

AUG 23 2016

STATE OF ARIZONA

DEPARTMENT OF INSURANCE

DEPT OF INSURANCE  
BY MS

Docket No. 16A-112-INS

ORDER APPROVING MERGER

1 In the Matter of the Merger of )  
 2 )  
 3 )  
 4 **Pruco Reinsurance, Ltd.** )  
 (NAIC No. 14294) )  
 5 )  
**Insurer,** )  
 6 )  
 Into )  
 7 )  
**Prudential Annuities Life Assurance Corporation** )  
 8 (NAIC No. 86630), )  
 )  
 9 **Petitioner.** )  
 )

10  
11 On August 1, 2016, pursuant to A.R.S. § 20-731, Prudential Annuities Life Assurance  
12 Corporation ("Petitioner") submitted an application to the Arizona Department of Insurance  
13 ("Department") for the merger of Pruco Reinsurance, Ltd ("Insurer") with and into Petitioner.

14 Based upon reliable evidence provided to the Director of Insurance by the Assistant  
15 Director of the Financial Affairs Division of the Department, the Director finds as follows:

16 **FINDINGS OF FACT**

17 1. Insurer is duly qualified and authorized as a captive insurer in the State of  
18 Arizona.

19 2. Petitioner is duly qualified and authorized as a life and disability insurer in the  
20 State of Arizona.

21 3. No evidence has been produced that would indicate or form the basis for a  
22 finding that the Plan and Agreement of Merger previously filed with the Department:


23 a. Is contrary to law;



1 5. Petitioner shall provide the Department with an ACC certified copy of Petitioner's  
2 ACC filed Statement of Merger.

3 6. The Department shall refund to the Insurer the \$100.00 that was previously  
4 credited to the IERF, pursuant to A.R.S. § 20-159.

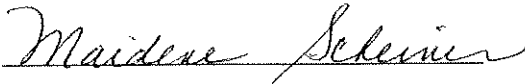
5 Effective this 18<sup>th</sup> day of August, 2016.

6   
7 LESLIE R. HESS  
8 **Interim Director of Insurance**

9 COPY of the foregoing mailed/delivered  
this 23<sup>rd</sup> day of August, 2016, to:

10 Amy Woltman, Vice President, Corporate Counsel  
11 The Prudential Insurance Company of America  
12 213 Washington Street, 15<sup>th</sup> Floor  
Newark, New Jersey 07102

13 Mary Kosinski, Executive Assistant for Regulatory Affairs  
14 Steven Fromholtz, Assistant Director  
15 Kurt Regner, CFE, Assistant Director  
16 Catherine O'Neil, Consumer Legal Affairs Officer  
Vince Gosz, Chief Analyst Captive Division  
17 Arizona Department of Insurance  
2910 N. 44<sup>th</sup> Street, Suite 210  
18 Phoenix, Arizona 85018

19   
20  
21  
22  
23