

STATE OF NEW JERSEY  
DEPARTMENT OF BANKING AND INSURANCE

IN THE MATTER OF THE TRANSFER OF DOMICILE )  
OF PRUCO INSURANCE COMPANY OF IOWA ) ORDER APPROVING  
REDOMESTICATING AS PRUDENTIAL LEGACY ) REDOMESTICATION  
INSURANCE COMPANY OF NEW JERSEY )

This matter having been opened by the Commissioner of the New Jersey Department of Banking and Insurance (“the Commissioner”) pursuant to the authority of N.J.S.A. 17:1-15 and 17B:17-12.1, and all powers expressed or implied therein, and upon the application of Pruco Insurance Company of Iowa (“Pruco Iowa” or “the Insurer”) for approval to transfer its domicile to the State of New Jersey from the State of Iowa, and to become a New Jersey domestic life insurer as defined by N.J.S.A. 17B:17-3; and

IT APPEARING that the Insurer is a foreign eligible stock insurer domiciled in the State of Iowa; and

IT FURTHER APPEARING that the Insurer is seeking simultaneous admission, through expansion as a life insurer as defined by N.J.S.A. 17B:17-3, and redomestication to New Jersey pursuant to N.J.S.A. 17B:17-12.1; and

IT FURTHER APPEARING that the Insurer has filed an application with the New Jersey Department of Banking and Insurance to expand and redomesticate, simultaneously, to the State of New Jersey as a life insurer; and

IT FURTHER APPEARING that the insurer is intending to conduct business in New Jersey as a life insurer as defined by N.J.S.A. 17B:17-3; and

IT FURTHER APPEARING that pursuant to N.J.S.A. 17B:17-12.1, a life insurer formed under the laws of another state and admitted to transact business in this State may become a domestic insurer upon the written approval of the Commissioner, upon the Commissioner's determination that the insurer has complied with all applicable requirements of Title 17B of the Revised Statutes relating to the formation of a domestic insurer of the same type; and

IT FURTHER APPEARING that, pursuant to N.J.S.A. 17B:17-12.1d, prior to granting approval for any foreign insurer to become a domestic insurer, the Commissioner may conduct whatever investigations, examinations or hearings he deems necessary, and may subject the issuance of his approval to the conditions and restrictions that he determines are reasonable and necessary for the protection of the company's policyholders or the public; and

IT FURTHER APPEARING that the Insurer provided various documents to the New Jersey Department of Banking and Insurance for review in connection with its application to transfer its domicile and designation as a life insurer, including an amended and restated Certificate of Incorporation and Redomestication, which documents provide for, among other things, the date of April 26, 2010, to remain as the date of incorporation as required by N.J.S.A. 17B:17-12.1a; and

IT FURTHER APPEARING that concurrent with the redomestication, the Insurer will change its name from Pruco Insurance Company of Iowa to Prudential Legacy Insurance Company of New Jersey; and

IT FURTHER APPEARING that Prudential Legacy Insurance Company of New Jersey will redomesticate and exist thereafter as a continuation of Pruco Insurance Company of Iowa; and

IT FURTHER APPEARING that the Insurer is eligible to transact business in this State and has demonstrated compliance with all applicable requirements of Title 17B of the Revised Statutes and, consequently, the Insurer's request to transfer its domicile to the State of New Jersey and to be designated as a domestic life insurer should be approved;

NOW THEREFORE, IT IS on this 30<sup>th</sup> day of November, 2014:

ORDERED that the application of the Insurer to transfer its domicile to the State of New Jersey and to be designated a domestic life insurer be, and is hereby, approved, subject to the following conditions:

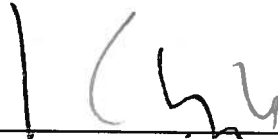
1. The transfer of domicile shall not be construed to alter either the existing respective rights, franchises and interests, or the duties, obligations and liabilities of the Insurer, except as otherwise provided by law. The Insurer shall continue to be subject to all the liabilities, claims and demands against it that were in existence prior to the transfer of domicile. Any action or proceeding in which the Insurer is a party that is pending at the time of consummation of the transfer of domicile shall not abate or discontinue by reason of the transfer of domicile; but shall be prosecuted to a final resolution in the same manner as if the transfer of domicile had not taken place; and

2. Pursuant to N.J.S.A. 17:17-12.1, the Insurer shall be deemed a domestic life insurer effective upon issuance of this Order, and will be concurrently issued a

Certificate of Authority deeming the Insurer eligible to transact the business of insurance in this State; and

3. Pursuant to N.J.S.A. 17B:18-37, the Insurer shall maintain a deposit as set forth therein; and

4. Pursuant to N.J.S.A. 17B:18-68, the Insurer shall maintain levels of surplus and capital as set forth therein.



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Kenneth E. Kobylowski  
Commissioner