

CERTIFICATE

I, KEN SELZER, Commissioner of Insurance of Kansas, do hereby certify that the following and hereto attached is a true copy of

REPORT OF EXAMINATION

OF

UNIVERSAL UNDERWRITERS LIFE INSURANCE COMPANY

7045 COLLEGE BOULEVARD

OVERLAND PARK, KS 66211

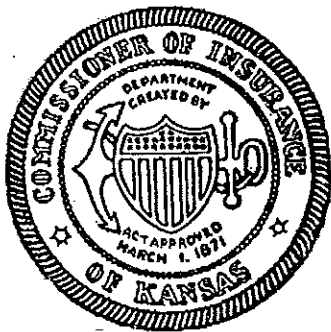
AS OF

DECEMBER 31, 2015

FILED
JUL 13 2017
KEN SELZER
Commissioner of Insurance

the original of which is now on file and a matter of record in this office.

In Witness Whereof, I, KEN SELZER, Commissioner of Insurance of Kansas, have hereto affixed by signature and the seal of the Commissioner of Insurance, in the city of Topeka, Kansas this 13th day of July, 2017



Commissioner of Insurance

REPORT ON EXAMINATION
OF
UNIVERSAL UNDERWRITERS LIFE INSURANCE COMPANY
7045 COLLEGE BOULEVARD
OVERLAND PARK, KANSAS 66211
AS OF
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Topeka, Kansas
June 11, 2017

Honorable Ken Selzer
Commissioner of Insurance
Kansas Insurance Department
420 SW 9th Street
Topeka, Kansas 66612-1678

Dear Commissioner:

In accordance with your authorization and pursuant to K.S.A. 40-222 – *Examination of Condition of Company*, an examination has been conducted of the financial condition and business affairs of

**UNIVERSAL UNDERWRITERS LIFE INSURANCE COMPANY
7045 COLLEGE BOULEVARD
OVERLAND PARK, KANSAS 66211**

hereinafter referred to as the “Company” or “UULIC”. The following report on such examination is respectfully submitted.

SCOPE OF EXAMINATION

The examiners have performed a multi-state financial examination of Universal Underwriters Life Insurance Company, a Kansas domiciled life insurance company. The last examination covered the five-year period from January 1, 2006 through December 31, 2010. This examination covers the five-year period from January 1, 2011, through December 31, 2015.

The examination was conducted in accordance with the rules, regulations and directives of the Kansas Insurance Department (KID) and the observed guidelines and procedures contained in the National Association of Insurance Commissioners (NAIC) *Financial Condition Examiners Handbook* (Handbook). The Handbook requires the examiners plan and perform the examination to evaluate the financial condition, assess

corporate governance, identify current and prospective risks of the Company and evaluate system controls and procedures used to mitigate those risks. The examination also includes identifying and evaluating significant risks that could cause an insurer's surplus to be materially misstated both currently and prospectively.

All accounts and activities of the Company were considered in accordance with the risk-focused examination process. This may include assessing significant estimates made by management and evaluating management's compliance with Statutory Accounting Principles. The examination does not attest to the fair presentation of the financial statements included herein. If, during the course of the examination an adjustment is identified, the impact of such adjustment will be documented separately following the Company's financial statements.

This examination report includes significant findings of fact, as mentioned in K.S.A. 40-222 - *Examination of Condition of Company*, and general information about the insurer and its financial condition. There may be other items identified during the examination that, due to their nature (e.g., subjective conclusions, proprietary information, etc.), are not included within the examination report but separately communicated to other regulators and/or the Company.

The following companies were examined concurrently with the state of Illinois being designated as the exam facilitator for the coordinated Zurich Life Insurance sub-group examination as of December 31, 2015:

<u>Company Name</u>	<u>Domiciliary State</u>
Zurich American Life Insurance Company	Illinois
Zurich American Life Insurance Company of New York	New York

Independent Audit Reports

Financial statements of the Company were audited by PricewaterhouseCoopers LLP (PwC) for the years ending December 31, 2011, through December 31, 2015. In each of the years under examination, the auditors concluded that the financial statements present fairly, in all material respects, the admitted assets, liabilities and policyholders' surplus of the Company as of December 31, 2015 and the results of its operations and its cash flows for the years then ended in accordance with the accounting practices prescribed or permitted by the KID.

The independent auditor's work papers were reviewed and analyzed by the examiners; whereby significant reliance was placed on select work papers during the course of this examination.

SUMMARY OF SIGNIFICANT FINDINGS

There were no significant findings as a result of this examination.

COMPANY HISTORY

The Company was originally incorporated in Missouri in 1964, was licensed in January 1965 and commenced business in October 1965. On April 1, 1998, the Company re-domesticated from Missouri to Kansas. The Company is authorized to transact the kinds of insurance provided for in K.S.A. 40-401 et seq. – General provisions relating to life insurance companies.

MANAGEMENT AND CONTROL

Article III, Section 4, of the Company's bylaws was amended and approved on July 16, 2013 to allow for director presence at meetings by teleconference.

The Company is controlled by its stockholder and managed by a board of directors (board) consisting of not less than three or more than thirteen directors. A majority of the board shall constitute a quorum for the transaction of company business.

The exhibit below contains a listing of directors and their executive positions as of December 31, 2015. All directors serve a one year term of office.

Director Name	Affiliation to Company
David Jay Dietz New York, NY	President, CEO and Chairman
Simon Jeremy Michael Lodge New York, NY	Vice President and CFO
Elizabeth Tesson McInerney New York, NY	Vice President and COO

The Company's bylaws provide for the board to have exclusive power and authority to manage the business and affairs of the Company, but they also have the power to delegate specific functions to designated committees. As such, an executive committee, comprised of three or more directors, may be established to exercise any and all powers of the board in the management of the business and affairs of the Company.

For the years 2011, 2012 and 2013, the board had designated the Zurich Holding Company Audit Committee as its audit committee. Effective January 15, 2014, the board rescinded this designation and formed its own audit committee by designating the entire board as being members of the audit committee with Mr. Dietz serving as chairman.

Officers

The executive officers shall be a president, one or more vice-presidents, a secretary, and a treasurer. Additional officers may be appointed as directed by the board. Each officer shall be elected for a one year term of office and shall hold office until a successor is duly elected and qualified.

The following officers were elected and serving in their designated capacity as of December 31, 2015:

<u>Officer's Name</u>	<u>Position</u>
David Jay Dietz New York, NY	President, CEO and Chairman
Leeann Gladys Badgett Mercer Island, WA	Assistant Vice President and Controller
Patrick Carty New York, NY	Vice President, General Counsel, and Secretary
Diane Davis Mercer Island, WA	Vice President and Chief Risk Officer
Cathy Ehrlich New York, NY	Vice President and Chief Actuary
Cathy Hall Mercer Island, WA	Vice President and Chief Compliance Officer
Jeffrey Scott Horton New York, NY	Vice President and Treasurer
Simon Jeremy Michael Lodge New York, NY	Vice President and CFO
John Miskel III New York, NY	Vice President
Elizabeth Tesson McInerney New York, NY	Vice President and COO
John Patton Mercer Island, NY	Vice President, Claims
Michael Rohwetter New York, NY	Vice President and Chief Investment Officer

Officer's Name

Judith Henderson
Mercer Island, WA

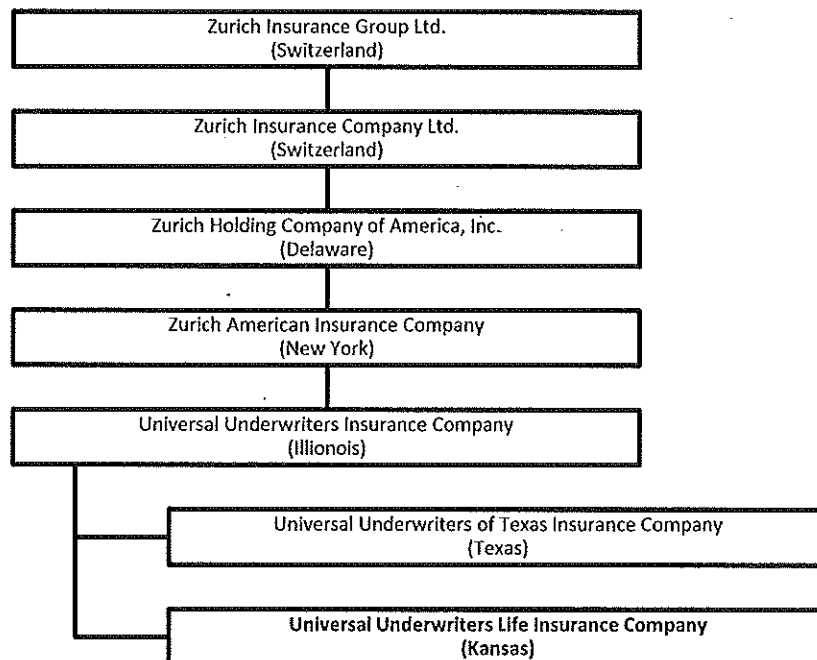
Position

Vice President, IT Operations

Insurance Holding Company System

K.S.A. 40-3301, *et seq.* - *Insurance Holding Companies*, requires a domestic insurer that is part of an insurance holding company system to file appropriate registration statements with the Commissioner of Insurance. The Company has submitted Form "B" and "C" registration statements to the KID for each of the years under examination. A review of the registration statements indicated that the Company is properly reporting items and events as required by statute.

The following abbreviated organizational chart illustrates the identities and intercompany relationships among insurance and non-insurance companies and the controlling entities thereof, as of December 31, 2015.



Note: All ownership percentages in the organization chart above are 100% except for Zurich Holding Company of America, Inc. which is 99.18% owned by Zurich Insurance Company Ltd. and 0.82% owned by Crown Management Services Limited, a Delaware company.

Intercompany/Cost Sharing Agreements

Zurich American Insurance Company (ZAIC) entered into an Intercompany Service Agreement (ISA) effective January 1, 2008, intended to allow ZAIC to provide administrative and back-office support services such as financial and accounting services, human resource services and IT services for the benefit of its subsidiaries and affiliates, including UULIC. UULIC is a service recipient under the ISA.

UULIC entered into an Administrative Service Agreement (ASA) with its affiliate Farmers New World Life Insurance Company (FNWL), effective January 1, 2009. Pursuant to the ASA, FNWL provides, at the request of UULIC, certain financial service, reporting services and other services such as internal recordkeeping and general office administration.

Effective January 1, 2009, UULIC entered into a Paymaster Agreement with affiliates FNWL, Zurich American Life Insurance Company, Farmers Group, Inc. and MI administrators, LLC (Paymaster) pursuant to which the parties have agreed to share certain costs and employees among themselves and have engaged the Paymaster as their agent for receiving payments, and disbursing receipts for and on behalf of the parties for the costs and employees shared amongst the parties.

UULIC entered into a Service Agreement with an affiliate, ZFUS Services, LLC (ZFUS) effective January 1, 2010. Pursuant to this Service Agreement, ZFUS may provide, at the request of UULIC, services such as accounting services, actuarial services, administration and transaction management services, finance and treasury services, claim services, risk management services, work-out services, payor services and senior management services.

UULIC is party to a Tax Sharing Agreement with its parent, Zurich Holding Company of America, Inc. and other Zurich companies within the holding company system for all taxable years or dates after 1980. The current agreement was amended and restated in its entirety effective January 1, 2006. The allocation of taxes is based upon a separate return calculation with an immediate benefit for a taxable loss which is utilized in the current year consolidated return.

TERRITORY AND PLAN OF OPERATION

As of December 31, 2015, the Company is authorized to transact business in the District of Columbia and all states of the United States except New York. The NAIC Schedule T Exceptions Report was reviewed for each of the states where the Company is licensed. No exceptions were noted.

The Company is licensed to sell whole life, term and universal life products. The Company discontinued sales of credit life and credit accident and health products in 2007, and its last remaining credit certificates expired as of March 31, 2014. The Company no longer sells or issues any new products (with the exception of a small number of term conversions resulting from existing term policyholders exercising their option to purchase permanent insurance) and is allowing the existing products to expire according to the terms of the contracts.

As of December 31, 2015, the Company's only line of business is ordinary life insurance with ordinary term life representing approximately 81.8% of the in-force premiums with the remaining 18.2% being in ordinary whole life & endowment premiums.

GROWTH OF COMPANY

The exhibit below shows [REDACTED] the Company's financial growth (in thousands) for the period of December 31, 2011, through December 31, 2015. The financial growth amounts were obtained from annual statements filed by the Company.

	<u>2011</u>	<u>2012</u>	<u>2013</u>	<u>2014</u>	<u>2015</u>
[REDACTED]					
<i>(in thousands)</i>					
Admitted Assets	\$147,985	\$150,349	\$155,865	\$160,614	\$160,635
Liabilities	131,349	129,951	133,875	137,443	136,002
Capital and Surplus	16,636	20,398	21,990	23,171	24,633
Net Underwriting Gain/(Loss)	5,601	6,135	3,260	2,762	775
Net Income	4,995	4,841	1,776	2,014	1,609
Net Premiums Written	8,070	6,871	6,401	6,525	5,566

REINSURANCE

The Company assumed small amounts of ordinary life business from ING, Liberty Bankers Life Insurance Company, and an affiliate, Zurich Life Insurance Company of America. The Company also assumed a small amount of accident and health business from Zurich Life Insurance Company of America. The Company ceded ordinary life business written to various reinsurers in maintaining the established retention at \$300,000 per life.

All reinsurance agreements reviewed during the course of the examination contained insolvency and cancellation clauses as required by paragraph (c) of K.S.A. 40-221a—*Reinsurance of risks of and by Kansas companies*. All reinsurance agreements reviewed provided for the transfer of risk.

FINANCIAL STATEMENTS

The following financial statements are based on the statutory financial statements filed by the Company with the Kansas Insurance Department and present the financial condition of the Company for the period ending December 31, 2015. The accompanying comments on financial statements reflect any examination adjustments to the amounts reported in the annual statement and should be considered an integral part of the financial statements.

There may have been additional differences found during the course of this examination that are not shown in the "Comments on Financial Statements." These differences were determined to be immaterial in relation to the financial statements and therefore were communicated to the Company by memo or management letter, and noted in the work papers for each individual annual statement item.

UNIVERSAL UNDERWRITERS LIFE INSURANCE COMPANY
ANALYSIS OF ASSETS
AS OF DECEMBER 31, 2015

	Assets	Assets Nonadmitted	Net Admitted Assets
Bonds	\$ 139,584,142		\$ 139,584,142
Cash and short-term investments	4,887,837		4,887,837
Contract loans	7,673,582		7,673,582
Securities lending reinvested collateral assets	109,900		109,900
Investment income due & accrued	1,142,525		1,142,525
Deferred premiums and agents' balances and installments booked	4,001,543	931	4,000,612
Amounts recoverable from reinsurers	650,000	650,000	-
Other amounts receivable under reinsurance contracts	133,073	133,073	-
Net deferred tax asset	10,538,298	7,628,985	2,909,313
Guaranty funds receivable or on deposit	108,898		108,898
Receivables from parent, subsidiaries and affiliates	218,187		218,187
Aggregate write-ins for other than invested assets	486,529	486,529	-
Totals	\$ 169,534,514	\$ 8,899,518	\$ 160,634,996

UNIVERSAL UNDERWRITERS LIFE INSURANCE COMPANY
LIABILITIES, SURPLUS AND OTHER FUNDS
AS OF DECEMBER 31, 2015

Aggregate reserve for life contracts	\$ 122,252,037
Aggregate reserve for accident and health contracts	369
Contract claims: Life	669,502
Contract claims: Accident and health	2,566
Policyholders' dividends	53,120
Premiums and annuity considerations for life and accident and health received in advance	22,484
Other amounts payable for reinsurance	1,264,743
Interest maintenance reserve	3,896,340
General expenses due or accrued	267,997
Taxes, licenses and fees due or accrued, excluding federal income taxes	190,841
Current federal and foreign income taxes	6,250,614
Unearned investment income	260,472
Amounts withheld or retained by company as agent or trustee	43,284
Remittances and items not allocated	261,789
Asset valuation reserve	433,433
Payable to parent, subsidiaries and affiliates	22,819
Payable for securities lending	109,900
Total liabilities	<u>136,002,310</u>
Common capital stock	2,500,000
Gross paid in and contributed surplus	12,124,688
Unassigned funds	<u>10,007,998</u>
Surplus as regards policyholders	<u>24,632,686</u>
Totals	<u><u>\$ 160,634,996</u></u>

UNIVERSAL UNDERWRITERS LIFE INSURANCE COMPANY
STATEMENT OF INCOME
CAPITAL AND SURPLUS ACCOUNT
FOR THE YEAR ENDED DECEMBER 31, 2015

Premiums and annuity considerations for life and accident and health	\$ 5,565,907
Net investment income	5,561,907
Amortization of interest maintenance reserve	753,672
Commissions and expense allowances on reinsurance ceded	63,787
Aggregate write-ins for miscellaneous income	74,502
Total	<u>12,019,775</u>
Death benefits	5,665,850
Annuity benefits	140,806
Disability benefits and benefits under accident and health contracts	130
Surrender benefits and withdrawals for life contracts	5,016,666
Increase in aggregate reserves for life and accident and health contracts	<u>(1,123,868)</u>
Total	9,699,584
Commissions and expenses allowances on reinsurance assumed	6,743
General insurance expenses	1,204,181
Insurance taxes, licenses and fees, excluding federal income taxes	279,646
Increase in loading on deferred and uncollected premiums	<u>54,750</u>
Total	11,244,904
Net gain from operations before dividends to policyholders and federal income taxes	774,871
Dividends to policyholders	<u>530</u>
Net gain from operations after dividends to policyholders and before federal income taxes	774,341
Federal income taxes incurred	<u>(836,498)</u>
Net gain from operations after dividends to policyholders and federal income taxes and before realized capital gains	1,610,839
Net realized capital gains (losses)	<u>(1,580)</u>
Net income	<u><u>\$ 1,609,259</u></u>

CAPITAL AND SURPLUS ACCOUNT

Surplus as regards policyholders, December 31, 2014	\$ 23,171,427
Net income	1,609,259
Change in net unrealized capital gains (losses)	(21,573)
Change in net deferred income tax	(525,814)
Change in nonadmitted assets	452,387
Change in asset valuation reserve	<u>(53,000)</u>
Change in surplus as regards policyholders for the year	<u>1,461,259</u>
Surplus as regards policyholders, December 31, 2013	<u><u>\$ 24,632,686</u></u>

**UNIVERSAL UNDERWRITERS LIFE INSURANCE COMPANY
CAPITAL AND SURPLUS ACCOUNT
RECONCILIATION OF CAPITAL AND SURPLUS SINCE LAST EXAMINATION**

Surplus as regards policyholders, December 31, 2010			<u>\$ 67,026,216</u>
Net income	2011	4,994,860	
	2012	4,841,087	
	2013	1,776,140	
	2014	2,014,450	
	2015	<u>1,609,259</u>	15,235,796
Change in net unrealized capital gains or (losses)	2011	(575)	
	2012	(50)	
	2013	-	
	2014	22,773	
	2015	<u>(21,573)</u>	575
Change in net deferred income tax	2011	(1,005,816)	
	2012	(396,225)	
	2013	684,798	
	2014	25,143	
	2015	<u>(525,814)</u>	(1,217,914)
Change in nonadmitted assets	2011	776,796	
	2012	1,138,515	
	2013	(449,519)	
	2014	(918,729)	
	2015	<u>452,387</u>	999,450
Change in liability for reinsurance in unauthorized companies	2011	69,434	
	2012	-	
	2013	-	
	2014	-	
	2015	<u>-</u>	69,434

UNIVERSAL UNDERWRITERS LIFE INSURANCE COMPANY
CAPITAL AND SURPLUS ACCOUNT
RECONCILIATION OF CAPITAL AND SURPLUS SINCE LAST EXAMINATION

Change in asset valuation reserve	2011	(112,319)	
	2012	(74,153)	
	2013	(67,074)	
	2014	(85,540)	
	2015	<u>(53,000)</u>	(392,086)
Surplus adjustment: Paid in	2011	-	
	2012	(1,747,192)	
	2013	-	
	2014	-	
	2015	<u>-</u>	(1,747,192)
Surplus adjustment: Paid in	2011	(19,116,711)	
	2012	-	
	2013	-	
	2014	-	
	2015	<u>-</u>	(19,116,711)
Dividends to stockholders	2011	(35,883,289)	
	2012	-	
	2013	-	
	2014	-	
	2015	<u>-</u>	(35,883,289)
Aggregate write-ins for gains and losses in surplus	2011	(112,163)	
	2012	-	
	2013	(352,969)	
	2014	123,539	
	2015	<u>-</u>	<u>(341,593)</u>
Surplus as regards policyholders, December 31, 2015			<u>\$ 24,632,686</u>

ANALYSIS OF CHANGES IN FINANCIAL STATEMENTS

No adjustments were made to surplus as a result of this examination. The capital and surplus of the Company, as of December 31, 2015, was \$24,632,686, which was the same amount, reported by the Company in its 2015 filed Annual Statement.

COMMENTS ON FINANCIAL STATEMENTS

There were no significant or material findings resulting from the examination that warranted inclusion in the report on examination.

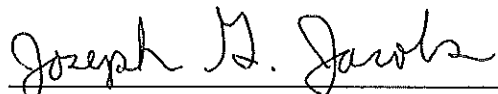
SUBSEQUENT EVENTS

Effective September 30, 2016, and after receiving all required regulatory approvals, the Company was merged with and into Zurich American Life Insurance Company via a capital contribution from Zurich American Corporation.

CONCLUSION

The assistance and cooperation by the officers and employees of the Company during the course of this examination is hereby acknowledged and appreciated. In addition to the undersigned, Joseph Dobias, CISA, IT Specialist of INS Services, Inc. representing the Illinois Department of Insurance, and Joseph C. Higgins, FSA, MAAA of INS Consultants, Inc., representing the Kansas Insurance Department, participated in this examination.

Respectfully submitted,



Joseph G. Jacobs, CFE
Examiner-in-Charge
INS Regulatory Insurance Services, Inc.

EXAMINER'S AFFIDAVIT AS TO STANDARDS AND PROCEDURES USED IN AN EXAMINATION

State of Pennsylvania

County of Luzerne

Joseph G. Jacobs being duly sworn, states as follows:

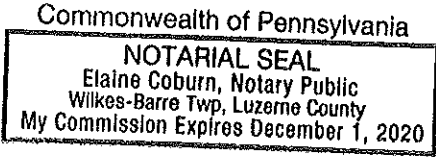
1. I have authority to represent the Kansas Insurance Department in the examination of Universal Underwriters Life Insurance Company
2. The Kansas Insurance Department is accredited under the National Association of Insurance Commissioners Financial Regulation Accreditation Standards.
3. I have reviewed the examination work papers and examination report, and the examination of Universal Underwriters Life Insurance Company was performed in a manner consistent with the standards and procedures required by K.S.A. 40-222.

The affiant says nothing further.

Joseph G. Jacobs
 Examiner's Signature

Subscribed and sworn before me by 16th JOSEPH G. JACOBS on this
June 16TH day of 2017

(SEAL)



Elaine Coburn
 Notary Public

My commission expires 12/01/2020

BEFORE THE COMMISSIONER OF INSURANCE
OF THE STATE OF KANSAS

FINAL ORDER
7-13-2017
BY: _____

In the Matter of the Proposed Adoption)
of the Financial Condition Examination)
Report as of December 31, 2015)
Universal Underwriters Life Ins Co)
NAIC #41181)

Docket No. 5055-ER

CONSENT ORDER

NOW COMES on for formal disposition the matter of the proposed adoption of the financial condition examination report as of December 31, 2015 of Universal Underwriters Life Insurance Company (UULIC), a Kansas corporation. This matter is brought before the Commissioner of Insurance ("Commissioner") for adoption, rejection, or modification pursuant to the provisions of K.S.A. 40-222.

The Kansas Insurance Department ("KID") and UULIC wish to resolve this matter by entering into this Consent Order. UULIC hereby waives any and all rights to further administrative adjudication or review of this matter, including any and all rights conferred upon it under K.S.A. 77-501 *et seq.* This Consent Order constitutes the Final Order in this matter.

The Commissioner, having fully considered and reviewed the financial condition examination report, together with all written submissions, applicable rebuttals, and all relevant portions of the examiners' work papers, and further, being fully advised on all premises, hereby find:

Policy Reasons

It is stated policy of the State of Kansas that whenever the Commissioner deems it necessary, an examination of the affairs and financial condition of any insurance company in the process of organization, applying for admission, or doing business in this State can be undertaken. In all cases, such an examination must occur once every five (5) years. Through the examination process, the insurance consuming public will be well served and protected.

Findings of Fact

1. The Commissioner has jurisdiction over this matter pursuant to K.S.A. 40-222.
2. An examination of UULIC was undertaken by the Kansas Insurance Department and was completed on June 11, 2017.
3. The examiner-in-charge tendered and filed with the KID a verified written report of the examination within thirty (30) days following completion of the examination, to wit; June 11, 2017.
4. Following receipt of the verified report, the KID transmitted the report to UULIC on June 15, 2017, with a duly executed notice advising the company of its opportunity to prepare and submit to the KID a written submission or rebuttal with respect to any and all matters contained in the report. UULIC was further advised that any written submission or rebuttal needed to be filed with the KID no later than thirty (30) days after receipt of the verified report.
5. UULIC filed a written acceptance of the verified report on July 11, 2017.

6. Based upon the written submission tendered by UULIC, the company took no exceptions to matters contained in the verified report.

7. Within thirty (30) days of the end of the time period allowed for written submission or rebuttal, the Commissioner of Insurance fully reviewed the report, together with all written submissions and rebuttals provided by UULIC. The Commissioner further reviewed all relevant workpapers.

8. No other written submissions or rebuttals were submitted by UULIC.

Conclusion of Law

11. K.S.A. 40-222(k)(2) provides:

“Within 30 days of the end of the period allowed for the receipt of written submissions or rebuttals, the commissioner shall fully consider and review the report, together with any written submissions or rebuttals and any relevant portions of the examiners workpapers and enter an order:

(A) Adopting the examination report as filed or with modification or corrections. If the examination report reveals that the company is operating in violation of any law, regulation or prior order of the commissioner, the commissioner may order the company to take any action the commissioner considers necessary and appropriate to cure such violations; or

(B) rejecting the examination report with directions to the examiners to reopen the examination for purposes of obtaining additional data, documentation or information, and refile pursuant to subsection (k); or

(C) call and conduct a fact-finding hearing in accordance with K.S.A. 40-281 and amendments thereto for purposes of obtaining additional documentation, data, information and testimony.”

12. Based upon the Findings of Fact enumerated in paragraphs #1 through #8 above, the financial condition examination report as of December 31, 2015 of UULIC should be adopted.

IT IS THEREFORE, BY THE COMMISSIONER OF INSURANCE, ORDERED THAT:

1. The financial condition examination report as of December 31, 2015 of UULIC, is hereby adopted.

2. The Commissioner of Insurance retains jurisdiction over this matter to issue any and all further Orders deemed appropriate or to take such further action necessary to dispose of this matter.

IT IS SO ORDERED THIS 13TH DAY OF JULY, 2017 IN THE CITY OF TOPEKA, COUNTY OF SHAWNEE, STATE OF KANSAS.



Ken Selzer
Commissioner of Insurance

BY:

Grace Lancaster
Staff Attorney

BY:

David Jay Dletz
President, CEO and Chairman
Zurich American Life Insurance Company,
successor by merger to Universal Underwriters
Life Insurance Company.

NOTICE OF RIGHTS TO HEARING AND REVIEW

This Order is subject to the provisions of the Kansas Judicial Review Act, K.S.A. 77-601 et seq. In the event the company files a Petition for Judicial Review, pursuant to K.S.A. 77-613(e), the agency officer to be served on behalf of the Kansas Insurance

Department is:

Diane Minear, General Counsel
Kansas Insurance Department
420 S.W. 9th Street
Topeka, Kansas 66612

Certificate of Service

The undersigned hereby certifies that he was served a true and correct copy of the above and foregoing **Consent Order** on this 13th day of **July, 2017**, by causing the same to be emailed to David J. Dietz, President, CEO and Chairman, of Zurich American Life Insurance Company, successor by merger of the Universal Underwriters Life Insurance Company, to juanita.thomas@zurich.com.

A handwritten signature in black ink, appearing to read 'Richard Ramos', written over a horizontal line.

Richard Ramos
Director, Financial Surveillance Division
Kansas Insurance Department