

The Form A and Form E Applications of
Retitle Insurance Company by A10 Capital LLC
OIC Docket No. 17-0369
SIMBA NUMBER: 1507579

EXHIBIT 3

Ex. B to Form A filing – Ownership Structure of A10

Exhibit B

Ownership Structure

A10 Capital, LLC is wholly owned by A10 Capital Holdings, LLC. A10 Capital Holdings, LLC has 33 members. 32 of the members own a combined total of 23.0496%. The 33rd member owns 76.9504%. The ownership structure is as follows:

H.I.G. A10 Capital Holdings, LLC = 76.95%

A10 Equity Holdings, LLC = 15.59%

The remaining 31 members collectively hold less than 10% of the voting rights of A10 Capital Holdings, LLC.

The Board of Directors of A10 Capital Holdings Company, LLC have control over of the business/affairs of A10 Capital, LLC. The Board of Directors currently consists of the following individuals: Jerry Dunn, Toby Prehn, Brad Coleman, Brian Schwartz, Matt Lozow, Fraser Preston and Vivek Jain.

There is an exception to control and authority built into the operating agreement of A10 Capital Holdings Company, LLC, which limits non-HIG Member Approval Rights as follows (since HIG has majority, in essence a protection for non-HIG Members):

Notwithstanding anything to the contrary herein, without the prior written consent of the Majority of the Non-H.I.G. Members, the Company shall not and A10 Capital, LLC shall not, and the Managers shall not cause the Company or A10 Capital, LLC to: (i) take any action that would result in any Non-H.I.G. Member that holds Common Units being treated differently (in any adverse manner) from any H.I.G. Member that holds Common Units, in each case, with respect to any obligations, rights, preferences or privileges associated with such Units, (ii) take any action that would result in any Non H.I.G. Member that holds Class A Preferred Units being treated differently (in any adverse manner) from any H.I.G. Member that holds Preferred Units, in each case, with respect to any obligations, rights, preferences or privileges associated with such Units, (iii) take any other action that would result in any Non H.I.G. Member being treated differently (in any disproportionate and adverse manner) from any H.I.G. Member, (iv) change the number of members of the Board, (v) designate or appoint the Manager of A10 Capital, LLC to be any Person other than the Company, or (vi) amend, modify, or waive any provision of the Fourth Amended and Restated Operating Agreement of A10 Capital, LLC, as amended from time to time, except in connection with an amendment to permit New Contributors to A10 Capital, LLC, after compliance with all provisions of Section 2.5 of this Agreement as if the New Contributors were acquiring an interest in the Company.