



TILLCAPITAL

A Company Dedicated to:

**GROWTH THROUGH STRATEGIC
DEPLOYMENT OF CAPITAL**



**Corporate Presentation
August 2016**

NASDAQ: TIL TSX.V:TIL

DISCLAIMER



©2016 Till Capital Ltd., including its wholly-owned subsidiary Resource Re. its Omega Insurance Holdings, Inc. All rights reserved. Unless otherwise noted, “Resource Re” “ and/or “Till Capital” and all other marks used in this presentation are trademarks of Till Capital. (the “Company”). Any reproduction or dissemination of any feature of this presentation, in whole or in part, or any use of this presentation for any unlawful purposes, is strictly prohibited. The information provided in this presentation is provided solely for general knowledge purposes. This presentation is not intended to be a comprehensive review of all matters and developments concerning the Company. The Company assumes no responsibility for its completeness, accuracy, and currency. Although information used in this presentation is believed to be accurate as at the date hereof, it may not be accurate when read. The Company does not undertake to update any of the information provided in this presentation. For current information please, refer to the Company's filings on SEDAR (www.sedar.com) or contact the Company.

THIS PRESENTATION IS PROVIDED “AS IS” WITHOUT ANY EXPRESS OR IMPLIED WARRANTY OF ANY KIND, INCLUDING WARRANTIES OF MERCHANTABILITY, NON-INFRINGEMENT OF INTELLECTUAL PROPERTY, OR FITNESS FOR ANY PARTICULAR PURPOSE. IN NO EVENT SHALL THE COMPANY, ITS DIRECTORS, OFFICERS, OR EMPLOYEES BE LIABLE FOR ANY DAMAGES WHATSOEVER (INCLUDING, WITHOUT LIMITATION, DAMAGES DUE TO LOSS OF PROFITS OR BUSINESS INTERRUPTION) DUE TO THE READER’S USE OF THIS PRESENTATION.

This presentation is not to be construed as an offer to sell, or a solicitation of an offer to buy securities of the Company. An offer to sell, or a solicitation of an offer to buy securities of the Company can only be made by a broker-dealer registered in all jurisdictions in which such an offer is being made and only if such offer is otherwise made in accordance with all applicable securities laws, regulations, and rules of any kind whatsoever. The information in this presentation is not intended in any way to qualify, modify, or supplement any prospectus or other information disclosed under the corporate and securities legislation of any jurisdiction applicable to the Company. No securities commission has in any way passed on any of the information contained in this presentation.

The information contained in this corporate presentation includes forward-looking statements as that term is used in US federal securities laws and Canadian securities laws. The Company intends for these forward-looking statements to qualify for the safe harbour from liability established by the *Private Securities Litigation Reform Act of 1995* in the United States. Forward-looking statements reflect the expectations of management and consist of statements that are not purely historical, including any statements regarding beliefs, plans, expectations, assumptions, or intentions regarding the future. These forward looking statements can generally be identified by phrases or statements that certain events or conditions “will” or “may” occur. Particular risks applicable to forward looking information contained in this corporate presentation include risks associated with the following: 1) the Company’s ability to continue to generate significant cash premiums from reinsurance policies; 2) the Company’s ability to continue to generate significant returns from investments; 3) the Company’s ability to retain its investment team and their specific expertise; 4) the Company’s ability to establish presence in the equity markets; 5) the Company ability to earn significant short term trading profits from market volatility; 6) the Company’s automated trading strategies will be able to take advantage of intraday momentum and arbitrage opportunities; and 7) the Company’s passive investment strategy and investment portfolio will produce significant returns. Such statements are subject to risks and uncertainties that may cause actual results, performance, or developments to differ materially from those contained in the financial statements. No assurance can be given that any of the events anticipated by the forward-looking statements will occur or, if they do occur, what benefits the Company will obtain from them. These forward-looking statements are made as of the date of this corporate presentation and, except as required by law, the Company assumes no obligation to update these forward-looking statements, or to update the reasons why actual results differed from those projected in the forward-looking statements. Readers are cautioned not to rely on forward looking information as a result. The reader is referred to the Company's most recent annual Management’s Discussion and Analysis for a more complete discussion of such risk factors and their potential effects, copies of which may be accessed through www.tillcap.com or the Company’s page on SEDAR at <http://www.sedar.com> or the Company’s page at <http://www.sec.gov>.

The optimal way to generate returns via a given investment strategy is to manage assets within a publicly traded holding company having both reinsurance/insurance subsidiaries.

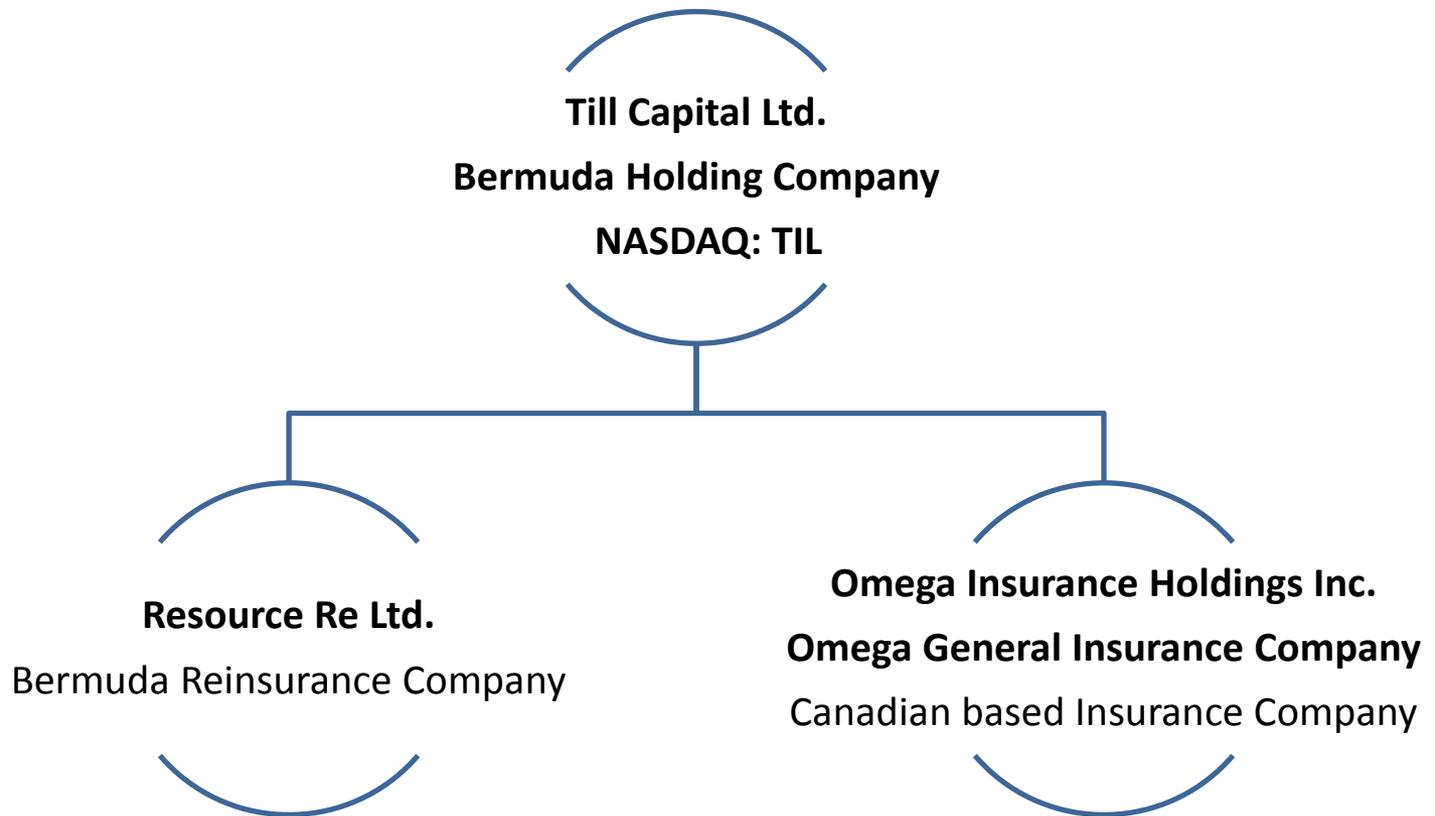
- **Structure**

- Insurer subsidiary writes profitable policies that can be reinsured by reinsurer subsidiary
- Reinsurer writes additional reinsurance policies to achieve desired leverage on company capital
- Reinsurer's portfolio is managed to optimize return vs. risk with greater flexibility

- **Benefits**

- Increases investable assets via premium “float,” providing 1.5X-2X leverage on company capital
- Optimizes underwriting profits and investment results
- Company capital is not subject to withdrawals
- Publicly traded company provides liquidity for investors

Till Capital Ltd. has successfully created this optimal structure



Resource Re Ltd.

Bermuda-domiciled reinsurance company

- Class 3A insurance license
- Underwrites reinsurance policies
- Manages investment of corporate capital

Strategic partnership with Multi-Strat Re

- Provides efficient underwriting, actuarial, claims management services
- Underwriting strategy based on opportunistic participation in reinsurance contracts, diversification in specialty P&C lines
- Underwriting focus on long-tail, low-severity policies with capped liabilities

Omega Insurance Holdings Inc.

Omega General Insurance Company

- Canadian domiciled, federally authorized P/C insurance company, holding licenses in all Canadian Provinces and Territories
- Licensed to underwrite any Property or Liability line on a direct basis, all lines of business on an assumption basis (loss portfolio transfers)

Focus Group Inc.

- Canadian-based consulting and project management company
- Provides a variety of services to domestic and international insurance and reinsurance companies
- Innovative risk management and financing solutions for organizations with unique or difficult to place insurance requirements

CAPITAL STRUCTURE



Symbol:	NASDAQ:TIL (TSX.V:TIL)
Share Price:	US\$3.17
Shares Outstanding:	3.43 million
Closely Held (approx.):	2.0 million
Shares Outstanding (Fully Diluted):	3.72 million
Market Capitalization:	US \$10.87 million
Book Value Per Share	\$7.85
Assets Under Management (AUM):	US \$27.4 million
Long-term Debt :	NIL
Prominent Shareholders:	
Lupien Family Trust	Danson Family Partnership
Wayne Kauth	Rickard Family Trust

As at June 30, 2016

Financial
Expertise

William A. Lupien

Chief Investment Officer

Former Chairman of Instinet, OptiMark and Mitchum, Jones & Templeton; 17 years as a specialist on the exchange floor and 10 years as a Nasdaq market maker; former Governor of the Pacific Stock Exchange; co-author *Swing Trading*. https://en.wikipedia.org/wiki/Bill_Lupien

Insurance
Expertise

Philip H. Cook, M.B.A., F.C.I.P.

Omega General Insurance CEO

Entered the insurance industry in 1962 and has worked in a variety of capacities with companies in England, Canada and the United States. From a background in Claims and Claims Management, he moved to Administration, Operation, and General Management. Before establishing Focus Group Inc. in 1986, he was the Chief Executive Officer for a major insurer.

Regulatory
Expertise

Wayne Kauth, MBA

Chair of Resource Re Board

Over 30 years experience with Ernst & Young, including serving as national director of Ernst & Young's insurance practice; until recently, served on the Board of Kemper Corporation, a U.S.-based insurance company listed on the NYSE.

Technology
Expertise

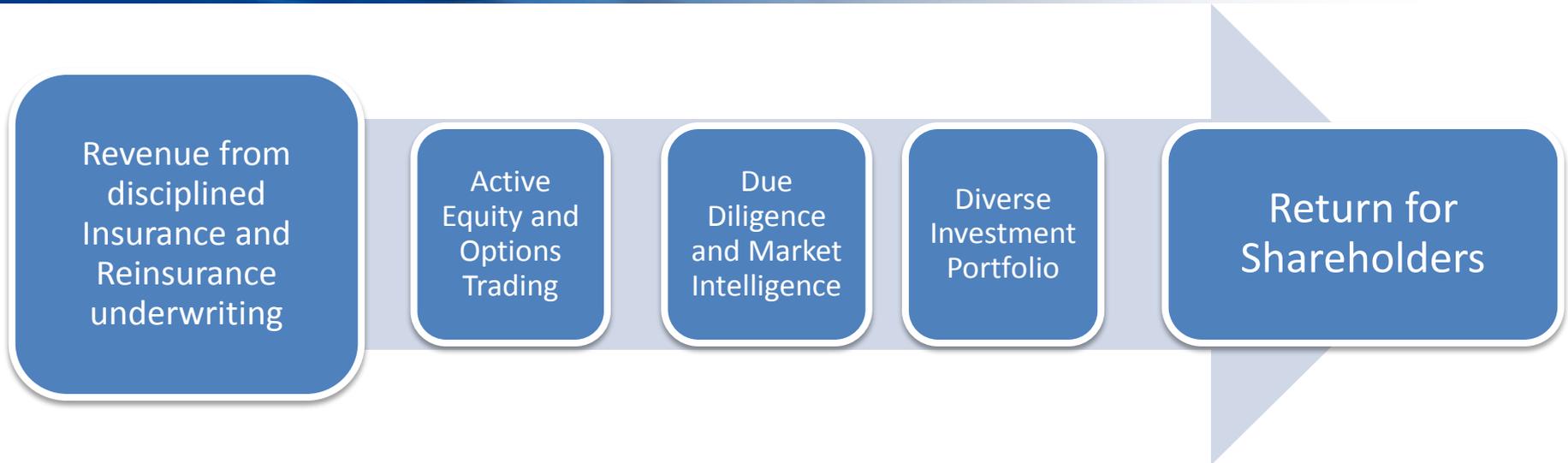
Terry Rickard, Ph.D.

Chief Executive Officer

Director of Quantitative Research

44 years of experience in advanced technology and financial organization; executive and director of several private companies and one public reporting company. Co-inventor of the OptiMark transaction matching system, was instrumental in the development of OptiMark from a start-up entity to an operating entity.

WHY TILL?



- Well-positioned for growth and profit through access to and strategic investment of an increasing pool of Assets Under Management (AUM)
- Disciplined and experienced underwriting teams
- Diverse investment portfolio including long/short strategies, active trading, and strategic investments
- Innovative business model provides a unique advantage in the insurance industry
- Strong asset base and management skill set

Actively seeking a strategic investor

Company goals

- Executing on the Reinsurance side
- Continuing to execute and expand the existing operations of Omega
- Optimizing the investment portfolio
- Establishing a following in the equity markets

Till Capital Ltd. offers a compelling opportunity to an existing asset manager to step into a fully-baked, turn-key operation structured for optimal returns



NASDAQ: TIL TSXV:TIL

Contact Information:

Bermuda Office

Continental Building
25 Church Street
Hamilton HM12
Bermuda

Investor Relations

t. 208-699-6097
Email: info@tillcap.com
Web: www.tillcap.com

Till Board of Directors

Omega Board of Directors

Alan S. Danson, Chairman

Extensive experience as board member for both public and private companies, including 19 years as an independent director of a family of mutual funds, where he also served as Chairman of the board. During his career, he worked and an attorney in a Wall Street law firm, an entrepreneurial manager in Colorado and an investment banker on Wall Street and in Mexico City.

Wayne Kauth, MBA

Over 30 years experience with Ernst & Young including serving as national director of Ernst & Young's insurance practice; until recently, served on the Board of Kemper Corporation, a U.S.-based insurance company listed on the NYSE.

Roger Loeb

Over 30 years in senior executive management, Mr. Loeb has been a significant contributor to the creation or improvement of industry leading technology oversight and implementation. Mr. Loeb and two partners are currently engaged by NeuStar, Inc. (NYSE:NSR) to guide the transition of the telephone Local Portability Administration service to a new provider.

William A. Lupien, Chief Investment Officer & Director

Former Chairman of Instinet, OptiMark and Mitchum, Jones & Templeton; 17 years as a specialist on the exchange floor and 10 years as a Nasdaq market maker; former Governor of the Pacific Stock Exchange; co-author *Swing Trading*.

https://en.wikipedia.org/wiki/Bill_Lupien

Dr. Terry Rickard, Chief Executive Officer, Director of Quantitative Research

With 44 years of experience in advanced technology and financial organization, Dr. Rickard has been an executive and director of several private companies and one public reporting company. Co-inventor of the OptiMark transaction matching system, Dr. Rickard was instrumental in the development of this company from a start-up entity to an operating entity on the Nasdaq market.

David Atkins, M.A., F.C.A., Chairman

J. Wesley Carter, C.A.

Former President and COO, Extencicare Health Services Inc., former Proprietor, Manley Insurance Brokers, President, Laurier Indemnity Company (Bermuda) and currently serving on various boards.

Edward Richards, F.I.I.C., F.C.I.P.

Former Senior Vice President, Sun Alliance Insurance Group, Insurance and Risk Management Consultant and Insurance Arbitrator.

Donald Georgevich

Former Staff Adjuster, Norwich Union Insurance Company, former Senior Adjuster, A.E. Williams Adjusting Company, former President, Angell Townsend Williams Adjusters and President, D-Tek Adjusters Corporation Inc.

Frank Palmay, P.Eng., M.Phil., J.D.

Former Partner, Lang Michener LLP (led Insurance and Financial Services practice) and Partner, McMillan LLP (previously Lang Michener).

Philip H. Cook, M.B.A., F.C.I.P. - Chief Executive Officer

Wayne Kauth, MBA

Over 30 years experience with Ernst & Young including serving as national director of Ernst & Young's insurance practice; until recently, served on the Board of Kemper Corporation, a U.S.-based insurance company listed on the NYSE.

Dr. Terry Rickard, Chief Executive Officer and Director of Quantitative Research, Till Capital Ltd.

44 years of experience in advanced technology and financial organizations, Dr. Rickard has been an executive and director of several private companies and a public reporting company.