

October 20, 2017

**VIA COURIER**

The Hon. Ted Nickel, Commissioner  
Office of the Commissioner of Insurance  
State of Wisconsin  
GEF-III, Second Floor  
125 South Webster Street  
Madison, WI 53703-3473

ATTN: Steven Junior

Re: Form A Statement Regarding the Acquisition of Control of or Merger with a  
Domestic Insurer - The Omaha Indemnity Company

Dear Commissioner Nickel:

Pursuant to Section 611.72 of the Wisconsin Insurance Code and related regulations and instructions, and as legal counsel for Hannover Finance, Inc. (the "Applicant"), we submit for filing one (1) original and one (1) electronic copy of the Applicant's Form A Statement Regarding the Acquisition of Control of or Merger with a Domestic Insurer - The Omaha Indemnity Company (the "Form A"). A copy of the Form A is being delivered to the Domestic Insurer as well.

The Form A includes, among other things, a NewCo Business Plan (*Exhibit 9*), 5-year financial projections for NewCo (*Exhibit 10-C*), Biographical Affidavits, and Disclosure Schedules to the Stock Purchase Agreement, all of which are being filed under separate cover and subject to a request for confidential treatment pursuant to § 601.465, Wis. Stat. Please note that Biographical Affidavits are included for each of Patrick Fee, Clint Thompson, Catherine Hood, Mitch Luedtke and Michael Paul. The remaining biographical affidavits for Messrs. Vogel, Martin, Wallin, Althoff, Chevre, Graber, Miller, Pickel and Freiboth are still in process and will be submitted shortly.

As evidence of this filing, kindly file-stamp the copy of this transmittal letter enclosed herein and return the same to our attention in the self-addressed, stamped envelope enclosed for your convenience.

The parties to the transaction that is the subject matter of the Form A would prefer to close the transaction as soon as possible after January 1, 2018. We look forward to working with your staff to meet that objective.



FOLEY & LARDNER LLP

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Should you require additional information, or have any questions regarding this filing, please do not hesitate to contact me.

Best Regards,

A handwritten signature in black ink, which appears to be "Thomas R. Hrdlick", written over a horizontal line.

Thomas R. Hrdlick

enclosures