

STATE OF ARIZONA

DEPARTMENT OF INSURANCE AND FINANCIAL INSTITUTIONS

In the Matter of the Merger of)	
)	Docket No. 24A-109-INS
Dryden Arizona Reinsurance Term Company)	
(NAIC No. 14296),)	ORDER APPROVING MERGER
Prudential Arizona Reinsurance Term Company)	
(NAIC No. 14300), and)	
Prudential Term Reinsurance Company)	
(NAIC No. 15456),)	
Insurers,)	
Into)	
)	
Prudential Arizona Reinsurance Captive Company)	
(NAIC No. 14299),)	
Petitioner.)	

On August 16, 2024, pursuant to A.R.S. § 20-731, Prudential Arizona Reinsurance Captive Company (“Petitioner”) submitted an application to the Arizona Department of Insurance and Financial Institutions (“Department”) for the merger of Dryden Arizona Reinsurance Term Company, Prudential Arizona Reinsurance Term Company, and Prudential Term Reinsurance Company (“Insurers”) with and into Petitioner.

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

FINDINGS OF FACT

1. Insurers are duly qualified and authorized as captive insurers in the State of Arizona.
2. Petitioner is duly qualified and authorized as a captive insurer in the State of Arizona.

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

- 3 a. Is contrary to law;
- 4 b. Is unfair in the terms and conditions of the exchange of securities;
- 5 c. Would substantially reduce the security of and service rendered to the
6 policyholders of the Insurer in this State or elsewhere.

7 4. Insurers have a \$100.00 deposit each with the Insurance Examiners' Revolving
8 Fund ("IERF").

9 5. Petitioner has prepared a Statement of Merger that it intends to file with the
10 Arizona Corporation Commission ("ACC").

11 **CONCLUSIONS OF LAW**

12 1. The application established that none of the enumerated grounds set forth in
13 A.R.S. § 20-731 exist so as to provide a basis for disapproval or rejection of the Plan and
14 Agreement of Merger.

15 2. The evidence established that Petitioner has complied with the provisions of
16 A.R.S. § 20-731 and established by credible evidence that the Plan and Agreement of Merger
17 between Insurers and Petitioner should be approved.

18 **ORDER**

- 19 1. The Plan and Agreement of Merger between Insurers and Petitioner is approved.
- 20 2. Petitioner may file its Statement of Merger with the ACC.
- 21 3. Insurers shall file their 2024 Annual Statements including applicable fees with the
22 Department unless Petitioner files its Statement of Merger with the ACC on or before
23 December 31, 2024.

1 4. Insurers shall pay their Certificate of Authority renewal fees to the Department
2 unless Petitioner files its Statement of Merger with the ACC on or before March 31, 2025.

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

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

7 Effective this 14th day of November, 2024.

8 *Barbara D. Richardson*

9 _____
10 BARBARA D. RICHARDSON
11 Director

12 **Arizona Department of Insurance and Financial Institutions**

13 COPY of the foregoing mailed/delivered
14 this 14th day of November, 2024, to:

15 Todd Moffett, Vice President & Corporate Counsel
16 The Prudential Insurance Company of America
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20 Alena Caravetta, Regulatory Legal Affairs Officer
21 Maria Ailor, Assistant Director
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21 *Mayra Kariem*