

FILED

2018 FEB -1 A 9:36

HEARINGS UNIT
OFFICE OF
INSURANCE COMMISSIONER

**BEFORE THE STATE OF WASHINGTON
OFFICE OF 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

Docket No. 17-0369

**Declaration of Ben Slaughter in
Support of Petition for
Reconsideration**

Ben Slaughter ("Declarant") submits the following as written testimony supporting approval of the application for acquisition of control of REtitle Insurance Company ("REtitle") by A10 Capital, LLC ("A10") at the hearing scheduled in this matter for January 11, 2018.

Under penalty of perjury under the law of the State of Washington, I hereby declare as follows:

1. I am General Counsel for A10, have personal knowledge regarding the declarations set forth herein, and am competent to testify under oath regarding the same.
2. The Transaction¹ will not close on the acquisition date (February 1, 2018), and it is uncertain when or if the Transaction will close.
3. The reason for the delay is that one of the conditions to close the Transaction (the resolution of the Robbins Claim [as defined in the SPA]), has not been satisfied.
4. A10 has submitted a proposed extension agreement to REtitle and the

¹ Unless defined otherwise in this Declaration, terms defined in the Final Order Approving Acquisition of Control entered herein on January 26, 2018 (the "Final Order") will be used herein without being redefined.

Bayleys, seeking the closing date for the Transaction to be changed to March 23, 2018 (the "Amended Closing Date").

5. The purpose of the proposed extension is to provide the parties with additional time to resolve the Robbins Claim issue.

6. A10 anticipates the Robbins Claim issue will be resolved prior to March 23, 2018, but if the parties cannot resolve the issue, the Transaction will not close.

I declare under penalty of perjury under the laws of the state of Washington that the foregoing is true and correct.

Executed under oath this 1st day of February, 2018.


Ben Slaughter