

April 25, 2025

VIA ELECTRONIC APPLICATION

Nathan Houdek
Commissioner of Insurance
Office of the Commissioner of Insurance
101 East Wilson Street
Madison, WI 53703

Attn: Christopher J. Martin, Division of Financial Regulation

Re: Form A Statement Regarding the Acquisition of Control of or Merger with a Domestic Insurer – General Casualty Insurance Company (NAIC # 18821) and Southern Pilot Insurance Company (NAIC # 22861) by General Casualty Company of Wisconsin (NAIC # 24414)

Dear Commissioner Houdek:

Please find enclosed a Form A Statement Regarding the Acquisition of Control of or Merger with a Domestic Insurer (the “Form A”) submitted by General Casualty Company of Wisconsin, a Wisconsin insurance company (“GCCW” or the “Applicant”), in connection with the proposed merger with and into the Applicant of the following Wisconsin domiciled insurance companies (the “Proposed Transaction”): (i) General Casualty Insurance Company (“GCIC”); and (ii) Southern Pilot Insurance Company (“SOPIC” and together with GCIC, the “Domestic Insurers”). Pursuant to Wis. Stat. § 611.72 and Wis. Admin. Code § INS 40.02, the Applicant respectfully requests approval from the Commissioner of the Wisconsin Office of the Insurance Commissioner (“OCI”) for the Proposed Transaction. In accordance with Wis. Admin. Code § INS 40.02(1)(b)1, a copy of the Form A is being sent to the Domestic Insurers. As we have discussed with OCI staff, this new Form A is in respect of the same applications as those Form A statements filed with OCI by the Applicant on November 15, 2024 in respect of the Proposed Transaction, and is an amendment and restatement in full of those prior Form A statements.

Please note that the Form A includes a confidential supplement with exhibits that contain confidential and/or proprietary information, sensitive personal information and strategies that are not otherwise available to the public that, if disclosed, could cause substantial injury to the competitive position and/or personal privacy of the Applicant and certain of the other parties referenced herein (the “Confidential Supplement”). Pursuant to Wis. Admin. Code § Ins 40.05, the materials contained in the Confidential Supplement are required under Wis. Stat. § 601.42. Accordingly, the OCI may withhold that information from public disclosure under Wis. Stat. § 601.465(1m)(a) and Wis. Admin. Code § Ins 6.13(3). Moreover, because the Confidential Supplement is not public, it is presumed under Wis. Stat. § 601.465(1n)(a), notwithstanding the public records law, that it is proprietary and

April 25, 2025

Page 2

confidential and that the potential for harm and competitive disadvantage if it is made public by OCI outweighs the public interest in the disclosure of the information.

The Confidential Supplement also includes “trade secrets” as defined under Wis. Stat. § 134.90(1)(c) because it “derives independent economic value, actual or potential, from not being generally known to, and not being readily ascertainable by proper means by, other persons who can obtain economic value from its disclosure or use [and] is the subject of efforts to maintain its secrecy that are reasonable under the circumstances.” Trade secrets are exempt from the public records law under Wis. Stat. § 19.36(5) and may be withheld by the OCI under Wis. Admin. Code § Ins 6.13(2).

Finally, the public value of the personal information in the Biographical Affidavits, attached as Exhibit CE-1 to the Confidential Supplement to the Form A, is outweighed by the privacy interests of persons submitting those affidavits, and by the public interest in encouraging qualified people to serve in the capacities described therein (*see* the Wisconsin Attorney General’s May 2024 *Wisconsin Public Records Law Compliance Guide*, pp. 36-39, and, in particular, the portions thereof noting that home address information and the social security numbers of employees provided by an employer are exempt from the public records law). *Id.* at p. 23, *citing* Wis. Stat. § 19.36(10)(a).

Therefore, the Applicant respectfully requests that the OCI treat the Confidential Supplement to the Form A and the documents and information referenced in or attached to such Confidential Supplement, as confidential and exempt from disclosure pursuant to all applicable provisions of law, including, but not limited to, those laws referenced above, and afford all relevant protections under those laws to such information. The Applicant also requests that it be notified in advance if any person requests access to the Confidential Supplement or any of the exhibits contained therein so that it has the opportunity to prevent or limit such disclosure.

We request that you kindly acknowledge receipt of this filing by email.



FOLEY & LARDNER LLP

April 25, 2025

Page 3

Should you require additional information, or have any questions regarding this filing, please do not hesitate to contact me at (414) 297-5871 or mtilleman@foley.com. We look forward to working with you and your staff. Thank you for your attention to this matter.

Best Regards,

A handwritten signature in blue ink, reading 'Morgan Tilleman', with a long, sweeping horizontal line extending to the right.

Morgan Tilleman

cc: Beth Terrell, QBE North America
John R. Svoboda, QBE North America
Rosie Greer, QBE North America