

BEFORE THE DEPUTY INSURANCE COMMISSIONER  
OF THE  
COMMONWEALTH OF PENNSYLVANIA

IN RE: : Pursuant to the Insurance Company  
: Law, Act of May 17, 1921, P.L. 682,  
The Request of Penn Mutual Insurance : as amended, 40 P.S. §§341 et seq.  
Company for Approval to Surrender its :  
Certificate of Authority to Operate as an :  
Insurance Company : Order No. ID-RC-02-30

DECISION AND ORDER

AND NOW, on this \_\_16th\_\_ day of December, 2002, Stephen J. Johnson, Deputy Insurance Commissioner of the Commonwealth of Pennsylvania (“Deputy Commissioner”), hereby makes this Decision and Order.

Pursuant to the Insurance Company Law, and in consideration of the documents, representations, and reports received, as well as other inquiries and studies as permitted by law, the Deputy Commissioner hereby makes the following findings of fact:

FINDINGS OF FACT

**Identify of Applicant**

1. Penn Mutual Insurance Company (“Penn Mutual”) is a mutual fire insurance company organized under the laws of the Commonwealth of Pennsylvania with its principal place of business in West Chester, Pennsylvania.
2. Penn Mutual holds a certificate authorizing the transaction of the business of insurance in this Commonwealth (“Certificate of Authority”).

**Surrender Filing**

3. On December 4, 2002, the Insurance Department of the Commonwealth of Pennsylvania (“Department”) received a request (which, together with all material received subsequently, is hereinafter referenced as “Request”) from Penn Mutual to voluntarily surrender its Certificate of Authority.

## **Background**

4. On December 13, 2002, the Insurance Commissioner of the Commonwealth of Pennsylvania (“Commissioner”) issued an Order to Penn Mutual approving the company’s request to reinsure its entire schedule of policies with Harleysville Mutual Insurance Company (“Harleysville Mutual”) through the execution of an Assumption Reinsurance Agreement and Liability and Asset Transfer Agreement (“Bulk Transfer”).
5. As a condition to the December 13, 2002, Order, Penn Mutual is to surrender its Certificate of Authority immediately following the closing on the Bulk Transfer.
6. As a separate condition to the December 13, 2002, Order, the current Penn Mutual directors shall not elect Harleysville Mutual nominees as directors until Penn Mutual has surrendered its Certificate of Authority to the Commissioner and the Department has given written acknowledgement of receipt of the Certificate of Authority.
7. Penn Mutual has provided documentation that its Board of Directors has resolved to surrender its Certificate of Authority.
8. If any of the above Findings of Fact are determined to be Conclusions of Law, they shall be incorporated in the Conclusions of Law as if fully set forth therein.

## CONCLUSIONS OF LAW

1. After the surrender of the Certificate of Authority, Penn Mutual will no longer be authorized to transact the business of insurance in this Commonwealth.
2. Based on all the information and analyses received and the Department’s independent review, the Request is reasonable and in accordance with law.
3. If any of the above Conclusions of Law are determined to be Findings of Fact, they shall be incorporated in the Findings of Fact as if fully set forth therein.

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ORDER

Upon consideration of the foregoing, the Deputy Insurance Commissioner of the Commonwealth of Pennsylvania (“Deputy Commissioner”) hereby approves the Request for the voluntary surrender of the Certificate of Authority as filed on December 4, 2002, by Penn Mutual Insurance Company (“Penn Mutual”), subject to the following conditions:

1. Penn Mutual shall not engage in transacting the business of insurance in the Commonwealth of Pennsylvania or in any other jurisdiction, without the prior approval of the Pennsylvania Insurance Department.
2. Penn Mutual shall not surrender its Certificate of Authority unless and until Penn Mutual and Harleysville Mutual Insurance Company have consummated the assumption reinsurance.
3. The surrender shall be effective upon receipt of the Certificate of Authority by the Insurance Department.
4. Should Penn Mutual, as a continuing business corporation, determine that at some time in the future it would like to engage in the business of insurance, it will be necessary to file a new application with the Department for an appropriate Certificate of Authority.

This Order is effective immediately.

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STEPHEN J. JOHNSON  
Deputy Insurance Commissioner  
Commonwealth of Pennsylvania