments to fixed rate investments; (2) foreign currency swaps used to hedge the foreign currency cash flow exposure of foreign currency denominated investments and liabilities; and (3) interest rate swaps to hedge the interest rate risk associated with forecasted transactions.

NOTE 7 – DERIVATIVE INSTRUMENTS AND RISK MANAGEMENT (continued)

Net Investment Hedges

Foreign currency forwards, designated as net investment hedges, are used by the Company to hedge currency risk associated with its net investment in foreign operations. The changes in fair value of the derivative, to the extent it is highly effective as a hedge, are treated in a manner consistent with the hedged item.

The following table presents the effects of derivatives in cash flow and net investment hedging relationships for the years ended December 31, 2023 and 2022 (in millions):

	Surplus[1]		Net Realized Capital Gains (Losses)		Net Investment Income		Other Income	
Derivative Type	**2023**	**2022**	**2023**	**2022**	**2023**	**2022**	**2023**	**2022**
Foreign currency swaps	$ 416	$ (394)	$ (29)	$ 14	$ 4	$ 4	$ (95)	$ (86)
Interest rate swaps	—	—	—	—	—	1	—	—
Foreign currency forwards	(3)	6	1	—	—	—	—	—
Total	$ 413	$ (388)	$ (28)	$ 14	$ 4	$ 5	$ (95)	$ (86)

[1] The amount of gain or (loss) recognized in surplus is reported within Change in net unrealized gains (losses) on investments in the accompanying Statutory Statements of Changes in Surplus.

Fair Value Hedges

The Company's fair value hedges primarily consist of hedges of foreign currency denominated assets and liabilities whereby the Company enters into foreign currency swaps to hedge its foreign currency exposure. Derivative instruments used in fair value hedges that meet criteria indicating that they are highly effective are valued and reported in a manner that is consistent with the hedged asset or liability.

The Company excludes the cross-currency basis spread in its foreign currency swaps from the assessment of effectiveness as allowed under SSAP No. 86. The fair value of the cross-currency basis spread on the Company's foreign currency swaps, which was excluded from the assessment of effectiveness at December 31, 2023 was $(81) million.

	Surplus[1]		Net Realized Capital Gains (Losses)		Net Investment Income		Other Income	
Derivative Type	**2023**	**2022**	**2023**	**2022**	**2023**	**2022**	**2023**	**2022**
Foreign currency swaps	$ 160	$ —	$ 13	$ —	$ 7	$ —	$ (53)	$ —
Interest rate swaps	—	—	—	—	—	—	—	—
Foreign currency forwards	—	—	—	—	—	—	—	—
Total	$ 160	$ —	$ 13	$ —	$ 7	$ —	$ (53)	$ —

NOTE 7 – DERIVATIVE INSTRUMENTS AND RISK MANAGEMENT (continued)

Derivative Replications

The following table presents the effects of derivatives in replication relationships for the years ended December 31, 2023 and 2022 (in millions):

Derivative Type	Gain or (Loss) Recognized in Surplus(1)		Gain or (Loss) Recognized in Net Realized Capital Gains (Losses)		Gain or (Loss) Recognized in Net Investment Income	
	2023	2022	2023	2022	2023	2022
Bond forwards	$ —	$ —	$ (554)	$ (359)	$ 19	$ 39
Interest rate swaps	—	—	—	—	(10)	—
Credit default swaps	—	—	—	—	3	3
Total	$ —	$ —	$ (554)	$ (359)	$ 12	$ 42

(1) The amount of gain or (loss) recognized in surplus is reported within Change in net unrealized capital gains on investments in the accompanying Statutory Statements of Changes in Surplus.

Derivatives Not Designated

The following table summarizes the surplus and net income impact on derivative instruments not designated for the years ended December 31, 2023 and 2022 (in millions):

	Surplus(1)		Net Realized Capital Gains (Losses)		Net Investment Income		Other Income	
Derivative Type	2023	2022	2023	2022	2023	2022	2023	2022
Foreign currency forwards	$ (25)	$ 19	$ 4	$ 12	$ —	$ —	$ —	$ —
Foreign currency swaps	(327)	309	50	(76)	66	73	(13)	(17)
Futures	(16)	5	2	19	—	—	—	—
Equity options	—	—	—	—	—	—	—	—
Inflation swaps	(5)	1	—	—	—	—	3	22
Interest rate options	(34)	17	(18)	2	(3)	(11)	—	—
Interest rate swaps	(62)	8	(8)	2	12	16	(20)	3
Total return swaps	—	—	—	—	—	—	—	—
Total	$ (469)	$ 359	$ 30	$ (41)	$ 75	$ 78	$ (30)	$ 8

(1) The amount of gain or (loss) recognized in surplus is reported as a Change in net unrealized gains (losses) on investments in the accompanying Statutory Statements of Changes in Surplus.

NOTE 8 - SEPARATE ACCOUNTS

Separate Accounts Activity

The Company utilizes separate accounts to record and account for assets and liabilities for particular lines of business and/or transactions. The Company reported separate accounts assets and liabilities from employee benefit plans (group annuity).

The Company has certain market value guaranteed separate accounts and other book value guaranteed separate accounts for which supplemental separate accounts assets are used to fund the excess of the actuarial liabilities for future guaranteed payments over the market value and the book value of the assets, respectively. The Company evaluates separate accounts surplus quarterly and transfers funds to or (from) the supplemental separate account as necessary, with cash settlement only for market value guaranteed separate account. These transfers are reported as Net transfers to separate accounts in the accompanying Statutory Statements of Operations.

NOTE 8 - SEPARATE ACCOUNTS (continued)

In accordance with the domiciliary state procedures for approving items within separate accounts, the classification of the separate accounts is subject to Section 4240 of the New York State Insurance Law. In addition, the separate accounts are supported through affirmative approval of the plans of operations by the NYSDFS.

The assets legally and not legally insulated from the general account at December 31, 2023 and 2022 are attributed to the following products or transactions (in millions):

	2023		2022	
Product or Transaction	**Legally Insulated Assets**	**Separate Accounts Assets (Not Legally Insulated)[1]**	**Legally Insulated Assets**	**Separate Accounts Assets (Not Legally Insulated)[2]**
Employee benefit plans (group annuity)	$ 12,485	$ (3)	$ 14,097	$ 82
Supplemental account	—	20	—	60
Total	$ 12,485	$ 17	$ 14,097	$ 142

(1) Separate accounts assets classified as not legally insulated assets support $44 million of payables for securities, $6 million of borrowed funds, $3 million of investment servicing fees payable, $2 million of remittances and items not allocated, less than $1 million of other liabilities, and $(38) million of other transfers from the general account due or accrued (net).

(2) Separate accounts assets classified as not legally insulated assets support $91 million of payables for securities, $27 million of borrowed funds, $11 million of other transfers to the general account due or accrued (net), $9 million of remittances and items not allocated, and $4 million of investment servicing fees payables.

Guaranteed Separate Accounts

The Company maintained assets in guaranteed separate accounts at December 31, 2023 and 2022 as follows (in millions):

	2023	2022
Market value separate accounts[1]	$ 2,994	$ 3,289
Book value separate accounts	7,161	8,051
Total guaranteed separate accounts assets	$ 10,155	$ 11,340

(1) Includes assets maintained in the supplemental account of $20 million and $60 million at December 31, 2023 and 2022, respectively.

Certain market value separate accounts provide a minimum guaranteed interest rate. For these separate accounts, at contract discontinuance, the contract holder is entitled to an immediate payout of market value, or an installment payout of the guaranteed amount, or for certain contracts, a lump sum payout of the guaranteed amount at the end of a specific number of years, as set forth in the contract.

The book value separate account guarantees principal and interest during active status and at the contract discontinuance, the contract holder is entitled to a book value payout, if 12 months advance notice is provided. Alternatively, the contract holder may elect discontinuance with at least 10 days notice and receive an immediate lump sum payment subject to a termination adjustment factor (tied to an external index). The factor will not be greater than 1.

To compensate the general account for the risk taken for minimum guarantees in certain contracts, the separate accounts have paid risk charges as follows for the past five years (in millions):

Year	Amount
2023	$ 14
2022	$ 14
2021	$ 14
2020	$ 12
2019	$ 11

NOTE 8 - SEPARATE ACCOUNTS (continued)

For the years ended December 31, 2023, 2022, 2021, 2020 and 2019, the general account of the Company did not make any payments toward separate accounts guarantees.

Non-Guaranteed Separate Accounts

The Company currently maintains non-guaranteed separate accounts with assets of $2,347 million and $2,899 million at December 31, 2023 and 2022, respectively. Separate accounts funding non-guaranteed benefits provide no guarantee of principal or interest, and payout is at fair value at contract discontinuance.

Information regarding the separate accounts of the Company at and for the years ended December 31, 2023 and 2022 is as follows (in millions):

	2023			
	Indexed	Non-Indexed Guarantee less than or equal to 4%	Non-Guaranteed Separate Accounts	Total
Premiums and considerations	$ —	$ 1,398	$ —	$ 1,398
Reserves at 12/31:				
For accounts with assets at:				
Fair value	$ —	$ 2,965	$ 2,347	$ 5,312
Amortized cost	—	7,173	—	7,173
Total reserves	$ —	$ 10,138	$ 2,347	$ 12,485
By withdrawal characteristics:				
With fair value adjustment	$ —	$ 7,173	$ —	$ 7,173
At fair value	—	2,965	2,347	5,312
Total reserves	$ —	$ 10,138	$ 2,347	$ 12,485

	2022			
	Indexed	Non-Indexed Guarantee less than or equal to 4%	Non-Guaranteed Separate Accounts	Total
Premiums and considerations	$ —	$ 2,629	$ —	$ 2,629
Reserves at 12/31:				
For accounts with assets at:				
Fair value	$ —	$ 3,162	$ 2,896	$ 6,058
Amortized cost	—	8,047	—	8,047
Total reserves	$ —	$ 11,209	$ 2,896	$ 14,105
By withdrawal characteristics:				
With fair value adjustment	$ —	$ 8,047	$ —	$ 8,047
At fair value	—	3,162	2,896	6,058
Total reserves	$ —	$ 11,209	$ 2,896	$ 14,105

NOTE 8 - SEPARATE ACCOUNTS (continued)

The following is a reconciliation of net transfers to (from) the general account to the separate accounts (in millions):

	2023	2022
Transfers to separate accounts	$ 1,398	$ 2,629
Transfers from separate accounts	(3,671)	(2,298)
Net transfers (from)/to separate accounts	$ (2,273)	$ 331

NOTE 9 – FAIR VALUE MEASUREMENTS

The Company's financial assets and liabilities carried at fair value have been classified, for disclosure purposes, based on a hierarchy defined by SSAP No. 100, "Fair Value Measurements". Fair value is defined as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. This guidance establishes a framework for measuring fair value that includes a hierarchy used to classify the inputs used in measuring fair value. The hierarchy prioritizes the inputs to valuation techniques used to measure fair value into three levels. The level in the fair value hierarchy within which the fair value measurement falls is determined based on the lowest level input that is significant to the fair value measurement.

The levels of the fair value hierarchy are based on the inputs to the valuation as follows:

Level 1 Fair value is based on unadjusted quoted prices for identical assets or liabilities in an active market. Active markets are defined as a market in which many transactions occur with sufficient frequency and volume to provide pricing information on an ongoing basis.

Level 2 Observable inputs other than level 1 prices, such as quoted prices in active markets for similar assets or liabilities; quoted prices in markets that are not active for identical or similar assets or liabilities, or other model driven inputs that are observable or can be corroborated by observable market data for substantially the full term of the assets or liabilities. Valuations are generally obtained from third-party pricing services for identical or comparable assets or liabilities or through the use of valuation methodologies using observable market inputs.

Level 3 Instruments whose values are based on prices or valuation techniques that require inputs that are both unobservable and significant to the overall fair value measurement. These inputs reflect management's own assumptions in pricing the asset or liability. Pricing may also be based upon broker quotes that do not represent an offer to transact. Prices are determined using valuation methodologies such as option pricing models, discounted cash flow models and other similar techniques. Non-binding broker quotes, which are utilized when pricing service information is not available, are reviewed for reasonableness based on the Company's understanding of the market, and are generally considered Level 3. To the extent the internally developed valuations use significant unobservable inputs, they are classified as Level 3.

NOTE 9 – FAIR VALUE MEASUREMENTS (continued)

Determination of Fair Value

The Company has an established and well-documented process for determining fair value. Security pricing is applied using a hierarchy approach whereby publicly available prices are first sought from nationally recognized third-party pricing services. For most private placement securities, the Company applies a matrix-based pricing methodology, which uses spreads derived from third-party benchmark bond indices. For private placement securities that cannot be priced through these processes, the Company uses internal models and calculations. All other securities are submitted to independent brokers for prices. The Company performs various analyses to ascertain that the prices represent fair value. Examples of procedures performed include, but are not limited to, back testing recent trades, monitoring trading volumes, and performing variance analysis of monthly price changes using different thresholds based on asset type. The Company also performs an annual review of all third-party pricing services. During this review, the Company obtains an understanding of the process and sources used by the pricing service to ensure that they maximize the use of observable inputs, the pricing service's frequency of updating prices, and the controls that the pricing service uses to ensure that their prices reflect market assumptions. The Company also selects a sample of securities and obtains a more detailed understanding from each pricing service regarding how they derived the price assigned to each security. Where inputs or prices do not reflect market participant assumptions, the Company will challenge these prices and apply different methodologies that will enhance the use of observable inputs and data. The Company may use non-binding broker quotes or internal valuations to support the fair value of securities that go through this formal price challenge process. At December 31, 2023 and 2022, the Company did not have any price challenges on general account and separate account securities for what it received from third party pricing services.

In addition, the Company has a pricing committee that provides oversight over the Company's prices and fair value process for securities. The committee meets quarterly and is responsible for the review and approval of the Company's valuation procedures. The committee is also responsible for the review of pricing exception reports as well as the review of significant inputs used in the valuation of assets that are valued internally.

NOTE 9 – FAIR VALUE MEASUREMENTS (continued)

The following tables present the estimated fair value and carrying value of the Company's financial instruments at December 31, 2023 and 2022 (in millions):

	2023					
	Fair Value	Carrying Value	Level 1	Level 2	Level 3	NAV as a Practical Expedient
Assets:						
Bonds	$ 126,874	$ 136,688	$ 1,466	$ 120,176	$ 5,232	$ —
Preferred stocks	164	164	—	5	159	—
Common stocks	552	552	354	—	198	—
Mortgage loans	20,302	22,104	—	—	20,302	—
Cash, cash equivalents and short-term investments	3,594	3,594	672	2,922	—	—
Derivatives	1,570	1,474	—	1,570	—	—
Derivatives collateral	245	245	—	245	—	—
Other invested assets[1]	870	920	—	201	669	—
Investment income due and accrued	2,297	2,297	—	2,297	—	—
Separate accounts assets	12,124	12,466	720	9,987	26	1,391
Total assets	$ 168,592	$ 180,504	$ 3,212	$ 137,403	$26,586	$ 1,391
Liabilities:						
Deposit fund contracts:						
Funding agreements	$ 33,772	$ 35,108	$ —	$ —	$33,772	$ —
Annuities certain	12	12	—	—	12	—
Other deposit funds	952	952	—	—	952	—
Premiums paid in advance	119	119	—	119	—	—
Derivatives	994	602	1	993	—	—
Derivatives collateral	679	679	—	679	—	—
Borrowed money	419	419	—	419	—	—
Amounts payable under security lending agreements	1,097	1,097	—	1,097	—	—
Separate accounts liabilities	—	—	—	—	—	—
Total liabilities	$ 38,044	$ 38,987	$ 1	$ 3,307	$34,736	$ —

[1] Excludes investments accounted for under the equity method.

NOTE 9 – FAIR VALUE MEASUREMENTS (continued)

	2022					
	Fair Value	**Carrying Value**	**Level 1**	**Level 2**	**Level 3**	**NAV as a Practical Expedient**
Assets:						
Bonds	$ 114,928	$ 129,193	$ 165	$ 109,514	$ 5,249	$ —
Preferred stocks	113	113	—	5	108	—
Common stocks	1,018	1,018	709	—	309	—
Mortgage loans	19,951	22,049	—	—	19,951	—
Cash, cash equivalents and short-term investments	2,305	2,305	573	1,732	—	—
Derivatives	1,638	1,638	1	1,634	3	—
Derivatives collateral	656	656	—	656	—	—
Other invested assets[1]	706	759	—	171	535	—
Investment income due and accrued	1,867	1,867	—	1,867	—	—
Separate accounts assets	13,671	14,239	936	11,091	14	1,630
Total assets	$ 156,853	$ 173,837	$ 2,384	$ 126,670	$26,169	$ 1,630
Liabilities:						
Deposit fund contracts:						
Funding agreements	$ 28,038	$ 30,181	$ —	$ —	$28,038	$ —
Annuities certain	14	14	—	—	14	—
Other deposit funds	937	937	—	—	937	—
Premiums paid in advance	106	106	—	106	—	—
Derivatives	1,661	895	1	1,656	4	—
Derivatives collateral	570	570	—	570	—	—
Borrowed money	498	498	—	498	—	—
Amounts payable under security lending agreements	513	513	—	513	—	—
Total liabilities	$ 32,337	$ 33,714	$ 1	$ 3,343	$28,993	$ —

[1] Excludes investments accounted for under the equity method.

Bonds

For U.S. SAP, bonds reported as Level 1 represent investments in certain SVO approved ETF and mutual funds. Valuation of these securities is based on unadjusted quoted prices in active markets that are readily and regularly available. All other ETFs and mutual funds are classified and accounted for as common stock.

Securities priced using a pricing service are generally classified as Level 2. Third-party pricing services generally use an income-based valuation approach by using a discounted cash-flow model or it may also use a market approach by looking at recent trades of a specific security to determine fair value on public securities or a combination of the two. Typical inputs used by these pricing services include, but are not limited to: benchmark yields, reported trades, issuer spreads, bids, offers, benchmark securities, estimated cash flows and prepayment speeds, which the Company has determined are observable inputs.

NOTE 9 – FAIR VALUE MEASUREMENTS (continued)

Private placement securities are primarily priced using a market approach such as a matrix-based pricing methodology, which uses spreads derived from third-party benchmark bond indices. Specifically, the Barclays Investment Grade Corporate Index is used for investment-grade securities and the Citi High Yield Cash Index is used for below investment-grade securities. These indices are two widely recognized, reliable and well regarded benchmarks by participants in the financial services industry, which represent the broader U.S. public bond markets. The spreads derived from each matrix are adjusted for liquidity. The liquidity premium is standardized and based on market transactions. These securities are classified as Level 2.

Certain private placement securities that cannot be priced using the matrix pricing described above, are priced by an internally developed discounted cash flow model or are priced based on internal calculations. The model uses observable inputs with a discount rate based off spreads of comparable public bond issues, adjusted for liquidity, rating and maturity. The Company assigns a credit rating for private placement securities based upon internal analysis. The liquidity premium is usually based on market transactions. These securities are classified as Level 2.

For some of the private placement securities priced through the model, the liquidity adjustments may not be based on market data, but rather, calculated internally. If the impact of the liquidity adjustment, which usually requires the most judgment, is not significant to the overall value of the security, the security is still classified as Level 2. If it is deemed to be significant, the security is classified as Level 3.

The valuation techniques for most Level 3 bonds are generally the same as those described in Level 2. However, if the investments are less liquid or are lightly traded, there is generally less observable market data, and therefore these investments will be classified as Level 3. Circumstances where observable market data are not available may include events such as market illiquidity and credit events related to the security. In addition, certain securities are priced based upon internal valuations using significant unobservable inputs. If a security could not be priced by a third-party vendor or through internal pricing models, broker quotes are received and reviewed by each investment analyst. These inputs may not be observable. Therefore, Level 3 classification is determined to be appropriate.

Included in bonds are affiliated bonds from MCF which had a carrying value of $3,422 million and a fair value of $3,404 million at December 31, 2023 and a carrying value of $3,646 million and a fair value of $3,548 million at December 31, 2022. The fair value of this security is calculated internally and may include inputs that may not be observable. Therefore, this security is classified as Level 3.

Preferred Stocks

Preferred stocks valued using prices from third-party pricing services generally use a discounted cash flow model or a market approach to arrive at the security's fair value and are classified as Level 2. Preferred stocks classified as Level 3 are valued based on internal valuations where significant inputs are deemed to be unobservable.

Common Stocks

These securities are comprised of exchange traded U.S. and foreign common stock and mutual funds. The fair value of these securities is primarily based on unadjusted quoted prices in active markets that are readily and regularly available and are classified as Level 1. Common stocks that do not trade in an active market and are valued based on prices obtained from independent pricing vendors using unadjusted quoted prices in active markets for similar securities that are readily and regularly available are classified as level 2. Common stocks priced through an internal valuation where significant inputs are deemed to be unobservable, including securities issued by government organizations where fair value is fixed, are classified as Level 3.

Mortgage Loans

The estimated fair value of mortgage loans is determined using an income approach, based upon the present value of the expected cash flows discounted at an interpolated treasury yield plus a spread. The spread is based on management's judgment and assumptions, which takes into account matters such as property type, LTV and remaining term of each loan, etc. The spread is a significant component of the pricing inputs, and therefore, these investments are classified as Level 3.

NOTE 9 – FAIR VALUE MEASUREMENTS (continued)

Cash, Cash Equivalents, Short-term Investments and Investment Income Due and Accrued

Cash on hand and money market mutual funds are classified as Level 1. Cash overdrafts (i.e. outstanding checks) are classified as Level 2. Due to the short-term maturities of cash equivalents, short term investments, and investment income due and accrued, carrying value approximates fair value and is classified as Level 2.

Derivatives

The fair value of derivative instruments is generally derived using valuation models that use an income approach, except for derivatives that are exchange-traded, which are valued using quoted prices in an active market. Where valuation models are used, the selection of a particular model depends upon the contractual terms of, and specific risks inherent in the instrument, as well as the availability of pricing information in the market. The Company generally uses similar models to value similar instruments. Valuation model inputs include contractual terms, yield curves, foreign exchange rates, equity prices, credit curves, measures of volatility and other factors. Exchange-traded derivatives are valued using a market approach as fair value is based on quoted prices in active market and are classified as Level 1. OTC derivatives that trade in liquid markets, where model inputs are observable for substantially the full term, are classified as Level 2. Derivatives that are valued based upon models with any significant unobservable market inputs or inputs from less actively traded markets, or where the fair value is solely derived using broker quotations, are classified as Level 3.

Derivatives Collateral

The carrying value of these instruments approximates fair value since these assets and liabilities are generally short-term in nature and are classified as Level 2.

Other Invested Assets

Other invested assets are principally comprised of LIHTC investments and surplus notes, affiliated loans, preferred units of a limited partnership, and certain other investments with characteristics of debt. Surplus Notes are valued using prices from third-party pricing services that generally use a discounted cash-flow model or a market approach to arrive at the security's fair value and are classified as Level 2. The fair value of the affiliated loans and the LIHTC investments is derived using an income valuation approach, which is based on a discounted cash flow calculation using a discount rate that is determined internally. These investments are classified as Level 3 because the discount rate used is based on management's judgment and assumptions. Refer to Note 11 - Related Party Transactions for details on intercompany investments and Note 6 - Investments for details on LIHTC investments. The fair value of investments with debt characteristics and the fair value of the majority of residual tranches of securitizations is derived using an income valuation approach, which is based on a discounted cash flow calculation that may or may not use observable inputs and therefore is classified as Level 3. The fair value of the preferred units in a limited partnership is derived internally based on market comparable preferred units and recent transactions by the limited partnership. The valuation technique used required inputs that were both unobservable and significant and therefore classified as Level 3.

Separate Accounts Assets

Separate accounts assets reported as Level 1 in the fair value hierarchy are comprised of cash and common stocks. Common stocks are generally traded on an exchange. Separate accounts assets reported as Level 2 relate to investments in U.S. government and treasury securities, corporate bonds and mortgage-backed securities. These separate accounts assets are valued and assigned within the fair value hierarchy, consistent with the methodologies described herein for similar financial instruments held within the general account of the Company. This also relates to investments in limited partnerships and hedge funds that use net asset value ("NAV") where the investment can be redeemed at NAV at the measurement date or in the near-term (generally 90 days).

Separate accounts assets reported as Level 3 relate to investments in corporate bonds. These are instruments whose values are based on prices or valuation techniques that require inputs that are both unobservable and significant to the overall fair value measurement.

NOTE 9 – FAIR VALUE MEASUREMENTS (continued)

The following tables provide additional information for investments that are measured at fair value using NAV as a practical expedient, as allowed under authoritative guidance, for investments that meet specified criteria (in millions):

2023

Category of Investment	Investment Strategy	Fair Value Determined Using NAV	Unfunded Commitments	Redemption Frequency	Redemption Notice Period
Hedge fund	Long/short equity, futures, options, foreign exchange arbitrage	$ 73	$ —	Annual, Semi-Annual, Quarterly, Monthly	30-90 days (Assets subject to lock-up periods)
Hedge fund	Distressed securities, multi-strategy	2	—	Semi-Annual, Quarterly	60-90 days (Assets subject to lock-up periods)
Private equity	Leverage buyout, mezzanine financing, distressed securities	1,315	197	N/A	N/A
		$ 1,390	$ 197		

2022

Category of Investment	Investment Strategy	Fair Value Determined Using NAV	Unfunded Commitments	Redemption Frequency	Redemption Notice Period
Hedge fund	Long/short equity, futures, options, foreign exchange arbitrage	$ 343	$ —	N/A	N/A
Hedge fund	Distressed securities, multi-strategy	3	—	N/A	N/A
Private equity	Leverage buyout, mezzanine financing, distressed securities	1,284	284	N/A	N/A
		$ 1,630	$ 284		

Deposit Fund Contracts

For funding agreements backing medium term notes, fair values are based on available market prices for the notes. For other funding agreements and annuities certain liabilities, fair values are estimated using discounted cash flow calculations based on interest rates currently being offered for similar contracts with maturities consistent with those remaining for the contracts being valued. For all other deposit funds, the fair value is estimated to be equal to the account value since they can be withdrawn at anytime and without prior notice.

Premiums Paid in Advance

For premiums paid in advance, the carrying value of the liability approximates fair value.

Borrowed Money

Borrowed money consists of intercompany borrowings and other financing arrangements. Due to the short-term nature of the transactions, the carrying value approximates fair value. At December 31, 2023 and 2022, the Company had repurchase agreements in the separate account for $6 million and $26 million, respectively. At December 31, 2023 and 2022, the Company had no repurchase agreements in the general account.

NOTE 9 – FAIR VALUE MEASUREMENTS (continued)

Amounts Payable Under Securities Lending Agreements

Amounts due under securities lending consists of cash collateral received under securities lending agreements. Due to the short-term nature of the transactions, the carrying value approximates fair value.

The following tables present the balances of assets and liabilities measured and carried at fair value or NAV as a practical expedient at December 31, 2023 and 2022 (in millions):

	2023				
	Quoted Prices in Active Markets for Identical Assets (Level 1)	**Significant Observable Inputs (Level 2)**	**Significant Unobservable Inputs (Level 3)**	**NAV as a Practical Expedient**	**Total**
Assets at fair value					
Bonds					
SVO identified bond ETF	$ 1,466	$ —	$ —	$ —	$ 1,466
Non-agency ABS	—	—	—	—	—
Total bonds	1,466	3	—	—	1,469
Preferred stocks	—	5	90	—	95
Common stocks	353	—	198	—	551
Derivatives	—	1,031	—	—	1,031
Separate accounts assets	528	3,417	1	1,391	5,337
Other invested assets	—	2	252	—	254
Total assets at fair value	$ 2,347	$ 4,458	$ 541	$ 1,391	$ 8,737
Liabilities at fair value					
Derivatives	$ —	$ 350	$ —	$ —	$ 350
Separate accounts liabilities - derivatives[1]	—	—	—	—	—
Total liabilities at fair value	$ —	$ 350	$ —	$ —	$ 350

[1] Separate account contract holder liabilities are not included in the table as they are reported at contract value and not fair value in the accompanying Statutory Statements of Financial Position.

NOTE 9 – FAIR VALUE MEASUREMENTS (continued)

	2022				
	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)	NAV as a Practical Expedient	Total
Assets at fair value					
Bonds					
SVO identified bond ETF	$ 164	$ —	$ —	$ —	$ 164
Non-agency ABS	—	—	8	—	8
Total bonds	164	—	8	—	172
Preferred stocks	—	5	108	—	113
Common stocks	709	—	309	—	1,018
Derivatives	1	1,537	3	—	1,541
Separate accounts assets	937	3,617	1	1,630	6,185
Other invested assets	—	—	163	—	163
Total assets at fair value	$ 1,811	$ 5,159	$ 592	$ 1,630	$ 9,192
Liabilities at fair value					
Derivatives	$ 1	$ 556	$ 4	$ —	$ 561
Separate accounts liabilities - derivatives	—	—	—	—	—
Total liabilities at fair value	$ 1	$ 556	$ 4	$ —	$ 561

The tables below present a rollforward of Level 3 assets and liabilities for the years ended December 31, 2023 and 2022 (in millions):

	2023									
	Balance at 1/1	Transfers into Level 3	Transfers out of Level 3	Total Gains (Losses) Included in Net Income	Total Gains (Losses) Included in Surplus	Purchases	Issuances	Sales	Settlements	Balance at 12/31
Assets:										
Bonds:										
Non-agency ABS	$ 8	$ —	$ (8)	$ —	$ —	$ —	$ —	$ —	$ —	$ —
Total bonds	8	—	(8)	—	—	—	—	—	—	—
Common stocks	309	1	—	65	(80)	44	—	(141)	—	198
Preferred Stocks	108	—	—	(2)	(18)	3	—	(1)	—	90
Derivatives	3	—	(3)	—	—	—	—	—	—	—
Separate accounts assets	1	1	(1)	(1)	1	—	—	—	—	1
Other invested assets	163	33	—	(27)	(9)	99	—	(7)	—	252
Total	$ 592	$ 35	$ (12)	$ 35	$ (106)	$ 146	$ —	$ (149)	$ —	$ 541
Liabilities:										
Derivatives	$ 4	$ —	$ (4)	$ —	$ —	$ —	$ —	$ —	$ —	$ —
Total	$ 4	$ —	$ (4)	$ —	$ —	$ —	$ —	$ —	$ —	$ —

NOTE 9 – FAIR VALUE MEASUREMENTS (continued)

	2022									
	Balance at 1/1	Transfers into Level 3	Transfers out of Level 3	Total Gains (Losses) Included in Net Income	Total Gains (Losses) Included in Surplus	Purchases	Issuances	Sales	Settlements	Balance at 12/31
Assets:										
Bonds:										
U.S. Corporate	$ —	$ —	$ —	$ —	$ —	$ —	$ —	$ —	$ —	$ —
Non-agency ABS	15	—	(2)	—	(2)	10	—	—	(13)	8
Total bonds	15	—	(2)	—	(2)	10	—	—	(13)	8
Common stocks	214	—	—	—	39	163	—	(107)	—	309
Preferred stocks	114	—	—	1	(15)	13	—	(5)	—	108
Derivatives	3	—	—	(12)	12	—	—	—	—	3
Separate accounts assets	21	—	(17)	—	(2)	—	—	—	(1)	1
Other invested assets	163	—	—	—	—	—	—	—	—	163
Total	$ 530	$ —	$ (19)	$ (11)	$ 32	$ 186	$ —	$ (112)	$ (14)	$ 592
Liabilities:										
Derivatives	$ 1	$ —	$ —	$ (1)	$ 4	$ —	$ —	$ —	$ —	$ 4
Total	$ 1	$ —	$ —	$ (1)	$ 4	$ —	$ —	$ —	$ —	$ 4

Transfers Between Levels

Transfers between levels may occur due to changes in valuation sources, or changes in the availability of market observable inputs, which generally are caused by changes in market conditions such as liquidity, trading volume or bid-ask spreads, or as a result of a security measured at amortized cost at the beginning of the period, but measured at estimated fair value at the end of the period, or vice versa due to a ratings downgrade or upgrade.

Transfers into and out of Level 3

The Company's basis for transferring assets and liabilities into and out of Level 3 is based on changes in the observability of data, a change in the security's measurement.

Transfers into Level 3 is $35 million for the year ended December 31, 2023, which primarily relates to residual tranches of securitizations that were measured at amortized cost at the beginning of the period and measured at fair value at the end of the period. Transfers out of Level 3 totaled $16 million for the year ended December 31, 2023, which primarily relates to $8 million of non-agency asset-backed securities measured at fair value at the beginning of the period and measured at amortized cost at the end of the period, and derivatives liabilities securities of $4 million and derivatives assets securities of $3 million that had price level changes from 3 to 2 due to increase in interest rates in 2023 which changed the market to active and observable.

Transfers into Level 3 is less than $1 million for the year ended December 31, 2022, which primarily relates to a non-agency asset backed security that was measured at amortized cost at the beginning of the period and measured at fair value at the end of the period. Transfers out of Level 3 totaled $19 million for the year ended December 31, 2022, which relates to $17 million of separate accounts assets that had a level change due to the use of a quoted price in an active market, and $2 million of non-agency asset-backed securities measured at fair value at the beginning of the period and measured at amortized cost at the end of the period.

NOTE 10 – INVESTMENT INCOME AND CAPITAL GAINS AND LOSSES

The components of net investment income for the years ended December 31, 2023 and 2022 were as follows (in millions):

	2023	2022
Bonds	$ 5,598	$ 4,806
Common and preferred stocks(1)	42	422
Mortgage loans	966	879
Policy loans	665	604
Other invested assets(2)	1,063	1,190
Short-term investments	96	29
Derivatives	99	124
Real estate	415	379
Other investments	43	14
Gross investment income	8,987	8,447
Investment expenses	(854)	(777)
Net investment income	8,133	7,670
Amortization of IMR	53	99
Net investment income, including amortization of IMR	$ 8,186	$ 7,769

(1) There were no dividends from affiliated life insurance subsidiaries in 2023 and $400 million in affiliated life insurance subsidiaries in 2022.
(2)There were dividends received from non-insurance subsidiaries of $478 million and $614 million for the years ended December 31, 2023, and 2022, respectively. Refer to Note 11 – Related Party Transactions.

Due and accrued investment income is excluded from surplus when amounts are over 90 days past due or collection is uncertain. At December 31, 2023 and 2022, the Company reported admitted due and accrued investment income of $2,297 million and $1,867 million, respectively. At December 31, 2023, the Company did not have any nonadmitted due and accrued investment income on bonds. At December 31, 2022, the Company had less than $1 million of nonadmitted due and accrued investment income on bonds. For certain fixed income instruments, the contractual agreement allows the issuer/borrower to defer interest (Paid-in-Kind interest). When interest is deferred, it is capitalized into principal. At December 31, 2023, the Company had paid-in-kind interest of $589 million, which has been included in the principal amount of the Company's bonds of $548 million and mortgage loans of $42 million.

The following table shows the Company's securities redeemed or otherwise disposed of as a result of a callable feature (including make whole call provisions) or tender and the amount of investment income generated as a result of a prepayment penalty and/or acceleration fee, which is included in Bonds in the table above ($ in millions):

	2023		2022	
	General Account	Separate Account	General Account	Separate Account
Number of cusips	38	16	190	45
Investment income	$ 10	$ —	$ 52	$ 1

NOTE 10 – INVESTMENT INCOME AND CAPITAL GAINS AND LOSSES (continued)

For the years ended December 31, 2023 and 2022, net realized capital gains (losses) were as follows (in millions):

	2023	2022
Bonds	$ (305)	$ (210)
Common and preferred stocks	283	50
Other invested assets	(251)	(109)
Mortgage loans	(3)	(7)
Real estate	66	39
Derivatives	(541)	(385)
Other[1]	(1)	103
Net realized capital losses before tax and transfers to IMR	(752)	(519)
Less:		
Capital (losses)/gains tax expense (benefit)	(70)	(15)
Net realized capital (losses)/gains after-tax transferred to IMR	(640)	(349)
Net realized capital losses after-tax and transfers to IMR	$ (42)	$ (155)

[1] Primarily includes foreign exchange losses on foreign currency funding agreements.

Proceeds from investments in bonds sold were $5,932 million and $4,171 million for the years ended December 31, 2023 and 2022, respectively. Gross gains of $32 million and $74 million in 2023 and 2022, respectively, and gross losses of $266 million and $124 million in 2023 and 2022, respectively, were realized on these sales. The Company computes gains and losses on sales under the specific identification method.

The following table provides a summary of OTTI losses included as realized capital losses for the years ended December 31, 2023 and 2022 (in millions):

	2023	2022
Other invested assets	$ 247	$ 105
Bonds	45	100
Common and preferred stocks	15	22
Mortgage loans	3	7
Total	$ 310	$ 234

Refer to Note 20 - Loan-Backed and Structured Security Impairments for a list with each loan-backed and structured security at a CUSIP level where the present value of cash flows expected to be collected is less than the amortized cost basis during the current year.

NOTE 10 – INVESTMENT INCOME AND CAPITAL GAINS AND LOSSES (continued)

The following tables present the Company's gross unrealized losses and fair values for bonds and equity securities aggregated by investment category and length of time that individual securities have been in a continuous unrealized loss position, at December 31, 2023 and 2022 (in millions):

	2023					
	Less than 12 Months		12 Months or Greater		Total	
	Fair Value	Unrealized Losses	Fair Value	Unrealized Losses	Fair Value	Unrealized Losses[1]
Bonds						
U.S. governments	$ 860	$ 105	$ 5,064	$ 2,311	$ 5,924	$ 2,416
All other governments	48	2	299	37	347	39
U.S. Special Revenue and Special Assessment	1,924	122	9,713	1,267	11,637	1,389
Industrial and miscellaneous unaffiliated	6,661	670	61,847	7,236	68,508	7,906
Parent, subsidiaries, and affiliates[2]	219	1	3,368	19	3,587	20
SVO Identified Funds	—	—	54	4	54	4
Total bonds	$ 9,712	$ 900	$ 80,345	$ 10,874	$ 90,057	$ 11,774
Equity securities (unaffiliated)						
Common stocks	$ 37	$ 5	$ —	$ —	$ 37	$ 5
Preferred stocks	6	3	—	—	6	3
Total equity securities	43	8	—	—	43	8
Total	$ 9,755	$ 908	$ 80,345	$ 10,874	$ 90,100	$ 11,782

[1] Includes unrealized losses of $4 million related to NAIC 6 bonds and $4 million of bond ETF MTM losses included in the statutory carrying amount.
[2] The unrealized losses include less than $1 million of ABS investments that are managed by affiliates of the Company but have no credit risk exposure to those affiliates.

	2022					
	Less than 12 Months		12 Months or Greater		Total	
	Fair Value	Unrealized Losses	Fair Value	Unrealized Losses	Fair Value	Unrealized Losses[1]
Bonds						
U.S. governments	$ 5,569	$ 2,407	$ 291	$ 38	$ 5,860	$ 2,445
All other governments	277	30	59	11	336	41
U.S. Special Revenue and Special Assessment	13,481	1,837	113	17	13,594	1,854
Industrial and miscellaneous unaffiliated	67,182	9,648	7,626	1,035	74,808	10,683
Parent, subsidiaries, and affiliates[2]	3,636	102	107	5	3,743	107
Total bonds	$ 90,145	$ 14,024	$ 8,196	$ 1,106	$ 98,341	$ 15,130
Equity securities (unaffiliated)						
Common stocks	$ 104	$ 21	$ —	$ —	$ 104	$ 21
Preferred stocks	5	2	—	—	5	2
Total equity securities	109	23	—	—	109	23
Total	$ 90,254	$ 14,047	$ 8,196	$ 1,106	$ 98,450	$ 15,153

[1] Includes unrealized losses of $2 million related to NAIC 6 bonds included in the statutory carrying amount.
[2] The unrealized losses include $3 million of ABS investments that are managed by affiliates of the Company but have no credit risk exposure to those affiliates.

NOTE 10 – INVESTMENT INCOME AND CAPITAL GAINS AND LOSSES (continued)

At December 31, 2023, the gross unrealized loss on bonds and equity securities was comprised of approximately 10,498 and 17 different securities, respectively, which are included in the table above. Of the total amount of bond unrealized losses, $11,289 million, or 96%, is related to investment grade securities and $485 million, or 4%, is related to below investment grade securities. At December 31, 2022, the gross unrealized loss on bonds and equity securities was comprised of approximately 11,799 and 15 different securities, respectively, which are included in the table above. Of the total amount of bond unrealized losses, $14,364 million, or 95%, is related to investment grade securities and $766 million, or 5%, is related to below investment grade securities. Investment grade is defined as a security having a credit rating from the NAIC of 1 or 2; a rating of Aaa, Aa, A or Baa from Moody's or a rating of AAA, AA, A or BBB from Standard & Poor's ("S&P"); or a comparable internal rating if an externally provided rating is not available.

The amount of gross unrealized losses for bonds where fair value had declined by 20% or more of the amortized cost, totaled $5,437 million. The period of time that each of these securities has continuously been below amortized cost by 20% or more consists of $158 million for six months or less, less than $450 million for greater than six months through 12 months, and $4,829 million for greater than 12 months. In accordance with the Company's impairment policy, the Company performed quantitative and qualitative analysis to determine if the decline was temporary. For those securities where the decline was considered temporary, the Company did not recognize an impairment when it had the ability and intent to hold until recovery.

The change in unrealized capital gains (losses) for the years ended December 31, 2023 and 2022 were as follows (in millions):

	Change in Unrealized Gains (Losses)		Change in Unrealized Foreign Exchange Gains (Losses)		Total Change in Unrealized Gains (Losses)	
	2023	2022	2023	2022	2023	2022
Bonds	$ 34	$ (7)	$ 289	$ (485)	$ 323	$ (492)
Preferred stocks	(16)	(17)	—	—	(16)	(17)
Common stocks (unaffiliated)	(190)	(165)	2	(6)	(188)	(171)
Common stocks (affiliated)	578	(1,167)	—	—	578	(1,167)
Mortgage Loans	(71)	2	—	—	(71)	2
Cash, cash equivalents and short-term investments	—	—	(3)	(4)	(3)	(4)
Derivatives	106	(35)	(2)	7	104	(28)
Other invested assets	53	127	86	(200)	139	(73)
Aggregate write-ins[1]	—	—	(558)	529	(558)	529
Total change in unrealized on investments	494	(1,262)	(186)	(159)	308	(1,421)
Capital gains tax expense (benefit)	(113)	(52)	—	—	(113)	(52)
Total change in unrealized capital gains (losses), net of tax	$ 607	$ (1,210)	$ (186)	$ (159)	$ 421	$ (1,369)

[1] Primarily includes FX on GMTN.

NOTE 11 – RELATED PARTY TRANSACTIONS

Capital Contributions

For the years ended December 31, 2023 and 2022, the Company had the following net capital contributions to/(return of capital) from its subsidiaries (in millions):

	2023	2022
NYLIFE LLC	$ (16)	$ —
NYLE	(260)	(47)
NYLAZ	250	—
Total	$ (26)	$ (47)

Dividends Received

For the years ended December 31, 2023 and 2022, the Company recorded the following dividend distributions from its subsidiaries (in millions):

	2023	2022
NYLIAC	$ —	$ 400
NYL Investors	165	155
MCF	115	49
NYLIFE LLC	—	10
NYLIM	198	—
Total	$ 478	$ 614

NOTE 11 – RELATED PARTY TRANSACTIONS (continued)

Material Transactions

The following table presents material related party transactions between the Company and its subsidiaries, for the years ended December 31, 2023 and 2022:

Date of Transaction	Name of Related Party	Nature of Relationship	Type of Transaction	Description
Loans and Credit Agreements:				
12/31/2015 (last amended as of 12/31/2022)	MCF	Non-insurance subsidiary	Note funding agreement	The Company and NYLIAC entered into a note funding agreement with MCF and acquired a variable funding note issued by MCF thereunder. The note was most recently reissued on December 31, 2022 due to NYLIAC transferring a portion of its interest to LINA. The note is reported as a bond, with an outstanding balance, including accrued interest, for the Company of $3,495 million and $3,704 million at December 31, 2023 and 2022, respectively. The funding limit is determined using 2.25% multiplied by the cash and invested assets amount, as of such date of determination. Cash and invested assets amount means, as of any date of determination, the sum of (x) the net admitted cash and invested assets of NYLIAC and LINA (y) the net admitted cash and invested assets of NYLIC (excluding any portion thereof attributable to NYLIC's investment in NYLIAC and LINA), in each case, based on the most recently available quarterly or annual financial statements of NYLIC, NYLIAC or LINA, as applicable.
10/1/1997 (last amended as of 10/7/2022)	New York Life Capital Corporation ("NYLCC")	Non-insurance subsidiary	Revolving credit agreement	NYLCC, a wholly owned subsidiary of NYLIFE LLC (which is a wholly owned subsidiary of the Company), has a revolving credit agreement with the Company, whereby NYLCC has agreed to make loans to the Company in an amount up to, but not exceeding, $3,500 million. NYLCC's outstanding principal amount of commercial paper at December 31, 2023 was $419 million.
9/15/2022 (previous agreement terminated on 9/15/2022)	NYLCC	Non-insurance subsidiary	Revolving credit facility	The Company and NYLCC entered into a five-year $1,750 million revolving credit facility (the "2022 Credit Facility") with a syndicate of lenders. The 2022 Credit Facility replaced a $1,500 million credit facility that went into effect on 1/29/19. The Company and NYLCC are borrowers under the 2022 Credit Facility. At December 31, 2023 and 2022, the credit facility was not used and there was no outstanding balance.
12/5/2023 (previous agreement terminated on 12/5/2023)	MCF	Non-insurance subsidiary	Revolving credit facility	The Company and MCF entered into a 364-day $400 million revolving credit facility (the "2023 MCF Credit Facility") with a syndicate of lenders, with MCF and borrower and the Company as guarantor. The 2023 MCF Credit Facility had no outstanding borrowings as of December 31, 2023. The 2023 MCF Credit Facility replaced a 364-day $400 million credit facility dated December 6, 2022 (the "2022 MCF Credit Facility") with MCF as borrower and the Company as guarantor. The 2022 MCF Credit Facility had no outstanding borrowings as of December 31, 2022.
9/30/1993 (last amended as of 12/30/2022)	NYLIAC	Insurance subsidiary	Revolving credit agreement	The Company has a revolving credit agreement with NYLIAC whereby the Company may loan in the amount of up to $3,500 million. At December 31, 2023 and 2022, the credit facility was not used, no interest was paid and there was no outstanding balance due.
4/1/1999 (last amended as of 12/30/2022)	NYLIAC	Insurance subsidiary	Revolving credit agreement	The Company has a revolving credit agreement with NYLIAC, whereby the Company may borrow in the amount of up to $900 million. At December 31, 2023 and 2022, the credit facility was not used, no interest was paid and there was no outstanding balance due.
12/31/2020 (amended as of 10/26/2022)	LINA	Insurance subsidiary	Revolving credit agreement	The Company, as lender, has a revolving credit agreement with LINA, as borrower, for a maximum aggregate amount of $100 million. At December 31, 2023 and 2022, the credit facility was not used and there was no outstanding balance.
Service Agreements:				
6/1/2020 (last amended as of 11/1/2023)	NYL Investors LLC	Non-insurance subsidiary	Investment advisory agreement	The Company is party to an investment advisory agreement with NYL Investors, as amended from time to time, to receive investment advisory and administrative services from NYL Investors. For the years ended December 31, 2023 and 2022, the fees incurred associated with these services, amounted to $244 million and $236 million, respectively.
Various	Various Affiliates	Insurance and non-insurance subsidiaries	Services agreement	Under various written agreements, the Company has agreed to provide certain of its direct and indirect subsidiaries with certain services and facilities including but not limited to the following: accounting, tax and auditing services, legal services, actuarial services, electronic data processing operations, and communications operations. Such costs amounting to $1,464 million and $1,376 million for the years ended December 31, 2023 and 2022, respectively, were incurred by the Company and billed to its subsidiaries. The Company is reimbursed for the identified costs associated with these services and facilities. The terms of the agreements require that these amounts be settled in cash within 90 days.

NOTE 11 – RELATED PARTY TRANSACTIONS (continued)

Date of Transaction	Name of Related Party	Nature of Relationship	Type of Transaction	Description
Other Agreements:				
Various	NYLIAC	Insurance subsidiary	Acquisition of corporate owned life insurance ("COLI")	The Company has purchased various COLI policies from NYLIAC for the purpose of informally funding certain benefits for the Company's employees and agents. These policies were issued to the Company on the same terms as policies sold to unrelated customers. Of the $4,308 million cash surrender value at December 31, 2023 and 2022, $3,285 million and $3,286 million, respectively, is invested in NYLIAC's general account, and $1,023 million and $894 million, respectively, is invested in NYLIAC's separate accounts products. The investments in NYLIAC's separate accounts are allocated to the following categories based on primary underlying investment characteristics: 4% bonds, 95% stocks, and 1% real estate.
Various	NYLIAC	Insurance subsidiary	Structured settlement agreements	The Company is the assumed obligor for certain structured settlement agreements with unaffiliated insurance companies, beneficiaries and other non-affiliated entities. To satisfy its obligations under these agreements, the Company owns single premium annuities issued by NYLIAC. The obligations are based upon the actuarially determined present value of expected future payments.
Various	NYLIAC	Insurance subsidiary	Structured settlement agreements	The Company has issued $10,774 million and $10,236 million at December 31, 2023 and 2022, respectively, of single premium annuities to NYLIAC in connection with NYLIAC's obligation under structured settlement agreements. NYLIAC has directed the Company to make the payments under the annuity contracts directly to beneficiaries under the structured settlement agreements.
Various	NYLIAC, LINA and NYLGICNY	Insurance subsidiary	Participation in mortgage loans, REO and Real Estate	A real estate property acquired through foreclosure is called a REO Portfolio. NYLIAC, LINA, and NYLGICNY's interests in commercial mortgage loans are primarily held in the form of participations in mortgage loans originated or acquired by the Company. The Participation Companies' interest in the ownership of REO Portfolio is called REO Ownership Interest. Under the participation agreement for the mortgage loans, it is agreed between the Company and the Participation Companies that the proportionate interest (as evidenced by a participation certificate) in the underlying mortgage loan, including without limitation, the principal balance thereof, all interest which accrues thereon, and all proceeds generated there from, will be pari passu with the Company's and pro rata based upon the respective amounts funded by the Company and the Participation Companies in connection with the applicable mortgage loan origination or acquisition. Consistent with the participation arrangement, all mortgage loan documents name the Company (and not both the Participation Companies and the Company) as the lender but are held for the benefit of both the Company and the Participation Companies pursuant to the applicable participation agreement. The Company retains general decision making authority with respect to each mortgage loan, although certain decisions require the Participation Companies approval.
6/11/2012	NYLIAC	Insurance subsidiary	Tenancy in common agreement	In connection with a $150 million land acquisition of a fee simple estate in land underlying an office building and related improvements and encumbered by a ground lease by the Company (73.8% interest) and NYLIAC (26.2% interest), the Company and NYLIAC entered into a Tenancy In Common Agreement in which the agreement sets forth the terms that govern, in part, each entity's interest in the property.
10/5/2017	NYLIAC	Insurance subsidiary	Mortgage loan on real estate	In connection with the acquisition of an office building by REEP-OFC 2300 Empire LLC and a pledge of an unleveraged equity interest in the owner of Retreat at Seven Bridges, an existing multifamily property, NYLIAC provided a first mortgage loan to REEP-OFC 2300 Empire LLC and REEP-MF Woodridge IL LLC. The Company reports this investment as a limited partnership investment. The mortgage loan has been paid in full on July 27, 2023.
1/1/2017 (amended on 12/31/2022)	NYLIM	Non-insurance subsidiary	Note purchase agreement	The Company originally entered into a Note Purchase Agreement with NYLIM Holdings as of January 1, 2017, amended as of September 30, 2021. The Company purchased a $50 million floating rate senior note as of January 1, 2017, which was cancelled and reissued as a $150 million floating rate senior note as of September 30, 2021 (the "2021 Note"). As of December 31, 2022, the agreement was amended and restated and the 2021 Note was cancelled and reissued as a $150 million floating rate senior note (the "2022 Note"). At December 31, 2023 and 2022, the facility had no outstanding balance due.
Significant Transactions:				
11/29/2022	NYLIAC	Insurance subsidiary	Transfer of assets	Bond asset and cash transfers between the Company and NYLIAC were executed to strengthen duration alignment between asset and liability profiles amongst the insurance companies. The Company acquired bonds with a book value of $3,801 million from NYLIAC in exchange for bonds valued at $2,415 million, including realized losses and accrued interest, and cash of $1,419 million.

NOTE 11 – RELATED PARTY TRANSACTIONS (continued)

At December 31, 2023 and 2022, the Company reported a net amount of $152 million and $117 million respectively, due from subsidiaries. The terms of the underlying agreements generally require that these amounts be settled in cash within 90 days.

In the ordinary course of business, the Company enters into reinsurance agreements with its subsidiaries. Material reinsurance agreements have been disclosed in Note 13 – Reinsurance. In addition, the Company may enter into guarantees and/or keep wells with its subsidiaries. Material guarantee agreements and/ or keep wells have been disclosed in Note 15 – Commitments and Contingencies.

NOTE 12 - INSURANCE LIABILITIES

Insurance liabilities at December 31, 2023 and 2022 were as follows (in millions):

	2023	2022
Life insurance reserves	$ 97,576	$ 95,025
Annuity reserves and supplementary contracts with life contingencies	32,874	32,058
Accident and health insurance reserves (including long-term care)	5,389	5,166
Asset adequacy and special reserves	680	649
Total policy reserves	136,519	132,898
Deposit funds	37,953	33,108
Policy claims	831	969
Total insurance liabilities	$ 175,303	$ 166,975

Life Insurance Reserves

Reserves for life insurance policies are maintained principally using the 1941, 1958, 1980, 2001, and 2017 Commissioners' Standard Ordinary Mortality Tables and the 1958 and 1980 Commissioners’ Extended Term Mortality Tables under the net level premium method, the Commissioners' Reserve Valuation Method, or Modified Preliminary Term with valuation interest rates ranging from 2.0% to 6.0%. Reserves for policies issued in 2020 and later are determined based on principle-based standards as set forth in the NAIC Valuation Manual.

The tabular interest for life insurance has been determined by a formula as described in the NAIC instructions.

The tabular less actual reserve released has been determined by a formula as described in the NAIC instructions.

The tabular cost for individual life insurance for seven year term, for certain survivorship whole life policies, and for ancillary coverage has been determined by a formula as described in the NAIC instructions. For all other coverages, including the bulk of individual life, the tabular cost has been determined from the basic data for the calculation of policy reserves.

The Company has established policy reserves on contracts issued January 1, 2001 and later that exceed the minimum amounts determined under Appendix A-820, “Minimum Life and Annuity Reserve Standards” of NAIC SAP by approximately $1,022 million and $945 million in 2023 and 2022, respectively.

The Company waives deductions of deferred fractional premiums upon death of the insured and returns a portion of the final premium beyond the date of death. No surrender values are promised in excess of the total reserves. Certain substandard policies are valued on tables that are multiples of the standard table. Other substandard policies were valued as equivalent to standard lives on the basis of insurance age. Additional reserves were held on account of anticipated extra mortality for policies subject to extra premiums.

At December 31, 2023 and 2022, the Company had $32,987 million and $37,858 million, respectively, of insurance in-force for which the gross premiums were less than the net premiums according to the standard of valuation set by

NOTE 12 – INSURANCE LIABILITIES (continued)

the state of New York. Reserves to cover the above insurance totaled the net amount of $208 million in 2023 and $241 million in 2022, respectively.

Annuity Reserves and Supplementary Contracts with Life Contingencies

Tabular interest for group annuity contracts has been determined from the basic data for the calculation of policy reserves as described in the NAIC instructions.

Reserves for supplementary contracts involving life contingencies and annuities involving current mortality risks are based principally on 1951 Group Annuity Mortality, 1983 Group Annuity Mortality, 1994 Group Annuity Reserving table, 1960 Mod. a-49, 1971 Individual Annuity Mortality, 1983 Table A, A2000, 2012 Individual Annuity Reserving table and the Commissioners' Annuity Reserve Valuation Method with assumed interest rates ranging from 1.0% to 11.3%.

At December 31, 2023, the Company held an additional actuarial reserve of $100 million based on asset adequacy analysis for structured settlement contracts and $100 million based on asset adequacy analysis for guaranteed products. At December 31, 2022, the Company held an additional actuarial reserve of $140 million based on asset adequacy analysis for structured settlement contracts and $60 million based on asset adequacy analysis for guaranteed products.

Generally, owners of annuities in payout status are not able to withdraw funds from their policies at their discretion.

Accident and Health Insurance Reserves (Including Long-term Care)

Reserves for accident and health insurance policies are valued consistent with the prescribed interest rate and morbidity tables, where applicable.

Claim reserves and unpaid claim liabilities were $1,533 million and $1,504 million at December 31, 2023 and 2022, respectively. During 2023 and 2022, $237 million and $228 million, respectively, was paid for incurred losses and loss adjustment expenses attributable to insured events of prior years. Additionally, during 2023, there was $35 million of favorable prior-year loss development, the result of ongoing analysis of recent loss development trends. Reserves remaining for prior years at December 31, 2023 were $1,231 million as a result of re-estimation of unpaid claims and claim adjustment expenses principally on long-term care, group medical (discontinued in 2013), disability income and Medicare supplement insurance.

Original estimates were adjusted as additional information became known regarding individual claims. The Company had no unfavorable prior year loss development on retrospectively rated policies included in this decrease. However, the business to which it relates is subject to premium adjustments.

Participating Policies

Individual and group life participating policies represent 99.4% of total individual and group life insurance inforce. The Company paid dividends in the amount of $2,114 million and $1,996 million to individual and group life policyholders for the years ended December 31, 2023 and 2022, respectively, and did not allocate any additional income to such policyholders.

NOTE 12 – INSURANCE LIABILITIES (continued)

Deposit Funds

Deposit funds at December 31, 2023 and 2022 were as follows (in millions):

	2023	2022
GICs without life contingencies (including funding agreements)	$ 35,107	$ 30,181
Dividend accumulations or refunds and other deposit funds	2,444	2,460
Supplemental contracts without life contingencies	362	421
Continued interest accounts	28	32
Annuities certain	12	14
Total deposit funds	$ 37,953	$ 33,108

The weighted average interest rate on all GICs without life contingencies was 3.15% and 2.38% at December 31, 2023 and 2022, respectively. The weighted average remaining maturity was 3 years, 2 months and 3 years, 1 month at December 31, 2023 and 2022, respectively. Withdrawal prior to maturity is generally not permitted.

GICs without life contingencies issued by the Company include funding agreements issued to special purpose entities ("SPEs") and the FHLB of NY.

The SPEs purchase the funding agreements with the proceeds from medium term notes issued by the SPE, which have payment terms substantially identical to the funding agreements issued by the Company. At December 31, 2023 and 2022, the balance under funding agreements sold by the Company to the SPEs was $30,128 million and $25,119 million, respectively.

The Company is a member of the FHLB of NY and issues funding agreements to the FHLB of NY in exchange for cash. The proceeds from the sale of these funding agreements are invested to earn a spread on the business. The funding agreements are issued through the general account and are included in the liability for Deposit funds in the accompanying Statutory Statements of Financial Position. When a funding agreement is issued, the Company is required to post collateral in the form of eligible securities including mortgage-backed, government and agency debt instruments for each of the advances received. Upon any event of default by the Company, the FHLB of NY's recovery on the collateral is limited to the amount of the Company's liability to the FHLB of NY.

The amount of FHLB of NY common stock held, in aggregate, exclusively in the Company's general account at December 31, 2023 and 2022 was as follows (in millions):

	2023	2022
Membership stock - class B[1]	$ 48	$ 48
Activity stock	138	164
Aggregate total	$ 186	$ 212
Actual or estimated borrowing capacity as determined by the insurer	$ 11,595	$ 11,139

[1] Membership stock is not eligible for redemption.

The amount of collateral pledged to the FHLB of NY in the Company's general account at December 31, 2023 and 2022 was as follows (in millions):

	2023	2022
Fair Value	$ 8,028	$ 6,575
Carrying Value	$ 8,867	$ 7,599
Aggregate Total Borrowing	$ 3,118	$ 3,692

NOTE 12 – INSURANCE LIABILITIES (continued)

The maximum amount of collateral pledged and aggregate total borrowing to the FHLB of NY in the Company's general account during the years ended December 31, 2023 and 2022 was as follows (in millions):

	2023	2022
Fair Value	$ 7,852	$ 6,714
Carrying Value	$ 9,010	$ 7,919
Aggregate Total Borrowing	$ 2,971	$ 2,820

The following table reflects the amount borrowed from the FHLB of NY in the form of funding agreements at December 31, 2023 and 2022 (in millions):

	2023	2022
Funding agreements issued	$ 3,118	$ 3,692
Funding agreement reserves established	$ 3,118	$ 3,692
Maximum amount borrowed during the year	$ 3,193	$ 3,880

The Company does not have any prepayment obligations for these funding agreement arrangements.

Withdrawal Characteristics of Annuity Reserves and Deposit Funds

The following tables reflect the withdrawal characteristics of annuity reserves and deposit fund liabilities at December 31, 2023 and 2022 ($ in millions):

Individual Annuities

	2023				
	General Account	Separate Accounts with Guarantees	Separate Accounts Non-guaranteed	Total	% of Total
Subject to discretionary withdrawal:					
With fair value adjustment	$ 9	$ —	$ —	$ 9	— %
At book value less current surrender charge of 5% or more	—	—	—	—	—
At fair value	—	—	—	—	—
Total with adjustment or at fair value	9	—	—	9	—
At book value without adjustment	1	—	—	1	—
Not subject to discretionary withdrawal	9,968	—	—	9,968	100
Total	$ 9,978	$ —	$ —	$ 9,978	100 %
Amount with current surrender charge of 5% or more that will have less than a 5% surrender charge in the following year	$ —	$ —	$ —	$ —	

NOTE 12 – INSURANCE LIABILITIES (continued)

	2022				
	General Account	Separate Accounts with Guarantees	Separate Accounts Non-guaranteed	Total	% of Total
Subject to discretionary withdrawal:					
With fair value adjustment	$ 11	$ —	$ —	$ 11	— %
At book value less current surrender charge of 5% or more	—	—	—	—	—
At fair value	—	—	—	—	—
Total with adjustment or at fair value	11	—	—	11	—
At book value without adjustment	1	—	—	1	—
Not subject to discretionary withdrawal	9,541	—	—	9,541	100
Total	$ 9,553	$ —	$ —	$ 9,553	100 %
Amount with current surrender charge of 5% or more that will have less than a 5% surrender charge in the following year	$ —	$ —	$ —	$ —	

Group Annuities

	2023				
	General Account	Separate Accounts with Guarantees	Separate Accounts Non-guaranteed	Total	% of Total
Subject to discretionary withdrawal:					
With fair value adjustment	$ 7,332	$ 7,173	$ —	$ 14,505	41 %
At book value less current surrender charge of 5% or more	—	—	—	—	—
At fair value	7	2,965	2,347	5,319	15
Total with adjustment or at fair value	7,339	10,138	2,347	19,824	56
At book value without adjustment	1,958	—	—	1,958	6
Not subject to discretionary withdrawal	13,599	—	—	13,599	38
Total	$ 22,896	$ 10,138	$ 2,347	$ 35,381	100 %
Amount with current surrender charge of 5% or more that will have less than a 5% surrender charge in the following year	$ —	$ —	$ —	$ —	

NOTE 12 – INSURANCE LIABILITIES (continued)

	2022				
	General Account	Separate Accounts with Guarantees	Separate Accounts Non-guaranteed	Total	% of Total
Subject to discretionary withdrawal:					
With fair value adjustment	$ 7,997	$ 8,047	$ —	$ 16,044	44 %
At book value less current surrender charge of 5% or more	—	—	—	—	—
At fair value	13	3,162	2,896	6,071	17
Total with adjustment or at fair value	8,010	11,209	2,896	22,115	60
At book value without adjustment	2,060	—	—	2,060	6
Not subject to discretionary withdrawal	12,436	—	—	12,436	34
Total	$ 22,506	$ 11,209	$ 2,896	$ 36,611	100 %
Amount with current surrender charge of 5% or more that will have less than a 5% surrender charge in the following year	$ —	$ —	$ —	$ —	

Deposit-Type Contracts

	2023				
	General Account	Separate Accounts with Guarantees	Separate Accounts Non-guaranteed	Total	% of Total
Subject to discretionary withdrawal:					
With fair value adjustment	$ 1	$ —	$ —	$ 1	— %
At book value less current surrender charge of 5% or more	—	—	—	—	—
At fair value	—	—	—	—	—
Total with adjustment or at fair value	1	—	—	1	—
At book value without adjustment	4,150	—	—	4,150	11
Not subject to discretionary withdrawal	33,802	—	—	33,802	89
Total	$ 37,953	$ —	$ —	$ 37,953	100 %
Amount with current surrender charge of 5% or more that will have less than a 5% surrender charge in the following year	$ —	$ —	$ —	$ —	

NOTE 12 – INSURANCE LIABILITIES (continued)

	2022				
	General Account	Separate Accounts with Guarantees	Separate Accounts Non-guaranteed	Total	% of Total
Subject to discretionary withdrawal:					
With fair value adjustment	$ —	$ —	$ —	$ —	— %
At book value less current surrender charge of 5% or more	—	—	—	—	—
At fair value	—	—	—	—	—
Total with adjustment or at fair value	—	—	—	—	—
At book value without adjustment	4,097	—	—	4,097	12
Not subject to discretionary withdrawal	29,011	—	—	29,011	88
Total	$ 33,108	$ —	$ —	$ 33,108	100 %
Amount with current surrender charge of 5% or more that will have less than a 5% surrender charge in the following year	$ —	$ —	$ —	$ —	

NOTE 12 – INSURANCE LIABILITIES (continued)

Withdrawal Characteristics of Life Insurance Reserves

The following tables reflect the withdrawal characteristics of life insurance reserves at December 31, 2023 and 2022 ($ in millions):

	2023					
	General Account			Separate Accounts Guaranteed and Non-guaranteed		
	Account Value	Cash Value	Reserve	Account Value	Cash Value	Reserve
Subject to discretionary withdrawal, surrender, or policy loans:						
Term policies with cash value	$ —	$ 469	$ 482	$ —	$ —	$ —
Universal life	11	11	11	—	—	—
Universal life with secondary guarantees	—	—	—	—	—	—
Indexed universal life	—	—	—	—	—	—
Indexed universal life with secondary guarantees	—	—	—	—	—	—
Indexed life	—	—	—	—	—	—
Other permanent cash value life insurance	—	91,377	96,269	—	—	—
Variable life	—	—	—	—	—	—
Variable universal life	—	—	—	—	—	—
Miscellaneous reserves	—	—	—	—	—	—
Not subject to discretionary withdrawal or no cash values:						
Term policies without cash value	—	—	3,855	—	—	—
Accidental death benefits	—	—	55	—	—	—
Disability - active lives	—	—	530	—	—	—
Disability - disabled lives	—	—	571	—	—	—
Miscellaneous reserves	—	—	1,077	—	—	—
Total life insurance (gross)	11	91,857	102,850	—	—	—
Reinsurance ceded	—	2,602	5,274	—	—	—
Total life insurance (net)	$ 11	$ 89,255	$ 97,576	$ —	$ —	$ —

NOTE 12 – INSURANCE LIABILITIES (continued)

	2022					
	General Account			Separate Accounts Guaranteed and Non-guaranteed		
	Account Value	Cash Value	Reserve	Account Value	Cash Value	Reserve
Subject to discretionary withdrawal, surrender, or policy loans:						
Term policies with cash value	$ —	$ 444	$ 455	$ —	$ —	$ —
Universal life	6	6	6	—	—	—
Universal life with secondary guarantees	—	—	—	—	—	—
Indexed universal life	—	—	—	—	—	—
Indexed universal life with secondary guarantees	—	—	—	—	—	—
Indexed life	—	—	—	—	—	—
Other permanent cash value life insurance	—	87,407	92,023	—	—	—
Variable life	—	—	—	—	—	—
Variable universal life	—	—	—	—	—	—
Miscellaneous reserves	—	—	—	—	—	—
Not subject to discretionary withdrawal or no cash values:						
Term policies without cash value	—	—	3,540	—	—	—
Accidental death benefits	—	—	55	—	—	—
Disability - active lives	—	—	522	—	—	—
Disability - disabled lives	—	—	578	—	—	—
Miscellaneous reserves	—	—	1,050	—	—	—
Total life insurance (gross)	6	87,857	98,229	—	—	—
Reinsurance ceded	—	2,731	3,204	—	—	—
Total life insurance (net)	$ 6	$ 85,126	$ 95,025	$ —	$ —	$ —

NOTE 13 – REINSURANCE

The Company enters into ceded reinsurance agreements in the normal course of its insurance business to reduce overall risk and to be able to issue life insurance policies in excess of its retention limits. The Company also participates in assumed reinsurance with third parties in acquiring additional business. Both assumed and ceded reinsurance transactions are discussed in further details below.

The effects of reinsurance on the accompanying Statutory Statements of Financial Position at December 31, 2023 and 2022 were as follows (in millions):

	2023	2022
Policy reserves:		
Direct	$ 135,084	$ 129,071
Assumed	6,709	7,033
Ceded	(5,273)	(3,206)
Policy reserves	$ 136,519	$ 132,898
Policy claims:		
Direct	$ 746	$ 870
Assumed	239	254
Ceded[1]	(154)	(155)
Policy claims	$ 831	$ 969
Reinsurance recoverable[2]	$ (17)	$ 26
Funds held under coinsurance	$ 1,120	751

[1] Includes reinsurance recoverable related to unpaid losses of $117 million and $133 million at December 31, 2023 and 2022, respectively.
[2] Included in Other assets in the accompanying Statutory Statements of Financial Position.

The effects of reinsurance on the accompanying Statutory Statements of Operations for the years ended December 31, 2023 and 2022 were as follows (in millions):

	2023	2022
Premiums:		
Direct[1]	$ 16,614	$ 17,900
Assumed	682	737
Ceded	(2,148)	(488)
Premiums	$ 15,148	$ 18,149
Benefit payments:		
Direct	$ 14,762	$ 12,659
Assumed	1,160	1,280
Ceded	(675)	(708)
Benefit payments	$ 15,247	$ 13,231

[1] Includes considerations for supplementary contracts with life contingencies of less than $1 million and $48 million for the years ended December 31, 2023 and 2022, respectively.

NOTE 13 - REINSURANCE (continued)

Reinsurance Assumed

The Company assumes, on a coinsurance basis, 100% of the obligations and liabilities of John Hancock Life Insurance Company (U.S.A.) and one of its affiliates' ("John Hancock") closed block consisting primarily of participating whole life insurance policies ("Closed Block"). The Company retrocedes 40% of those obligations and liabilities to John Hancock through a coinsurance funds-withheld arrangement. The assets received from this transaction are pledged as collateral and are contractually restricted, the majority of which are held in a reinsurance trust for the Company's obligations to John Hancock.

The insurance related revenue from the reinsured policies, including net investment income from the contractually restricted assets, after satisfying certain related expenses and taxes, inure solely to the benefit of those reinsured policyholders and will not be available to the Company's policyholders.

At December 31, 2023 and 2022, policy reserves related to the Closed Block reinsurance transaction were as follows (in millions):

	2023	2022
Reserves assumed	$ 6,708	$ 7,033
Reserves ceded	(2,683)	(2,815)
Reserves net	$ 4,025	$ 4,218

Reinsurance Ceded

The Company enters into reinsurance agreements in the normal course of its insurance business to reduce overall risk and to be able to issue individual life insurance policies in excess of its retention limits.

The Company primarily cedes the mortality risk on new business for term and employees' whole life insurance policies on a quota-share yearly renewable term basis. Most of the reinsurance ceded on new and inforce business is established on an automatic basis. The quota share currently ceded on new business generally ranges from 20% to 76% with a minimum size policy ceded of either $1 million or $2 million for term and no minimum size for employees' whole life. Cases in excess of the Company's retention and certain substandard cases are ceded on a facultative reinsurance basis. The majority of the Company's facultative reinsurance is for substandard cases in which it typically cedes 90%.

The ceding of risk does not discharge the Company from its primary obligations to policyholders. To the extent that the assuming reinsurers become unable to meet their obligations under reinsurance contracts, the Company remains contingently liable. Each reinsurer is reviewed to evaluate its financial stability before entering into each reinsurance contract and throughout the period that the reinsurance contract is in place.

At December 31, 2023 and 2022, the Company did not have any insurance in-force that has been reinsured for which the gross premiums were less than the net premiums according to the standard of valuation set by the state of New York.

Life insurance ceded was 25% and 11% of total life insurance in-force at December 31, 2023 and 2022 respectively. The Company has reinsurance agreements with New York Life Agents Reinsurance Company ("NYLARC"). NYLARC is a life insurance company wholly owned by NYLARC Holding Company, Inc., whose shareholders consist of the Company's top agents who meet certain criteria and who may also be agents of NYLIAC or NYLAZ. NYLARC reinsures a portion of certain life insurance products sold by its shareholders. NYLARC's purpose is to retain high production agents, and increase the volume and quality of the business that they submit to the Company and NYLIAC.

NOTE 13 - REINSURANCE (continued)

Effective December 31, 2023, New York Life entered into a strategic indemnity reinsurance agreement on a coinsurance with funds withheld basis ("Term Reinsurance Agreement") with Münchener Rückversicherungs-Gesellschaft Aktiengesellschaft ("Munich Re"). Under the agreement, New York Life ceded on a quota share basis 85% of all the risks under certain term life policies and respective riders issued by New York Life between January 1, 2000 and December 31, 2019. New York Life will pay Munich Re an annual risk and profit charge which will decrease over time. New York Life will receive from Munich Re a quarterly experience refund if the experience refund formula is positive.

NOTE 14 – BENEFIT PLANS

Defined Benefit Plans

The Company maintains various tax-qualified and non-qualified defined benefit pension plans covering eligible U.S. employees and agents. The tax-qualified plan for employees includes both a traditional formula and a cash balance formula. The applicability of these formulas to a particular plan participant is generally determined by age and date of hire. Under the traditional formula, benefits are based on final average earnings and length of service. The cash balance formula credits employees' accounts with a percentage of eligible pay each year based on years of service, along with annual interest credits at rates based on IRS guidelines. Benefits under the tax-qualified plan for agents are based on length of service and earnings during an agent's career. The non-qualified pension plans provide supplemental benefits in excess of the maximum benefits applicable to a tax-qualified plan.

The tax-qualified defined benefit pension plans of the Company are funded solely by Company contributions. The Company's funding policy is to make annual contributions that are no less than the minimum amount needed to comply with the requirements of the Employee Retirement Income Security Act of 1974, as amended ("ERISA"), and the Internal Revenue Code ("IRC") of 1986, as amended, and no greater than the maximum amount deductible for federal income tax purposes. In 2023 and 2022, the Company did not make any voluntary contributions to the tax-qualified plans. No contributions were required to satisfy the minimum funding requirements under ERISA and the IRC.

The Company has established separate irrevocable grantor trusts covering certain of the non-qualified arrangements to help protect non-qualified payments thereunder in the event of a change in control of the Company. The grantor trusts are not subject to ERISA.

Other Postretirement Benefits

The Company provides certain health care and life benefits for eligible retired employees and agents (and their eligible dependents). Employees are eligible for retiree health and life benefits if, at their termination of service, they are at least age 55 with 10 or more years of service with the Company. Agents are generally eligible for retiree health and life benefits if they meet certain age and service criteria on the date they terminate service. In either case, an employee or agent must be enrolled in active health care coverage on the date they terminate service to be eligible for retiree coverage. A limited group of retired agents who met certain age and service criteria have retiree accidental death and dismemberment ("AD&D") coverage until age 70.

Employees and agents who retired prior to January 1, 1993 and agents who were active on December 31, 1992 and met certain age or service criteria on that date do not make contributions toward retiree health care coverage. All other eligible employees and agents may be required to contribute towards retiree health care coverage. The Company pays the entire life insurance costs for retired employees and agents including AD&D coverage for eligible retired agents.

NOTE 14 – BENEFIT PLANS (continued)

The Company has established two separate Voluntary Employees Beneficiary Association ("VEBA") Trusts, the Employees' Life and Health Benefit Trust ("Employee VEBA") and the Agents' Life and Health Benefit Trust ("Agent VEBA"). The Employee VEBA is currently exclusively used to fund a portion of the postretirement health and life benefits for retired employees, and the Agent VEBA is currently exclusively used to fund a portion of the postretirement health and life benefits for retired agents. In addition, the tax-qualified pension plan for agents includes a medical-benefit component to fund a portion of the postretirement obligations for retired agents and their dependents in accordance with IRC Section 401(h). The Company pays the remaining balance of these costs.

Postemployment Benefits and Compensated Absences

The Company provides compensated absences to eligible employees during employment, and certain benefits to eligible employees and agents after termination of service. These include, but are not limited to, salary continuation during medical and pregnancy leaves, short-term disability-related benefits, and continuation of health care benefits.

Plan Assets

Each tax-qualified pension plan currently invests in two group annuity contracts which are held in separate trusts: one contract is an immediate participation guarantee ("IPG") contract relating to the Company's general account ("GA Contract"), and the other contract relates to the Company's pooled separate accounts ("SA Contract"). The Company is the issuer of the GA and SA Contracts. In addition, certain assets are directly invested in third-party real estate investment funds and third-party collective investment trusts. Total tax-qualified plan assets at December 31, 2023 and 2022 were as follows (in millions):

	Tax-qualified Pension Plans	
	2023	2022
GA Contracts[1]	$ 3,820	$ 3,387
SA Contracts[2]	2,347	2,895
Third-party real estate investment funds	411	477
Third-party collective investment trusts	657	174
Cash	1	1
Total plan assets	$ 7,236	$ 6,934

[1] The GA Contracts are included in the Company's assets and policy reserves liabilities in the accompanying Statutory Statements of Financial Position.
[2] The SA Contracts are included in the Company's separate accounts assets and liabilities in the accompanying Statutory Statements of Financial Position.

NYL Investors manages the assets in the portion of the Company's general account in which the GA Contract participates. The GA Contract provides for the payment of an annual administrative charge based on a percentage of the assets maintained in the fixed account under the contract. Under the SA Contract, certain registered investment advisory subsidiaries of NYL Investments act as investment managers for the pooled separate accounts. The SA Contract provides for the payment of separate annual fees for the management and administration of each separate account.

NOTE 14 – BENEFIT PLANS (continued)

The assets of each of the VEBA Trusts are invested in trust owned life insurance ("TOLI"), third-party mutual funds, and cash and cash equivalents. In addition, certain assets were invested the Mainstay MacKay International Equity Fund at December 31, 2022. Total assets of the other postretirement plans (including VEBA Trusts and 401(h) component) at December 31, 2023 and 2022 were as follows (in millions):

	Other Postretirement Plans	
	2023	2022
TOLI policies	$ 581	$ 507
Third-party mutual funds	302	214
IPG Contract (401(h) component)[1]	37	36
MainStay MacKay International Equity Fund	—	65
Cash and cash equivalents	2	1
Total plan assets	$ 922	$ 823

[1] The GA Contracts are included in the Company's assets and policy reserves liabilities in the accompanying Statutory Statements of Financial Position.

New York Life Investment Management LLC ("NYLIM"), a wholly owned subsidiary of NYL Investments, serves as investment manager of their proprietary MainStay MacKay International Equity Fund. The TOLI policies are corporate sponsored universal life ("CSUL") and corporate sponsored VUL ("CSVUL") policies issued by NYLIAC. CSVUL policy premiums are invested in certain insurance dedicated funds offered in connection with variable products for which NYLIM serves as investment advisor and MacKay Shields LLC, a wholly owned subsidiary of NYL Investments, serves as the sub-advisor.

The investment objectives for the tax-qualified pension plans and VEBA Trusts are: (1) to maintain sufficient income and liquidity to fund benefit payments; (2) to preserve the capital value of the plans and trusts; (3) to increase the capital value of the plans and trusts; and (4) to earn a long-term rate of return, which meets or exceeds the plans' and trusts' assumed actuarial rates of return. Under the investment policies for the tax-qualified pension plans, the plans' assets are to be invested primarily in a balanced and diversified mix of high quality equities, fixed income securities, group annuity contracts, private equity investments, real estate investments, hedge fund investments, cash equivalents, and such other assets as may be appropriate. Under the investment policies for the VEBA Trusts, the assets of the trusts are to be invested primarily in insurance contracts (variable and/or fixed) and/or mutual funds, which in turn, invest in a balanced and diversified mix of high quality equities, fixed income securities, cash equivalents, and such other assets as may be appropriate. The Board of Trustees (the "Trustees") monitor and review investment performance to ensure assets are meeting investment objectives.

The Trustees have established a broad investment strategy targeting an asset allocation for both the tax-qualified pension plans, and for the VEBA Trusts. Diversifying each asset class by style and type further enhances this allocation. In developing this asset allocation strategy, the Trustees took into account, among other factors, the information provided to them by the plans' actuary, information relating to the historical investment returns of each asset class, the correlations of those returns, and input from the plans' investment consultant. The Trustees regularly review the plans' asset allocations versus the targets and make adjustments as appropriate.

NOTE 14 – BENEFIT PLANS (continued)

The percentage of target allocation and asset allocation, by asset category, for the tax-qualified pension plans and the VEBA Trusts at December 31, 2023 and 2022, were as follows:

	Tax-qualified Pension Plans				VEBA Trust			
	Target Allocation		Asset Allocation		Target Allocation		Asset Allocation	
Asset Category	2023	2022	2023	2022	2023	2022	2023	2022
Fixed income	60 %	60 %	60 %	56 %	30 %	30 %	28 %	30 %
Equity	40	40	40	44	70	70	72	70
Total	100 %	100 %	100 %	100 %	100 %	100 %	100 %	100 %

For the tax-qualified pension plans, the target allocation permits for ranges of 50% to 70% for fixed income and 30% to 50% for equity.

The pooled separate accounts under the SA Contracts and the third-party mutual funds and collective investment trusts invest in various investment securities. Investment securities are exposed to various risks such as interest rate, market and credit risks. Due to the level of risk associated with certain investment securities, it is at least reasonably possible that changes in the values of investment securities will occur in the near term and that such changes could materially affect the amounts reported in the financial statements.

The fair values (refer to Note 9 - Fair Value Measurements for description of levels) of the tax-qualified pension plans' assets at December 31, 2023 and 2022 were as follows (in millions):

	2023				
Asset Category	Level 1	Level 2	Level 3	NAV as a Practical Expedient	Total
Cash	$ 1	$ —	$ —	$ —	$ 1
Fixed income securities:					
IPG contract	—	—	3,820	—	3,820
High yield bond separate account	—	—	—	364	364
Municipal bond separate account	—	—	—	183	183
Absolute return hedge fund separate account	—	—	—	2	2
Equity securities:					
Private equity separate accounts	—	—	—	1,337	1,337
Indexed equity separate account	—	—	—	388	388
GQG Partners International Equity Collective Investment Trust	—	—	—	230	230
Capital Group EuroPacific Growth Trust	—	—	—	224	224
FIAM Small Capitalization Core Commingled Pool	—	—	—	203	203
Morgan Stanley Prime Property Fund	—	—	—	188	188
Invesco Core Real Estate - U.S.A. Fund	—	—	—	138	138
JPMorgan Strategic Property Fund	—	—	—	85	85
Long/short equity hedge fund separate account	—	—	—	73	73
Total assets accounted for at fair value	$ 1	$ —	$ 3,820	$ 3,415	$ 7,236

NOTE 14 – BENEFIT PLANS (continued)

	2022				
Asset Category	**Level 1**	**Level 2**	**Level 3**	**NAV as a Practical Expedient**	**Total**
Cash	$ 1	$ —	$ —	$ —	$ 1
Fixed income securities:					
IPG contract	—	—	3,387	—	3,387
High yield bond separate accounts	—	—	—	324	324
Municipal bond separate account	—	—	—	165	165
Absolute return hedge fund separate account	—	—	—	3	3
Equity securities:					
Private equity separate accounts	—	—	—	1,327	1,327
International equity separate account	—	—	—	426	426
Long/short equity hedge fund separate account	—	—	—	343	343
Indexed equity separate account	—	—	—	307	307
Morgan Stanley Prime Property Fund	—	—	—	208	208
FIAM Small Capitalization Core Commingled Pool	—	—	—	174	174
Invesco Core Real Estate - U.S.A. Fund	—	—	—	164	164
JPMorgan Strategic Property Fund	—	—	—	105	105
Total assets accounted for at fair value	$ 1	$ —	$ 3,387	$ 3,546	$ 6,934

The fair values of other postretirement benefit plan assets at December 31, 2023 and 2022 were as follows (in millions):

	2023				
Asset Category	**Level 1**	**Level 2**	**Level 3**	**NAV as a Practical Expedient**	**Total**
Cash, cash equivalents, and short-term investments	$ —	$ 2	$ —	$ —	$ 2
Fixed income securities:					
CSUL policies	—	—	163	—	163
Vanguard Bond Market Index Fund	81	—	—	—	81
IPG contract	—	—	37	—	37
Equity securities:					
CSVUL MainStay VP MacKay S&P 500 Indexed Equity Fund	—	—	418	—	418
Vanguard Institutional Index Fund	151	—	—		151
Capital Group EuroPacific Growth Fund	70	—	—	—	70
Total assets accounted for at fair value	$ 302	$ 2	$ 618	$ —	$ 922

NOTE 14 – BENEFIT PLANS (continued)

	2022				
Asset Category	**Level 1**	**Level 2**	**Level 3**	**NAV as a Practical Expedient**	**Total**
Cash, cash equivalents, and short-term investments	$ 1	$ —	$ —	$ —	$ 1
Fixed income securities:					
CSUL policies	—	—	161	—	161
Vanguard Bond Market Index Fund	76	—	—	—	76
IPG contract	—	—	36	—	36
Equity securities:					
CSVUL MainStay VP MacKay S&P 500 Indexed Equity Fund	—	—	304	—	304
Vanguard Institutional Index Fund	138	—	—	—	138
MainStay MacKay International Equity Fund	65	—	—	—	65
CSVUL MainStay VP MacKay International Equity Fund	—	—	42	—	42
Total assets accounted for at fair value	$ 280	$ —	$ 543	$ —	$ 823

Determination of Fair Values

The following is a description of the valuation methodologies used to determine fair value, as well as the general classification of such instruments pursuant to the valuation hierarchy.

IPG Contract

The IPG contract is carried at fair value, which is comprised of contract value (represents contributions made, plus interest earned, less funds used to pay claims, premiums and fees) plus a fair value adjustment (“FVA”). The FVA is the difference between the estimated cost of purchasing annuities in the open market upon termination of the Contract, referred to as Market Annuity Cost (“MAC”) and the cost of purchasing annuities using the discontinuance provisions of the contract, referred to as the Contract Annuity Cost (“CAC”). The carrying value of the IPG contract was $3,820 million and $3,387 million at December 31, 2023 and 2022, respectively. Mortality and interest rate assumptions are significant inputs in the calculation and are derived from market data, contractual provisions and management's judgement. Therefore, the fair value of the IPG contract is classified as Level 3. The discount rates used to derive the FVA ranged between 3% and 5% in 2023 and 5% and 6% in 2022, respectively. The mortality tables used to derive the MAC are consistent with the mortality tables used to determine the actuarial present value of accumulated benefits. The mortality table used to calculate the CAC is the 1983 group annuity table with static projection to the measurement date.

Pooled Separate Accounts, Real Estate Investment Funds, and Collective Investment Trusts

The pooled separate accounts, real estate investment funds, and collective investment trusts NAV represents the fair value of each unit held by the tax-qualified pension plans and is the level at which transactions occur. The investments are measured using NAV as a practical expedient, and are not required to be leveled.

NOTE 14 – BENEFIT PLANS (continued)

The following tables provide additional information for investments that are measured at fair value using NAV as a practical expedient, as allowed under authoritative guidance, for investments that meet specified criteria (in millions):

2023

Category of Investment	Investment Strategy	Fair Value Determined Using NAV	Unfunded Commitments	Redemption Frequency	Redemption Notice Period
Private equity separate accounts	Leveraged buyout, mezzanine financing, distressed securities	$ 1,337	$ 197	N/A	N/A
Collective investment trusts	International and small-cap equity	$ 657	$ —	Daily	5-15 days
Real estate investment funds	Real estate and real estate related assets	$ 411	$ —	Quarterly	45-90 days (subject to availability of funds)
Equity separate accounts	Indexed	$ 388	$ —	Daily, Pending Market Conditions	N/A
High yield bond separate accounts	High yield bonds	$ 364	$ —	Daily, Pending Market Conditions	N/A
Municipal bond separate account	Municipal bonds	$ 183	$ —	Daily, Pending Market Conditions	N/A
Long/short equity hedge fund separate accounts	Long/short equity	$ 73	$ —	Annual, Semi-Annual, Quarterly, Monthly, Daily	30-90 days (Assets subject to lock-up periods)
Absolute return hedge fund separate accounts	Multi-strategy and distressed securities	$ 2	$ —	N/A	30-90 days (Assets subject to lock-up periods)

NOTE 14 – BENEFIT PLANS (continued)

2022					
Category of Investment	**Investment Strategy**	**Fair Value Determined Using NAV**	**Unfunded Commitment s**	**Redemption Frequency**	**Redemption Notice Period**
Private equity separate accounts	Leveraged buyout, mezzanine financing, distressed securities	$ 1,327	$ 284	N/A	N/A
Equity separate accounts	Indexed and international	$ 733	$ —	Daily, Pending Market Conditions	N/A
Real estate investment funds	Real estate and real estate related assets	$ 477	$ —	Quarterly	45-90 days (subject to availability of funds)
Long/short equity hedge fund separate accounts	Long/short equity	$ 343	$ —	Annual, Semi-Annual, Quarterly, Monthly, Daily	30-90 days (Assets subject to lock-up periods)
High yield bond separate accounts	High yield bonds	$ 324	$ —	Daily, Pending Market Conditions	N/A
Collective investment trust	Small-cap equity	$ 174	$ —	Daily	5 days
Municipal bond separate account	Municipal bonds	$ 165	$ —	Daily, Pending Market Conditions	N/A
Absolute return hedge fund separate accounts	Multi-strategy and distressed securities	$ 3	$ —	N/A	30-90 days (Assets subject to lock-up periods)

Mutual Funds

The MainStay MacKay International Equity Fund and the third-party mutual funds are priced using a daily NAV. These prices are publicly published, and there are no restrictions on contributions and withdrawals. As such, they are classified as Level 1.

CSUL and CSVUL Policies

The CSUL and the CSVUL policies are reported at cash surrender value. These policies have surpassed their surrender charge period; therefore, their cash value and their contract value are equal. These policies are classified as Level 3 since the valuation relies on unobservable inputs to these policies. There is also no secondary market for these assets.

Cash, Cash Equivalents and Short-Term Investments

The carrying value of cash is equivalent to its fair value and is classified as Level 1 in the fair value hierarchy as the amounts are available on demand. Due to the short-term maturities, the carrying value of short-term investments and cash equivalents is presumed to approximate fair value and is classified as Level 2.

NOTE 14 – BENEFIT PLANS (continued)

The following presents the change in plan assets of the defined benefit pension plans and postretirement benefit plans for December 31, 2023 and 2022 (in millions):

	Pension Plan Benefits		Postretirement Plan Benefits	
Change in Plan Assets	**2023**	**2022**	**2023**	**2022**
Fair value of plan assets at beginning of year	$ 6,934	$ 8,664	$ 823	$ 996
Actual return on plan assets	680	(1,363)	116	(156)
Contributions by employer	68	66	49	49
Contributions by plan participants	—	—	14	14
Benefits paid	(446)	(433)	(80)	(80)
Fair value of plan assets at end of year	$ 7,236	$ 6,934	$ 922	$ 823

Benefit Plan Obligations

The PBO for pension benefits represents the present value of estimated future benefit obligations and includes assumptions for future compensation increases. Accumulated benefit obligations ("ABO") differ from PBO in that it does not take into consideration future salary increases. Actuarial gains and losses primarily reflect the difference between expected and actual results from the impact of assumption changes related to discount rates, future compensation levels and mortality assumptions, as well as other items.

The following table details the change in benefit obligation for the years ended December 31, 2023 and 2022, respectively (in millions):

	Pension Plan Benefits				Postretirement Plan Benefits			
	Overfunded		Underfunded		Overfunded		Underfunded	
Change in Benefit Obligation	**2023**	**2022**	**2023**	**2022**	**2023**	**2022**	**2023**	**2022**
Benefit obligation at beginning of year	$ 6,542	$ 8,392	$ 1,020	$ 1,298	$ 195	$ 280	$ 1,056	$ 1,415
Service cost	132	174	14	20	2	3	14	22
Interest cost	324	201	50	31	10	7	53	36
Contribution by plan participants	—	—	—	—	3	3	11	11
Actuarial losses/(gains)	221	(1,858)	40	(263)	6	(79)	(6)	(367)
Benefits paid	(378)	(367)	(68)	(66)	(21)	(19)	(59)	(61)
Benefit obligation at end of year	$ 6,841	$ 6,542	$ 1,056	$ 1,020	$ 195	$ 195	$ 1,069	$ 1,056

The aggregate amount of the accumulated benefit obligation for defined benefit pension plans was $7,532 million and $7,227 million for December 31, 2023 and 2022. At December 31, 2023 and 2022, the defined benefit pension plans were overfunded by $396 million and $392 million, respectively. At December 31, 2023 and 2022, the agents' health postretirement plan was overfunded by $79 million and $49 million, respectively.

The increase in the benefit obligation at December 31, 2023 was primarily attributable to actuarial losses of $261 million, which were largely the result of a decrease in the weighted-average discount rate used to measure liabilities. The decrease in the benefit obligation at December 31, 2022 was primarily attributable to actuarial gains of $2,567 million, which were largely the result of an increase in the weighted-average discount rate used to measure liabilities.

NOTE 14 – BENEFIT PLANS (continued)

Net Periodic Benefit Cost

The net periodic benefit cost represents the annual accounting expense recognized by the Company and is included in Operating expenses in the accompanying Statutory Statements of Operations. The components of net periodic benefit cost were as follows (in millions):

Components of Net Periodic Benefit Cost	Pension Plan Benefits 2023	Pension Plan Benefits 2022	Postretirement Plan Benefits 2023	Postretirement Plan Benefits 2022
Service cost	$ 146	$ 194	$ 16	$ 25
Interest cost	374	232	63	43
Expected return on plan assets	(438)	(488)	(48)	(58)
Amortization of losses/(gains)	148	167	(6)	5
Amortization of prior service credit	(4)	(4)	(17)	(17)
Amortization of nonvested prior service cost	—	—	18	19
Net periodic benefit cost	$ 226 [1]	$ 101 [1]	$ 26 [2]	$ 17 [2]

[1] Includes pension plan costs charged to subsidiaries of $46 million and $53 million for the years ended December 31, 2023 and 2022, respectively. The liabilities for these plans are included with the liabilities for the corresponding plan of the Company.

[2] Includes postretirement costs charged to subsidiaries of $7 million and $10 million for the years ended December 31, 2023 and 2022, respectively. The liabilities for these plans are included with the liabilities for the corresponding plan of the Company.

Benefit Plan Assumptions

Benefit obligations are reported based on certain actuarial assumptions, which are subject to change. Due to uncertainties inherent in the estimations and assumptions process, it is at least reasonably possible that changes in these estimates and assumptions could occur in the near term and would be material to the financial statements. Weighted-average assumptions used to determine benefit obligations at December 31, 2023 and 2022 were as follows:

	Pension Plan Benefits 2023	Pension Plan Benefits 2022	Postretirement Plan Benefits 2023	Postretirement Plan Benefits 2022
Discount rate for benefit obligations	5.04 %	5.22 %	5.07 %	5.25 %
Rate of compensation increase:				
Employees	5.16	5.16	5.16	5.16
Agents	5.45	5.45	N/A	N/A
Interest crediting rates for cash balance plan	3.66	3.34	N/A	N/A

NOTE 14 – BENEFIT PLANS (continued)

Weighted-average assumptions used to determine net periodic benefit cost for the years ended December 31, 2023 and 2022 were as follows:

	Pension Plan Benefits		Postretirement Plan Benefits	
	2023	**2022**	**2023**	**2022**
Discount rate for benefit obligations	5.22 %	3.00 %	5.25 %	3.08 %
Service cost discount rate	5.32	3.22	5.37	3.37
Effective rate of interest on benefit obligation	5.11	2.44	5.13	2.58
Expected long-term rate of return on plan assets	6.50	5.75	5.84	5.83
Rate of compensation increase:				
Employees	5.16	5.16	5.16	5.16
Agents	5.45	5.45	N/A	N/A
Interest crediting rates for cash balance plan	3.66	3.34	N/A	N/A

The Company uses a full yield curve approach to determine its U.S. pension and other postretirement benefit obligations as well as the service and interest cost components of net periodic benefit cost.

The discount rates used are based on hypothetical AA yield curves represented by a series of spot discount rates from half a year to 99 years. The spot rate curves are derived from a direct calculation of the implied forward curve, based on the included bond cash flows. Each bond issue underlying the yield curve is required to be non-callable, with a rating of AA, when averaging all available ratings by Moody’s Investor Services, Standard & Poor’s and Fitch. Additionally, each bond must have at least $300 million par outstanding to ensure it is sufficiently marketable. Finally, the outlier bonds (i.e. those whose yields to maturity significantly deviate from the average yield in each maturity grouping) are removed. The yields are used to discount future pension and other postretirement plan cash flows at an interest rate specifically applicable to the timing of each respective cash flow. For disclosure purposes, the sum of these discounted cash flows are totaled into a single present value and an equivalent weighted-average discount rate is calculated by imputing the singular interest rate that equates the total present value of the stream of future cash flows.

The Company utilizes a full yield curve approach in the calculation of the service and interest cost components by applying the specific spot rates along the yield curve used in the determination of the benefit obligation to their relevant underlying projected cash flows. The current approach provides a more precise measurement of service and interest cost by improving the correlation between projected benefit cash flows and their corresponding spot rates.

The expected long-term return on assets for the tax-qualified pension plans and the VEBA Trusts is based on (1) an evaluation of the historical behavior of the broad financial markets, (2) the plan’s target asset allocation, and (3) the future expectations for returns for each asset class, modified by input from the plans' investment consultant based on the current economic and financial market conditions.

The assumed health care cost trend rates used in measuring the APBO were as follows:

	2023		2022	
	Before 65	**Age 65 and older**	**Before 65**	**Age 65 and older**
Following year	7.95 %	10.15 %	6.85 %	6.65 %
Ultimate rate to which cost increase is assumed to decline	4.50	4.50	4.50	4.50
Year in which the ultimate trend is received	2031	2031	2030	2030

For dental plans, the annual rate of increase in the per capita cost of covered health care benefits was assumed to be 4.50% for all participants for 2024 and beyond.

NOTE 14 – BENEFIT PLANS (continued)

Amounts Recognized in the Statements of Financial Position

The components of funded status and assets and liabilities recognized at December 31, 2023 and 2022 were as follows (in millions):

	Pension Plan Benefits		Postretirement Plan Benefits	
Components	**2023**	**2022**	**2023**	**2022**
Prepaid benefit costs	$ 2,361	$ 2,509	$ —	$ —
Overfunded plan assets	$ (1,965)	$ (2,117)	$ 79	$ 49
Accrued benefit costs	$ 778	$ 768	$ 594	$ 617
Liability for benefits	$ 278	$ 252	$ (173)	$ (140)
Assets and liabilities recognized				
Nonadmitted plan assets	$ (396)	$ (392)	$ (79)	$ (49)
Liabilities recognized	$ 1,056	$ 1,020	$ 421	$ 477

Increases or decreases in the funded status are reported as direct adjustments to surplus. Any overfunded plan assets are nonadmitted. Associated deferred tax assets are also recorded and admitted to the extent that contributions will be made over the next three tax years.

Amounts in unassigned funds (surplus) recognized as components of net periodic benefit cost were as follows (in millions):

	Pension Plan Benefits		Postretirement Plan Benefits	
	2023	**2022**	**2023**	**2022**
Items not yet recognized as a component of net periodic benefit cost - prior year	$ 2,369	$ 2,802	$ (189)	$ 49
Net prior service credit recognized	4	4	17	17
Net nonvested prior service cost recognized	—	—	(18)	(19)
Net (loss)/gain recognized	(148)	(167)	6	(5)
Net loss/(gain) arising during the year	19	(270)	(68)	(231)
Items not yet recognized as a component of net periodic benefit cost - current year	$ 2,244	$ 2,369	$ (252)	$ (189)

Amounts in unassigned funds (surplus) that have not yet been recognized as components of net periodic benefit cost were as follows (in millions):

	Pension Plan Benefits		Postretirement Plan Benefits	
	2023	**2022**	**2023**	**2022**
Net nonvested prior service cost	$ —	$ —	$ 16	$ 34
Net prior service credit	$ (1)	$ (5)	$ (67)	$ (84)
Net recognized losses/(gains)	$ 2,245	$ 2,374	$ (201)	$ (139)

Cash Flows

The Company's funding policy for the tax-qualified pension plans is to make annual contributions that are no less than the minimum amount needed to comply with the requirements of the ERISA and the IRC, and no greater than the maximum amount deductible for federal income tax purposes. The Company does not have any regulatory contribution requirements for 2024.

NOTE 14 – BENEFIT PLANS (continued)

Prefunding contributions can be made to either of the VEBA Trusts to partially fund postretirement health and life benefits other than pensions. The Company does not expect to make any prefunding contributions to either of the VEBA Trusts in 2024.

The estimated future benefit payments are based on the same assumptions used to measure the benefit obligations at December 31, 2023. The following benefit payments, which reflect expected future service, as appropriate, are expected to be paid (in millions):

	Pension Plan Benefits	Postretirement Plan Benefits	Postemployment Plan Benefits
2024	$ 473	$ 63	$ 11
2025	$ 489	$ 65	$ 12
2026	$ 503	$ 66	$ 13
2027	$ 518	$ 69	$ 14
2028	$ 530	$ 71	$ 14
2029 - 2033	$ 2,801	$ 393	$ 83

The Company expects to pay approximately $64 million of non-qualified pension plan benefits during 2024. The Company expects to pay approximately $36 million for other postretirement benefits during 2024.

For the years ended December 31, 2023 and 2022, the Company paid $54 million and $49 million, respectively, in gross benefit payments related to health benefits. For the years ended December 31, 2023 and 2022, the Company did not receive any gross subsidy receipts.

Defined Contribution Plans

The Company maintains various tax-qualified and non-qualified defined contribution plans covering eligible U.S. employees and agents (401(k) plans). For employees, the plans provide for pre-tax, after-tax and/or after-tax Roth salary reduction contributions (subject to maximums) and Company matching contributions of up to 5% of annual salary (base plus eligible incentive pay are considered). For the years ended December 31, 2023 and 2022, the Company's matching contributions to the employees' tax-qualified plan totaled $60 million and $55 million, respectively. A non-qualified plan credits participant and Company matching contributions with respect to compensation in excess of the amount that may be taken into account under the tax-qualified plan. For the years ending December 31, 2023 and 2022, the Company's matching contributions to the employees' non-qualified plans totaled $2 million and $3 million, respectively.

For agents, the plan provides for pre-tax and or/after-tax Roth commission reduction agreements, subject to maximums.

The Company annually determines the level of Company contributions to the agents' plan. Contributions are based on each participant's net renewal commissions, net renewal premiums and cash values for the plan year on certain policies for which the participant is the original writing agent. For the years ended December 31, 2023 and 2022, the Company's contributions to the agents' tax-qualified plan totaled $2 million. A non-qualified plan credits Company contributions with respect to compensation earned based on production and policy persistency. For the years ending December 31, 2023 and 2022, the Company's contributions to the agents' non-qualified plans totaled $7 million.

NOTE 15 – COMMITMENTS AND CONTINGENCIES

Guarantees

At December 31, 2023, the Company had the following outstanding guarantees (in millions):

	Nature and Circumstances of Guarantee and Key Attributes	Liability Recognition of Guarantee	Ultimate Financial Statement Impact if Action Under the Guarantee is Required	Maximum Potential Amount of Future Payments (Undiscounted) the Company Could be Required to Make Under the Guarantee	Current Status of Payment or Performance Risk of Guarantee
1.	The Company issues funding agreements to New York Life Global Funding, which issues, or has issued notes to investors. If any taxing authority imposes withholding taxes on the payments due under the funding agreements or such notes (for example, as a result of a change in applicable), the Company is required, in certain instances, to increase the payments on the funding agreements to make up for the amounts required to be withheld.	Exempt. Related party guarantee that is unlimited.	Expenses would increase	The Company cannot estimate the maximum liability. The Company cannot anticipate the risk or amount that taxing authorities may withhold taxes.	The Company does not view its risk of performance under the guarantee to be significant. Additionally, if withholding becomes required, the Company is permitted to terminate the funding agreements.
2.	The Company has entered into certain arrangements with various regulators whereby the Company agreed to maintain NYLAZ's capital and surplus at certain levels.	Exempt. Related party guarantee that is unlimited.	None	Unlimited	Capital contributions to wholly owned subsidiaries would not affect the Company's financial position.
3.	The Company, along with several other insurance companies, entered into a supplemental benefits reinsurance and participation agreement with Guaranty Association Benefits Company (GABC), a captive insurance company created to assume and reinsure certain restructured annuity obligations of Executive Life Insurance Company of New York (ELNY). The participating life insurance companies agreed to assure that each individual payee under ELNY contracts will receive from GABC total annuity benefits due to the payee.	$0	Expenses would increase	Unlimited	Based on an analysis performed by an independent risk management firm, the Company does not anticipate that any further funding will be required.
4.	On December 5, 2023, the Company entered into a 364-day revolving credit facility with MCF as borrower, the Company as guarantor, and a syndicate of banks as lenders. With the Company as guarantor, MCF received much lower pricing from the banks. In return, MCF will compensate the Company for providing the guaranty with an annual fee.	Exempt. Guarantee is on behalf of a wholly owned subsidiary.[1]	Expenses would increase	$ 400	The Company views the risk of performance under this guarantee as remote.
5.	On April 7, 2015, the Company executed an agreement to indemnify Apogem Capital LLC (formerly GoldPoint Partners LLC) for capital contributions that may be required in connection with Apogem Capital LLC's indemnification obligations to NYLCAP Select Manager Fund III, L.P.	Exempt. Guarantee is on behalf of a wholly owned subsidiary.[1]	Expenses would increase	$ 25	The Company oversees the operations of Apogem Capital LLC and assesses the risk to be minimal.
6.	On June 25, 2013, the Company issued a guarantee for the full and timely payment of certain indemnity payments that may become due and payable by NYLE to Yuanta Financial Holding Co., Ltd. ("Yuanta") in connection with the sale by NYLE of New York Life Insurance Taiwan Corporation.	Exempt. Guarantee is on behalf of previously wholly owned subsidiaries.	Expenses would increase	Unlimited	The Company views the risk of performance under this guarantee as remote.
7.	On January 17, 2012, the Company executed an agreement to indemnify Apogem Capital LLC for capital contributions that may be required in connection with Apogem Capital LLC's indemnification obligations to NYLCAP Select Manager Fund II, L.P.	Exempt. Guarantee is on behalf of a wholly owned subsidiary.[1]	Expenses would increase	$ 25	The Company oversees the operations of Apogem Capital LLC and assesses the risk to be minimal.

NOTE 15 – COMMITMENTS AND CONTINGENCIES (continued)

	Nature and Circumstances of Guarantee and Key Attributes	Liability Recognition of Guarantee	Ultimate Financial Statement Impact if Action Under the Guarantee is Required	Maximum Potential Amount of Future Payments (Undiscounted) the Company Could be Required to Make Under the Guarantee	Current Status of Payment or Performance Risk of Guarantee
8.	On September 12, 2012, the Company issued a guarantee for the full and punctual payment of all amounts that are or may become due and payable by NYL Cayman Holdings Ltd., NYLE, and Seguros Monterrey New York Life S.A. to Ace INA International Holdings Ltd. in connection with the sale by NYL Cayman Holdings Ltd., NYLE and Seguros Monterrey New York Life S.A. of New York Life Worldwide Capital, LLC, the holding company for Fianzas Monterrey, S.A. and its subsidiary, Operadora FMA, S.A. de C.V.	Exempt. Guarantee is on behalf of previously wholly owned subsidiaries.	Expenses would increase	Unlimited	The Company views the risk of performance under this guarantee as remote.
9.	On July 11, 2008, the Company executed an agreement to indemnify Apogem Capital LLC for capital contributions that may be required in connection with Apogem Capital LLC's indemnification obligations to NYLCAP Select Manager Fund, LP.	Exempt. Guarantee is on behalf of a wholly owned subsidiary.[1]	Expenses would increase	$ 25	The Company oversees the operations of Apogem Capital LLC and assesses the risk to be minimal.
10.	On November 7, 2007, the Company issued a guarantee to the Bank of New York ("BoNY") unconditionally guaranteeing the debts of MCF in connection with a standby letter of credit entered between MCF and BoNY. Standby letters of credit are issued in connection with agreements made by MCF's customers to counterparties. Standby letters of credit are drawn only upon failure of MCF's customer to perform under the terms of the underlying contract.	Exempt. Guarantee is on behalf of a wholly owned subsidiary.[1]	Expenses would increase	$ 100	The Company, in the ordinary course of business, provides MCF with capital and financing to meet their obligations. The Company views the risk of performance under this guarantee to be minimal.

(1) This exemption only applies to guarantees issued on behalf of wholly-owned subsidiaries that do not have negative equity.

Guarantee Obligations (in millions):

a.	Aggregate maximum potential of future payments of all guarantees (undiscounted) the guarantor could be required to make under guarantees(1)	$	575
b.	Current contingent liability recognized in financial statement		
	1. Noncontingent liabilities	$	—
	2. Contingent liabilities	$	—
c.	Ultimate financial statement impact if action under the guarantee is required		
	1. Investments in SCA	$	—
	2. Joint venture	$	—
	3. Dividends to stockholders	$	—
	4. Expense	$	575
	5. Other	$	—

(1) Excludes guarantees where maximum potential is unlimited or not quantified.

Litigation

The Company and/or its subsidiaries are defendants in individual and/or alleged class action suits arising from their agency sales force, insurance (including variable contracts registered under the federal securities law), investment, retail securities, employment and/or other operations, including actions involving retail sales practices. Some of the actions seek substantial or unspecified compensatory and punitive damages. The Company and/or its subsidiaries are also from time to time involved in various governmental, administrative, and investigative proceedings and inquiries.

NOTE 15 – COMMITMENTS AND CONTINGENCIES (continued)

Notwithstanding the uncertain nature of litigation and regulatory inquiries, the outcome of which cannot be predicted, the Company believes that, after provisions made in the financial statements, the ultimate liability that could result from litigation and proceedings would not have a material adverse effect on the Company's financial position; however, it is possible that settlements or adverse determinations in one or more actions or other proceedings in the future could have a material adverse effect on the Company's operating results for a given year.

Lease Commitments

The Company leases office space, distribution facilities, and certain office equipment under various agreements with various expiration dates. The leases contain provisions for payment of real estate taxes, building maintenance, electricity, and rent escalations.

Rent expense for all leases amounted to $148 million and $125 million for the years ended December 31, 2023 and 2022, respectively, of which $64 million and $62 million was billed to subsidiaries in accordance with an intercompany cost sharing agreement for the years ended December 31, 2023 and 2022, respectively.

Future minimum lease payments under non-cancellable operating leases with original or remaining lease terms in excess of one year at December 31, 2023 were as follows (in millions):

Year	Real Property	Equipment	Total
2024	$ 117	$ 17	$ 134
2025	96	4	100
2026	91	2	93
2027	88	—	88
2028	80	—	80
Thereafter	210	—	210
Total	$ 682	$ 23	$ 705

In connection with the sale of one of its home office properties in 1995, the Company had entered into an agreement, as amended in 2009 and 2019, to lease back a portion of the building through 2024. The total future lease obligations in connection with this agreement of $7 million at December 31, 2023 are included in the above table.

Assessments

Most of the jurisdictions in which the Company is licensed to transact business require life insurers to participate in guaranty associations which are organized to pay contractual benefits pursuant to insurance policies issued by impaired, insolvent or failed life insurers. These associations levy assessments, up to prescribed limits, on all member insurers in a particular state on the basis of the proportionate share of the premiums written by member insurers in the line of business in which the impaired, insolvent or failed life insurer is engaged. Some states permit member insurers to recover assessments through full or partial premium tax offsets.

Liens

Several commercial banks have customary security interests in certain assets of the Company to secure potential overdrafts and other liabilities of the Company that may arise under custody, securities lending and other banking agreements with such banks.

NOTE 15 – COMMITMENTS AND CONTINGENCIES (continued)

Other Commitments and Contingencies

At December 31, 2023 and 2022, contractual commitments to extend credit for commercial mortgage loans were \$810 million and \$617 million, respectively, at both fixed and variable rates of interest. These commitments are diversified by property type and geographic location. There were no contractual commitments to extend credit under residential loan agreements at December 31, 2023 and 2022.

At December 31, 2023 and 2022, the Company and its guaranteed separate accounts had outstanding contractual obligations to acquire additional private placement securities for \$1,403 million and \$1,298 million, respectively.

Unfunded commitments on limited partnerships, limited liability companies and other invested assets amounted to \$4,634 million and \$4,696 million at December 31, 2023 and 2022, respectively. Unfunded commitments on LIHTC amounted to \$191 million and \$174 million at December 31, 2023 and 2022, respectively. At December 31, 2023, unfunded commitments on LIHTC are included in Other invested assets, with an offset in Other liabilities in the accompanying Statutory Statements of Financial Position.

NOTE 16 – INCOME TAXES

The components of the net DTAs and DTLs were as follows at December 31, 2023 and 2022 (in millions):

	2023			2022			Change		
	Ordinary	Capital	Total	Ordinary	Capital	Total	Ordinary	Capital	Total
Gross DTAs	$ 4,229	$ 1,047	$ 5,276	$ 3,706	$ 1,101	$ 4,807	$ 523	$ (54)	$ 469
Statutory valuation allowance	—	—	—	—	—	—	—	—	—
Adjusted gross DTAs	4,229	1,047	5,276	3,706	1,101	4,807	523	(54)	469
Nonadmitted DTAs(1)	127	—	127	—	—	—	127	—	127
Subtotal net admitted DTAs	4,102	1,047	5,149	3,706	1,101	4,807	396	(54)	342
Gross DTLs	1,209	2,004	3,213	1,088	1,968	3,056	121	36	157
Net admitted DTAs/(DTLs)(2)	$ 2,893	$ (957)	$ 1,936	$ 2,618	$ (867)	$ 1,751	$ 275	$ (90)	$ 185

(1) DTAs are nonadmitted primarily because they are not expected to be realized within three years of the Statutory Statements of Financial Position date.

(2) The total net admitted DTAs are included in Other assets in the accompanying Statutory Statements of Financial Position.

The admission calculation components for the years ended December 31, 2023 and 2022 were as follows (paragraph references throughout Note 16 are to paragraphs of SSAP No. 101 "Income Taxes, A Replacement of SSAP No. 10R and SSAP No. 10") (in millions):

	December 31, 2023			December 31, 2022			Change		
	Ordinary	Capital	Total	Ordinary	Capital	Total	Ordinary	Capital	Total
Federal income taxes paid in prior years recoverable through loss carrybacks (Paragraph 11.a)	$ —	$ 241	$ 242	$ —	$ 243	$ 243	$ —	$ (2)	$ (1)
Adjusted gross DTA expected to be realized (excluding the amount of DTA from paragraph 11.a above) after application of the threshold limitation (the lesser of paragraph 11.b.i and 11.b.ii below):	1,670	25	1,694	1,476	32	1,508	194	(7)	186
Adjusted gross DTA expected to be realized following the balance sheet date (Paragraph 11.b.i)	1,670	25	1,694	1,476	32	1,508	194	(7)	186
Adjusted gross DTA allowed per limitation threshold (Paragraph 11.b.ii)	XXX	XXX	3,207	XXX	XXX	3,013	N/A	N/A	194
Adjusted gross DTA (excluding the amount of DTA from paragraphs 11.a and 11.b above) offset by gross DTL (Paragraph 11.c)	2,432	781	3,213	2,230	826	3,056	202	(45)	157
DTA admitted as the result of application of SSAP 101 (Total of paragraphs 11.a, 11.b, 11.c)	$ 4,102	$ 1,047	$ 5,149	$ 3,706	$ 1,101	$ 4,807	$ 396	$ (54)	$ 342

NOTE 16 - INCOME TAXES (continued)

The ratio used to determine the applicable period used in paragraph 11.b.i above and the amount of adjusted capital and surplus used to determine the percentage threshold limitation in paragraph 11.b.ii above are as follows at December 31, 2023 and 2022 (in millions):

	2023	2022
Ratio percentage used to determine recovery period and threshold limitation amount	889 %	846 %
Amount of adjusted capital and surplus used to determine recovery period and threshold limitation in paragraph 11.b.ii above	$ 21,380	$ 20,084

There was no impact on adjusted gross and net admitted DTAs due to tax planning strategies at December 31, 2023 and 2022. The Company did not use reinsurance in its tax planning strategies.

The Company had no unrecognized DTLs at December 31, 2023 and 2022. Additionally, the Company had no adjustments to gross DTAs because of a change in circumstances that causes a change in judgment about the realizability of the related DTAs.

Significant components of the current federal and foreign income taxes for the years ended December 31, 2023 and 2022 were as follows (in millions):

	2023	2022	Change
Federal(1)	$ 187	$ 29	$ 158
Foreign	16	2	14
Subtotal	203	31	172
Federal income tax on net capital gains	(70)	(15)	(55)
Total federal and foreign income taxes	$ 133	$ 16	$ 117

(1) The Company had investment tax credits of $64 million and $55 million for the years ended December 31, 2023 and 2022, respectively.

NOTE 16 - INCOME TAXES (continued)

The tax effects of temporary differences that give rise to DTAs and DTLs for the years ended December 31, 2023 and 2022 were as follows (in millions):

	2023	2022	Change
DTAs			
Ordinary:			
Policyholder reserves	$ 1,398	$ 1,267	$ 131
Deferred acquisition costs	726	663	63
Compensation and benefits accrual	505	487	18
Policyholder dividends accrual	478	428	50
Fixed assets	462	326	136
Receivables - nonadmitted	133	130	3
Pension accrual	195	190	5
Investments	286	164	122
Unearned premium reserves	1	1	—
Other	45	50	(5)
Subtotal	4,229	3,706	523
Nonadmitted	127	—	127
Admitted ordinary DTAs	4,102	3,706	396
Capital:			
Investments	1,046	1,100	(54)
Real estate	1	1	—
Subtotal	1,047	1,101	(54)
Nonadmitted	—	—	—
Admitted capital DTAs	1,047	1,101	(54)
Total admitted DTAs	5,149	4,807	342
DTLs			
Ordinary:			
Policyholder reserves	116	170	(54)
Deferred and uncollected premiums	435	434	1
Fixed assets	364	253	111
Investments	287	229	58
Other	7	2	5
Subtotal	1,209	1,088	121
Capital:			
Investments	1,862	1,830	32
Real estate	142	138	4
Subtotal	2,004	1,968	36
Total DTLs	3,213	3,056	157
Net admitted DTAs	$ 1,936	$ 1,751	$ 185
Change in deferred income tax on change in net unrealized capital gains/losses			$ 113
Change in net DTAs related to other items			199
Change in DTAs nonadmitted			(127)
Change in net admitted DTAs			$ 185

NOTE 16 - INCOME TAXES (continued)

The Company's federal and foreign income taxes and change in net DTAs for the years ended December 31, 2023 and 2022 differs from the amount obtained by applying the statutory rate of 21% to net gain from operations after dividends to policyholders and before federal income taxes for the following reasons (in millions):

	2023	2022	Change
Net gain from operations after dividends to policyholders and before federal and foreign income taxes at statutory rate	$ 57	$ 42	$ 15
Net realized capital losses at statutory rate	(157)	(108)	(49)
Nonadmitted assets	(17)	(2)	(15)
Prior year audit liability and settlement	16	(1)	17
Contiguous country branch income	(6)	(2)	(4)
Partnership income from MCF	19	15	4
Amortization of IMR	(10)	(21)	11
Dividends from subsidiaries	(100)	(129)	29
Tax exempt income	(84)	(19)	(65)
Tax credits, net of withholding	(61)	(56)	(5)
Other items impacting surplus	275	129	146
Other	2	10	(8)
Federal and foreign income taxes incurred and change in net deferred taxes during the year	$ (66)	$ (142)	$ 76
Federal and foreign income taxes reported in the Company's Statutory Statements of Operations	$ 203	$ 31	$ 172
Capital gains tax expense (benefit) incurred	(70)	(15)	(55)
Change in net DTAs	(199)	(158)	(41)
Federal and foreign income taxes incurred and change in net deferred taxes during the year	$ (66)	$ (142)	$ 76

The Company's federal income tax returns are routinely audited by the IRS and provisions are made in the financial statements in anticipation of the results of these audits. The IRS has completed audits through 2013, and tax years 2014 through 2018 are currently under examination. There were no material effects in the Company's Statement of Operations as a result of these audits.

The Company does not anticipate any significant changes to its total unrecognized tax benefits within the next 12 months.

The Company did not have any operating loss and tax credit carry forwards available for tax purposes. For the years ended December 2023, 2022, and 2021, the Company's income taxes incurred in current and prior years that will be available for recoupment in the event of future net losses were as follows (in millions):

Year 2023	$ —
Year 2022	$ 98
Year 2021	$ 331

The Inflation Reduction Act ("IRA") of 2022 was enacted on August 16, 2022. The IRA includes a new Federal corporate alternative minimum tax ("CAMT"), effective in 2023, that is based on the adjusted financial statement income set forth on the applicable financial statement of an applicable corporation. The NAIC adopted Interpretation ("INT") 23-04 to apply to December 31, 2023. Following that guidance, the Company has determined as of the reporting date it will not be an applicable corporation and will not be liable for CAMT in 2023. The Company is also not a member of a controlled group of corporations that is an applicable corporation.

NOTE 16 - INCOME TAXES (continued)

The New York Life consolidated federal income tax return is consolidated with NYLIAC, NYLAZ, NYLIFE LLC, NYLE, NYL Investments, NYL Investors, LINA, NYLGICNY and LINA Benefit Payments, Inc. Refer to Note 3 – Significant Accounting Policies - Federal Income Taxes.

At December 31, 2023 and 2022, the Company recorded a current income tax payable of $142 million and receivable of $113 million, respectively. The current income tax payable was included in Other liabilities and receivable in Other assets in the accompanying Statutory Statements of Financial Position.

At December 31, 2023, the Company had no protective tax deposits on deposit with the IRS under Section 6603 of the IRC.

NOTE 17 – SURPLUS

Net Unrealized Capital Gains (Losses)

Cumulative net unrealized gains on investments, gross of deferred taxes, recognized in unassigned surplus were $5,946 million and $5,570 million at December 31, 2023 and 2022, respectively.

Surplus Notes

The following table summarizes the Company's surplus notes issued and outstanding at December 31, 2023 ($ in millions):

Issue Date	Principal Amount	Carrying Value	Interest Paid Current Year	Carrying Value of Note Prior Year	Cumulative Interest Paid	Interest Rate	Maturity Date
4/14/2020	$ 1,250	$ 1,243	$ 47	$ 1,243	$ 168	3.75 %	5/15/2050
4/4/2019	1,000	993	45	993	205	4.45	5/15/2069
10/8/2009	1,000	999	67	999	952	6.75	11/15/2039
5/5/2003	1,000	997	59	997	1,206	5.88	5/15/2033
Total	$ 4,250	$ 4,232	$ 218	$ 4,232	$ 2,531		

Issue Date	Are Surplus Note payments contractually linked? (Y/N)	payments subject to administrative offsetting provisions? (Y/N)	used to purchase an asset directly from the holder of the surplus note? (Y/N)	Is Asset Issuer a Related Party (Y/N)	Type of Assets Received Upon Issuance	Is Surplus Note Holder a Related Party (Y/N)	Source a Related Party to the Surplus Note Issuer? (Y/N)
4/14/2020	N	N	N	N	Cash	N	N
4/4/2019	N	N	N	N	Cash	N	N
10/8/2009	N	N	N	N	Cash	N	N
5/5/2003	N	N	N	N	Cash	N	N

The 2020 Notes, 2019 Notes, 2009 Notes and the 2003 Notes (collectively, the "Notes") were issued pursuant to Rule 144A under the Securities Act of 1933, as amended, and are administered by Citibank, as registrar/paying agent. Interest on the Notes is paid semi-annually on May 15th and November 15th of each year.

NOTE 17 – SURPLUS (continued)

The Notes are unsecured and subordinated to all present and future indebtedness, policy claims and other creditor claims against the Company. Under New York State Insurance Law, the Notes are not part of the legal liabilities of the Company. Each payment of interest or principal may be made only with the prior approval of the Superintendent of Financial Services of the State of New York ("Superintendent") and only out of surplus funds, which the Superintendent determines to be available for such payments under New York State Insurance Law. Provided that approval is granted by the Superintendent, the Notes may be redeemed at the option of the Company at any time at the "make-whole" redemption price equal to the greater of: (1) the principal amount of the Notes to be redeemed, or (2) the sum of the present values of the remaining scheduled interest and principal payments on the notes to be redeemed, excluding accrued interest as of the date on which the Notes are to be redeemed, discounted on a semi-annual basis at an adjusted treasury rate plus 20 basis points for the 2003 Notes, 40 basis points for the 2009 Notes, 25 basis points for the 2019 Notes, and 40 points for the 2020 Notes, respectively, plus in each case, the accrued interest on the notes to be redeemed to the redemption date.

At December 31, 2023 and 2022, none of the Company's affiliates owned any of the Notes.

At December 31, 2023, State Street Bank & Trust Co, Bank of New York Mellon, JP Morgan Chase Bank, Northern Trust and Citibank were each the holder of record at The Depository Trust Company of more than 10% of the outstanding amount of the Notes, with each holding Notes, at least in part, for the accounts of their respective clients.

Nonadmitted Assets

Under statutory accounting rules, a nonadmitted asset is defined as an asset having economic value other than that which can be used to fulfill policyholder obligations, or those assets that are unavailable due to encumbrances or other third-party interests. These assets are not recognized in the accompanying Statutory Statements of Financial Position, and are, therefore, considered nonadmitted. The changes between years in nonadmitted assets are charged or credited directly to surplus.

Special Surplus Funds

The Company's special surplus funds increased from December 31, 2022 to December 31, 2023 by $471 million due to the admittance of negative IMR. Refer to Note 6 - Investments for a more detailed discussion on Admitted Negative IMR.

NOTE 18 – SIGNIFICANT SUBSIDIARY

NYLIAC is engaged in the life insurance and annuity businesses. A summary of NYLIAC's statutory statements of financial position at December 31, 2023 and 2022 and results of operations for the years then ended are as follows (in millions):

	2023	2022
Assets:		
Bonds	$ 102,056	$ 93,817
Mortgage loans	15,484	15,544
Separate accounts assets	55,405	49,808
Other assets	21,370	25,817
Total assets	$ 194,315	$ 184,986
Liabilities and Capital and Surplus:		
Policy reserves	$ 112,990	$ 109,695
Separate accounts liabilities	55,388	49,777
Other liabilities	17,007	16,977
Capital and surplus	8,930	8,537
Total liabilities and capital and surplus	$ 194,315	$ 184,986
Results of Operations:		
Net gain/(loss) from operations	$ 405	$ (618)
Net realized capital gains/(losses)	188	(37)
Net income/(loss)	$ 593	$ (655)

NOTE 19 - WRITTEN PREMIUMS

Deferred and uncollected life insurance premiums at December 31, 2023 and 2022 were as follows (in millions):

	2023		2022	
	Gross	Net of Loading	Gross	Net of Loading
Ordinary renewal	$ 1,672	$ 1,381	$ 1,770	$ 1,648
Group life	412	345	430	358
Ordinary new business	151	32	152	41
Total	$ 2,235	$ 1,758	$ 2,352	$ 2,047

The amounts above reflect a prescribed practice that departs from the NAIC SAP. Refer to Note 2 - Basis of Presentation for additional information.

Deferred premium is the portion of the annual premium not earned at the reporting date. Loading of deferred premium is an amount obtained by subtracting the valuation net deferred premium from the gross deferred premium and generally includes allowances for acquisition costs and other expenses.

Uncollected premium is gross premium, net of reinsurance that is due and unpaid at the reporting date. Net premium is the amount used in the calculation of reserves. The change in loading is included as an expense and is not shown as a reduction to premium income.

Ordinary new business and ordinary renewal business consist of the basic amount of premium required on the underlying life insurance policies.

NOTE 19 – WRITTEN PREMIUMS (continued)

Based upon the Company experience, the amount of premiums that may become uncollectible and result in a potential loss is not material to the Company's financial position. At December 31, 2023 and 2022, the Company had $6 million and $7 million of premiums, respectively, that were nonadmitted as they were over 90 days past due.

The Company did not have any direct premium written/produced by managing general agents/third-party administrators equal to or greater than 5% of surplus for the years ended December 31, 2023 and 2022, respectively.

NOTE 20 – LOAN-BACKED AND STRUCTURED SECURITY IMPAIRMENTS

The following table lists each loan-backed and structured security at a CUSIP level where the present value of cash flows expected to be collected is less than the amortized cost basis during the year (in thousands):

IMPAIRMENTS TAKEN ON CURRENT HOLDINGS DURING THE CURRENT YEAR

(1) CUSIP[1,2]	(2) Amortized Cost Before Current Period OTTI	(3) Projected Cash Flows	(4) Current Period Recognized OTTI	(5) Amortized Cost After OTTI	(6) Fair Value	(7) Financial Statement Reporting Period
General Account						
001406AA5	$ 11,224	$ 9,694	$ 1,530	$ 9,694	$ 9,395	12/31/2023
02147GAC8	1,113	1,113	—	1,113	1,140	12/31/2023
12544ABN4	1,008	1,000	9	1,000	1,028	12/31/2023
12544TAH7	119	117	2	117	119	12/31/2023
12544VAB5	577	547	30	547	564	12/31/2023
12667FJ48	940	932	8	932	736	12/31/2023
12667FJ55	593	588	5	588	460	12/31/2023
12668AG25	1,278	1,259	19	1,259	1,313	12/31/2023
12668BFL2	322	301	21	301	306	12/31/2023
16162WNB1	14	13	1	13	13	12/31/2023
17029PAA3	5,106	4,951	155	4,951	4,951	12/31/2023
3622MPAB4	23	22	1	22	23	12/31/2023
69337VAE0	920	917	3	917	733	12/31/2023
76111XZW6	122	121	1	121	124	12/31/2023
933634AF4	346	322	24	322	333	12/31/2023
93934FCE0	474	464	10	464	421	12/31/2023
93934FEM0	1,098	1,097	1	1,097	997	12/31/2023
93934FLW0	375	374	1	374	350	12/31/2023
001406AA5	13,738	12,076	1,662	12,076	9,659	9/30/2023
16162WNB1	18	14	3	14	14	9/30/2023
16165MAG3	86	86	—	86	85	9/30/2023
3622MPAB4	24	24	—	24	22	9/30/2023
38237KAA8	6,103	6,103	—	6,103	5,313	9/30/2023
93934FEM0	1,142	1,141	1	1,141	997	9/30/2023
93934FLW0	405	404	1	404	365	9/30/2023
L2287*AC1	7,147	7,147	—	7,147	7,070	9/30/2023
001406AA5	16,553	15,103	1,450	15,103	9,942	6/30/2023
12667FJ48	999	974	24	974	792	6/30/2023
12667FJ55	630	614	16	614	495	6/30/2023
17029PAA3	5,473	5,106	367	5,106	5,411	6/30/2023
17029RAA9	137	1	136	1	125	6/30/2023

NOTE 20 – LOAN-BACKED AND STRUCTURED SECURITY IMPAIRMENTS (continued)

IMPAIRMENTS TAKEN ON CURRENT HOLDINGS DURING THE CURRENT YEAR

(1) CUSIP[1,2]	(2) Amortized Cost Before Current Period OTTI	(3) Projected Cash Flows	(4) Current Period Recognized OTTI	(5) Amortized Cost After OTTI	(6) Fair Value	(7) Financial Statement Reporting Period
17309BAD9	175	117	58	117	136	6/30/2023
69336QAL6	1,622	1,616	5	1,616	1,526	6/30/2023
93934FEM0	1,185	1,182	3	1,182	1,060	6/30/2023
93934FLW0	413	409	4	409	378	6/30/2023
38237KAA8	9,085	9,075	10	9,075	8,254	3/31/2023
61946TAA3	3,911	3,900	11	3,900	3,287	3/31/2023
69336QAL6	1,635	1,629	5	1,629	1,543	3/31/2023
93934FEM0	1,197	1,193	4	1,193	1,147	3/31/2023
93934FKQ4	642	632	11	632	633	3/31/2023
93934FLW0	450	419	31	419	391	3/31/2023
Subtotal-General Account	**XXX**	**XXX**	**$ 5,625**	**XXX**	**XXX**	
Guaranteed Separate Accounts						
07389NAC9	$ 143	$ 140	$ 3	$ 140	$ 142	12/31/2023
382371AA0	7,473	7,473	—	7,473	5,767	12/31/2023
81744HAF0	190	189	1	189	191	12/31/2023
86358RXZ5	47	45	2	45	44	12/31/2023
03842VAB3	4,608	4,479	130	4,479	3,803	9/30/2023
126694VR6	94	86	8	86	79	9/30/2023
32052MAA9	1	—	1	—	—	9/30/2023
61946TAA3	3,563	3,563	—	3,563	2,795	9/30/2023
382371AA0	7,805	7,805	—	7,805	5,990	6/30/2023
38237JAA1	8,633	8,632	—	8,632	6,905	6/30/2023
46628BBD1	124	113	10	113	102	6/30/2023
86358RXZ5	77	64	13	64	63	6/30/2023
382371AA0	371	362	9	362	347	3/31/2023
38237JAA1	765	738	27	738	716	3/31/2023
61946TAA3	3,834	3,823	11	3,823	3,222	3/31/2023
86746CAA9	1,947	1,923	24	1,923	1,925	3/31/2023
Subtotal-Guaranteed Separate Accounts	**XXX**	**XXX**	**$ 241**	**XXX**	**XXX**	
Grand Total	**XXX**	**XXX**	**$ 5,866**	**XXX**	**XXX**	

(1) Only the impaired lots within each CUSIP are included within this table.
(2) CUSIP amounts less than $1 thousand within this table are shown as zero.

NOTE 21 – SUBSEQUENT EVENTS

At February 28, 2024, the date the financial statements were available to be issued, there have been no events occurring subsequent to the close of the Company's books or accounts for the accompanying statutory financial statements that would have a material effect on the financial condition of the Company.

GLOSSARY OF TERMS

Term	Description
ABO	Accumulated benefit obligations
ABS	Asset-backed securities
AD&D	Accidental death and dismemberment
Agent VEBA	Agents' Life and Health Benefit Trust
APBO	Accumulated postretirement benefit obligations
AVR	Asset valuation reserve
BoNY	Bank of New York
CAC	Contract Annuity Cost
CAMT	Corporate Alternative Minimum Tax
COLI	Corporate owned life insurance
Closed Block	John Hancock closed block consisting primarily of participating whole life insurance policies
CSAs	Credit support annexes
CSUL	Corporate sponsored universal life policies
CSVUL	Corporate sponsored VUL policies
DTA(s)	Deferred tax asset(s)
DTL(s)	Deferred tax liability(ies)
Employee VEBA	The Employees' Life and Health Benefit Trust
ERISA	Employee Retirement Income Security Act of 1974
ETFs	Exchange traded funds
FHLB	Federal Home Loan Bank
FIAM	Fidelity Institutional Asset Management
FVA	Fair value adjustment
FX	Foreign Exchange
GA Contract	IPG contract relating to New York Life's general account
GBS	Group Benefit Solutions
GICs	Guaranteed interest contracts
GMTN	Global Multi Currency Notes
IMR	Interest maintenance reserve
IPG	Immediate participation guarantee
IRA	The Inflation Reduction Act of 2022
IRC	Internal Revenue Code
IRS	Internal Revenue Service
John Hancock	John Hancock Life Insurance Company
LIHTC	Low-income housing tax credit
LINA	Life Insurance Company of North America
LTV	Loan to value ratio
MCF	Madison Capital Funding LLC
MAC	Market Annuity Cost
NAIC	National Association of Insurance Commissioners
NAIC SAP	National Association of Insurance Commissioners' Accounting Practices and Procedures
NAV	Net asset value
NYLARC	New York Life Agents Reinsurance Company

GLOSSARY OF TERMS

Term	Description
NYLAZ	NYLIFE Insurance Company of Arizona
NYLCC	New York Life Capital Corporation
NYLE	New York Life Enterprises
NYLGICNY	New York Life Group Insurance Company of NY
NYLIAC	New York Life Insurance and Annuity Corporation
NYLIM	New York Life Investment Management LLC
NYL Investments	New York Life Investment Management Holdings LLC
NYL Investors	NYL Investors LLC
NYSDFS or the Department	New York State Department of Financial Services
OTC	Over-the-counter
OTC-bilateral	Over-the-counter bilateral agreements
OTC-cleared	Over-the-counter clearinghouse
OTTI	Other-than-temporary impairment(s)
PBO	Projected benefit obligation
SA Contract	Contract related to New York Life's pooled separate accounts
SCAs	Subsidiary, controlled and affiliated entities
S&P	Standard & Poor's
SPE	Special purpose entity(ies)
SSAP	Statement of statutory accounting principle
SVO	Securities Valuation Office
Superintendent	Superintendent of Financial Services of the State of New York
TDR	Troubled debt restructuring
The Company	New York Life Insurance Company
The Notes	The surplus notes issued in 2003, 2009, 2019, and 2020
TOLI	Trust owned life insurance
U.S. GAAP	Accounting principles generally accepted in the United States of America
VA	Variable annuity
VUL	Variable universal life
VEBA	Voluntary Employees Beneficiary Association Trusts
Yuanta	Yuanta Financials Holding Co., Ltd.
2003 Notes	Surplus notes issued in 2003
2009 Notes	Surplus notes issued in 2009
2019 Notes	Surplus notes issued in 2019
2020 Notes	Surplus notes issued in 2020
2021 MCF Credit Facility	Revolving credit facility agreement with MCF entered into in 2021
2022 Credit Facility	Revolving credit facility agreement between the Company and NYLCC
2022 MCF Credit Facility	Revolving credit facility agreement with MCF entered into in 2022
2023 MCF Credit Facility	Revolving credit facility agreement with MCF entered into in 2023

ANNEX A—
SIGNIFICANT DIFFERENCES BETWEEN SAP AND IFRS RELEVANT TO NEW YORK LIFE

New York Life has prepared the financial information incorporated into this Offering Memorandum and certain financial information included herein using accounting practices prescribed or permitted by SAP which differ in certain significant respects from IFRS in effect at December 31, 2024. A description of certain significant differences between SAP and IFRS has been provided below. This overview should not be construed as being exhaustive. Investors must rely on their own examination of New York Life and its financial information. Investors should consult their own professional advisors for an understanding of the differences between SAP and IFRS and how these differences might affect the financial information included or incorporated by reference herein. In addition, no attempt has been made to identify all classification, disclosure and presentation differences between SAP and IFRS that would affect the manner in which transactions and events are presented in the financial statements or notes thereto. In addition, regulatory bodies that promulgate SAP and IFRS have significant projects ongoing that could affect future comparisons between SAP and IFRS. No attempt has been made to identify future differences between SAP and IFRS as the result of prescribed changes in standards and regulations. Finally, no attempt has been made to identify all future differences between SAP and IFRS that may affect New York Life's financial statements as a result of transactions or events that may occur in the future. SAP differs in certain material respects from GAAP. Unless otherwise indicated, such differences are not described below.

First-time Adoption of IFRS Accounting Framework

A company adopting IFRS for the first time should apply the provisions in IFRS 1 "First-Time Adoption of International Financial Reporting Standards". The general principle underlying IFRS 1 is that IFRSs effective at the date of an entity's first IFRS financial statements should be applied retrospectively in the opening IFRS statement of financial position, the comparative period and the first IFRS reporting period. IFRS 1 provides limited mandatory exceptions and voluntary exemptions from retrospective application. Further, in the application of certain standards, IFRS allows a company to choose between accounting policy alternatives.

Basis of Presentation

IFRS focuses on the concept of control to determine whether a subsidiary should be consolidated. Control exists when an entity has the power, through rights that give it the current ability, to direct the activities that significantly affect the investee's returns; is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. The financial statements of subsidiaries are included in the consolidated financial statements from the date that control commences until the date that control ceases.

Under IFRS, the assessment of control over a special purpose entity should consider the entity's purpose and design to identify the relevant activities, how decisions about the relevant activities are made, who has the current ability to direct those activities, and who is exposed, or has rights, to the returns from those activities. Only substantive rights can provide power. When an entity is controlled by voting rights, control is presumed to exist when a parent owns, directly or indirectly, more than 50 percent of an entity's voting power. However, control may also exist when a parent owns half or less of the voting power but has other legal or contractual rights that may give it power.

Under SAP, subsidiaries and other controlled entities are not consolidated. Subsidiaries, other controlled and affiliated entities ("**SCA**") are recorded using one of the following methods:

- A market valuation approach for publicly traded entities listed on one of the national exchanges;
- Equity method based upon audited SAP equity for U.S. domestic insurance subsidiaries; or
- Equity method based upon audited GAAP equity, generally for non-insurance subsidiaries.
- Assets and liabilities of a downstream holding company, other than the investments in SCAs, are valued in accordance with SAP rules.

Under SAP, unaudited SCAs and investments in unaudited limited partnerships are nonadmitted (see "Nonadmitted Assets" below).

Under IFRS, for application of the equity method, the reporting entity's proportionate share of the investee's net income (including realized gains and losses) is recorded in profit and loss. The reporting entity's proportionate share of the investee's other comprehensive income is recorded in equity. Distributions received from an investee reduce the carrying amount of the investment. The reporting entity, on acquisition of the investment, accounts for the difference between the cost of the acquisition and investor's share of fair value of the net identifiable assets as goodwill. The goodwill is included in the carrying amount of the investment.

Under SAP, for application of the equity method, the reporting entity's proportionate share of undistributed earnings and losses of the investee are included as a direct adjustment to surplus (in unrealized gains and losses) of the reporting entity. SAP further states that dividends or distributions received from an investee are recognized in profit and loss when declared to the extent that they are not in excess of the undistributed accumulated earnings attributable to the investee.

If a subsidiary meets the criteria to be classified as held for sale in accordance with IFRS, an entity will present such a subsidiary as an asset held for sale, rather than normal line-by-line consolidation presentation. IFRS introduces the concept of assets and disposal groups held for sale. If certain criteria are met, these assets and disposal groups are presented separately in the balances sheet. IFRS requires the presentation of a single amount in the income statement representing the post-tax profit or loss of discontinued operations. SAP does not permit assets and disposal groups to be presented separately on the balance sheet and requires discontinued operations to be reported with continuing operations.

Fair Value Option

Under IFRS, reporting entities can irrevocably elect a fair value option upon initial recognition of a financial asset, only if doing so eliminates or significantly reduces a measurement or recognition inconsistency. Under the fair value option, financial assets are reported at fair value with changes in fair value reported in profit and loss. No such option exists under SAP.

Bonds

Under IFRS, investments in bonds are reported at amortized cost, fair value through other comprehensive income ("**FVOCI**") or fair value through profit or loss ("**FVPL**") on the basis of both (1) the entity's business model for managing the financial assets and (2) the contractual cash flow characteristics of the financial asset. Reporting entities whose business model is one that includes both holding financial assets to collect contractual cash flows and selling financial assets and where the contractual cash flows of their financial assets represent solely payments of principal and interest are required to report those financial assets at FVOCI.

Under SAP, bonds are generally stated at amortized cost. Bonds in (or near) default and residual tranches of securitizations are stated at the lower of amortized cost or fair value.

The effective interest method is a method of calculating the amortized cost of a bond and allocating the interest income over the relevant period. Under IFRS, if an entity revises its estimates of payments or receipts on the bond, the entity should adjust the carrying amount of the bond to reflect actual and revised estimated cash flows. The entity recalculates the carrying amount by computing the present value of estimated future cash flows at the financial instrument's original effective interest rate. The adjustment is recognized as income or expense in profit or loss and it is referred to as the cumulative catch-up approach.

Under SAP, a prospective effective interest method is required, except that for high credit quality securities (rated AA and above at acquisition) reporting entities can use the retrospective method. New York Life follows the prospective method, except for certain government-backed securities that are of high credit quality, which follow the retrospective method. For SAP, the retrospective method requires the recalculation of the effective yield at each reporting date if there has been a change in the underlying assumptions. The recalculated yield is the rate that equates the present value of actual and anticipated future cash flows with the original cost of the investment. The current balance of the investment is increased or decreased to the amount that would have resulted had the revised yield been applied since inception and investment income is correspondingly decreased or increased. For SAP, under the prospective yield method, the recalculated yield equates the carrying amount of the investment to the present value of anticipated future cash flows. The recalculated yield is then used to accrue income on the investment balance for the subsequent accounting period.

For residual tranches of securitizations, SAP requires the application of either an allowable earned yield method or a cost recovery method. Under the allowable earned yield method, an effective yield is established at acquisition that equates the best estimate of the residual's cash flows to its acquisition cost. Income recognition is capped at the established yield at acquisition. If distributions are received in excess of the allowable earned yield, the excess reduces the cost of the investment. Under the cost recovery method, the investment is held at book value, distributions reduce the cost of the investment, investment income is not recorded until the cost has been reduced to zero and the residual is impaired when fair value is below cost. New York Life follows the cost recovery method.

Common Stock and Preferred Stock

Under IFRS, investments in equity instruments are measured at FVPL. However, reporting entities have the option of make an irrevocable election to measure equity investments at FVOCI with no subsequent reclassification to profit or loss. Under SAP, common stocks are carried at fair value with changes in fair value reported through surplus.

Under SAP, redeemable preferred stocks that are in good standing (NAIC Designations 1 to 3) are valued at amortized cost (for life insurance entities that maintain an AVR). All other redeemable preferred stocks are reported at the lower of amortized cost or fair value through surplus. Perpetual preferred stock and mandatorily redeemable preferred stock are reported at fair value through surplus, not to exceed any currently effective call price. All preferred stocks are reported in the financial statement line item entitled "Common and preferred stocks" in the Statutory Statement of Financial Position.

Impairment of Securities

Under SAP, bonds and equity securities that are in an unrealized loss need to be analyzed to determine if the loss is other than temporary. An other-than-temporary loss is recognized in net income when it is anticipated that the amortized cost will not be recovered. Factors considered in evaluating whether a decline in value is other than temporary include: (1) whether the decline is substantial; (2) the duration that the fair value has been less than cost; (3) the financial condition and near-term prospects of the issuer; and (4) the Company's ability and intent to retain the investment for a period of time sufficient to allow for an anticipated recovery in value. In addition, if the reporting entity has the intent to sell or it is more likely than not that it will be required to sell the security, an other-than-temporary impairment is deemed to have occurred and the security must be written down to its fair value.

If an other-than-temporary impairment exists in a corporate bond or equity security, the cost bases of the security is written down to fair value. For corporate bonds, the difference between the investment's amortized cost and its fair value is recognized as a realized loss and reported in net income if the loss is credit related or deferred in the IMR if interest related.

For loan-backed and structured securities deemed to be other than temporarily impaired for credit reasons, a realized loss is recognized in net income for the difference between the amortized cost basis of the security and the net present value of projected future cash flows expected to be collected. The net present value is calculated by discounting the Company's best estimate of projected future cash flows on the security at the effective interest rate implicit in the loan-backed or structured security prior to impairment.

Under SAP, the new cost basis of an impaired security is not adjusted for subsequent increases in estimated fair value.

IFRS requires reporting entities to record lifetime expected credit losses for bonds that have experienced significant increase in credit risk from origination or purchase. Otherwise, a 12-month expected credit loss allowance is recorded. The 12-month expected credit loss allowance represents the entire credit loss on an asset weighted by the probability that the loss will occur in the next 12 months. Under IFRS, expected credit losses are recorded through a valuation allowance, which is adjusted to reflect a reporting entity's best estimate of credit losses at each reporting period. Unlike SAP, the IFRS credit loss model is forward looking, applies to all bonds regardless of whether or not they are in an unrealized loss and incorporates historical information, current information and reasonable and supportable forecasts of future conditions.

Investment Reserves

Under SAP, life insurance companies are required to establish an AVR and an IMR. The AVR is a liability available to offset potential credit-related investment losses on all invested assets. The change in AVR is a direct charge to surplus, whereas under IFRS, an AVR is not recognized. Under SAP, realized gains and losses resulting from changes in interest rates on fixed income investments are deferred in the IMR and amortized into investment income over the remaining life of the investment sold, whereas under IFRS, the realized gains and losses are recognized in income at the time of the sale.

Derecognition of Financial Assets

Under SAP, an entity first determines whether it has surrendered control over the financial asset. If the entity no longer has control, the financial asset can be derecognized. In certain circumstances, legal isolation is a necessary condition for derecognition.

IFRS requires derecognition of financial assets when an entity's contractual right to a financial asset's cash flow expires or the rights to the financial asset's cash flows and substantially all of the risks and rewards of ownership are transferred or the entity transfers the financial assets while retaining some of the risks and rewards of ownership but no longer has control of the financial asset (the risks and rewards retained are recognized as an asset). If substantially all of the risks and rewards of the financial asset are neither transferred nor retained but if control has been transferred, the asset is derecognized.

Derivatives—Measurement of Financial Instruments and Hedging Activities

Hedge accounting is permitted under both SAP and IFRS. Under SAP, a hedge qualifies for hedge accounting if the expectation is that changes in the fair value or cash flows of the hedging instrument and "actual" results are within a range of 80% to 125%. Under IFRS, the hedge ratio is the one the entity actually uses under its risk management strategy unless it would create ineffectiveness inconsistent with the purpose of hedge accounting.

The definition of a derivative under IFRS is broader, allowing more instruments to qualify as derivatives. IFRS specifically addresses characteristics of initial net investment and future settlement, while SAP does not address these characteristics in defining derivative instruments. SAP does list specific derivative instrument types (i.e., swaps, forwards, caps, floors, etc.), whereas the IFRS definition is based on the characteristics of the instrument.

Under IFRS, derivatives that are linked to unlisted equity instruments are required to be measured at fair value.

Under IFRS, derivatives that do not qualify for hedge accounting are reported at fair value through profit and loss.

Under SAP, derivatives that qualify and are designated for hedge accounting are valued and reported in a manner that is consistent with the hedged asset or liability. For example, a derivative that is a qualifying hedge of a bond would be carried at amortized cost, while a derivative that is a qualifying hedge of an equity security would be reported at fair value through surplus. Derivative instruments that do not qualify or are not designated for hedge accounting are accounted for at fair value and the changes in the fair value are recorded in surplus as unrealized gains or unrealized losses.

Under IFRS, embedded derivatives are not bifurcated from hybrid financial instruments, and instead are part of the classification assessment of the entire financial asset. Similarly, SAP prohibits an embedded derivative from being separated from the host contract and accounted for separately. SAP requires non-admission of bonds with embedded derivatives that could impact the repayment of principal at maturity for reasons other than the credit quality of the issuer. Under IFRS, such instruments would be valued at fair value with changes reported in the income statement.

Offsetting of Assets and Liabilities

IFRS requires offsetting of financial assets and financial liabilities with the same counterparty when the entity has the ability to settle on a net basis and intends to do so.

Under SAP, offset is permitted where the parties owe each other determinable amounts, where the reporting party has the right to setoff the amount owed with the amount owed by the other party, where the reporting party intends to setoff, and where the right of setoff is enforceable by law. However, assets and liabilities that meet the criteria for offset shall not be netted when prohibited by specific statutory accounting principles. Netting of assets and liabilities for reporting purposes when no valid right of setoff exists shall be allowed only when provided for by specific statutory accounting principles such as is in the case of reinsurance recoverables and real estate investments, which are required to be shown net of encumbrances.

Nonadmitted Assets

Under SAP, certain assets are written off as a direct charge to surplus since these assets are not considered to be available to satisfy policyholder obligations. Nonadmitted assets primarily include overfunded pension assets, furniture and equipment, unsecured receivables, deferred taxes that are not realizable within three years, receivables over 90 days old and investments in SCAs that do not have the required audits. Certain other assets may be nonadmitted as prescribed by the insurance laws of the domiciliary state.

No such concept exists in IFRS.

Leases

Under IFRS, lessees have to recognize a "right-of-use asset" and a lease liability reflecting future lease payments under most lease contracts. Under SAP, all leases are treated as operating leases. Therefore, there is no lease asset or liability to recognize on the balance sheet.

Insurance Contracts

As mentioned above, New York Life has prepared the financial information incorporated into this Offering Memorandum using accounting practices prescribed or permitted by the New York State Department of Financial Services in the United States or SAP. SAP differs in certain significant respects from IFRS.

Under IFRS, an insurance contract is defined as "a contract under which one party (the insurer) accepts significant insurance risk from another party (the policyholder) by agreeing to compensate the policyholder if a specified uncertain future event (the insured event) adversely affects the policyholder." Insurance risk is "significant" if and only if an insured event could cause an insurer to pay significant additional benefits in any scenario, even an extremely unlikely scenario, but excluding scenarios that lack commercial substance. IFRS also distinguishes insurance risk from pure financial market risk.

Under SAP, contracts that have any mortality and morbidity risk, regardless of significance, and contracts with life contingent annuity purchase rate guarantees are classified as insurance contracts. Under SAP, for contracts classified as insurance, New York Life applies the following accounting practices:

- Premiums are recorded as revenue. Benefits, such as surrenders and death, are recorded as an expense in the summary of operations.

- Policy acquisition costs are expensed as incurred.

- Liabilities for future policy benefits, except for individual life policies issued after December 31, 2019 and for all variable annuity products, are established using prescribed mortality and morbidity tables and estimates of future investment earnings, based on state law or regulation. Reserves are generally established using the commissioner's reserve valuation method (CRVM) or the commissioner's annuity reserve valuation method (CARVM). SAP reserves generally do not consider withdrawal assumptions. Individual life policies issued after December 31, 2019 and variable annuity products fall under the requirements of the NAIC's Valuation Manual. The Valuation Manual sets minimum reserve requirements and defines the types of products that are subject to PBR valuation requirements. PBR requires the use of prescribed assumptions, but also allows the use of company experience when calculating reserves.

- SAP generally allows companies to recognize commission income received under reinsurance contracts immediately when it does not exceed the acquisition costs incurred.

- Dividends on participating policies are provided for when approved by the Board of Directors. The dividend liability represents a full year liability.

- Under statutory reporting, certain assets and liabilities are reported net of reinsurance.

- SAP does not allow an entity to unbundle (i.e. account separately for) deposit components of insurance contracts.

- SAP prohibits an embedded derivative from being separated from the insurance contract.

- Separate account assets and liabilities are reported in the insurance enterprise's financial statements as summary totals. Separate accounts represent assets and liabilities that are maintained by an insurance enterprise for purposes of funding fixed-benefit or variable U.S. Life Insurance and Annuity contracts, pension plans, and similar activities.

- SAP requires that a reinsurance treaty must transfer mortality, lapse and investment (including credit, reinvestment and disintermediation) risks to qualify for reinsurance accounting.

IFRS issued a comprehensive new accounting standard for insurance contracts under IFRS 17, which was effective on January 1, 2023. Key provisions under the standard are as follows:

- The general model in the standard requires insurance contract liabilities to be measured using discounted probability-weighted current estimates of future cash flows, an adjustment for non-financial risk, and a contractual service margin ("**CSM**") representing the profit expected from fulfilling the contracts.

- Insurance contracts are aggregated into portfolios of insurance contracts that are managed together and are subject to similar risks. Portfolios of insurance contracts are further disaggregated into groups of contracts issued within a calendar year.

- In subsequent periods, the carrying amount of a group of insurance contracts at each reporting date is the sum of the liability for remaining coverage ("**LRC**") and the liability for incurred claims ("**LIC**"); the LRC comprises fulfillment cash flows that relate to services to be provided in the future and any remaining CSM at that date. The LIC comprises the fulfillment cash flows for incurred claims and expenses that have not been yet paid.

- Portfolios of insurance contracts issued are reported as either net assets or net liabilities and reported as insurance contract assets or insurance contract liabilities, respectively.

- Insurance contract assets and insurance contract liabilities include all accruals related to insurance-related activity such as premiums receivable, policy loans, expenses directly attributable to the portfolio of insurance contracts, claim-related liabilities and unearned premiums.

- Under IFRS, premiums and claims are not reported as separate financial statement line items in the income statement, but rather, insurers present insurance revenue, insurance service expense and insurance finance income/expense.

Also, IFRS prohibits the grouping of assets and liabilities as is done under SAP for separate account assets and separate account liabilities.

Under IFRS, certain contracts issued by insurance companies that have the form of insurance contracts but do not expose the insurer to significant insurance risk are accounted for as insurance contracts under IFRS 17 with certain modifications. These standards apply measurement principles to the assets and liabilities attaching to the contracts that may diverge from SAP, including the value of the reserves, deferred acquisition costs, and deferred income reserves.

Under IFRS, financial liabilities are reported initially at fair value. Subsequently, all financial liabilities are measured at amortized cost using the effective interest rate method except for:

- Financial liabilities for which the fair value option has been elected, which are reported at fair value through profit and loss; and

- Derivatives that are linked to unquoted equity instruments which are measured at fair value.

IFRS also sets out specific financial liability valuation bases for financial guarantee contracts and commitments to provide loans at below market interest rates.

Investment contracts under IFRS 17 may have a service element attached (e.g., investment management services). Revenue recognition for the service element is governed by IFRS 15. Subject to certain criteria, incremental costs incurred in obtaining the contract are deferrable under IFRS 15. The asset recognized is amortized on a systematic basis that is consistent with the pattern of transfer of the services to which the asset relates. If there is no investment management service component to the contract, such costs form part of the carrying amount of the liability.

Under SAP, contracts not meeting the definition of insurance contracts are accounted for as deposits (i.e. amounts received as payments for such contacts are not reported as revenue, but are recorded to an appropriate policy reserve account) and all costs incurred with the contract are expensed as incurred.

Pensions and Postretirement Benefits

Under IFRS and SAP, pension and postretirement obligations are measured for both vested and non-vested participants.

Under IFRS, all prior service costs are immediately recognized in net income at the earlier of when an amendment or curtailment occurs, or when the entity recognizes related restructuring or terminated costs. Under SAP, prior service costs (whether for vested or unvested benefits) are initially recognized in unassigned surplus and amortized through net income over the remaining service period or life expectancy of those employees active at the date of the amendment who are expected to receive benefits under the plan.

Under IFRS, actuarial gains and losses are recognized immediately in other comprehensive income and are not subsequently recycled through the income statement. Under SAP, all gains and losses that are not recognized immediately as a component of net periodic pension or postretirement cost are recognized as increases or decreases in unassigned funds and subsequently recycled through the income statement.

SAP requires an independent calculation of interest cost (based on the application of a discount rate to the projected benefit obligation) and expected return on assets (based on the application of an expected rate of return on assets to the fair market value of assets), while IFRS applies the discount rate to the net benefit liability or asset of the plan (*i.e.*, the net amount of the defined benefit obligation less plan assets) to calculate a single net interest cost or income.

Under IFRS, pension and postretirement assets cannot be recognized in excess of the asset ceiling, which limits the amount of the net pension asset that can be recognized to the lower of (1) the amount of the net pension asset or (2) the present value of benefits available from refunds or reduction of future contributions to the plan. Under SAP, any asset which results from an overfunded plan is recorded as a nonadmitted asset.

Under IFRS, curtailment gains and losses are recognized at the earlier of when the curtailment occurs or when related restructuring costs or termination benefits are recognized. Under SAP, a curtailment loss is recognized when it is probable that a curtailment will occur and the effects are reasonably estimable. A curtailment gain is recognized when the related employees terminate or the plan suspension or amendment is adopted.

IFRS requires pension and postretirement benefits to be discounted at the market yield of high quality corporate bonds at the balance sheet date. SAP requires pension and postretirement benefits to be discounted at the rates such obligations could be effectively settled.

Also, under IFRS, insurance contracts sold by an insurer to its own defined benefit plan will generally be eliminated. The financial statements will then include:

- The full amount of the pension obligation with no deduction for the plan’s rights under the contract;
- No liability to policyholders under the insurance contract; and
- Plan assets will be reduced.

Under SAP, these contracts are included in the plan assets and in the calculation of the company’s pension or postretirement expense, and the insurance contract liability is reflected in accordance with the applicable statutory accounting guidance.

Under IFRS, there is no requirement to present the various components of pension and postretirement cost as a net amount. As such, companies have flexibility to present components of net pension and cost within different line items on the income statement. Under SAP, the various components of pension and postretirement cost are presented as a net amount.

Income Taxes

Both SAP and IFRS take a similar balance-sheet approach which distinguishes current taxes from the deferred taxes that arise from temporary differences in carrying value. SAP and IFRS differ over specific exceptions to the application of those similar principles, as well as narrow differences in recognition, measurement and disclosure criteria:

Changes in Deferred Tax Assets and Liabilities

- IFRS – Changes in deferred tax assets (“**DTAs**”) and deferred tax liabilities are included in income tax expense or benefit, unless to the extent that the tax rises from (a) a transaction or event which is recognized outside of profit or loss, or (b) a business combination.
- SAP – DTAs are reflected on the balance sheet to the extent they meet certain admissibility criteria. Changes in the net deferred tax are reflected as a component of surplus rather than included in income tax expense or benefit.

Valuation Allowance

- IFRS – IFRS recognition criteria for DTAs includes an assessment of whether it is probable that sufficient taxable profit will be available against which the temporary difference can be utilized.

- SAP – DTAs are reduced by a valuation allowance. However, after the valuation allowance has been applied that portion of a reporting entity's DTAs not meeting the admissibility criteria of SAP is nonadmitted (i.e., written off to surplus). Generally, DTAs that reverse more than three years from the balance sheet date as well as DTAs reversing in 3 years that exceed 15% of capital and surplus are nonadmitted. Certain other limitations on admissibility apply.

Uncertain Tax Positions

- IFRS – the company may recognize a gain contingency.

- SAP - recording gain contingencies is prohibited under SAP.

State Income Tax

- IFRS – State income taxes are included as "income taxes incurred." Deferred state income taxes are provided.

- SAP – State income taxes should be included as "Insurance taxes, licenses, and fees, excluding federal income taxes" by life insurers. No deferred state income taxes are provided.

Temporary Differences

- IFRS – In general, the effects of all temporary differences must be reflected with limited exceptions.

- SAP – Temporary differences do not include certain unique SAP accounting items, including the AVR, and the IMR.

Intraperiod Tax Allocation

- IFRS – IFRS requires that current year deferred taxes, related to items credited or charged to equity in prior years, remain in equity.

- SAP – Current income tax incurred is allocated to net gain from operations and realized capital gains.

Changes in Tax Law and Rates

- IFRS requires recording the effect of a tax rate change in the period in which it is "substantively enacted".

- SAP requires that the effect of a tax law change or rate change be recorded in the period that includes the enactment date.

Foreign subsidiaries undistributed earnings

- Under IFRS, taxable temporary differences related to investment in subsidiaries (both domestic and foreign) are not recognized if the investor is able to control the timing of the reversal of the temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future.

- SAP provides an exclusion for foreign subsidiaries' undistributed earnings only if such undistributed earnings meet permanent investment criteria.

Surplus Notes

Under IFRS, surplus notes are classified as a liability, as part of long-term debt in the balance sheet.

Under SAP, surplus notes are classified as a component of surplus.

Segment Reporting

Under IFRS, entities are required to report financial and descriptive information about their reportable segments. Reportable segments are operating segments or aggregations of operating segments that meet specified criteria. An operating segment is a component of an entity which: 1) engages in business activities from which it may earn revenues and incur expenses and 2) for which discrete financial information is available that is evaluated regularly by the chief operating decision maker in deciding how to allocate resources and in assessing performance. Generally, financial information is required to be reported on the same basis as is used internally.

Under SAP, segment reporting is not required.

Disclosures

The disclosures required under IFRS are much more extensive than those required under SAP.

The effects on the financial statements of the variances between SAP and IFRS may be material to New York Life.

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