

In the Matter of the Acquisition of Control  
of Time Insurance Company  
by Haven Holdings Inc, and  
Haven Insurance Company II,

PROPOSED DECISION

Case No. 18-C42803

Petitioners.

Amy J. Malm, Hearing Examiner, Presiding

APPEARANCES

For the Office of the  
Commissioner of Insurance:

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For the Petitioners:

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For the Seller:

William J. Toman  
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PRELIMINARY

Pursuant to a Notice of Hearing dated October 5, 2018, a hearing was held at 10:05 a.m. on October 15, 2018, to determine whether the Petitioners' application for approval of the plan for acquisition of control should be granted. Based on the record, the Hearing Examiner makes the following:

PROPOSED FINDINGS OF FACT

(1) Time Insurance Company is a Wisconsin domestic insurance corporation.

(2) Haven Holdings Inc. and Haven Insurance Company II (together, the "Petitioners") are both Puerto Rico corporations.

(3) The Petitioners filed with the Office of the Commissioner of Insurance (the "Commissioner") an application for approval of their acquisition of control of Time Insurance Company (the "plan").

(4) The Petitioners were served with a Notice of Hearing.

(5) The Petitioners fulfilled the filing requirements of s. Ins 40.02, Wis. Adm. Code.

(6) The plan will not violate the law or be contrary to the interest of the insureds of Time Insurance Company or Haven Insurance Company II.

(7) After the acquisition of control, both Time Insurance Company and Haven Insurance Company II will be able to satisfy the requirements for the issuance of a license to write the lines of insurance for which they are presently licensed.

(8) The effect of the acquisition of control will not be to create a monopoly or substantially to lessen competition in any type or line of insurance in Wisconsin.

(9) The financial condition of the Petitioners, Haven Holdings Inc. and Haven Insurance Company II, are not likely to jeopardize the financial stability of Time Insurance Company or to prejudice the interests of their respective Wisconsin policyholders.

(10) There are no plans or proposals to liquidate the domestic stock insurance corporation, Time Insurance Company, or sell its assets, or to consolidate or merge it with any person or make any other material change in its business or corporate structure or management other than the proposed acquisition of control, merger of Haven Insurance Company II with and into Time Insurance Company to effectuate the redomestication to Puerto Rico, and change the business plan, among other matters, as described in the plan.

(11) The competence and integrity of the persons who will control the operation of the domestic stock insurance corporation, Time Insurance Company, are such that it will be in the interest of the policyholders and the public to permit the acquisition of control.

#### PROPOSED CONCLUSION OF LAW

(12) The proposed findings of fact set forth above establish that the requirements of s. 611.72 and chs. 227 and 617, Wis. Stat., and ch. Ins 40, Wis. Adm. Code, have been satisfied and approval of the plan should be granted.

#### PROPOSED ORDER

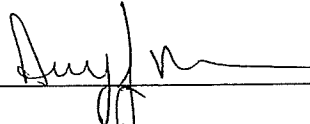
NOW, THEREFORE, based upon the findings of fact and conclusion of law, I hereby recommend that:

(13) The Petitioners' request for approval of the plan for acquisition of control should be approved, subject to the following conditions subsequent:

- a. Haven Insurance Company II shall merge with Time Insurance Company in order to facilitate the redomestication of Time Insurance Company from Wisconsin to Puerto Rico.

- b. The Petitioners agree that the books of business reinsured by each of John Hancock Life Insurance Company, Hartford Life and Annuity Insurance Company, and Integon Insurance Company shall be placed in separate protected cells as soon as possible upon the acquisition of control and that the post-acquisition Time Insurance Company, then to be known as Time Insurance Company II, and shall achieve and maintain at least a 300% risk-based capital under National Association of Insurance Commissioners' guidance in the preparation of such calculation.
- c. The Extraordinary Dividend Report to Levi A. Olson, OCI, from William J. Toman, Quarles & Brady LLP, dated September 28, 2018, is hereby approved.
- d. The Assignment and Assumption Agreement between Time Insurance Company and Interfinancial Inc. as filed under cover of a letter to Levi A. Olson, OCI, from William J. Toman, Quarles & Brady LLP, dated September 28, 2018, is hereby approved.

Dated at Madison, Wisconsin, this 16<sup>th</sup> day of October 2018.



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Amy J. Malm  
Hearing Examiner