UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K

CURRENT REPORT Pursuant to Section 13 or 15(d) of The Securities Exchange Act of 1934

Date of Report (date of earliest event reported): August 5, 2024

Skyward Specialty Insurance Group, Inc.

(Exact name of registrant as specified in its charter)

Delaware

800 Gessner Road, Suite 600 Houston, Texas

(Address of principal executive offices and zip code)

(State or other jurisdiction of incorporation or organization)

001-41591 (Commission File Number)

14-1957288 (I.R.S. Employer Identification Number)

77024-4284

(713) 935-4800

(Registrant's telephone number, including area code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

 \times

Title of each class	Trading Symbol	Name of each exchange on which registered
Common stock, par value \$0.01	SKWD	The Nasdaq Stock Market LLC

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 12b-2 of the Exchange Act.

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. \Box

(Zip Code)

Item 2.02. Results of Operations and Financial Condition

On August 5, 2024, Skyward Specialty Insurance Group, Inc. (the "Company") issued a press release announcing the results of the Company's operations for the quarter and fiscal period ended June 30, 2024. The press release is furnished as Exhibit 99.1 to this Report and is hereby incorporated by reference in this Item 2.02.

As provided in General Instruction B.2 of Form 8-K, the information and exhibits contained in this Form 8-K shall not be deemed to be "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, nor shall they be deemed to be incorporated by reference in any filing under the Securities Act of 1933, as amended, except as shall be expressly set forth by specific reference in such a filing.

Item 9.01. Financial Statements and Exhibits

(d) Exhibits

 Exhibit No.
 Description

 99.1
 Press Release dated August 5, 2024

 104.1
 Cover Page Interactive Data File (embedded within the Inline XBRL document)

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

SKYWARD SPECIALTY INSURANCE GROUP, INC.

Date: A

August 5, 2024

/s/ Mark Haushill

Mark Haushill Chief Financial Officer



Skyward Specialty Insurance Group Reports Second Quarter 2024 Results

Houston, TX – August 5, 2024 – Skyward Specialty Insurance Group, Inc. (Nasdaq: SKWD) ("Skyward Specialty" or the "Company") today reported second quarter 2024 net income of \$31.0 million, or \$0.75 per diluted share, compared to \$19.5 million, or \$0.51 per diluted share, for the same 2023 period. Net income for the first half of 2024 was \$67.8 million, or \$1.65 per diluted share, compared to \$35.0 million, or \$0.93 per diluted share, for the same 2023 period.

Adjusted operating income⁽¹⁾ for the second quarter of 2024 was \$33.1 million, or \$0.80 per diluted share, compared to \$16.0 million, or \$0.42 per diluted share, for the same 2023 period. Adjusted operating income⁽¹⁾ for the first half of 2024 was \$64.0 million, or \$1.56 per diluted share, compared to \$31.5 million, or \$0.84 per diluted share, for the same 2023 period.

Highlights for the second quarter included:

- Gross written premiums increased 17.6%.
- Underwriting income⁽¹⁾ of \$23.9 million compared to \$15.5 million for the second quarter of 2023.
- Adjusted operating income⁽¹⁾ of \$33.1 million compared to \$16.0 million for the second quarter of 2023.
- Combined ratio of 90.7% compared to 92.0% for the second quarter of 2023.
- Cat loss and LAE ratio of 1.2% compared to 3.5% for the second quarter of 2023.
- Annualized return on equity of 19.6% through the first half of 2024 compared to 14.8% for the same 2023 period.
- Annualized return on tangible equity⁽¹⁾ of 22.4% through the first half of 2024 compared to 18.3% for the same 2023 period.

(1) See "Reconciliation of Non-GAAP Financial Measures"

Skyward Specialty Chairman and CEO Andrew Robinson commented, "Our second quarter results continue the consistently excellent performance we have produced in each of the seven quarters reporting as a public company and our adjusted operating income of \$33.1 million was the best in Company history. Our 90.7% combined ratio, inclusive of 1.2% of catastrophe losses, was again excellent. Our 18% gross written premiums growth reflects the power and sustainability of our "Rule our Niche" strategy. We are pleased with the sources of our growth which are increasingly coming from parts of our business that are less exposed to the P&C cycles, including our surety, accident & health and captives divisions and our agriculture business unit within our global property & agriculture division. We continue to be confident that we are well positioned to deliver attractive returns for our shareholders and to profitably grow our Company."

"Last week's AM Best upgrade to A (Excellent) with stable outlook is a testament to the strength of our business model and the dedication of our team. This upgrade reflects our ongoing commitment to delivering exceptional value to our policyholders and shareholders."

Results of Operations

Underwriting Results

(\$ in thousands)	Three	e mo	nths ended June	30,	Six m	is ended June 3	June 30,		
unaudited				%				%	
	2024		2023	Change	2024		2023	Change	
Gross written premiums	\$ 496,243	\$	421,994	17.6%	\$ 954,863	\$	782,492	22.0%	
Ceded written premiums	\$ (199,114)	\$	(208,257)	(4.4)%	\$ (370,634)	\$	(366,614)	1.1%	
Net retention	59.9%		50.6%	NM ⁽¹⁾	61.2%		53.1%	NM (1	
Net written premiums	\$ 297,129	\$	213,737	39.0 %	\$ 584,229	\$	415,878	40.5%	
Net earned premiums	\$ 257,583	\$	194,347	32.5 %	\$ 493,925	\$	377,178	31.0%	
(1) Not meaningful									

The increase in gross written premiums for the second quarter and first half of 2024, when compared to the same 2023 periods, was driven by double-digit premium growth primarily from our captives, transactional E&S and surety underwriting divisions.

Combined Ratio	Three months end	ed June 30,	Six months ended	d June 30,
(unaudited)	2024	2023	2024	2023
Non-cat loss and LAE ⁽¹⁾	60.6 %	60.7 %	60.6 %	60.9 %
Cat loss and LAE ⁽¹⁾	1.2%	3.5 %	0.8 %	2.7 %
Prior accident year development - LPT ⁽²⁾	(0.1)%	(0.2)%	(0.1)%	(0.2)%
Loss Ratio	61.7 %	64.0 %	61.3 %	63.4 %
Net policy acquisition costs	14.0 %	11.9 %	13.7 %	11.7 %
Other operating and general expenses	15.8 %	17.3 %	15.9 %	17.0 %
Commission and fee income	(0.8)%	(1.2)%	(0.8)%	(1.0)%
Expense ratio	29.0 %	28.0 %	28.8 %	27.7 %
Combined ratio	90.7 %	92.0 %	90.1 %	91.1 %
Adjusted Underwriting Ratios				
Adjusted loss ratio ⁽²⁾	61.8 %	64.2 %	61.4 %	63.6 %
Expense ratio	29.0 %	28.0 %	28.8 %	27.7 %
Adjusted combined ratio ⁽²⁾	90.8 %	92.2 %	90.2 %	91.3 %
⁽¹⁾ Current accident year				

⁽²⁾ See "Reconciliation of Non-GAAP Financial Measures"

The loss ratios for the second quarter and first half of 2024 improved 2.3 points and 2.1 points, respectively, when compared to the same 2023 periods, driven by less severity of convective storms.

The expense ratios for the second quarter and first half of 2024 increased 1.0 point and 1.1 points, respectively, when compared to the same 2023 periods driven by the business mix shift partially offset by earnings leverage.

The expense ratios for all periods presented exclude the impact of IPO related stock compensation and secondary offering expenses, which are reported in other expenses in our condensed consolidated statements of operations and comprehensive income.

Investment Results

Net Investment Income									
<i>\$ in thousands</i>	Three months ended June 30,					Six months e	ended June 30,		
(unaudited)		2024		2023		2024		2023	
Short-term investments & cash and cash equivalents	\$	4,021	\$	3,206	\$	9,108	\$	4,985	
Fixed income		13,786		7,919		26,264		15,380	
Equities		751		684		1,378		682	
Alternative & strategic investments		3,580		(3,226)		3,685		(7,818)	
Net investment income	\$	22,138	\$	8,583	\$	40,435	\$	13,229	
Net unrealized (losses) gains on securities still held	\$	(1,760)	\$	5,017	\$	7,231	\$	8,784	
Net realized (losses) gains		(65)		334		(753)		(2,472)	
Net investment (losses) gains	\$	(1,825)	\$	5,351	\$	6,478	\$	6,312	

Beginning January 1, 2024 we simplified the investment portfolio classifications to align with our strategy and the underlying risk characteristics of the portfolio. The prior period has been reclassified to conform to the current period presentation.

Net investment income for the second quarter and first half of 2024 increased \$13.6 million and \$27.2 million, respectively when compared to the same 2023 periods, driven by (i) increased income from our fixed income portfolio and short-term investments & cash and cash equivalents due to higher yields and larger asset bases and (ii) an increase in the fair value of limited partnership investments in our alternative and strategic investments portfolio.

Stockholders' Equity

Stockholders' equity was \$723.6 million at June 30, 2024 which represents an increase of 4.5% when compared to stockholders' equity of \$692.3 million at March 31, 2024. The increase in stockholders' equity was primarily due to net income.

Conference Call

At 9 a.m. central time tomorrow, August 6, 2024, Skyward Specialty management will hold a conference call to discuss quarterly results with insurance industry analysts. Interested parties may listen to the discussion at <u>investors.skywardinsurance.com</u> under Events & Presentations. Additionally, investors can access the earnings call via conference call by registering via the conference link. Users will receive dial-in information and a unique PIN to join the call upon registering.

Non-GAAP Financial Measures

This release contains certain financial measures and ratios that are not required by, or presented in accordance with, generally accepted accounting principles in the United States ("GAAP"). We refer to these measures as "non-GAAP financial measures." We use these non-GAAP financial measures when planning, monitoring, and evaluating our performance.

We have chosen to exclude the net impact of the Loss Portfolio Transfer ("LPT"), all development on reserves fully or partially covered by the LPT and amortization of deferred gains associated with recoveries of prior LPT reserve strengthening in certain non-GAAP metrics, where noted, as the business subject to the LPT is not representative of our continuing business strategy. The business subject to the LPT is primarily related to policy years 2017 and prior, was generated and managed under prior leadership, and has either been exited or substantially repositioned during the reevaluation of our portfolio. We consider these non-GAAP financial measures to be useful metrics for our management and investors to facilitate operating performance comparisons from period to period. While we believe that these non-GAAP financial measures are useful in evaluating our business, this information should be considered supplemental in nature and is not meant to be a substitute for revenue or net income, in each case as recognized in accordance with GAAP. In addition, other companies, including companies in our industry, may calculate such measures differently, which reduces their usefulness as comparative measures. For more information regarding these non-GAAP financial measures and a reconciliation of such measures to comparable GAAP financial measures, see the section entitled "Reconciliation of Non-GAAP Financial Measures."

About Skyward Specialty Insurance Group, Inc.

Skyward Specialty is a rapidly growing and innovative specialty insurance company, delivering commercial property and casualty products and solutions on a non-admitted and admitted basis. The Company operates through eight underwriting divisions - Accident & Health, Captives, Global Property & Agriculture, Industry Solutions, Professional Lines, Programs, Surety and Transactional E&S. SKWD stock is traded on the Nasdaq Global Select Market, which represents the top fourth of all Nasdaq listed companies.

Skyward Specialty's subsidiary insurance companies consist of Houston Specialty Insurance Company, Imperium Insurance Company, Great Midwest Insurance Company, and Oklahoma Specialty Insurance Company. These insurance companies are rated A (Excellent) with stable outlook by A.M. Best Company. Additional information about Skyward Specialty can be found on our website at <u>www.skywardinsurance.com</u>.

Forward-Looking Statements

Except for historical information, all other information in this news release consists of forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995. The forward-looking statements are typically, but not always, identified through use of the words "believe," "expect," "enable," "may," "will," "could," "intends," "estimate," "anticipate," "plan," "predict," "probable," "potential," "possible," "should," "continue," and other words of similar meaning. These forward-looking statements are subject to risks and uncertainties that could cause actual results to differ materially from those projected, anticipated or implied. The most significant of these uncertainties are described in Skyward Specialty's Form 10-K, and include (but are not limited to) legislative changes at both the state and federal level, state and federal regulatory rule making promulgations and adjudications, class action litigation involving the insurance industry and judicial decisions affecting claims, policy coverages and the general costs of doing business, the potential loss of key members of our management team or key employees and our ability to attract and retain personnel, the impact of competition on products and pricing, inflation in the costs of the products and services insurance pays for, product development, geographic spread of risk, weather and weather-related events, other types of catastrophic events, our ability to obtain reinsurance coverage at prices and on terms that allow us to transfer risk and adequately protect our company against financial loss, and losses resulting from reinsurance counterparties failing to pay us on reinsurance claims. These forward-looking statements speak only as of the date of this release and the Company does not undertake any obligation to update or revise any forward-looking information to reflect changes in assumptions, the occurrence of unanticipated events, or otherwise.

Skyward Specialty Insurance Group, Inc.

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or

Investor contact: Natalie Schoolcraft, nschoolcraft@skywardinsurance.com 614-494-4988

Consolidated Balance Sheets

(\$ in thousands, except share and per share amounts)

AssetsInvestments:Fixed maturity scentrites, available-for-sale, at fair value (amoritzed cost of \$1,239,724 and \$1,047,713, respectively)\$1,047,713Fixed maturity scentrites, held-to-maturity, at amortized cost (net of allowance for credit losses of 2253 and 529, respectively)39,96242,986Equity scentrites, at fair value112,823118,249Mortage Losans, at fair value112,823118,249Mortage Losans, at fair value101,903110,653Other long-term investments101,903110,653Other long-term investments2,6653,852Short-term investments, at fair value215,041270,252Total investments1,716,3371,613,687Cash and cash equivalents72,9896,5891Restricted cash352,78834,445Premiums receivable, net67,83796,534Ceded uncarded premium255,138186,121Defered policy acquisition costs116,49991,955Defered policy acquisition costs116,49991,955Defered policy acquisition costs81,00875,341Total assets\$1,145,001\$1,214,500Caded uncarde premium251,0721,991Defered policy acquisition costs81,00875,343Defered olicy acquisition costs81,00875,343Defered coling commission711,854\$2,532,343Liabilities and stocholders' equity711,854\$2,533,435Defered coding commission711,854\$2,533,435Defered coding commission <t< th=""><th>(\$ in thousands, except share and per share amounts) (unaudited)</th><th>June 30, 2024</th><th>Dece</th><th>mber 31, 2023</th></t<>	(\$ in thousands, except share and per share amounts) (unaudited)	June 30, 2024	Dece	mber 31, 2023
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Reinsurance recoverables, net 667,837 596,334 Ceded unearned premium 255,138 186,121 Deferred policy acquisition costs 116,499 91,955 Deferred income taxes 25,107 21,991 Goodwill and intangible assets, net 87,868 88,435 Other assets 81,108 75,341 Total assets 3,435,494 \$ 2,953,435 Liabilities and stockholders' equity 1 1 Liabilities: Reserves for losses and loss adjustment expenses \$ 1,470,106 \$ 1,314,501 Quearned premiums 711,854 552,532 Deferred ceding commission 47,948 37,055 Reinsurance and premium payables 207,638 116,156 Funds held for others 95,596 58,588 Accounts payable and accrued liabilities 59,796 50,880 Notes payable 100,000 50,000 Stockholders' equity 207,118,874 710,855 Common stock, \$0,01 par value, 500,000,000 shares authorized, 40,096,132 and 39,863,756 shares issued and outstanding, respectively 401 399	Restricted cash	35,278		34,445
Ceded unearned premium 255,138 186,121 Deferred policy acquisition costs 116,499 91,955 Deferred income taxes 25,107 21,991 Goodwill and intangible assets, net 87,868 88,435 Other assets 81,108 75,341 Total assets 5 3,435,494 5 2,953,435 Liabilities and stockholders' equity 116,499 91,955 Liabilities 5 3,435,494 5 2,953,435 Deferred colores and loss adjustment expenses 5 1,470,106 \$ 1,314,501 Unearned premium so 711,854 552,532 5 5 1,470,106 \$ 1,314,501 Unearned premium payables 207,638 150,156 5 11,854 552,532 Deferred ceding commission 47,948 37,057 6 5,888 Accounts payable and accrued liabilities 59,796 50,880 50,956 58,888 Accounts payable 100,000 50,000 50,000 50,000 50,000 50,0000	Premiums receivable, net	377,333		179,235
Deferred policy acquisition costs 116,499 91,955 Deferred income taxes 25,107 21,991 Goodwill and intangible assets, net 87,868 88,435 Other assets 81,108 75,341 Total assets 8 3,435,494 \$ 2,953,435 Liabilities and stockholders' equity E E 2,953,435 Liabilities: 8 1,314,501 1,314,501 Uncarned premiums 711,854 552,532 Deferred ceding commission 47,948 37,057 Reinsurance and premium payables 207,638 150,156 Funds held for others 95,596 58,588 Accounts payable and accrued liabilities 59,796 50,800 Notes payable 100,000 50,0000 Subordinated debt, net of debt issuance costs 18,336 78,690 Total liabilities 2,711,874 2,292,404 Stockholders' equity 401 399 Common stock, \$0,01 par value, \$00,000,000 shares authorized, 40,096,132 and 39,863,756 shares issued and outstanding, respectively 401 399	Reinsurance recoverables, net	667,837		596,334
Deferred income taxes 25,107 21,991 Goodwill and intangible assets, net 87,868 88,435 Other assets 81,108 75,341 Total assets 8 3,435,494 \$2,953,435 Liabilities and stockholders' equity 8 3,435,494 \$2,953,435 Liabilities: 8 1,470,106 \$1,314,501 Reserves for losses and loss adjustment expenses \$1,470,106 \$1,314,501 Uncarned premiums 711,854 552,532 Deferred ceding commission 47,948 37,057 Reinsurance and premium payables 207,638 150,156 Funds held for others 95,596 58,588 Accounts payable and accrued liabilities 59,796 50,800 Notes payable 100,000 50,000 Subordinated debt, net of debt issuance costs 18,936 78,600 Total liabilities 21,118,74 2,292,404 Stockholders' equity 713,542 710,855 Common stock, \$0,01 par value, 500,000,000 shares authorized, 40,096,132 and 39,863,756 shares issued and outstanding, respectively 401 </td <td>Ceded unearned premium</td> <td>255,138</td> <td></td> <td>186,121</td>	Ceded unearned premium	255,138		186,121
Coodwill and intangible assets, net $87,868$ $87,969$ $87,868$ $87,969$ $88,936$	Deferred policy acquisition costs	116,499		91,955
Other assets 81,108 75,341 Total assets \$ 3,435,494 \$ 2,953,435 Liabilities and stockholders' equity Itabilities and stockholders' equity Itabilities Reserves for losses and loss adjustment expenses \$ 1,470,106 \$ 1,314,501 Unearned premiums 711,854 552,532 Deferred ceding commission 47,948 37,057 Reinsurance and premium payables 207,638 150,156 Funds held for others 95,596 58,588 Accounts payable and accrued liabilities 59,796 50,880 Notes payable 100,000 50,000 Subordinated debt, net of debt issuance costs 18,936 78,690 Total liabilities 2,711,874 2,292,404 Stockholders' equity 713,542 710,855 Stock notes receivable (5,233) (5,562 Accumulated other comprehensive loss (31,136) (22,953) Stock notes receivable (5,233) (5,562 Accumulated other comprehensive loss (31,136) (22,953) Retained earnings (accumulated deficit)	Deferred income taxes	25,107		21,991
Total assets \$ 3,435,494 \$ 2,953,435 Liabilities and stockholders' equity Itabilities Itabilitabilities Itabilitabilities	Goodwill and intangible assets, net	87,868		88,435
Liabilities and stockholders' equityImage: stabilities and stockholders' equityLiabilities:\$ 1,470,106 \$ 1,314,501Unearned premiums711,854 552,532Deferred ceding commission711,854 552,532Deferred ceding commission47,948 37,057Reinsurance and premium payables207,638 150,156Funds held for others95,596 58,588Accounts payable and accrued liabilities59,796 50,880Notes payable100,000 50,000Subordinated debt, net of debt issuance costs18,936 78,690Total liabilities2,711,874 2,292,404Stockholders' equity401 399Additional paid-in capital713,542 710,855Stock notes receivable(5,233) (5,562Accumulated other comprehensive loss(31,136) (22,953Retained earnings (accumulated deficit)46,046 (21,708Total stockholders' equity723,620 (661,031)	Other assets	81,108		75,341
Liabilities: \$ 1,470,106 \$ 1,314,501 Inearned premiums 711,854 552,532 Deferred ceding commission 47,948 37,057 Reinsurance and premium payables 207,638 150,156 Funds held for others 95,596 58,588 Accounts payable and accrued liabilities 59,796 50,880 Notes payable 100,000 50,000 Subordinated debt, net of debt issuance costs 18,936 78,690 Total liabilities 2,711,874 2,292,404 Stockholders' equity 401 399 Additional paid-in capital 713,542 710,855 Stock notes receivable (5,233) (5,562 Accumulated other comprehensive loss (31,136) (22,953) Retained earnings (accumulated deficit) 46,046 (21,708 Total stockholders' equity 723,620 661,031	Total assets	\$ 3,435,494	\$	2,953,435
Liabilities: \$ 1,470,106 \$ 1,314,501 Inearned premiums 711,854 552,532 Deferred ceding commission 47,948 37,057 Reinsurance and premium payables 207,638 150,156 Funds held for others 95,596 58,588 Accounts payable and accrued liabilities 59,796 50,880 Notes payable 100,000 50,000 Subordinated debt, net of debt issuance costs 18,936 78,690 Total liabilities 2,711,874 2,292,404 Stockholders' equity 401 399 Additional paid-in capital 713,542 710,855 Stock notes receivable (5,233) (5,562 Accumulated other comprehensive loss (31,136) (22,953) Retained earnings (accumulated deficit) 46,046 (21,708 Total stockholders' equity 723,620 661,031	Liabilities and stockholders' equity			
Unearned premiums 711,854 552,532 Deferred ceding commission 47,948 37,057 Reinsurance and premium payables 207,638 150,156 Funds held for others 95,596 58,588 Accounts payable and accrued liabilities 59,796 50,880 Notes payable 100,000 50,000 Subordinated debt, net of debt issuance costs 18,936 78,690 Total liabilities 2,711,874 2,292,404 Stockholders' equity 401 399 Additional paid-in capital 713,542 710,855 Stock notes receivable (5,233) (5,562 Accumulated other comprehensive loss (31,136) (22,953) Retained earnings (accumulated deficit) 46,046 (21,708) Total stockholders' equity 723,620 661,031				
Unearned premiums 711,854 552,532 Deferred ceding commission 47,948 37,057 Reinsurance and premium payables 207,638 150,156 Funds held for others 95,596 58,588 Accounts payable and accrued liabilities 59,796 50,880 Notes payable 100,000 50,000 Subordinated debt, net of debt issuance costs 18,936 78,690 Total liabilities 2,711,874 2,292,404 Stockholders' equity 401 399 Additional paid-in capital 713,542 710,855 Stock notes receivable (5,233) (5,562 Accumulated other comprehensive loss (31,136) (22,953) Retained earnings (accumulated deficit) 46,046 (21,708) Total stockholders' equity 723,620 661,031	Reserves for losses and loss adjustment expenses	\$ 1,470,106	\$	1,314,501
Deferred ceding commission 47,948 37,057 Reinsurance and premium payables 207,638 150,156 Funds held for others 95,596 58,588 Accounts payable and accrued liabilities 59,796 50,880 Notes payable 100,000 50,000 Subordinated debt, net of debt issuance costs 18,936 78,690 Total liabilities 2,711,874 2,292,404 Stockholders' equity 2 2 Common stock, \$0.01 par value, 500,000,000 shares authorized, 40,096,132 and 39,863,756 shares 399 Additional paid-in capital 713,542 710,855 Stock notes receivable (5,233) (5,562 Accumulated other comprehensive loss (31,136) (22,953) Retained earnings (accumulated deficit) 46,046 (21,708 Total stockholders' equity 723,620 661,031				552,532
Reinsurance and premium payables 207,638 150,156 Funds held for others 95,596 58,588 Accounts payable and accrued liabilities 59,796 50,880 Notes payable 100,000 50,000 Subordinated debt, net of debt issuance costs 18,936 78,690 Total liabilities 2,711,874 2,292,404 Stockholders' equity 2000,000,000 shares authorized, 40,096,132 and 39,863,756 shares 401 399 Additional paid-in capital 713,542 710,855 5100 5100 Stock notes receivable (5,233) (5,562 (5,562) (5,233) (5,562) Accumulated other comprehensive loss (31,136) (22,953) (22,953) (21,708) Total stockholders' equity 723,620 661,031 661,031 661,031		47,948		37,057
Funds held for others 95,596 58,588 Accounts payable and accrued liabilities 59,796 50,880 Notes payable 100,000 50,000 Subordinated debt, net of debt issuance costs 18,936 78,690 Total liabilities 2,711,874 2,292,404 Stockholders' equity 2 2 Common stock, \$0.01 par value, 500,000,000 shares authorized, 40,096,132 and 39,863,756 shares 401 399 Additional paid-in capital 713,542 710,855 Stock notes receivable (5,233) (5,562 Accumulated other comprehensive loss (31,136) (22,953 Retained earnings (accumulated deficit) 46,046 (21,708 Total stockholders' equity 661,031 661,031	Reinsurance and premium payables	207,638		150,156
Notes payable 100,000 50,000 Subordinated debt, net of debt issuance costs 18,936 78,690 Total liabilities 2,711,874 2,292,404 Stockholders' equity 2 2 Common stock, \$0.01 par value, 500,000,000 shares authorized, 40,096,132 and 39,863,756 shares 401 399 Additional paid-in capital 713,542 710,855 Stock notes receivable (5,233) (5,562 Accumulated other comprehensive loss (31,136) (22,953) Retained earnings (accumulated deficit) 46,046 (21,708) Total stockholders' equity 661,031	Funds held for others	95,596		58,588
Subordinated debt, net of debt issuance costs18,93678,690Total liabilities2,711,8742,292,404Stockholders' equityCommon stock, \$0.01 par value, 500,000,000 shares authorized, 40,096,132 and 39,863,756 shares issued and outstanding, respectively401399Additional paid-in capital713,542710,855Stock notes receivable(5,233)(5,562Accumulated other comprehensive loss(31,136)(22,953)Retained earnings (accumulated deficit)46,046(21,708)Total stockholders' equity723,620661,031	Accounts payable and accrued liabilities	59,796		50,880
Total liabilities2,711,8742,292,404Stockholders' equityCommon stock, \$0.01 par value, 500,000,000 shares authorized, 40,096,132 and 39,863,756 shares issued and outstanding, respectively401399Additional paid-in capital713,542710,855Stock notes receivable(5,233)(5,562Accumulated other comprehensive loss(31,136)(22,953)Retained earnings (accumulated deficit)46,046(21,708Total stockholders' equity723,620661,031	Notes payable	100,000		50,000
Stockholders' equity401Common stock, \$0.01 par value, 500,000,000 shares authorized, 40,096,132 and 39,863,756 shares issued and outstanding, respectively401Additional paid-in capital713,542710,855Stock notes receivable(5,233)(5,562Accumulated other comprehensive loss(31,136)(22,953)Retained earnings (accumulated deficit)46,046(21,708Total stockholders' equity723,620661,031	Subordinated debt, net of debt issuance costs	18,936		78,690
Stockholders' equityCommon stock, \$0.01 par value, 500,000,000 shares authorized, 40,096,132 and 39,863,756 shares issued and outstanding, respectively401399Additional paid-in capital713,542710,855Stock notes receivable(5,233)(5,562Accumulated other comprehensive loss(31,136)(22,953Retained earnings (accumulated deficit)46,046(21,708Total stockholders' equity723,620661,031	Total liabilities	 2,711,874		2,292,404
Common stock, \$0.01 par value, 500,000,000 shares authorized, 40,096,132 and 39,863,756 shares issued and outstanding, respectively401399Additional paid-in capital713,542710,855Stock notes receivable(5,233)(5,562Accumulated other comprehensive loss(31,136)(22,953)Retained earnings (accumulated deficit)46,046(21,708)Total stockholders' equity723,620661,031		 		
Additional paid-in capital 713,542 710,855 Stock notes receivable (5,233) (5,562 Accumulated other comprehensive loss (31,136) (22,953) Retained earnings (accumulated deficit) 46,046 (21,708) Total stockholders' equity 723,620 661,031	Common stock, \$0.01 par value, 500,000,000 shares authorized, 40,096,132 and 39,863,756 shares	401		399
Stock notes receivable (5,233) (5,562 Accumulated other comprehensive loss (31,136) (22,953) Retained earnings (accumulated deficit) 46,046 (21,708) Total stockholders' equity 723,620 661,031				
Accumulated other comprehensive loss(31,136)(22,953)Retained earnings (accumulated deficit)46,046(21,708)Total stockholders' equity723,620661,031				
Retained earnings (accumulated deficit) 46,046 (21,708 Total stockholders' equity 723,620 661,031				
Total stockholders' equity 723,620 661,031				
Total liabilities and stockholders' equity	Total liabilities and stockholders' equity	\$ 3,435,494	\$	2,953,435

Condensed Consolidated Statements of Operations and Co	mpreh	ensive Income						
(\$ in thousands)		Three months	ende	d June 30,		Six months e	nded	June 30,
(unaudited)		2024		2023		2024		2023
Revenues:								
Net earned premiums	\$	257,583	\$	194,347	\$	493,925	\$	377,178
Commission and fee income		2,053		2,240		4,079		3,732
Net investment income		22,138		8,583		40,435		13,229
Net investment (losses) gains		(1,825)		5,351		6,478		6,312
Other loss		(7)		—		(7)		—
Total revenues		279,942		210,521		544,910		400,451
Expenses:			-		_			
Losses and loss adjustment expenses		159,054		124,405		302,968		239,305
Underwriting, acquisition and insurance expenses		76,679		56,683		146,453		108,338
Interest expense		2,449		2,466		5,176		4,618
Amortization expense		360		486		748		873
Other expenses		1,045		1,465		2,233		2,579
Total expenses		239,587		185,505		457,578		355,713
Income before income taxes		40,355		25,016		87,332		44,738
Income tax expense		9,385		5,564		19,578		9,730
Net income		30,970		19,452		67,754		35,008
Net income attributable to participating securities					_			1,402
Net income attributable to common stockholders	\$	30,970	\$	19,452	\$	67,754	\$	33,606
Comprehensive income:	_		_		_			
Net income	\$	30,970	\$	19,452	\$	67,754	\$	35,008
Other comprehensive income:			+					
Unrealized gains and losses on investments:								
Net change in unrealized (losses) gains on investments, net of tax		(1,451)		(4,375)		(6,869)		3,413
Reclassification adjustment for losses on securities no longer held, net of tax		(406)		(1,165)		(1,314)		(1,212)
Total other comprehensive (loss) income		(1,857)		(5,540)		(8,183)		2,201
Comprehensive income	\$	29,113	\$	13,912	\$	59,571	\$	37,209

Share and Per Share Data						
(\$ in thousands, except share and per share amounts)	Three months	ended	l June 30,	Six months e	nde	d June 30,
(unaudited)	2024		2023	 2024		2023
Weighted average basic shares	39,177,457		36,603,779	39,142,825		34,746,874
Weighted average diluted shares	41,168,082		38,143,585	41,110,384		37,503,914
Basic earnings per share	\$ 0.79	\$	0.53	\$ 1.73	\$	0.97
Diluted earnings per share	\$ 0.75	\$	0.51	\$ 1.65	\$	0.93
Basic adjusted operating earnings per share	\$ 0.84	\$	0.44	\$ 1.64	\$	0.87
Diluted adjusted operating earnings per share	\$ 0.80	\$	0.42	\$ 1.56	\$	0.84
Annualized ROE ⁽¹⁾	17.5%		15.1 %	19.6 %		14.8%
Annualized adjusted ROE (2)	18.7 %		12.4 %	18.5 %		13.3 %
Annualized ROTE ⁽³⁾	20.0%		18.3 %	22.4 %		18.3 %
Annualized adjusted ROTE (4)	21.3 %		15.1 %	21.2 %		16.5 %
				June 30		December 31
				 2024		2023
Shares outstanding				40,096,132		39,863,756
c				, ,		
Fully diluted shares outstanding				41,945,532		41,771,854
Book value per share				\$ 18.18	\$	16.72
Fully diluted book value per share				\$ 17.38	\$	15.96
-						
Fully diluted tangible book value per share				\$ 15.28	\$	13.84

(1) Annualized ROE is net income expressed on an annualized basis as a percentage of average beginning and ending stockholders' equity during the period

(2) Annualized adjusted ROE is adjusted operating income expressed on an annualized basis as a percentage of average beginning and ending stockholders' equity during the period

⁽³⁾ Annualized ROTE is net income expressed on an annualized basis as a percentage of average beginning and ending tangible stockholders' equity during the period

⁽⁴⁾ Annualized adjusted ROTE is adjusted operating income expressed on an annualized basis as a percentage of average beginning and ending tangible stockholders' equity during the period

Skyward Specialty Insurance Group, Inc. Reconciliation of Non-GAAP Financial Measures

Adjusted operating income – We define adjusted operating income as net income excluding the impact of certain items that may not be indicative of underlying business trends, operating results, or future outlook, net of tax impact. We use adjusted operating income as an internal performance measure in the management of our operations because we believe it gives our management and other users of our financial information useful insight into our results of operations and our underlying business performance. Adjusted operating income should not be viewed as a substitute for net income calculated in accordance with GAAP, and other companies may define adjusted operating income differently.

(\$ in thousands)		Th	ree months	enc	ded June 30,					Si	x months e	nde	d June 30,			
(unaudited)	 20	24			20	23		2024					20	023		
	Pre-tax	Ā	After-tax		Pre-tax		After-tax		Pre-tax	A	After-tax		Pre-tax	1	After-tax	
Income as reported	\$ 40,355	\$	30,970	\$	25,016	\$	19,452	\$	87,332	\$	67,754	\$	44,738	\$	35,008	
Less (add):																
Net investment (losses) gains	(1,825)		(1,442)		5,351		4,227		6,478		5,118		6,312		4,986	
Net impact of loss portfolio transfer	241		190		462		365		482		381		704		556	
Other loss	(7)		(6)		—		—		(7)		(6)		_		_	
Other expenses	(1,045)		(826)		(1,465)		(1,157)		(2,233)		(1,764)		(2,579)		(2,037)	
Adjusted operating income	\$ 42,991	\$	33,054	\$	20,668	\$	16,017	\$	82,612	\$	64,025	\$	40,301	\$	31,503	

Underwriting income – We define underwriting income as net income before income taxes excluding net investment income, net realized and unrealized gains and losses on investments, impairment charges, interest expense, amortization expense and other income and expenses. Underwriting income represents the pre-tax profitability of our underwriting operations and allows us to evaluate our underwriting performance without regard to investment income. We use this metric as we believe it gives our management and other users of our financial information useful insight into our underlying business performance. Underwriting income should not be viewed as a substitute for pre-tax income calculated in accordance with GAAP, and other companies may define underwriting income differently.

(\$ in thousands)	,	Three months	Six months ended June 30,				
(unaudited)		2024	2023		2024	2023	
Income before federal income tax expense	\$	40,355	\$ 25,016	\$	87,332	\$	44,738
Add:							
Interest expense		2,449	2,466		5,176		4,618
Amortization expense		360	486		748		873
Other expenses		1,045	1,465		2,233		2,579
Less:							
Net investment income		22,138	8,583		40,435		13,229
Net investment (losses) gains		(1,825)	5,351		6,478		6,312
Other loss		(7)	—		(7)		—
Underwriting income	\$	23,903	\$ 15,499	\$	48,583	\$	33,267

Skyward Specialty Insurance Group, Inc. Reconciliation of Non-GAAP Financial Measures

Adjusted Loss Ratio / Adjusted Combined Ratio – We define adjusted loss ratio and adjusted combined ratio as the corresponding ratio (calculated in accordance with GAAP), excluding losses and LAE related to the LPT and all development on reserves fully or partially covered by the LPT and amortization of deferred gains associated with recoveries of prior LPT reserve strengthening. We use these adjusted ratios as internal performance measures in the management of our operations because we believe they give our management and other users of our financial information useful insight into our results of operations and our underlying business performance. Our adjusted loss ratio and adjusted combined ratio should not be viewed as substitutes for our loss ratio and combined ratio, respectively.

(\$ in thousands)	Three months	ended June 30,		Six months e	nded	June 30,
(unaudited)	 2024	2023		2024		2023
Net earned premiums	\$ 257,583	\$ 194,347	\$	493,925	\$	377,178
Losses and LAE	159,054	124,405		302,968		239,305
Add: Pre-tax net impact of LPT	(241)	(462)		(482)		(704)
Adjusted losses and LAE	\$ 159,295	\$ 124,867	\$	303,450	\$	240,009
Loss ratio	61.7 %	64.0%		61.3 %		63.4 %
Add: net impact of LPT	(0.1)%	(0.2)%		(0.1)%		(0.2)%
Adjusted loss ratio	61.8 %	64.2 %	, D	61.4 %		63.6 %
			_			
Combined ratio	90.7 %	92.0 %	Ď	90.1 %		91.1 %
Add: net impact of LPT	(0.1)%	(0.2)%		(0.1)%		(0.2)%
Adjusted combined ratio	90.8 %	92.2 %	Ď	90.2 %		91.3 %

Tangible Stockholders' Equity – We define tangible stockholders' equity as stockholders' equity less goodwill and intangible assets. Our definition of tangible stockholders' equity may not be comparable to that of other companies and should not be viewed as a substitute for stockholders' equity calculated in accordance with GAAP. We use tangible stockholders' equity internally to evaluate the strength of our balance sheet and to compare returns relative to this measure.

(\$ in thousands)	June 30,				December 31,		
(unaudited)		2024		2023		2023	
Stockholders' equity	\$	723,620	\$	522,678	\$	661,031	
Less: Goodwill and intangible assets		87,868		89,181		88,435	
Tangible stockholders' equity	\$	635,752	\$	433,497	\$	572,596	

Skyward Specialty Insurance Group, Inc. Gross Written Premiums by Underwriting Division (Unaudited)

		Three r	non	ths ended J	June 30,	Six m	onth	ns ended Ju	ne 30,
(\$ in thousands)	2024			2023	% Change	2024		2023	% Change
Global Property & Agriculture	\$	124,728	\$	124,080	0.5 %	\$ 225,361	\$	198,420	13.6 %
Industry Solutions		84,112		79,249	6.1%	162,371		146,882	10.5%
Captives		62,099		39,283	58.1 %	130,507		85,363	52.9 %
Programs		59,644		52,598	13.4 %	111,822		101,297	10.4 %
Transactional E&S		45,711		30,632	49.2 %	87,906		60,249	45.9 %
Accident & Health		44,088		37,252	18.4 %	84,989		73,265	16.0 %
Professional Lines		38,106		32,989	15.5 %	80,345		66,161	21.4 %
Surety		37,737		26,221	43.9 %	71,579		50,922	40.6 %
Total gross written premiums ⁽¹⁾	\$	496,225	\$	422,304	17.5%	\$ 954,880	\$	782,559	22.0%
⁽¹⁾ Excludes exited business									