



State of Wisconsin / OFFICE OF THE COMMISSIONER OF INSURANCE

Tony Evers, Governor  
Mark V. Afable, Commissioner

Wisconsin.gov

January 8, 2019

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Advanced Via E-Mail

Mr. James M. Odland  
Vice President and Managing Counsel –  
Insurance Law and Compliance  
Thrivent Financial for Lutherans  
625 Fourth Avenue South  
Minneapolis, Minnesota 55415-1665

Re: Form A concerning Thrivent Life Insurance Company dated September 21, 2018

Dear Mr. Odland:

This Office has reviewed the Form A dated September 21, 2018 filed with respect to a proposed change in control of Thrivent Life Insurance Company, whereby it shall go from being a direct, wholly-owned subsidiary of Thrivent Financial Holdings, Inc. to a direct, wholly-owned subsidiary of Thrivent Financial for Lutherans, its current ultimate controlling person, and subsequently dissolved. Under the plan of dissolution, all of the assets and liabilities, without limitation, of Thrivent Life Insurance Company will be distributed to Thrivent Financial for Lutherans. As a result, the policyholders of Thrivent Life Insurance Company will become benefit members of Thrivent Financial for Lutherans. The Form A filing is subject to 611.72 (3m), Wis. Stat., which does not require a hearing for a proposed plan for acquisition of control between affiliates.

Please be advised that the change in control and plan of dissolution, as described in the Form A and the exhibits thereto, are hereby approved by this Office. Pursuant to s. 601.42, Wis. Stat., please file executed copies of the following documents within 10 days following their execution: (1) Plan of Dissolution of Thrivent Life Insurance Company; (2) Separate Account Transfer Agreement by and between Thrivent Financial for Lutherans and Thrivent Life Insurance Company; (3) Transfer, Assignment and Assumption Agreement between Thrivent Life Insurance Company in favor of Thrivent Financial for Lutherans; and (4) Articles of Dissolution of Thrivent Life Insurance Company. A certificate of dissolution will be issued by the Office of the Commissioner of Insurance upon receipt of the foregoing documents.

Any assumption certificates issued to Wisconsin policyholders are subject to the standard forms filing and approval process.

If you have questions on this or any other matter in which I may be of assistance, please call me at (608) 267-4388.

Sincerely,

Steven J. Junior, Deputy Director  
Bureau of Financial Analysis and Examinations

cc: Kevin G. Fitzgerald, Foley & Lardner LLP (via e-mail only)