IDENTIFICATION OF SOURCE AND FORM(S)/INSTRUCTIONS TO BE CHANGED

- [ ] UCAA Forms
- [X] UCAA Instructions
- [ ] Other

Forms:
- [ ] Form 1 – Checklist
- [ ] Form 2 - Application
- [ ] Form 3 – Lines of Business
- [ ] Form 6- Certificate of Compliance
- [ ] Form 7 – Certificate of Deposit
- [ ] Form 8 - Questionnaire
- [ ] Form 8C- Corporate Amendment Questionnaire
- [ ] Form 11- Biographical Affidavits
- [ ] Form 12-Uniform Consent to Service of Process
- [ ] Form 13- ProForma
- [ ] Form 14- Change of Address/Contact Notification
- [ ] Form 15 – Affidavit of Lost C of A
- [ ] Form 16 – Voluntary Dissolution
- [ ] Form 17 – Statement of Withdrawal

DESCRIPTION OF CHANGE(S)

Revise the language in the *Company Licensing Best Practices Handbook*, Application Review, Corporate Amendment Application – Proposed/Completed Change of Control of Foreign Insurers, Section 8. State of Domicile Approval to incorporate a reference to the Holding Company Act Filings. Also modify the instructions to include the same language as the Best Practices for consistency.

REASON OR JUSTIFICATION FOR CHANGE **

The proposed change would add clarifying language to Section 8 in a change of control to reference that the domiciliary state should have already approved the Holding Company Act Filings.

Additional Staff Comments:

2-10-15 cgb If changes are made to the Best Practices, consider making changes to the instructions for consistency purposes.
2-23-15 cgb The Subgroup tabled this proposal until the next call
4-8-15 cgb The Subgroup referred this proposal to National Treatment and Coordination (E) Working Group for consideration with modifications.

** This section must be completed on all forms.
Corporate Amendment Application – Proposed/Completed Change of Control of Foreign Insurers

The classification of the application instruction sections is illustrated in the following chart.

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Administrative Items

Proposed change of control transaction information (proposed transaction) and a second filing of actual information after the change of control are complete (completed transaction). This application is not applicable for filing in a state if the insurer is a domestic insurer in that state.

Section 1. Application Form and Attachments

- Form 1C “Corporate Amendments Application Checklist” – The coordinator should review the checklist for completeness and that all described documents are included in the application. As stated on the checklist form, this document is simply a guide. It is a reminder of what should initially be included in the application package in order for it to be considered complete. This form is all-inclusive, but should be completed with due consideration to the specific amendment(s) requested. Items required are dependent upon the request of the applicant.
- Form 2C “Corporate Amendments Application” – The coordinator should review the form for completeness. This form contains minimum required information.

Section 8. State of Domicile Approval

- Verify that the domiciliary state approved the change of control.
- Verification may be by review of the Form A database.
  - (Alternate discussion language: Verification may also be by review of the Form A database.)
Corporate Amendments Application Section VIII
Filing Requirements (Proposed/Completed Change of Control of Foreign Insurers)

All forms required for the Corporate Amendments Application are located under the Corporate Amendment Application tab in the UCAA Forms Section in the Forms section on the UCAA website.

Please read the following Instructions before in completing Corporate Amendments Application Section VIII.

Instructions

The Corporate Amendments Application Section VIII provides for submission of proposed change of control transaction information (proposed transaction) and a second filing of actual information after the change of control is complete (completed transaction). Section VIII is not applicable for filing in a state if the insurer is a domestic insurer in that state.

Table of Contents

1. Application Form and Attachments
2. Filing Fee
3. Articles of Incorporation
4. Bylaws
5. Plan of Operation
6. NAIC Biographical Affidavits
7. Uniform Consent to Service of Process
8. State of Domicile Approval
9. State-Specific Information

8. State of Domicile Approval

Provide a copy of the approval from the Applicant Company’s state of domicile when the change of control is completed. Include as Item 8 of the completed transaction application.