

STATE OF NEW JERSEY  
DEPARTMENT OF BANKING AND INSURANCE

IN THE MATTER OF THE REQUEST BY )  
NATIONWIDE MUTUAL INSURANCE )  
COMPANY FOR AN EXEMPTION FROM )  
THE FILING AND PUBLIC HEARING ) ORDER  
REQUIREMENTS OF THE INSURANCE )  
HOLDING COMPANY SYSTEMS ACT, )  
N.J.S.A. 17:27A-1 TO -14 )

This matter having been opened by the Commissioner of the Department of Banking and Insurance (“Commissioner”) pursuant to N.J.S.A.17:27A-1 to -14, and all powers expressed or implied therein; and

IT APPEARING that N.J.S.A. 17:27A-2(d) 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-2(f)(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 Harleysville Insurance Company of New Jersey (“HICNJ” – NAIC Company Code: 42900), a New Jersey domiciled insurer is currently a directly wholly-owned subsidiary of Harleysville Group, Inc. (“HGI”), a Delaware stock corporation; which, in turn, is a direct wholly-owned subsidiary of Allied Holdings (Delaware), Inc. (“AHDI”), a Delaware stock corporation; which, in turn, is wholly-owned by Nationwide Mutual Insurance Company (“NMIC”), an Ohio domiciled insurer; and

IT FURTHER APPEARING that NMIC intends to acquire direct ownership of all of the issued and outstanding voting securities of HICNJ through a series of holding company elimination transactions; and

IT FURTHER APPEARING that after the transaction, HICNJ will continue to be ultimately controlled by NMIC; and

IT FURTHER APPEARING that the transactions are part of an internal 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 HICNJ; and

IT FURTHER APPEARING that the Department of Banking and Insurance 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-2(f)(2) are applicable to this transaction;

THEREFORE, IT IS on this 29 day of September, 2022, 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 HICNJ, this transaction is hereby exempted from the statutory filing and public hearing requirements of N.J.S.A. 17:27A-1 to -14 in accordance with N.J.S.A. 17:27A-2(f)(2).



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Marlene Caride  
Commissioner

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