

**STOCKHOLDERS INFORMATION SUPPLEMENT
SCHEDULE SIS**

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Section 1. General Instructions

The Stockholder Information Supplement shall be completed by all stock companies incorporated in the United States that have 100 or more stockholders. The supplement shall be filed with the insurance commissioner of the company's domiciliary state as a part of its annual statement. The information required to be contained in this supplement is to be furnished to the best of the knowledge of the company. Where appropriate, the company should obtain the required information, in writing, from its directors or officers and from any person known to the company to be the beneficial owner of more than ten percent (10%) of any class of its equity securities.

The term "officer" means a president, vice-president, treasurer, actuary, secretary, controller and any other person who performs for the company functions corresponding to those performed by the foregoing officers.

Section 2. Financial Reporting to Stockholder

- A. Did the company distribute to its stockholders prior to the [insert current year] annual meeting an annual report for the year [insert preceding year]?

Answer _____.

If answer is "Yes" attach copy. If answer is "No" explain in detail below. Attach separate sheet if necessary.

- B. Will the company distribute to its stockholders prior to the [insert following year] annual meeting an annual report for the year [insert current year]?

Answer _____.

If answer is "Yes" a copy of the report shall be forwarded to the insurance commissioner of the company's domiciliary state at the same time as it is distributed to stockholders. If answer is "No" explain in detail below. Attach separate sheet if necessary.

- C. If an annual report to stockholders was distributed for the year [insert preceding year];

- (1) Was the distribution prior to or contemporaneous with the solicitation of proxies in respect of the annual meeting?

Answer _____.

If the answer is "No" explain in detail below. Attach separate sheet if necessary.

- (2) Did it contain the following financial statements (indicate answer in Column A) and were the financial statements prepared substantially on the basis (individual or consolidated) as required to be presented in the company's annual statement (indicate answer in Column B)?

To be answered by Life and A & H Companies:

- a. Statement of Assets, Liabilities, Surplus and Other Funds.
- b. Summary of Operations.
- c. Surplus Account.

To be answered by Fire and Casualty Companies:

- a. Statement of Assets, Liabilities, Surplus and Other Funds.
- b. Statement of Income—Operations and Investment Exhibit
- c. Capital and Surplus Account.

To be answered by Title Insurance Companies:

- a. Statement of Assets, Liabilities, Surplus and Other Funds.
- b. Statement of Income—Operations and Investment Exhibit
- c. Capital and Surplus Account.

Column A		Column B	
Yes	No	Yes	No

Section 3. Information Regarding Management and Directors

A. Furnish the following information for each director, and for each of the three highest paid officers, whose aggregate direct remuneration exceeded \$20,000 during the year, naming each such person.

Name and Title (1)	Principal Occupation or Employment (2)	Served As Director From (3)	Aggregate Direct Remuneration (4)	Benefits Accrued or Set Aside During Current Year		Estimated Annual Benefits Upon Retirement	
				Retirement Plan (5)	Other Emp. Benefits (6)	Retirement Plan (7)	Other Emp. Benefits (8)

Furnish on a separate sheet the following information as to each of the individuals named above or state below that the information is not present:

- (1) Information as to any material interest, direct or indirect, on the part of the individual during [insert current year] in any material transaction or any material proposed transaction as to which the company, or any of its subsidiaries, was or is to be a party.
- (2) Information as to all options to purchase securities of the company granted to or exercised by each such individual during the current year.

B. Answer “yes” or “no” in each column as to whether or not the information in Item 1 above has been, or will be, furnished to stockholders in any proxy statement relating to (i) the election of directors, (ii) any bonus, profit sharing or other remuneration plan, contract or arrangement in which any director, nominee for election as a director, or officer of the company will participate, (iii) any pension or retirement plan in which any such person will participate, or (iv) the granting or extension to any such person of any options, warrants or rights to purchase any securities, other than warrants or rights issued to security holders, as such, on a pro rata basis. If any answer is “no” explain in detail on separate sheet.

Name and Title (1)	Principal Occupation or Employment (2)	Served As Director From (3)	Aggregate Direct Remuneration (4)	Benefits Accrued or Set Aside <u>During Current Year</u>		Estimated Annual Benefits Upon <u>Retirement</u>	
				Retirement Plan (5)	Other Emp. Benefits (6)	Retirement Plan (7)	Other Emp. Benefits (8)

C. Furnish the information specified in Item 1 for all directors and officers of the Company, as a group, without naming them.

Name and Title (1)	Principal Occupation or Employment (2)	Served As Director From (3)	Aggregate Direct Remuneration (4)	Benefits Accrued or Set Aside <u>During Current Year</u>		Estimated Annual Benefits Upon <u>Retirement</u>	
				Retirement Plan (5)	Other Emp. Benefits (6)	Retirement Plan (7)	Other Emp. Benefits (8)
XXXX	XXXX						

D. Did the stockholders have an opportunity to vote for or against the election of directors and also other matters to be presented at any stockholders' meeting?

Answer _____. If answer is "no" explain on separate sheet.

E. Will the company solicit proxies from its stockholders during [insert following year] and will such solicitation(s) precede any shareholders' meeting or meetings by at least 10 days?

Answer _____. If answer is "yes" and proxies are to be solicited, copies of the proxy statement and form of proxy and other soliciting material to be furnished stockholders shall be submitted to the Insurance Commissioner of the company's domiciliary state at least 10 days prior to the date such material is first sent or given to stockholders. If answer is "no" and proxies are not to be solicited from stockholders, explain in detail below. Attach separate sheet if necessary.

Section 4. Instructions for Information Regarding Management and Directors

- A. This information applies to any person who was a director or officer of the company at any time during the year. However, information need not be given for any portion of the year during which such person was not a director or officer of the company.
- B. Include under "Other Employee Benefits" information for such items as savings plans, deferred compensation plans, thrift plans, profit sharing plans, etc., or other contracts, authorizations or arrangements, whether or not set forth in any formal document. Briefly describe such "plans" and the basis upon which directors or officers participate therein, if not previously described in a prior "Stockholder Information Supplement" indicating date thereof. Company cost of benefits accrued or set aside need not be stated with respect to payments computed on an actuarial basis under any plan which provides for fixed benefits on retirement at a specified age or after a specified number of years of service.
- C. Information need not be included as to payments made for, or benefits received from, group life or accident insurance, group hospitalization or similar group payments or benefits.
- D. If it is impractical to state the amount of the estimated annual benefits proposed to be made upon retirement, the aggregate amount set aside or accrued to date in respect of such payment should be stated, together with an explanation of the basis for future payments.
- E. Attach separate sheets if necessary to fully answer any questions.

Section 5. Instructions for Statement of Beneficial Ownership of Securities

Name and Title of Each Director, Officer or Owner of More than 10%	Title of Security	Nature of Ownership	Number of Shares					Owned at 12-31- [insert cur yr]	
			Owned at 12-31- [insert preceding yr]	Acquired During [insert cur yr]	Disposed of During (insert current year)		Owned at 12-31- [insert cur yr]		
(1)	(2)	(3)	(4)	(5)	Held less than 6 mos.	Held 6 mos. or more	(6)	(7)	(8)

Answer “yes” or “no” as to whether the information concerning the number of shares owned at end of year (as shown in Column 8) by each director and the three highest paid officers whose aggregate direct remuneration exceeded \$20,000 during the year, has been or will be furnished to stockholders in a proxy statement or otherwise.

Answer _____. If answer is “no” explain in detail on separate sheet.

State the number of stockholders of record of the company at the end of [insert current year].

Answer _____.

Column 1

Indicate relationship of the person to the company, for example: “director,” “director and vice-president,” “beneficial owner of more than 10% of the company’s common stock,” etc.

Column 2

The statement of the title of a security should be such as to clearly identify the security, even though there may be only one class, for example: “common stock,” “4% convertible preferred stock,” etc.

Column 3

Under “Nature of Ownership” state whether ownership of securities is “direct” or “indirect.” If the ownership is indirect, i.e., through a partnership, corporation, trust or other entity, indicate in a footnote or other appropriate manner the name or identity of the medium through which the securities are indirectly owned. The fact that securities are held in the name of a broker or other nominee does not, of itself, constitute indirect ownership. Securities owned indirectly shall be reported on separate lines from those owned directly and from those owned through a different type of indirect ownership.

Columns 4 to 8

In the case of securities owned indirectly, the entire amount of securities owned by the partnership, corporation, trust or other entity shall be stated. There may also be indicated in a footnote or other appropriate manner the extent of the security holder’s interest in the partnership, corporation, trust or other entity.

If a transaction in securities of the company was with the company or one of its subsidiaries, so state. If it involved the purchase of securities through the exercise of options, so state. If any other purchase or sale was effected otherwise than in the open market, that fact shall be indicated. If the transaction was not a purchase or sale, indicate its character; for example, gift, stock dividend, etc., as the case may be. The foregoing information may be indicated in a footnote or other appropriate manner.

Any additional information or explanation deemed relevant by the company should be included as a footnote or in other appropriate manner.

Chronological Summary of Action (all references are to the Proceedings of the NAIC).

1964 Proc. I 158, 203, 205-209, 210 (adopted).

1964 Proc. II 301, 313, 315, 324-327, 343 (adopted as part of annual statement).

1965 Proc. I 150, 151, 175-178, 191 (reaffirmed and reprinted).

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This chart is intended to provide readers with additional information to more easily access state statutes, regulations, bulletins or administrative rulings related to the NAIC model. Such guidance provides readers with a starting point from which they may review how each state has addressed the model and the topic being covered. The NAIC Legal Division has reviewed each state's activity in this area and has determined whether the citation most appropriately fits in the Model Adoption column or Related State Activity column based on the definitions listed below. The NAIC's interpretation may or may not be shared by the individual states or by interested readers.

This chart does not constitute a formal legal opinion by the NAIC staff on the provisions of state law and should not be relied upon as such. Nor does this state page reflect a determination as to whether a state meets any applicable accreditation standards. Every effort has been made to provide correct and accurate summaries to assist readers in locating useful information. Readers should consult state law for further details and for the most current information.

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KEY:

MODEL ADOPTION: States that have citations identified in this column adopted the most recent version of the NAIC model in a **substantially similar manner**. This requires states to adopt the model in its entirety but does allow for variations in style and format. States that have adopted portions of the current NAIC model will be included in this column with an explanatory note.

RELATED STATE ACTIVITY: Examples of Related State Activity include but are not limited to: older versions of the NAIC model, statutes or regulations addressing the same subject matter, or other administrative guidance such as bulletins and notices. States that have citations identified in this column **only** (and nothing listed in the Model Adoption column) have **not** adopted the most recent version of the NAIC model in a **substantially similar manner**.

NO CURRENT ACTIVITY: No state activity on the topic as of the date of the most recent update. This includes states that have repealed legislation as well as states that have never adopted legislation.

NAIC MEMBER	MODEL ADOPTION	RELATED STATE ACTIVITY
Alabama	ALA. ADMIN. CODE r. 41 (1964).	
Alaska	NO CURRENT ACTIVITY	
American Samoa	NO CURRENT ACTIVITY	
Arizona	NO CURRENT ACTIVITY	
Arkansas	2 ARK. CODE R. § 4 (1966).	
California	CAL. CODE REGS. tit. 10, § 2680.4 (1965).	
Colorado	3 COLO. CODE REGS. § 2-1 (1972/1992).	
Connecticut	CONN. AGENCIES REGS. § 38a-147-10 attachments (1966/1992).	
Delaware	18 DEL. CODE REGS. § 401 (1970/2003).	
District of Columbia	D.C. MUN. REGS. tit. 26, § 1599 (1966).	
Florida	FLA. ADMIN. CODE ANN. r. 69O-143.029 (1974).	
Georgia	GA. COMP. R. & REGS. 120-2-7 (1965/1970).	
Guam	NO CURRENT ACTIVITY	

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NAIC MEMBER	MODEL ADOPTION	RELATED STATE ACTIVITY
Hawaii	HAW. CODE R. § 16-1-15 (1981).	
Idaho	IDAHO ADMIN. CODE r. 18.01.14 (1966/1993).	
Illinois	ILL. ADMIN. CODE tit. 50, § 203.50 (1970/1978).	
Indiana	760 IND. ADMIN. CODE § 1-11-5; § 1-11-12 (1966/2013).	
Iowa	IOWA ADMIN. CODE r. § 191-7.4 (1966/1985).	
Kansas	NO CURRENT ACTIVITY	
Kentucky	806 KY. ADMIN. REGS. 26:010 § 4; § 11 (1975/1994).	
Louisiana	LA. ADMIN. CODE tit. 37, § XIII.7109; § XIII.7123G (1965/1999).	
Maine	NO CURRENT ACTIVITY	
Maryland	MD. CODE REGS. 31.04.07.05 (1968/1970).	
Massachusetts	211 MASS. CODE REGS. 13.04 and Schedule A, Item 7 (1969).	
Michigan	NO CURRENT ACTIVITY	
Minnesota	NO CURRENT ACTIVITY	
Mississippi	NO CURRENT ACTIVITY	
Missouri	MO. CODE REGS. ANN. tit. 20, § 200-11.200 (4) and Schedule A, Item 7 (1965/1974).	
Montana	MONT. ADMIN. R. § 6.6.1311 (1975).	

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NAIC MEMBER	MODEL ADOPTION	RELATED STATE ACTIVITY
Nebraska	210 NEB. ADMIN. CODE § 9-005 and Schedule A, Item 7 (1994).	
Nevada	NEV. ADMIN. CODE § 693A.120; § 693A.380 (1972/1996).	
New Hampshire	N.H. CODE ADMIN. R. ANN. INS. 502.01 (1993/1999).	
New Jersey	N.J. ADMIN. CODE § 11:2-5.4 (1965).	
New Mexico	NO CURRENT ACTIVITY	
New York	N.Y. COMP. CODES R. & REGS. tit. 11, § 10.4, Appendix 7, Schedule A, Item 7. (1965).	
North Carolina	11 N.C. ADMIN. CODE 11.0431 (1978/1993).	
North Dakota	NO CURRENT ACTIVITY	
Northern Marianas	NO CURRENT ACTIVITY	
Ohio	NO CURRENT ACTIVITY	
Oklahoma	OKLA. STAT. tit. 36, § 2126.4 D&E, Item 7 (1965/1979).	
Oregon	OR. ADMIN. R. § 836-24-006; § 836-24-026(2); § 836-24-056(7) (1976).	
Pennsylvania	31 PA. CODE § 23.1; § 23.77. (1971).	
Puerto Rico	P.R. RULE XLIV § 4 (1957).	
Rhode Island	27-65 RI. CODE R. §§ 004 to 005 (1966).	

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NAIC MEMBER	MODEL ADOPTION	RELATED STATE ACTIVITY
South Carolina	S.C. CODE ANN. REGS. § 4; Schedule A, Item 7 (1966).	
South Dakota	S.D. ADMIN. R. 20:06:03:28 (1975/1986).	
Tennessee	TENN. COMP. R. & REGS. 0780-1-13-.04; 0780-1-13-.11 (1974).	
Texas	TEX. ADMIN. CODE 7.901 (1976/1982).	
Utah	UTAH ADMIN. CODE r. 590-67-5; Schedule A, Item 7 (1965/1989).	
Vermont	NO CURRENT ACTIVITY	
Virgin Islands	NO CURRENT ACTIVITY	
Virginia	14 VA. ADMIN. CODE §§ 5-240-40 to 5-240-50; Schedule A, Item 7 (1970).	
Washington	WASH. ADMIN. CODE 284-28-040; 284-28-100; Schedule A, Item 7 (1961/1969).	
West Virginia	W. VA. CODE R. §§ 114-1-2 to 114-1-3 (1966).	
Wisconsin	WIS. ADMIN. CODE INS. § 6.40(4); § 7.01 (1965/1999).	
Wyoming	6 WYO. CODE R. § 4; 7 WYO CODE R. § 7 (1965/1977).	