

Ohio Department of Insurance

John R. Kasich – Governor
Mary Taylor – Lt. Governor/Director



www.insurance.ohio.gov

Review of Application for Approval of Acquisition of Domestic Insurer (Form A)

Item 1: **Domestic Insurer** _____
NAIC # _____
Current Parent _____

Item 2: **(A) Applicant(s) Parent** _____
(B) Nature of business for past five(5) years: _____

Item 3: **Biographical information for applicant(s), executive officers, and controlling shareholders.**
Comments: _____

Item 4: **Nature, source, and amount of consideration. If consideration is borrowed, describe the relationship between the applicant and the lender. Include copies of all agreements, promissory notes and security arrangements. Indicate how the debt will be serviced.**

Item 5: **(1) Plans of applicant(s) for insurer.**
Comments: _____

(2) Three (3) year plan of operation following acquisition. Include company plans to declare an extraordinary dividend, liquidate the insurer, to sell the insurers assets, merge the insurer, or any other material change in the insurers business operations or corporate structure or management.

Comments: _____

(3) Changes to be made in the Board of Directors and/or Executive Officers:

(4) Pro forma balance sheets and income statements of insurer following acquisition.

Summary: _____

(5) Pro forma balance sheet and income statement of holding company following acquisition.

Summary: _____

(6) Amount of premiums by line of business written last year by:

Domestic insurer & affiliates: _____

Applicant and affiliates: _____

Comments regarding any monopoly concerns: _____

Item 6: **Summarize terms of offer to acquire insurer's voting shares.**

Item 7: **Ownership of voting securities.**
Comments: _____

Item 8: **Contracts, arrangements, or understandings re: voting securities of insurer.**
Comments: _____

Item 9: **Recent purchases of voting securities.**
Comments: _____

Item 10: **Recent recommendations to purchase.**
Comments: _____

Item 11: **Broker-dealer agreements.**
Comments: _____

Item 12: **(A) Applicant’s financial statement as of December 31, xxxx or most recent year end.**
Assets _____
Liabilities _____
Surplus _____
Net Income _____
Comments: _____

(B) Insurer’s financial statement as of December 31, xxxx, or one year prior.
Assets _____
Liabilities _____
Surplus _____
Net Income _____
Comments: _____

Item 13: **Corporate authority.**
Comments: _____

Item 14: **Notice to insurer by applicant.**
Comments: _____

Item 15: **Determine the status of this Form A in other states. Included in review is to identify the nature of other filings in other states by similar individuals.**

Item 16: **Review organization chart for adequacy in identifying all members of the insurance holding company structure.**
Comments: _____

Item 17: **Review and comment on each disapproval criteria in 3901.321, (F), (1), (a) through (f)**
The superintendent shall approve any merger or other acquisition of control described in division (B)(1) of this section unless, after a public hearing, he finds that any of the following apply:
a) **After the change of control, the domestic insurer would not be able to satisfy the requirements for the issuance of a license to write the line or lines of insurance for which it is presently licensed;**
Comments: _____
b) **The effect of the merger or other acquisition of control would be substantially to lessen competition in insurance in this state or tend to create a monopoly;**
Comments: _____

- c) **The financial condition of any acquiring party is such as might jeopardize the financial stability of the domestic insurer, or prejudice the interests of its policyholders;**

Comments: _____

- d) **The plans or proposals that the acquiring party has to liquidate the domestic insurer, sell its assets, or consolidate or merge it with any person, or to make any other material change in its business or corporate structure or management, are unfair and unreasonable to policyholders of the domestic insurer and not in the public interest;**

Comments: _____

- e) **The competence, experience, and integrity of those persons that would control the operation of the domestic insurer are such that it would not be in the interest of policyholders of the domestic insurer and of the public to permit the merger or other acquisition of control;**

Comments: _____

- f) **The acquisition is likely to be hazardous or prejudicial to the insurance buying public.**

Comments: _____