

FILED

2018 JAN 26 A 9:10

HEARINGS UNIT
OFFICE OF
INSURANCE COMMISSIONER

**BEFORE THE STATE OF WASHINGTON
OFFICE OF THE INSURANCE COMMISSIONER**

In the Matter of:

The Form A and Form E Applications for the
Proposed Acquisition of Control of:

REtitle Insurance Company,

By

A10 Capital, LLC,

Applicant.

No. 17-0369

LIST OF ADMITTED EXHIBITS

HEARING DATE: 1/11/18

LIST OF EXHIBITS

Final status regarding the confidentiality (sealing and/or redaction) of all exhibits identified below are addressed in the Order Addressing Confidentiality Issues dated January 26, 2018.

| No. | Description | Submitted by |
|-------|--|--|
| OIC-1 | 10-2-17 Form A filing by A10 Capital LLC ("A10") | Office of Insurance Commissioner ("OIC") |
| OIC-2 | Exhibit A to Form A filing – Stock Purchase Agreement between A10 and REtitle Insurance Company ("REtitle") | OIC |
| OIC-3 | Exhibit B to Form A filing –Ownership structure of A10 | OIC |
| OIC-4 | Exhibit C to Form A filing - Biographical affidavits of Dinah Chu, Jacqueline Cox, Jerry Dunn, Kevin Langerway, Mark Klipsch, Ronald Frazier, and Wayne Slaughter (REDACTED per agreement of the parties) | OIC |
| OIC-5 | Exhibit D to Form A filing — A10 employee biographies for Jerry Dunn, Jacqueline Cox, Trisha Thomas, Mark Klipsch, Ben Slaughter, Pete Ware, Eric Nelson | OIC |
| OIC-6 | Exhibit E to Form A filing – REtitle Annual Statement year | OIC |

| No. | Description | Submitted by |
|--------|--|--------------|
| | ending 12/31/15, REtitle Annual Statement year ending 12/31/16, REtitle Quarterly Statement as of 6/30/17 | |
| OIC-7 | Exhibit E to Form A filing -- REtitle UCAA Proforma Financial Statements 2018-2020 (CONFIDENTIAL per agreement of the parties) | OIC |
| OIC-8 | Exhibit F to Form A filing -- A10 Capital LLC 2012 Financial Statement | OIC |
| OIC-9 | Exhibit F to Form A filing -- A10 Capital LLC 2013 Financial Statement | OIC |
| OIC-10 | Exhibit F to Form A filing -- A10 Capital LLC 2014 Financial Statement | OIC |
| OIC-11 | Exhibit F to Form A filing -- A10 Capital LLC 2015 Financial Statement | OIC |
| OIC-12 | Exhibit F to Form A filing -- A10 Capital LLC 2016 Financial Statement | OIC |
| OIC-13 | 11/7/2017 Addendum #1 to Form A filing (REDACTED by agreement of the parties) | OIC |
| OIC-14 | Exhibit G to Addendum #1 to Form A filing -- A10 Capital Owner Structure Pre-Acquisition | OIC |
| OIC-15 | Exhibit H to Addendum #1 to Form A filing -- 10/31/2017 amendment to Stock Purchase Agreement | OIC |
| OIC-16 | Exhibit I to Addendum #1 to Form A filing - 7/25/2017 Action by Written Consent of A10 Capital LLC, 7/25/2017 and 3/20/2017 minutes of special meeting of REtitle stockholders (CONFIDENTIAL per agreement of the parties) | OIC |
| OIC-17 | Exhibit J to Addendum #1 to Form A filing - A10 Balance Sheet by Subsidiary period ending 12/31/16 | OIC |
| OIC-18 | Exhibit J to Addendum #1 to Form A Filing - A10 Balance Sheet by Subsidiary period ending 9/30/17 | OIC |

LIST OF EXHIBITS

| No. | Description | Submitted by |
|--------|--|--------------|
| OIC-19 | 11/17/2017 Addendum #2 to Form A filing | OIC |
| OIC-20 | 12/8/2017 Addendum #3 to Form A filing | OIC |
| OIC-21 | 10/2/2017 Form E filing by A10 (CONFIDENTIAL) | OIC |
| OIC-22 | 12/8/2017 Addendum #4 to Form E filing (with corresponding exhibits A & B attached) (CONFIDENTIAL) | OIC |
| OIC-23 | 12/29/2017 Declaration of Ronald Pastuch Re OIC Recommendation with Proposed Conditions, and Exhibits A & B attached thereto | OIC |
| OIC-24 | Amended OIC Recommendation with Proposed Conditions | OIC |
| OIC-25 | REtitle Capital & Surplus Account 9-30-17 | OIC |
| A10-1 | 10-2-17 Form A filing by A10 Capital LLC (redacted by A10) | A10 |
| A10-2 | Exhibit A to Form A filing – Stock Purchase Agreement between A10 and REtitle (redacted by A10) | A10 |
| A10-13 | 11/7/2017 Addendum #1 to Form A filing (REDACTED-) (further redacted by A10) | A10 |
| A10-19 | 11/17/2017 Addendum #2 to Form A filing (redacted by A10) | A10 |
| A10-30 | 1/8/2018 Declaration and Written Testimony of Jerry Dunn | A10 |