



TIAA-CREF Life Insurance Company and M Financial Group: An Uncommon Partnership

At first blush, TIAA-CREF Life Insurance Company (TC Life) and M Financial Group may appear to make strange bedfellows. Our respective history and market focus hail from dramatically different ends of the financial services spectrum.

TC Life is a wholly owned subsidiary of Teachers Insurance and Annuity Association (TIAA). TIAA issued its first life insurance policy in 1919, to an associate professor of mathematics at the University of Michigan. Our tradition of service continues to this day, providing life insurance and annuities to the educational, medical, cultural and research communities. The TIAA-CREF group of companies is one of *Fortune's* 100 Largest U.S. Companies*, with more than \$464 billion** in combined assets under management.

M Financial Group was founded in 1978 to transform how insurance companies serve successful producers by enhancing the products and services those producers deliver to their ultra-affluent and corporate clients. M Financial currently comprises more than 130 of some of the nation's most successful and innovative financial services firms, with 2011 sales of \$1.3 billion.

TC Life and M Financial have both “stayed in our lanes” during our long histories, serving different clientele via different business models. As a result, we have rarely, if ever, bumped into each other in the marketplace. More importantly, it has allowed us to become — and remain — formidable players in our respective markets.

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Our Financial Strengths

Company	Established	Assets Under Management**
TIAA	1918	\$221.1 billion
M Financial Group	1978	\$33.0 billion
TC Life	1996	\$4.1 billion

In addition, a “Keepwell Agreement,” established between TIAA and TC Life in 1998, obligates TIAA to maintain adequate levels of capital, surplus, and liquidity in TC Life.

The “Keepwell Agreement” is not a guarantee of TC Life's performance. TC Life is solely responsible for its contractual obligations.



Financial Services

TIAA-CREF Life Insurance Company



M Financial Group™



Shared Values are Critical

Despite these differences, TC Life and M Financial share a critical set of core values and with interests aligned have created a potent natural partnership. First and foremost, we each have a demonstrated commitment to client advocacy — the customer comes first. As Frederick Bastiat, a 19th century French economist once said: “If you wish to prosper, let your customer prosper.”

Many companies say this, but not all stay true to it. Both TC Life and M Financial, when asked to describe ourselves, lead with defining our clients. Both truly believe that the only way to build a successful company is by doing the right thing for our customers.

TC Life and M Financial are justifiably proud of, and highly protective of our brands. We enjoy the reputation among our clients as being best in class. We believe in transparency — providing a window into the “black box” typical of many life insurance products — and advocacy that fuels the long-term success of the products and services we deliver.

TC Life and M Financial also share a focus on sustainability. Both realize that the long-term promises inherent in a life insurance policy are only as good as the long-term sustainability of the companies making those promises; M Financial has always put quality first, dedicating significant resources to due care, the in-depth analysis of carrier and reinsurer financial strength. TIAA also supports sustainability through its socially responsible investing and environmental awareness. Both TIAA and M Financial have earned LEED-EBOM Gold designations from the U.S. Green Building Council; in fact, M’s own headquarters anchors a LEED-EBOM Gold building in the heart of the Pearl District in Portland, Oregon. TIAA is also recognized*** as one of the Top 50 Most Socially Responsible Companies in the United States.

Bringing Together Complementary Strengths

TC Life is excited to join forces with M Financial and combine our consonant core values, our pristine financial strength (see below) and M Financial’s proven market knowledge and distribution reach. As an M Partner Carrier, our relationship includes the following elements:

- The development of a suite of market segmented life insurance products designed specifically for M Member Firm clients; the first products are scheduled for release in the second quarter of 2012.
- Reinsurance arrangements that will enable us to leverage M Financial’s superior mortality, persistency and expense experience and reflect it in our product pricing.
- A variety of dedicated resources — including sales and marketing support, underwriting and policyholder service — to support the business of M Financial’s Member Firms.

TC Life has never before entered into a relationship of this nature with an independent marketing organization. We are confident that our choice of M Financial as our exclusive distributor of commission-based life insurance products will add value to both organizations and our customers.

The TC Life/M Financial relationship, forged by shared core values and enhanced by complementary strengths, has the potential to take both entities to the next level, and create an extraordinary insurance marketing partnership.

Financial Strength of TC Life

TC Life is a wholly owned subsidiary of Teachers Insurance and Annuity Association (TIAA), which is only one of three insurance groups in the United States to hold the highest ratings currently awarded**** from all four leading independent insurance industry ratings agencies.

A++ Superior: A.M. Best Company (as of 7/11)

AAA Exceptionally Strong: Fitch Ratings (as of 2/12)

Aaa Exceptional: Moody’s Investors Service (as of 12/11)

AA+ (Second-Highest) Very Strong: Standard & Poor’s (as of 8/11)

* May, 2011

** As of 12/31/11

*** Source: Reputation Institute and Boston College’s Center for Corporate Citizenship (2008)

**** Per S&P criteria, the downgrade of U.S. long-term government debt limits the highest rating of U.S. insurers to AA+ (the second-highest rating available). There is no guarantee that current ratings will be maintained. Ratings represent a company’s ability to meet policyholders’ obligations and do not apply to variable annuities, mutual funds or any other product or service not fully backed by TIAA-CREF Life’s claims-paying ability. TC Life holds these ratings as a result of its relationship with TIAA.

Investment, insurance and annuity products are not FDIC insured, are not bank guaranteed, are not bank deposits, are not insured by any federal government agency, are not a condition to any banking service or activity, and may lose value.

Life insurance is issued by TIAA-CREF Life Insurance Company, 730 Third Avenue, New York, NY 10017