



DEPARTMENT OF
INSURANCE AND FINANCIAL INSTITUTIONS

**HOLDING COMPANY SYSTEM FORMS A, B, C, D, E AND F
INSTRUCTIONS**

Reference Arizona Revised Statutes Title 20, Chapter 2, Article 8 (§ 20-481 et. seq.) and Arizona Administrative Title 20, Chapter 6, Article 14 (Code R20-6-1401 to 1410) for insurance holding company system requirements and standards. The Department has developed Forms E184, E185, E185B, E185C, E185D, E185E, E185F and E185XD as guidelines for compliance.

ALTERNATIVE AND CONSOLIDATED REGISTRATIONS

Any authorized insurer may file a registration statement on behalf of any affiliated insurer or insurers which are required to register pursuant to A.R.S. § 20-481.09 and may include information not required by this Department regarding any insurer in the insurance holding company system, even if such insurer is not authorized to do business in this State. In lieu of filing a registration statement on Form B (Form E185B), the authorized insurer may file a copy of the registration statement or similar report which it is required to file in its State of domicile, provided:

1. The statement or report contains substantially similar information required to be furnished on Form B; and
2. The filing insurer is the principal insurance company in the insurance holding company system. The insurer shall set forth a brief statement of facts which will substantiate its claim that it is the principal insurer in the insurance holding company system.

The Director reserves the right to require individual filings if the Director deems such filings necessary in the interest of clarity, ease of administration or the public good.

DUE DATES

Each authorized insurer shall register within 15 days after the insurer becomes subject to registration and by March 31 of each year, by filing the required Form B (Form E185B), Form C (Form E185C) and Form F (Form E185F) with the Department.

AMENDMENTS

Each registered insurer shall keep current the information required to be disclosed in the registration statement by reporting all material changes or additions within 15 days after the end of each month in which it learns of each such change or addition. Amendments to Form B shall be filed in the Form B and Form C formats with only those items which are being amended reported. The title pages shall include "Amendment No. (insert number) to Form B for (insert year)" and shall indicate the date of the change and not the date of the original filings.

FINES AND PENALTIES

Failure to comply with the provisions of Article 8, Chapter 2, Title 20, Arizona Revised Statutes may result in the imposition of fines, civil penalty, order to cease and desist or finding of a class 1 misdemeanor action pursuant to A.R.S. § 20-481.26 upon the insurer and/or officer, director or employee of the insurer in his individual capacity.

GENERAL REQUIREMENTS – Form A, B, C, D, E and F

Forms A, B, C, D, E and F are intended to be guides in the preparation of the statements required by A.R.S. §§ 20-481.02, 20-481.09, 20-481.12 and 20-481.25. They are not intended to be blank forms which are to be filled in. The statements filed shall contain the numbers and captions of all items, but the text of the items may be omitted provided the answers thereto are prepared in such a manner as to indicate clearly the scope and coverage of the items. All instructions, whether appearing under the items of the form or elsewhere therein, are to be omitted. Unless expressly provided otherwise, if any item is inapplicable or the answer thereto is in the negative, an appropriate statement to that effect shall be made.

All filed documents shall be easily readable and suitable for review and reproduction. Debits in credit categories and credits in debit categories shall be designated so as to be clearly distinguishable as such on photocopies. Statements shall be in the English language and monetary values shall be stated in United States currency. If any exhibit or other document filed with the statement is in a foreign language, it shall be accompanied by a translation into the English language and any monetary value shown in a foreign currency normally shall be converted into United States currency.

HOLDING COMPANY SYSTEM FORMS A, B, C, D, E AND F INSTRUCTIONS

FILING REQUIREMENTS – Form A and E

The statement, including exhibits and all other documents filed as a part thereof, shall be filed with the Director **electronically**. The statement shall be signed in the manner prescribed on the form. If the signature of any person is affixed pursuant to a power of attorney or other similar authority, a copy of such power of attorney or other authority shall also be filed with the statement. **Send to:** financialfilings@difi.az.gov.

The subject line should reflect the type of statement being filed and the name of the insurer (i.e. Form A Name of Insurance Company).

DO NOT SEND A PAPER FORM A or E FILING.

If an applicant requests a hearing on a consolidated basis under A.R.S. § 20-481.07, in addition to filing the Form A with the Director, the applicant shall file a copy of Form A with the National Association of Insurance Commissioners (NAIC) in electronic form.

FILING REQUIREMENTS – Form B, C, D and F

The statement, including exhibits and all other documents filed as a part thereof, shall be filed with the Director **electronically**. The statement shall be signed in the manner prescribed on the form. If the signature of any person is affixed pursuant to a power of attorney or other similar authority, a copy of such power of attorney or other authority shall also be filed with the statement. **Send to:** financialfilings@difi.az.gov.

The subject line should reflect the type of statement being filed and the name of the insurer (i.e. Form B Name of Insurance Company).

DO NOT SEND A PAPER FORM B, C, D, or F FILING.

INCORPORATION BY REFERENCE, SUMMARIES AND OMISSIONS

Information required by any item of Form A, B, C, D, E or F may be incorporated by reference in answer or partial answer to any other item. Information contained in any financial statement, annual report, proxy statement, statement filed with a governmental authority, or any other document may be incorporated by reference in answer or partial answer to any item of Form A, B, C, D, E or F provided the document is filed as an exhibit to the statement. Excerpts of documents may be filed as exhibits if the documents are extensive. Documents currently on file with the Director which were filed within 3 years need not be attached as exhibits. References to information contained in exhibits or in documents already on file shall clearly identify the material and shall specifically indicate that such material is to be incorporated by reference in answer to the item. Matter shall not be incorporated by reference in any case where such incorporation would render the statement incomplete, unclear or confusing.

Where an item requires a summary or outline of the provisions of any document, only a brief statement shall be made as to the pertinent provisions of the document. In addition to such statement, the summary or outline may incorporate by reference particular parts of any exhibit or document currently on file with the Director which was filed within 3 years and may be qualified in its entirety by such reference. In any case where 2 or more documents required to be filed as exhibits are substantially identical in all material respects except as to the parties thereto, the dates of execution, or other details, a copy of only one of the documents need be filed with a schedule identifying the omitted documents and setting forth the material details in which the documents differ from the documents, a copy of which is filed.

INFORMATION UNKNOWN OR UNAVAILABLE AND EXTENSION OF TIME TO FURNISH

If it is impractical to furnish any required information, document or report at the time it is required to be filed, there may be filed with the Director a separate document:

1. Identifying the information, document or report in question;
2. Stating why the filing thereof at the time required is impractical; and
3. Requesting an extension of time for filing the information, document or report to a specified date. The request for extension shall be deemed granted unless the Director within 60 days after receipt thereof enters an order denying the request.

ADDITIONAL INFORMATION AND EXHIBITS

In addition to the information expressly required to be included in Form A, B, C, D, E and F, the Director may request such further information, if any, as may be necessary to make the information contained therein not misleading. The person filing may also file such exhibits as it may desire in addition to those expressly required by the forms. The exhibits shall be so marked as to indicate clearly the subject matters to which they refer. Changes to Forms A, B, C, D, E and F shall include on the top of the cover page the phrase: "Change No. (insert number) to" and shall indicate the date of the change and not the date of the original filing. This Department's Forms E185CHB and E185CHC can be used for filing changes to Forms B and C.