

TiptreeInc.

NASDAQ: TIPT

INVESTOR PRESENTATION - SECOND QUARTER 2019

August 2019

Financial information for the three and six months ended June 30, 2019

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Certain market data and industry data used in this presentation were obtained from reports of governmental agencies and industry publications and surveys. We believe the data from third-party sources to be reliable based upon our management's knowledge of the industry, but have not independently verified such data and as such, make no guarantees as to its accuracy, completeness or timeliness.

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NON-GAAP MEASURES

In this document, we sometimes use financial measures derived from consolidated financial data but not presented in our financial statements prepared in accordance with U.S. generally accepted accounting principles ("GAAP"). Certain of these data are considered "non-GAAP financial measures" under the SEC rules. These non-GAAP financial measures supplement our GAAP disclosures and should not be considered an alternative to the GAAP measure. Management's reasons for using these non-GAAP financial measures and the reconciliations to their most directly comparable GAAP financial measures are posted in the Appendix.

OVERVIEW & FINANCIAL RESULTS

Key Highlights

OVERVIEW

First Half Financials

Revenue

\$375.0 million
24.7% vs. prior year

Net income¹

\$16.5 million
vs. prior year of \$29.9 million

Operating EBITDA²

\$25.3 million
vs. prior year of \$23.9 million

Book Value
per share²

\$11.47
6.3% vs. 12/31/18

Key highlights

Specialty Insurance

- ☑ Year-to-date gross written premiums of \$461.0m, up 17.0%, with net written premiums of \$274.6m, up 34.0%, driven by growth in credit and warranty products
- ☑ Insurance Operating EBITDA of \$28.5m, with steady combined ratio of 93.2%
- ☑ Reduced exposure to corporate loans within our investment portfolio, while de-levering our balance sheet by approximately \$80m

Tiptree Capital

- ☑ Sold our CLO management business (Telos Asset Management) for a \$7.6m gain and future contingent earn-out

Overall

- ☑ Delivered year-to-date return of 7.0%³, driven by earnings and share buy-backs
- ☑ Increased our quarterly dividend for the third consecutive year to \$0.04/share, a 14.3% increase over the prior year

¹ Net income before non-controlling interests which includes continuing and discontinued operations.

² For a reconciliation of Non-GAAP metrics Operating EBITDA and book value per share to GAAP financials, see the Appendix.

³ Total return per share for year-to-date 2019 defined as cumulative dividends paid of \$0.075 per share plus book value per share as of June 30, 2019

FINANCIAL RESULTS

(\$ in millions, except per share information)

Consolidated financial metrics

	Q2'18	Q2'19	Q2'18 YTD	Q2'19 YTD
Total Revenues	\$152.7	\$191.1	\$300.8	\$375.0
Net income (loss) before NCI	\$0.9	\$12.2	\$29.9	\$16.5
Diluted EPS	\$0.02	\$0.32	\$0.73	\$0.43
Operating EBITDA ¹	\$15.0	\$12.7	\$23.9	\$25.3
Adjusted EBITDA ¹	\$10.1	\$22.9	\$15.5	\$37.5
Total shares outstanding			36.6	34.5
Book Value per share ¹			\$10.74	\$11.47

Key drivers

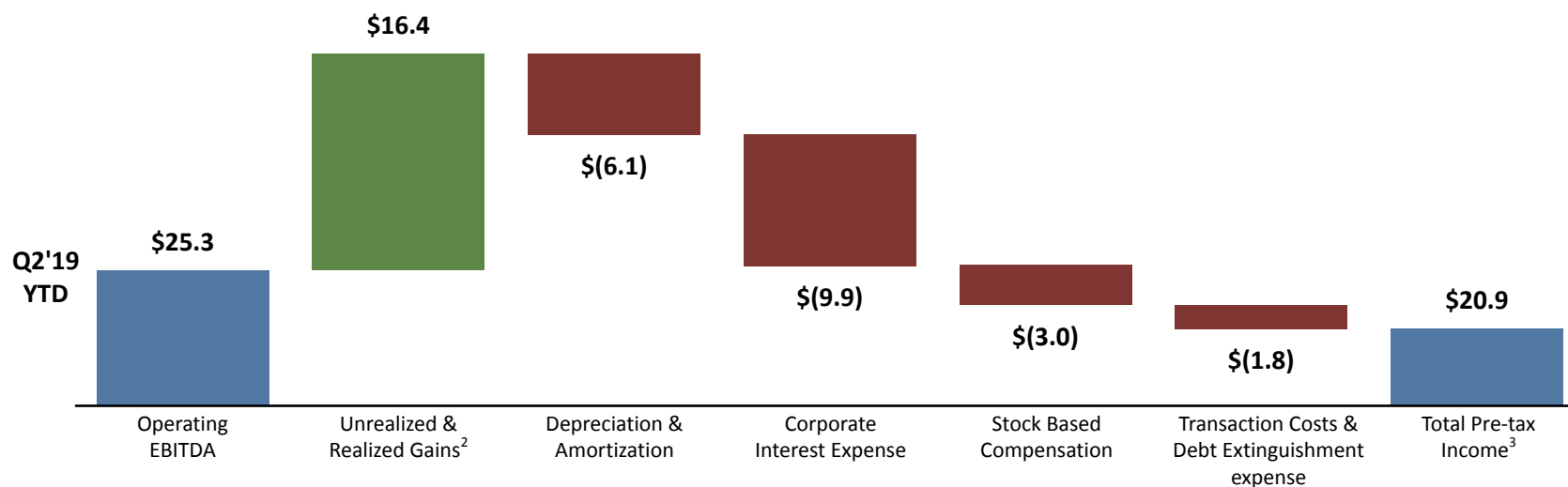
Highlights:

- Growth in insurance underwriting results
- Consistent earnings from Invesque dividends
- Pre-tax gains of \$16.4m in 2019 driven by sale of CLO manager, compared to \$46.2m gain on sale of Care in 2018

Challenges:

- Loss of CLO management fees, not fully offset by reinvestment of proceeds and growth in shipping
- Non-recurring debt extinguishment expenses

Q2'19 Operating EBITDA to Pre-tax Income Bridge



¹ See the appendix for a reconciliation of Non-GAAP metrics including Operating EBITDA, Adjusted EBITDA and Book Value per share.

² Excludes Care Gain, and excludes Mortgage realized and unrealized gains and losses - Performing and NPLs.

³ Includes continuing and discontinued operations.

CAPITAL ALLOCATION

(\$ in millions, except per share information)

Business Lines	Tiptree Equity	BVPS ¹	Total Capital ¹	Operating EBITDA ¹
	Q2'19	Q2'19	Q2'19	Q2'19 LTM
Specialty Insurance ²	\$256.2	\$7.42	\$466.5	\$63.5
- Underwriting	Reduced by \$68.4m of acquisition purchase price amortization (or \$1.34 per share after-tax)			46.5
- Investments				17.0
Tiptree Capital	\$177.5	\$5.14	\$177.5	\$15.0
- Real Assets (incl. Invesque)	149.2	4.32	149.2	11.1
- Other investments	28.3	0.82	28.3	3.9
Corporate ^{2,3}	\$(37.6)	\$(1.09)	\$32.8	\$(22.2)
- Corporate expenses				(16.5)
- Corporate incentive comp expense				(5.7)
Total Tiptree	\$396.1	\$11.47	\$676.8	\$56.3
- Total shares outstanding				34.5

Q2'19 LTM Highlights

Relatively stable Operating EBITDA return on average total capital of 8.4%

- Specialty Insurance: 13.9%
- Tiptree Capital: 8.6%

Specialty Insurance:

- Insurance Operating EBITDA of \$63.5m, up 9.9% from growth across all product lines
- Continued growth of our investment portfolio

Tiptree Capital:

- \$10.1m of dividends received from Invesque
- Profitable mortgage operations
- Positive contribution from investment of \$50m into vessels in the second half of 2018
- Offset by reduced CLO management fees

Corporate:

- Expenses flat as infrastructure stabilized

¹ See the appendix for a reconciliation of Non-GAAP metrics including Book value per share (BVPS), Total Capital and Operating EBITDA.

² Total Capital adds-back \$160m Corporate Debt at Insurance Company (\$13.1m interest expense over LTM) and \$70m Corporate Debt at Corporate (\$6.4m interest expense over LTM)

³ Includes \$27.6m cash at HoldCo which does not include available liquidity at subsidiaries.

SPECIALTY INSURANCE

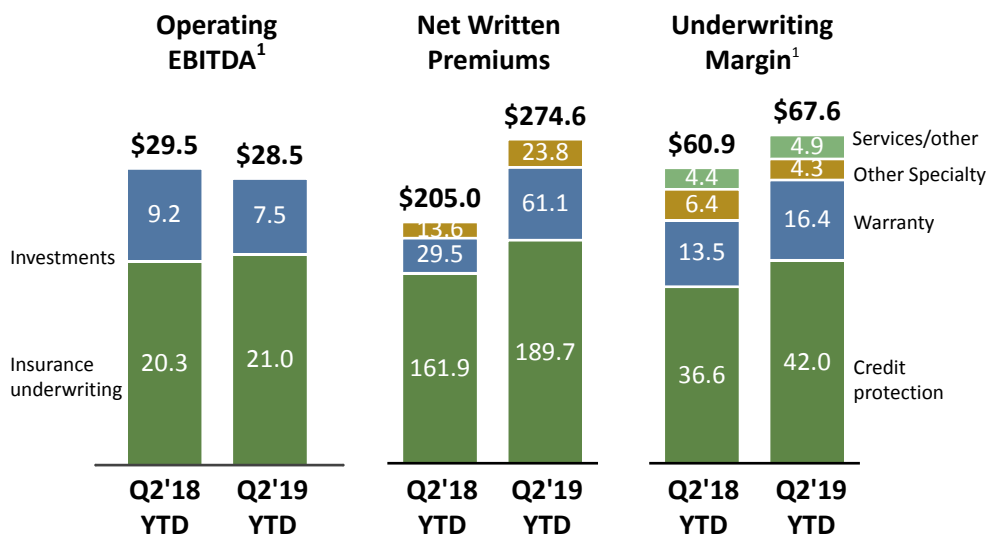
FINANCIAL PERFORMANCE HIGHLIGHTS

(\$ in millions)

Financial metrics

	Q2'18	Q2'19	Q2'18 YTD	Q2'19 YTD
Gross Written Premiums	\$193.5	\$262.6	\$394.1	\$461.0
Revenue	\$134.1	\$154.4	\$264.1	\$309.0
Pre-tax income	\$8.7	\$12.0	\$10.1	\$20.1
Operating EBITDA ¹	\$16.2	\$14.8	\$29.5	\$28.5
Net portfolio income ¹	\$5.1	\$7.1	\$4.7	\$12.9
Combined ratio ¹	92.3%	92.7%	93.1%	93.2%
Total Capital ¹			\$448.4	\$466.5
Unearned premiums & Deferred revenue			\$590.1	\$726.2

Insurance products



Q2'19 year-to-date highlights & outlook

- Continuing to expand product offerings with a focus on growth in written premiums and stable profitability

 - \$726m of unearned premiums and deferred revenue, representing 23.1% year-over-year growth
 - Net written premiums grew by \$69.6m, or 34.0% driven primarily by growth in European business
 - Consistent combined ratio of 93.2%
- Produced stable underwriting results which were partially offset by continued investments in strategic growth initiatives

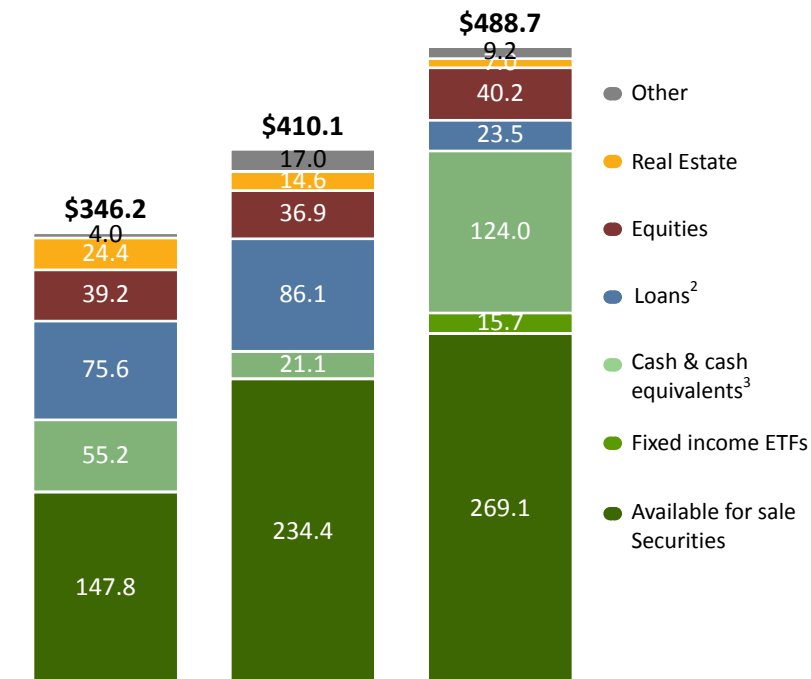
 - Underwriting margin of \$67.6m, up 11.0%, driven by strong performance across all products
- Investment portfolio impacted by year-to-date:

 - Net investment income of \$7.7m, down year-over-year given higher cash balances as we reduced exposure to loans
 - Realized and unrealized gains of \$5.8m

INVESTMENT PORTFOLIO

(\$ in millions)

Net Investments¹



Investment approach

We actively manage our investment portfolio to achieve a balance of:

- Short-term liquidity to cover current claims obligations
- Enhanced risk-adjusted returns through selective alternative investments with a focus on longer-term higher yielding assets

Financial highlights

- Net investment portfolio grew \$78.6 million, or 19.2% from Q2'18
- \$124.0m of cash and cash equivalents available to invest
- Positive marks on equities (including Invesque) in Q2'19 compared to losses in prior year period

Q2'17	Q2'18	Q2'19	Year-to-date financials
\$8.2	\$9.1	\$7.7	Net investment income
5.0	5.6	3.6	Realized gains (losses)
(10.0)	(7.6)	2.2	Unrealized gains (losses)
(3.5)	(2.4)	(0.6)	Interest expense
\$(0.3)	\$4.7	\$12.9	Net Portfolio Income
(0.2)%	2.4%	5.4%	Average Annualized Yield ⁴
\$(10.1)	\$(3.2)	\$5.4	Equity realized & unrealized gains (losses)

¹ See the appendix for a reconciliation of Non-GAAP measures Net Investments and Net Portfolio Income to GAAP financials.

² Net of non-recourse asset based financing for 2018 and 2017 periods.

³ Cash and cash equivalents, plus restricted cash, net of due to/due from brokers. See appendix for reconciliation to GAAP financials.

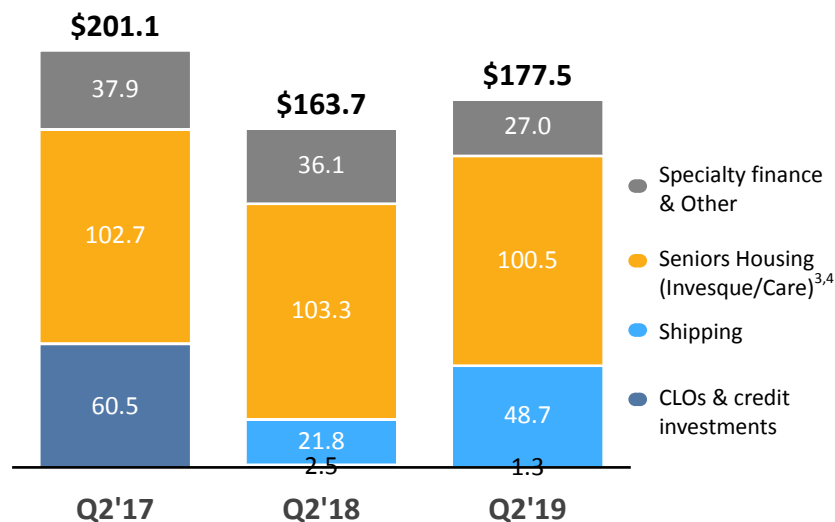
⁴ Average Annualized Yield % represents the ratio of annualized net investment income, realized and unrealized gains (losses) less investment portfolio interest expense to the average of the prior three quarters total investments less investment portfolio debt plus cash.

TIPTREE CAPITAL

FINANCIAL PERFORMANCE HIGHLIGHTS

(\$ in millions)

Invested Capital¹



Return on Invested Capital¹

	Pre-tax income		Operating EBITDA	
	Q2'18 YTD	Q2'19 YTD	Q2'18 YTD	Q2'19 YTD
Asset management	\$0.3	\$8.0	\$1.5	\$0.5
Real assets ^{2,3}	43.8	10.7	4.8	6.8
Specialty finance/other	0.5	(1.1)	0.6	1.0
Total	\$44.6	\$17.6	\$6.9	\$8.3

Recent developments & outlook

- Repositioned our asset management operations by selling our CLO management business
- Increased our exposure to real assets with \$48.7 million deployed into shipping sector

Q2'19 year-to-date financial highlights

Asset Management:

- Sold CLO asset manager for \$7.6m gain on sale plus a contingent earn-out

Real Assets:

- Operating EBITDA driven by Invesque dividends and cash earnings from shipping operations
- Q2'18 year-to-date pre-tax income driven by \$46.2m gain on sale of Care (discontinued operation)

Specialty finance/other:

- Mortgage operations incurred \$1.6m mark to market loss on MSR portfolio as rates declined

¹ See the appendix for a reconciliation of Operating EBITDA and Invested Capital to GAAP financials.

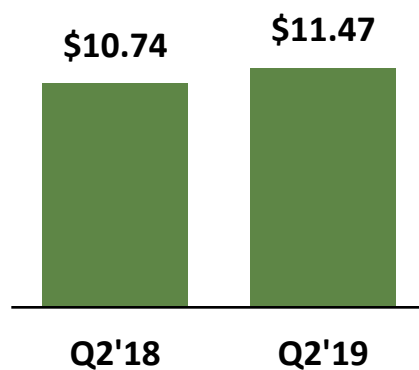
² Includes discontinued operations related to Care. For more information, see "—FN 3 Dispositions, Assets Held for Sale and Discontinued Operations."

³ 16.6m of Invesque common shares, 2.9m shares held in the insurance company investment portfolio. On balance sheet at fair value less restriction discount - \$119.3 million, \$98.7 million in Tiptree Capital.

OUTLOOK

(\$ in millions)

Book value per share¹



Operating EBITDA¹



Q2'19 Highlights

- ✓ Year-to-date shareholder return of 7.0%², including \$11.6 million returned to shareholders through buy-backs and dividends
- ✓ Increased quarterly dividend for third consecutive year
- ✓ Continued execution on organic growth initiatives in our insurance operations and repositioned investments in Tiptree Capital

Looking ahead

- 1 Continue growth in specialty insurance
 - Growth in written premiums while maintaining underwriting standards
- 2 Actively seek acquisition opportunities
- 3 Focus on growing and improving long-term, net investment income
- 4 Continue to broaden investor awareness of Tiptree

APPENDIX

NON-GAAP RECONCILIATIONS

Operating EBITDA and Adjusted EBITDA

Management uses Operating EBITDA, Adjusted EBITDA and book value per share as measurements of operating performance which are non-GAAP measures. Management believes the use of Operating EBITDA and Adjusted EBITDA provides supplemental information useful to investors as it is frequently used by the financial community to analyze financial performance, and to analyze a company's ability to service its debt and to facilitate comparison among companies. Management uses Operating EBITDA as part of its capital allocation process and to assess comparative returns on invested capital amongst our businesses and investments. Adjusted EBITDA is also used in determining incentive compensation for the Company's executive officers. The Company defines EBITDA as GAAP net income of the Company adjusted to add consolidated interest expense, consolidated income taxes and consolidated depreciation and amortization expense as presented in its financial statements. Adjusted EBITDA represents EBITDA adjusted to (i) subtract interest expense on asset-specific debt incurred in the ordinary course of its subsidiaries' business operations, (ii) adjust for the effect of purchase accounting, (iii) adjust for certain non-cash fair value adjustments, and (iv) any significant non-recurring expenses. Operating EBITDA represents Adjusted EBITDA plus stock based compensation expense, less realized and unrealized gains and losses and less third party non-controlling interests. Operating EBITDA and Adjusted EBITDA are not measurements of financial performance or liquidity under GAAP and should not be considered as an alternative or substitute for GAAP net income.

Book value per share

Management believes the use of book value per share provides supplemental information useful to investors as it is frequently used by the financial community to analyze company growth on a relative per share basis.

Invested Capital and Total Capital

Management evaluates the return on Invested Capital and Total Capital, which are non-GAAP financial measures, when making capital investment decisions. Invested Capital represents its total equity investment, including any re-investment of earnings, and acquisition costs, net of tax. Total Capital represents Invested Capital plus Corporate Debt. Management believes the use of these financial measures provide supplemental information useful to investors as they are frequently used by the financial community to analyze how the Company has allocated capital over-time and provide a basis for determining the return on capital to shareholders. Management uses both of these measures when making capital investment decisions, including reinvesting cash, and evaluating the relative performance of its businesses and investments.

Insurance - Underwriting Margin

We generally limit the underwriting risk we assume through the use of both reinsurance (e.g., quota share and excess of loss) and retrospective commission agreements with our partners (e.g., commissions paid adjust based on the actual underlying losses incurred), which manage and mitigate our risk. Period-over-period comparisons of revenues are often impacted by the PORCs and clients' choice as to whether to retain risk, specifically with respect to the relationship between service and administration expenses and ceding commissions, both components of revenue, and the offsetting policy and contract benefits and commissions paid to our partners and reinsurers. Generally, when losses are incurred, the risk which is retained by our partners and reinsurers is reflected in a reduction in commissions paid. In order to better explain to investors the net financial impact of the risk retained by the Company of the insurance contracts written and the impact on profitability, we use the Non-GAAP metric - Underwriting Margin.

Insurance - Combined Ratio

Expressed as a percentage, the combined ratio represents the relationship of policy and contract benefits, commission expense (net of ceding commissions), employee compensation and benefits, and other expenses to net earned premiums, service and administrative fees, and other income. Investors use this ratio to evaluate our ability to profitably underwrite the risks we assume over time and manage our operating costs. As such, we believe that presenting underwriting margin and the combined ratio provides useful information to investors and aligns more closely to how management measures the underwriting performance of the business.

Insurance Investment Portfolio - Net Investments and Net Portfolio Income

In managing our investment portfolio we analyze net investments and net portfolio income, which are non-GAAP measures. Our presentation of net investments equals total investments plus cash and cash equivalents minus asset based financing of investments. Our presentation of net portfolio income equals net investment income plus realized and unrealized gains and losses and minus interest expense associated with asset based financing of investments. Net investments and net portfolio income are used to calculate average annualized yield, which management uses to analyze the profitability of our investment portfolio. Management believes this information is useful since it allows investors to evaluate the performance of our investment portfolio based on the capital at risk and on a non-consolidated basis. Our calculation of net investments and net portfolio income may differ from similarly titled non-GAAP financial measures used by other companies. Net investments and net portfolio income are not measures of financial performance or liquidity under GAAP and should not be considered a substitute for total investments or net investment income.

NON-GAAP RECONCILIATIONS - ADJUSTED & OPERATING EBITDA

(\$ in millions)

	Three Months Ended June 30,		Six Months Ended June 30,	
	2019	2018	2019	2018
Net income (loss) attributable to Common Stockholders	\$ 11.8	\$ 0.8	\$ 15.7	\$ 24.4
Add: net (loss) income attributable to noncontrolling interests	0.4	0.1	0.8	5.5
Less: net income from discontinued operations	—	—	—	34.5
Income (loss) from continuing operations	\$ 12.2	\$ 0.9	\$ 16.5	\$ (4.6)
Corporate Debt related interest expense ⁽¹⁾	4.9	4.6	9.9	8.4
Consolidated income tax expense (benefit)	3.5	0.7	4.4	(0.9)
Depreciation and amortization expense ⁽²⁾	3.1	2.7	6.1	5.5
Non-cash fair value adjustments ⁽³⁾	(0.8)	—	(1.4)	0.1
Non-recurring expenses ⁽⁴⁾	—	1.2	2.0	0.9
Adjusted EBITDA from continuing operations	\$ 22.9	\$ 10.1	\$ 37.5	\$ 9.4
Add: Stock-based compensation expense	1.6	1.1	3.0	2.3
Add: Vessel depreciation, net of capital expenditures	0.6	—	1.2	—
Less: Realized and unrealized gain (loss) ⁽⁵⁾	12.4	(3.8)	16.4	(11.5)
Less: Third party non-controlling interests ⁽⁶⁾	—	—	—	(0.1)
Operating EBITDA from continuing operations	\$ 12.7	\$ 15.0	\$ 25.3	\$ 23.3
Income (loss) from discontinued operations	—	—	—	34.5
Consolidated income tax expense (benefit)	—	—	—	12.3
Non-cash fair value adjustments ⁽³⁾	—	—	—	(40.7)
Adjusted EBITDA from discontinued operations	\$ —	\$ —	\$ —	\$ 6.1
Less: Realized and unrealized gain (loss) ⁽⁵⁾	—	—	—	5.5
Operating EBITDA from discontinued operations	\$ —	\$ —	\$ —	\$ 0.6
Total Adjusted EBITDA	\$ 22.9	\$ 10.1	\$ 37.5	\$ 15.5
Total Operating EBITDA	\$ 12.7	\$ 15.0	\$ 25.3	\$ 23.9

- (1) Corporate Debt interest expense includes Secured corporate credit agreements, junior subordinated notes and preferred trust securities. Interest expense associated with asset-specific debt in specialty insurance and asset management, mortgage and other operations is not added-back for Adjusted EBITDA and Operating EBITDA.
- (2) Represents total depreciation and amortization expense less purchase accounting amortization related adjustments at the Insurance Company. Following the purchase accounting adjustments, current period expenses associated with deferred costs were more favorably stated and current period income associated with deferred revenues were less favorably stated. Thus, the purchase accounting effect related to our Insurance company increased EBITDA above what the historical basis of accounting would have generated.
- (3) For our specialty insurance operations, depreciation and amortization on senior living real estate that is within net investment income is added back to Adjusted EBITDA. For Care (Discontinued Operations), the reduction in EBITDA is related to accumulated depreciation and amortization, and certain operating expenses, which were previously included in Adjusted EBITDA in prior periods.
- (4) Acquisition, start-up and disposition costs including debt extinguishment, legal, taxes, banker fees and other costs. In 2018, includes payments pursuant to a separation agreement, dated November 10, 2015.
- (5) Adjustment excludes Mortgage realized and unrealized gains and losses - Performing and NPLs as those are recurring in nature and align with those business models.
- (6) Removes the Operating EBITDA associated with third party non-controlling interests. Does not remove the non-controlling interests related to employee based shares.

NON-GAAP RECONCILIATIONS - ADJUSTED AND OPERATING EBITDA

(\$ in millions)	Three Months Ended June 30, 2019				Three Months Ended June 30, 2018			
	Specialty Insurance	Tiptree Capital ⁽¹⁾	Corporate Expenses	Total	Specialty Insurance	Tiptree Capital ⁽¹⁾	Corporate Expenses	Total
Pre-tax income/(loss) from continuing ops	\$ 12.0	\$ 11.7	\$ (7.9)	\$ 15.8	\$ 8.8	\$ (0.5)	\$ (6.7)	\$ 1.6
Adjustments:								
Corporate Debt related interest expense ⁽²⁾	3.3	—	1.6	4.9	3.4	—	1.2	4.6
Depreciation and amortization expenses ⁽³⁾	2.1	0.8	0.1	3.0	2.5	0.2	—	2.7
Non-cash fair value adjustments ⁽⁴⁾	—	(0.8)	—	(0.8)	(0.1)	0.1	—	—
Non-recurring expenses ⁽⁵⁾	0.1	0.2	(0.3)	—	1.1	0.1	—	1.2
Adjusted EBITDA	\$ 17.5	\$ 11.9	\$ (6.5)	\$ 22.9	\$ 15.7	\$ (0.1)	\$ (5.5)	\$ 10.1
Add: Stock-based compensation expense	0.7	0.1	0.8	1.6	0.6	(0.2)	0.7	1.1
Add: Vessel depreciation, net of capital expenditures	—	0.6	—	0.6	—	—	—	—
Less: Realized and unrealized gain (loss) ⁽⁶⁾	3.4	9.0	—	12.4	0.1	(3.9)	—	(3.8)
Operating EBITDA	\$ 14.8	\$ 3.6	\$ (5.7)	\$ 12.7	\$ 16.2	\$ 3.6	\$ (4.8)	\$ 15.0

(\$ in millions)	Six Months Ended June 30, 2019				Six Months Ended June 30, 2018			
	Specialty Insurance	Tiptree Capital ⁽¹⁾	Corporate Expenses	Total	Specialty Insurance	Tiptree Capital ⁽¹⁾	Corporate Expenses	Total
Pre-tax income/(loss) from continuing ops	\$ 20.1	\$ 17.6	\$ (16.8)	\$ 20.9	\$ 10.1	\$ (2.2)	\$ (13.4)	\$ (5.5)
Pre-tax income/(loss) from discontinued ops	—	—	—	—	—	46.8	—	46.8
Adjustments:								
Corporate Debt related interest expense ⁽²⁾	6.7	—	3.2	9.9	6.6	—	1.8	8.4
Depreciation and amortization expenses ⁽³⁾	4.3	1.6	0.2	6.1	5.0	0.4	0.1	5.5
Non-cash fair value adjustments ⁽⁴⁾	—	(1.4)	—	(1.4)	—	(40.6)	—	(40.6)
Non-recurring expenses ⁽⁵⁾	1.4	0.2	0.4	2.0	2.2	1.0	(2.3)	0.9
Adjusted EBITDA	\$ 32.5	\$ 18.0	\$ (13.0)	\$ 37.5	\$ 23.9	\$ 5.4	\$ (13.8)	\$ 15.5
Add: Stock-based compensation expense	1.3	0.2	1.5	3.0	1.2	(0.2)	1.3	2.3
Add: Vessel depreciation, net of capital expenditures	—	1.2	—	1.2	—	—	—	—
Less: Realized and unrealized gain (loss) ⁽⁶⁾	5.3	11.1	—	16.4	(4.4)	(1.6)	—	(6.0)
Less: Third party non-controlling interests ⁽⁷⁾	—	—	—	—	—	(0.1)	—	(0.1)
Operating EBITDA	\$ 28.5	\$ 8.3	\$ (11.5)	\$ 25.3	\$ 29.5	\$ 6.9	\$ (12.5)	\$ 23.9

(1) Includes discontinued operations related to Care. For more information, see "Note—(3) Dispositions, Assets Held for Sale & Discontinued Operations."

(2) Corporate Debt interest expense includes Secured corporate credit agreements, junior subordinated notes and preferred trust securities. Interest expense associated with asset-specific debt in specialty insurance and asset management, mortgage and other operations is not added-back for Adjusted EBITDA and Operating EBITDA.

(3) Represents total depreciation and amortization expense less purchase accounting amortization related adjustments at the Insurance Company. Following the purchase accounting adjustments, current period expenses associated with deferred costs were more favorably stated and current period income associated with deferred revenues were less favorably stated. Thus, the purchase accounting effect related to our Insurance company increased EBITDA above what the historical basis of accounting would have generated.

(4) For our specialty insurance operations, depreciation and amortization on senior living real estate that is within net investment income is added back to Adjusted EBITDA. For Care (Discontinued Operations), the reduction in EBITDA is related to accumulated depreciation and amortization, and certain operating expenses, which were previously included in Adjusted EBITDA in prior periods.

(5) Acquisition, start-up and disposition costs including debt extinguishment, legal, taxes, banker fees and other costs. In 2018, includes payments pursuant to a separation agreement, dated November 10, 2015.

(6) Adjustment excludes Mortgage realized and unrealized gains and losses - Performing and NPLs as those are recurring in nature and align with those business models.

(7) Removes the Operating EBITDA associated with third party non-controlling interests. Does not remove the non-controlling interests related to employee based shares.

NON-GAAP RECONCILIATIONS - ADJUSTED AND OPERATING EBITDA

(\$ in millions)	Trailing Twelve Months Ended June 30, 2019					Trailing Twelve Months Ended June 30, 2018				
	Specialty Insurance	Tiptree Capital ⁽¹⁾	Corporate Expenses	Total		Specialty Insurance	Tiptree Capital ⁽¹⁾	Corporate Expenses	Total	
Pre-tax income/(loss) from continuing ops	\$ 28.6	\$ 12.0	\$ (34.0)	\$ 6.6		\$ 11.4	\$ 7.7	\$ (27.1)	\$ (8.0)	
Pre-tax income/(loss) from discontinued ops	—	10.7	—	10.7		—	44.4	—	44.4	
Adjustments:										
Corporate Debt related interest expense ⁽²⁾	13.3	—	6.4	19.7		11.2	—	4.1	15.3	
Depreciation and amortization expenses ⁽³⁾	9.1	2.8	0.4	12.3		10.8	7.4	0.2	18.4	
Non-cash fair value adjustments ⁽⁴⁾	—	(1.8)	—	(1.8)		0.4	(41.0)	—	(40.6)	
Non-recurring expenses ⁽⁵⁾	2.4	(1.0)	1.9	3.3		3.8	2.6	(0.9)	5.5	
Adjusted EBITDA	\$ 53.4	\$ 22.7	\$ (25.3)	\$ 50.8		\$ 37.6	\$ 21.1	\$ (23.7)	\$ 35.0	
Add: Stock-based compensation expense	3.8	0.5	3.1	7.4		3.2	0.1	2.4	5.7	
Add: Vessel depreciation, net of capital expenditures	—	2.1	—	2.1		—	—	—	—	
Less: Realized and unrealized gain (loss) ⁽⁶⁾	(6.3)	10.2	—	3.9		(17.0)	(1.5)	—	(18.5)	
Less: Third party non-controlling interests ⁽⁷⁾	—	0.1	—	0.1		—	1.0	—	1.0	
Operating EBITDA	\$ 63.5	\$ 15.0	\$ (22.2)	\$ 56.3		\$ 57.8	\$ 21.7	\$ (21.3)	\$ 58.2	

(1) Includes discontinued operations related to Care. For more information, see "Note—(3) Dispositions, Assets Held for Sale & Discontinued Operations."

(2) Corporate Debt interest expense includes Secured corporate credit agreements, junior subordinated notes and preferred trust securities. Interest expense associated with asset-specific debt in specialty insurance and asset management, mortgage and other operations is not added-back for Adjusted EBITDA and Operating EBITDA.

(3) Represents total depreciation and amortization expense less purchase accounting amortization related adjustments at the Insurance Company. Following the purchase accounting adjustments, current period expenses associated with deferred costs were more favorably stated and current period income associated with deferred revenues were less favorably stated. Thus, the purchase accounting effect related to our Insurance company increased EBITDA above what the historical basis of accounting would have generated.

(4) For our specialty insurance operations, depreciation and amortization on senior living real estate that is within net investment income is added back to Adjusted EBITDA. For Care (Discontinued Operations), the reduction in EBITDA is related to accumulated depreciation and amortization, and certain operating expenses, which were previously included in Adjusted EBITDA in prior periods.

(5) Acquisition, start-up and disposition costs including debt extinguishment, legal, taxes, banker fees and other costs. In 2018, includes payments pursuant to a separation agreement, dated November 10, 2015.

(6) Adjustment excludes Mortgage realized and unrealized gains and losses - Performing and NPLs as those are recurring in nature and align with those business models.

(7) Removes the Operating EBITDA associated with third party non-controlling interests. Does not remove the non-controlling interests related to employee based shares.

NON-GAAP RECONCILIATIONS - BVPS, INVESTED AND TOTAL CAPITAL

Management uses Book value per share, which is a non-GAAP financial measure. Prior to April 10, 2018, book value per share assumes full exchange of the limited partners units of TFP for Common Stock. Management believes the use of this financial measure provides supplemental information useful to investors as it is frequently used by the financial community to analyze company growth on a relative per share basis. Tiptree's book value per share was \$11.47 as of June 30, 2019 compared with book value per share, as exchanged, of \$10.74 as of June 30, 2018. Total stockholders' equity, net of other non-controlling interests for the Company was \$396.1 million as of June 30, 2019, which comprised total stockholders' equity of \$407.1 million adjusted for \$11.0 million attributable to non-controlling interest at certain operating subsidiaries that are not wholly owned by the Company, such as Luxury and management interests in subsidiaries. Total stockholders' equity, net of other non-controlling interests for the Company was \$393.6 million as of June 30, 2018, which comprised total stockholders' equity of \$400.8 million adjusted for \$7.2 million attributable to non-controlling interest at subsidiaries that are not wholly owned by the Company.

(\$ in millions, except per share information)

	As of June 30,	
	2019	2018
Total stockholders' equity	\$ 407.1	\$ 400.8
Less non-controlling interest - other	11.0	7.2
Total stockholders' equity, net of non-controlling interests - other	\$ 396.1	\$ 393.6
Total shares outstanding	34.5	36.6
Book value per share	\$ 11.47	\$ 10.74

(1) For periods prior to April 10, 2018, book value per share assumes full exchange of the limited partners units of TFP for Common Stock.

Management evaluates the return on Invested Capital and Total Capital, which are non-GAAP financial measures, when making capital investment decisions. Invested capital represents its total cash investment, including any re-investment of earnings, and acquisition costs, net of tax. Total Capital represents Invested Capital plus Corporate Debt. Management believes the use of these financial measures provide supplemental information useful to investors as they are frequently used by the financial community to analyze how the Company has allocated capital over-time and provide a basis for determining the return on capital to shareholders. Management uses both of these measures when making capital investment decisions, including reinvesting distributable cash flow, and evaluating the relative performance of its businesses and investments.

(\$ in millions)

	As of June 30,	
	2019	2018
Total stockholders' equity	\$ 407.1	\$ 400.8
Less non-controlling interest - other	11.0	7.2
Total stockholders' equity, net of non-controlling interests - other	\$ 396.1	\$ 393.6
Plus Specialty Insurance accumulated depreciation and amortization, net of tax ⁽¹⁾	46.3	39.5
Plus acquisition costs	4.2	4.2
Invested Capital	\$ 446.6	\$ 437.3
Plus corporate debt ⁽²⁾	230.2	234.0
Total Capital	\$ 676.8	\$ 671.3

(1) As of June 30, 2019, add-back of \$68.4 million of accumulated intangible amortization at Fortegra. On as exchanged basis, assumes 35% tax rate on total accumulated amortization before 2018 and 21% post 2018.

(2) Corporate debt consists of Secured Corporate Credit Agreements, plus preferred trust securities.

NON-GAAP RECONCILIATIONS - SPECIALTY INSURANCE

The following table provides a reconciliation between underwriting margin and pre-tax income. We generally limit the underwriting risk we assume through the use of both reinsurance (e.g., quota share and excess of loss) and retrospective commission agreements with our partners (e.g., commissions paid adjust based on the actual underlying losses incurred), which manage and mitigate our risk. Period-over-period comparisons of revenues are often impacted by the PORCs and clients' choice as to whether to retain risk, specifically with respect to the relationship between service and administration expenses and ceding commissions, both components of revenue, and the offsetting policy and contract benefits and commissions paid to our partners and reinsurers. Generally, when losses are incurred, the risk which is retained by our partners and reinsurers is reflected in a reduction in commissions paid. In order to better explain to investors the net financial impact of the risk retained by the Company of the insurance contracts written and the impact on profitability, we use the Non-GAAP metric - Underwriting Margin.

Expressed as a percentage, the combined ratio represents the relationship of policy and contract benefits, commission expense (net of ceding commissions), employee compensation and benefits, and other expenses to net earned premiums, service and administrative fees, and other income. Investors use this ratio to evaluate our ability to profitably underwrite the risks we assume over time and manage our operating costs. As such, we believe that presenting underwriting margin and the combined ratio provides useful information to investors and aligns more closely to how management measures the underwriting performance of the business.

(\$ in millions)

	Three Months Ended June 30,		Six Months Ended June 30,	
	2019	2018	2019	2018
<u>Revenues:</u>				
Net earned premiums	\$ 116.5	\$ 100.0	\$ 235.5	\$ 201.7
Service and administrative fees	26.7	24.9	52.6	49.5
Ceding commissions	3.1	2.2	5.6	4.5
Other income	1.0	0.6	1.8	1.3
Underwriting Revenues - Non-GAAP	\$ 147.3	\$ 127.7	\$ 295.5	\$ 257.0
<u>Less underwriting expenses:</u>				
Policy and contract benefits	39.5	34.2	80.3	70.8
Commission expense	72.7	62.6	147.6	125.2
Underwriting Margin - Non-GAAP	\$ 35.1	\$ 30.9	\$ 67.6	\$ 61.0
<u>Less operating expenses:</u>				
Employee compensation and benefits	12.1	11.1	24.1	22.0
Other expenses (excluding debt extinguishment expenses)	12.3	10.1	23.5	21.1
<i>Combined Ratio</i>	92.7%	92.3%	93.2%	93.1%
<u>Plus investment revenues:</u>				
Net investment income	3.4	4.9	7.7	9.1
Net realized and unrealized gains	3.7	1.4	5.8	(2.0)
<u>Less other expenses:</u>				
Interest expense	3.5	4.6	7.6	9.1
Debt extinguishment expenses	—	—	1.2	0.4
Depreciation and amortization expenses	2.3	2.7	4.6	5.4
Pre-tax income (loss)	\$ 12.0	\$ 8.7	\$ 20.1	\$ 10.1

NON-GAAP RECONCILIATIONS - SPECIALTY INSURANCE

The investment portfolio consists of assets contributed by Tiptree, cash generated from operations, and from insurance premiums written. The investment portfolio of our regulated insurance companies, captive reinsurance company and warranty business are subject to different regulatory considerations, including with respect to types of assets, concentration limits, affiliate transactions and the use of leverage. Our investment strategy is designed to achieve attractive risk-adjusted returns across select asset classes, sectors and geographies while maintaining adequate liquidity to meet our claims payment obligations.

In managing our investment portfolio we analyze net investments and net portfolio income, which are non-GAAP measures. Our presentation of net investments equals total investments plus cash and cash equivalents minus asset based financing of investments. Our presentation of net portfolio income equals net investment income plus realized and unrealized gains and losses and minus interest expense associated with asset based financing of investments. Net investments and net portfolio income are used to calculate average annualized yield, which management uses to analyze the profitability of our investment portfolio. Management believes this information is useful since it allows investors to evaluate the performance of our investment portfolio based on the capital at risk and on a non-consolidated basis. Our calculation of net investments and net portfolio income may differ from similarly titled non-GAAP financial measures used by other companies. Net investments and net portfolio income are not measures of financial performance or liquidity under GAAP and should not be considered a substitute for total investments or net investment income.

(\$ in millions)

	As of June 30,		
	2019	2018	2017
Total Investments	\$ 364.7	\$ 482.5	\$ 431.4
Investment portfolio debt ⁽¹⁾	—	(93.5)	(140.4)
Cash and cash equivalents	140.8	19.5	38.3
Restricted cash ⁽²⁾	—	8.4	24.4
Receivable due from brokers ⁽³⁾	3.4	—	4.5
Liability due to brokers ⁽³⁾	(20.2)	(6.8)	(12.0)
Net investments - Non-GAAP	<u>\$ 488.7</u>	<u>\$ 410.1</u>	<u>\$ 346.2</u>

(\$ in millions)

	Six Months Ended June 30,		
	2019	2018	2017
Net investment income	\$ 7.7	\$ 9.1	\$ 8.2
Realized gains (losses)	3.6	5.6	5.0
Unrealized gains (losses)	2.2	(7.6)	(10.0)
Interest expense	(0.6)	(2.4)	(3.5)
Net portfolio income (loss)	<u>\$ 12.9</u>	<u>\$ 4.7</u>	<u>\$ (0.3)</u>
Average Annualized Yield % ⁽⁴⁾	5.4%	2.4%	(0.2)%

(1) For the 2018 and 2017 periods, consists of asset-based financing on loans, at fair value including certain credit investments, net of deferred financing costs, see Note 10 - Debt, net for further details.

(2) Restricted cash available to invest within certain credit investment funds which are consolidated under GAAP.

(3) Receivable due from and Liability due to brokers for unsettled trades within certain credit investment funds which are consolidated under GAAP.

(4) Average Annualized Yield % represents the ratio of annualized net investment income, realized and unrealized gains (losses) less investment portfolio interest expense to the average of the prior two quarters (five quarters for trailing twelve months) total investments less investment portfolio debt plus cash.