

STATE OF NEW JERSEY
DEPARTMENT OF BANKING AND INSURANCE

IN THE MATTER OF THE REQUEST BY)
CHUBB INA HOLDINGS AND CHUBB LTD)
FOR AN EXEMPTION FROM THE FILING) ORDER
AND PUBLIC HEARING REQUIREMENTS)
OF THE INSURANCE HOLDING COMPANY)
SYSTEMS ACT, N.J.S.A. 17:27A-1 ET SEQ.)

This matter having been opened by the Commissioner of the Department of Banking and Insurance (“the Commissioner”) pursuant to N.J.S.A. 17:1C-1 et seq., and 17:27A-1 et seq., and all powers expressed or implied therein; and

IT APPEARING that N.J.S.A. 17:27A-2d provides for the Commissioner’s approval of any merger or other acquisition of control of a domestic insurer after holding a public hearing; and

IT FURTHER APPEARING that N.J.S.A. 17:27A-2f(2)(a) provides an exemption to N.J.S.A. 17:27A-2 when an offer, request, invitation, agreement or acquisition is made, which the Commissioner by Order shall find as not having been made or entered into for the purpose, and not having the effect, of changing or influencing the control of a domestic insurer; and

IT FURTHER APPEARING that Chubb Custom Insurance Company (“CCIC” or “the insurer”), a New Jersey-domiciled stock property/casualty insurer, is currently directly owned by Federal Insurance Company, (“FIC”), an Indiana-domiciled insurance company; which, in turn, is directly wholly-owned by Chubb INA Holdings, Inc. (“Chubb INA”), a Delaware-domiciled corporation, whose voting securities are 80 percent directly owned by Chubb Group Holdings Inc. (“CGH”), a Delaware-domiciled corporation; and 20 percent directly owned by Chubb Limited (“Chubb Ltd”), a Switzerland-domiciled corporation; and

IT FURTHER APPEARING that Chubb Ltd wholly-owns CGH, and Chubb Ltd is the ultimate controlling entity of the entire holding company system; and

IT FURTHER APPEARING that FIC also presently wholly-owns Executive Risk Indemnity, Inc. (“ERII”), a Delaware-domiciled insurer; and

IT FURTHER APPEARING that Chubb Ltd and CGH intend to restructure their holding company system whereby CCIC will be directly wholly-owned by (ERII), which will continue to be wholly-owned by FIC, which will continue to be ultimately wholly-owned by Chubb Ltd; and

IT FURTHER APPEARING that after the transaction, CCIC will continue to be ultimately controlled by Chubb Ltd.; and


IT FURTHER APPEARING that this transaction is an intrasystem corporate restructuring that is not being made or entered into for the purpose, and will not have the effect, of changing or influencing the control of the insurer; and

IT FURTHER APPEARING that the Department of Banking and Insurance (“the Department”) has reviewed the documents submitted in support of this request and, based upon that review, has determined that the parties may be exempted from the filing and public hearing requirements of N.J.S.A. 17:27A-2, upon finding that the provisions of N.J.S.A. 17:27A-2f(2) are applicable to this transaction;

THEREFORE, IT IS on this 21st day of September, 2017,

ORDERED that:

Based upon the finding that the proposed transaction involves an intrasystem reorganization that has no effect on the ultimate control or ownership of CCIC, this transaction is hereby exempted from the statutory filing and public hearing requirements of N.J.S.A. 17:27A-1 et seq. in accordance with N.J.S.A. 17:27A-2f(2).



Richard J. Badalato
Commissioner

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