Pursuing the Right Fit

Dear Friends,

We invite agencies with high-quality people and a proven track record of successful customer service and sales to join our innovative and dynamic Brown & Brown team.

As we grow, we continue to focus on four operating principles that are fundamental to our success:

1) Strive to do what is best for our customers each and every time.
2) Recruit, motivate, reward, develop, and enhance our talented teammates.
3) Build and cultivate strong carrier partnerships to provide optimal solutions for our customers.
4) Support the communities that we serve.

More than 500 agencies have joined Brown & Brown, in many cases due to relationships formed over the years. Each new partner brings increased marketing opportunities and well-developed relationships with insurance carriers that want to promote their services and products on a national level.

Taking care of our customers and building great futures for people who join the Brown & Brown team are cornerstones of the success and growth of our company.

— Powell Brown, President & CEO
Brown & Brown’s decentralized sales and service model enables you to maintain the prideful relationships you’ve worked to establish with your customers, carriers, and local community. As part of Brown & Brown, your firm will retain decision-making authority and carrier relationships at the local level, while gaining access to the collective wisdom of more than 200 offices worldwide. Additionally, you will have access to assets such as:

- Capital resources to attract, develop, and retain key teammates, as well as make acquisitions
- Brown & Brown University, our internal training program which provides technical, sales, and leadership training to all teammates
- Shared industry knowledge and market intelligence
- Career opportunities for teammates looking for advancement
- Connections to:
  - Regional and national carriers across all four of our divisions: retail, wholesale, programs, and services
  - Leaders with niche experience throughout our retail, wholesale, and programs divisions
  - Middle market and Fortune 100 account expertise, including our Beecher Carlson and Pacific Resources teams
  - In-house third party administrators, reinsurance experience, and captive management
  - Employee Benefits resources
How We Operate

Brown & Brown is a lean, decentralized, highly competitive, profit-oriented sales and service organization comprised of people of the highest integrity and quality, bound together by clearly defined goals and prideful relationships.

We believe that our decentralized structure is the key to our success. With each component focused on optimal efficiency, we minimize the impact that rigid rules and bureaucratic interference can have on new and innovative ideas. Our unique structure delegates daily operations and decision-making responsibilities to local offices and gives office leaders, managers, and advisors the flexibility to craft solutions to best meet the demands of their local markets and customers.

Brown & Brown's decentralized structure also lends itself to high-quality customer service. Customer service is handled by teammates in local offices rather than a centralized customer service team hundreds of miles away from where a loss, claim, or service request may have occurred.

Our Company considers our teammates to be far more than ordinary and we know that they achieve extraordinary results because they are challenged, empowered, and rewarded for doing so.

How does Brown & Brown Reduce Transaction Risk?

• Brown & Brown works with you to develop a life-after picture of how your agency will look after the transaction.

• Once a cultural fit is determined and financial terms are agreed upon, the transaction can occur within weeks or even days.

• Brown & Brown provides a cash transaction with a significant down payment at closing.

• Brown & Brown’s history of consistency with regard to our business model and focus means no concerns for the seller regarding change in ownership or deal points.

• Senior Leadership is focused on working with the seller to determine the long-term cultural fit.

• We have no finish line or end game. We are in the insurance industry forever.
Our Culture

Our corporate culture is built on integrity, innovation, and stability, and instills in each teammate an indomitable “can-do” spirit that fuels the drive for success.

We believe that insurance is a people-driven business built on relationships. Since our beginning, we’ve known that doing the best for our customers requires constant persistence and vision. The cheetah, which represents vision, swiftness, strength, and agility, embodies our corporate culture and serves as a reminder for our teammates that execution is everything.

A major component of the Brown & Brown culture is the recognition and reward of top performers at the Annual Sales Conclave.
“The accumulation of human capital is invaluable. Good people drive the Company.” – J. Hyatt Brown, Chairman

Brown & Brown structures transactions to meet your financial and operational needs through an acquisition model that recognizes the value you’ve created in your firm.

The general process is as follows:

- We work with you to develop a functional pro forma income statement with profits that are achievable and sustainable as part of our team.
- We develop value based on earnings potential.
- The purchase price is paid in cash, with a majority paid up front and the remainder paid based on performance over an agreed-upon period of time.

Qualities of a Successful Acquisition Partner

- A passion for the insurance business
- Strong leadership with an entrepreneurial spirit
- Sales culture with a continuous investment in production talent
- A history of growth
- Deep relationships with a diverse stable of insurance carriers
- Discipline with respect to good business practices
- A commitment to your community
- Talented teammates
- Always do what’s in the best interest of your customer
Brown & Brown focuses on long-term, wealth building opportunities for all of our teammates:

- 401K with matching contributions
- Deferred compensation plans
- Employee Stock Purchase Plan
- Equity Incentive Plans or “sweat equity” plans

Brown & Brown is 30% owned by teammates
“We joined Brown & Brown over five years ago and have witnessed first-hand the benefits that come from being on the team. The organization allows its leaders to operate in a decentralized manner while at the same time creating opportunities for collaboration and idea sharing across the enterprise. We remain constantly impressed with the deep leadership talent that we get to work with day in and day out.”

– **STEVE BOYD, ARROWHEAD GENERAL AGENCY | SAN DIEGO, CA | ACQUIRED IN 2012**

“Becoming part of the Brown & Brown family has helped us accelerate our growth and achieve our company goals, while maintaining our own unique culture. The decentralized model allows us to continue to operate as a nimble and independent company. In just a short time, we’ve been able to align ourselves with other Brown & Brown companies which has led to significant joint opportunities and some early wins in our marketplace.”

– **PAUL BARDEN, PACIFIC RESOURCES BENEFITS ADVISORS, LLC | CHICAGO, IL | ACQUIRED IN 2014**

“Selling to Brown & Brown Insurance was absolutely the best decision for our company and our employees. Their decentralized, sales driven culture has allowed us to prosper and become part of its National Brand that is second to none.”

– **BRIAN CRUDEN, INSURCORP | LAS VEGAS, NV | ACQUIRED IN 2012**

“Brown & Brown has done more than promised and we are thrilled to be part of the team. Their decentralized organization allows us to keep doing what we do best, but now with even greater resources. We are growing top line revenues, and we are having fun doing it.”

– **THOMAS CONTRERAS, TEXAS SECURITY GENERAL AGENCY | SAN ANTONIO, TX | ACQUIRED IN 2012**