

SERFF Tracking Number: ERCA-125355114 State: Arkansas
Filing Company: Westport Insurance Corporation State Tracking Number: #? \$100
Company Tracking Number:
TOI: 17.0 Other Liability - Claims Made/Occurrence Sub-TOI: 17.0020 Commercial Umbrella & Excess
Product Name: Commercial Umbrella
Project Name/Number: Commercial Umbrella -proposed merger filing/W-UMBXS-AR-07-02623-1-F

Filing at a Glance

Company: Westport Insurance Corporation

Product Name: Commercial Umbrella

TOI: 17.0 Other Liability - Claims

Made/Occurrence

Sub-TOI: 17.0020 Commercial Umbrella & Excess

Filing Type: Form

SERFF Tr Num: ERCA-125355114 State: Arkansas

SERFF Status: Closed

State Tr Num: #? \$100

Co Tr Num:

State Status: Fees verified and received

Co Status:

Reviewer(s): Betty Montesi, Edith Roberts, Brittany Yielding

Author: Marci Fine

Disposition Date: 11/20/2007

Date Submitted: 11/11/2007

Disposition Status: Accepted For Informational Purposes

Effective Date Requested (New): 01/01/2008

Effective Date (New):

Effective Date Requested (Renewal): 01/01/2008

Effective Date (Renewal):

General Information

Project Name: Commercial Umbrella -proposed merger filing

Project Number: W-UMBXS-AR-07-02623-1-F

Reference Organization: N/A

Reference Title:

Filing Status Changed: 11/20/2007

State Status Changed: 11/20/2007

Corresponding Filing Tracking Number:

Filing Description:

*****Informational Only*****

Status of Filing in Domicile: Pending

Domicile Status Comments:

Reference Number:

Advisory Org. Circular:

Deemer Date:

The attached letter(s) is being submitted for informational purposes only and serves as our notification to you regarding the proposed merger of Westprt Insurance Corporation/Employers Reinsurance Corporation.

Please advise of your acknowledgement.

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Company and Contact

Filing Contact Information

Marci Fine, Regulatory Solutions Specialist marci_fine@swissre.com
 5200 Metcalf (800) 255-6931 [Phone]
 Overland Park, KS 66201-1379 (913) 676-6226[FAX]

Filing Company Information

Westport Insurance Corporation CoCode: 34207 State of Domicile: Missouri
 5200 Metcalf Group Code: 181 Company Type:
 P.O. Box 2979
 Overland Park, KS 66201-1379 Group Name: State ID Number:
 (800) 241-3470 ext. [Phone] FEIN Number: 13-1941868

Filing Fees

Fee Required? No
 Retaliatory? No
 Fee Explanation:
 Per Company: No

COMPANY	AMOUNT	DATE PROCESSED	TRANSACTION #
Westport Insurance Corporation	\$0.00	11/11/2007	

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Correspondence Summary

Dispositions

Status	Created By	Created On	Date Submitted
Accepted For Edith Roberts Informational Purposes		11/20/2007	11/20/2007

SERFF Tracking Number: *ERCA-125355114* *State:* *Arkansas*
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Disposition

Disposition Date: 11/20/2007

Effective Date (New):

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Comment:

Rate data does NOT apply to filing.

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Item Type	Item Name	Item Status	Public Access
Supporting Document	Cover letters	Accepted for Informational Purposes	Yes

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Rate Information

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Supporting Document Schedules

Satisfied -Name: Cover letters

Review Status:

Accepted for Informational 11/20/2007
Purposes

Comments:

Attachments:

AR Merger letter_prof liability.pdf

Arkansas Letter.pdf

Swiss Re



Employers Reinsurance Corporation
5200 Metcalf
Overland Park, KS 66201
913-676-3162
913-676-6226
www.swissre.com

November 12, 2007

VIA SERFF

Arkansas Insurance Department
Property & Casualty Division
Little Rock, AR 72201-1904

Re: Swiss Re Plan of Corporate Simplification:
Proposed Merger of Westport Insurance Corporation with and into
Employers Reinsurance Corporation
(Project No. 07-02623f)

Dear Sir or Madam:

The purpose of this letter is to follow up on a letter sent to your department containing notification and explanation of the proposed merger of Westport Insurance Corporation (WIC) with and into Employers Reinsurance Corporation (ERC) to be effective January 1, 2008. A copy of this letter is attached for your reference.

It is our intent that rates, rules and forms currently on file with your department for WIC, NAIC #34207 continue to be on file following the merger with the surviving entity, ERC, NAIC #39845. ERC, the surviving entity, will change its name to WIC thus making it the flagship commercial insurance carrier in the US and preserving the marketability of WIC's name.

Accordingly, we respectfully request that the rates, rules and forms currently on file for WIC, NAIC #34207, be adopted for use by WIC, NAIC #39845 (formerly ERC) for the following program effective January 1, 2008.

- Commercial Umbrella Liability and Excess Liability

Following completion of the merger, for current WIC policyholders in individual states requiring notices or endorsements, the policyholders will be notified that their insurer has changed from WIC, NAIC #34207, to WIC, formerly known as ERC, NAIC #39845.

If you have questions or require additional information, please contact me at the telephone number or email address below.

Sincerely,

Marci Fine, CPCU, ACP
Product & Regulatory Services Specialist
800-255-6931, Ext. 5629
marci_fine@swissre.com



ShipRequest™



Ship To: Mr. Mel Anderson
Company: Chief Financial Examiner
Address 1: Arkansas Insurance Dept.
Address 2:
Address 3: 1200 West Third Street
City: Little Rock
State/Province: Arkansas
ZIP/Postal Code: 85018-7256
Country: United States
email:
Phone:
Account: John Bauer's Project
Package Type: Letter
Address Type: Commercial
Deliver By: Tue, May 15, 2007 8:30 AM

Special Instructions:

Sender Name: Linda Turnbull
email: linda_turnbull@swissre.com
Prepared By:
Phone:



Employers Reinsurance Corporation
5200 Metcalf
Overland Park, KS 66201
913-676-3162
913-676-6226
www.swissre.com

May 14, 2007

VIA EXPRESS MAIL SERVICE

Mr. Mel Anderson
Chief Financial Examiner
Arkansas Insurance Department
1200 West Third Street
Little Rock, AR 85018-7256

Re: Swiss Re Plan of Corporate Simplification:
Proposed Merger of Employers Reinsurance Corporation and
Westport Insurance Corporation

Dear Mr. Anderson,

The purpose of this letter is to provide the Arkansas Insurance Department with advance notice of the proposed merger of Employers Reinsurance Corporation ("ERC") and Westport Insurance Corporation ("WIC"), affiliated Missouri-domiciled insurers both licensed to do business in Arkansas. The expected effective date of the merger is January 1, 2008.

As you may recall, Swiss Reinsurance Company, a Swiss corporation ("Swiss Re"), and General Electric Company, a New York corporation ("GE"), completed a transaction in June 2006 pursuant to which Swiss Re and its affiliates purchased GE Insurance Solutions Corporation, a Delaware corporation, comprised of most of GE's insurance and reinsurance operations. GE Insurance Solutions Corporation since has been renamed Swiss Re Solutions Holding Corporation ("SRSHC"), but it remains the holding company for the US-domiciled insurance entities formerly controlled by GE, including ERC and WIC. ERC is the direct parent of WIC.

Since closing the acquisition, Swiss Re has been reviewing the business operations of its many legal entities, both inside and outside the US, in order to create a plan of corporate simplification that would reduce the number of entities where possible. In brief, the goal of this evaluation is to create a plan which:

- Simplifies the Swiss Re operating structure;
- Consolidates legal entities to eliminate inefficiencies and maximize business operations;
- Provides a clear branding and marketing strategy; and
- Drives fundamental change in legal entity business models.

Certain aspects of this plan have already been initiated. With respect to the former GE Insurance Solutions entities, two mergers occurred in the past several months. GE Reinsurance Corporation, an Illinois corporation, was merged with and into Swiss Reinsurance America Corporation, a New

York corporation ("SRA"), effective January 1, 2007. Also, Coregis Insurance Company, an Indiana corporation, was merged with and into WIC, effective March 30, 2007. Both transactions received approval from the domiciliary regulators and notice was provided to all non-domestic states.

The next steps in the legal entity simplification process relate to the merger of WIC with and into ERC, effective January 1, 2008. Key elements of the merger plan are as follows:

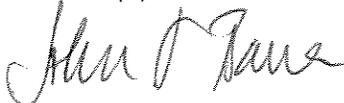
- The reinsurance business of ERC will be transferred to SRA through a combination of novations and a 100% quota share reinsurance agreement;
- ERC, the surviving entity, will change its name to "Westport Insurance Corporation," thus making the surviving entity the flagship commercial insurance carrier in the US and preserving the marketability of WIC's name;
- Where permissible, we will seek approval to have existing approved WIC rates and forms adopted by ERC in advance of the merger;
- Where required, for those lines of business written by WIC and for which ERC is not currently licensed, we will file the appropriate UCAA applications on behalf of ERC;
- Existing agents appointed by WIC and with whom we will have continuing relationships will be appointed by ERC where they have not already been appointed;
- Following completion of the merger, notices or endorsements, as required, will inform ERC policyholders of the change of company name to WIC; and
- For current WIC policyholders, in individual states requiring notices or endorsements to policyholders that their insurer has changed from Westport Insurance Corporation, NAIC #34207, to Westport Insurance Corporation, formerly known as Employers Reinsurance Corporation, NAIC #39845, the appropriate notices or endorsements will be sent.

In the coming weeks and months, the Swiss Re subject matter experts for the above areas may be contacting your Department's subject matter experts to confirm our understanding of your state's requirements in these areas. The purpose of initiating these discussions at this time is to ensure that the merged entity is in a position to do business in your state in the same manner as we do today. We wish for this process to be transparent and seamless to our policyholders and regulators.

We understand that you and your colleagues will have questions about these plans and their implications. We look forward to having constructive discussions with you, and we are committed to compliance with your state's statutes and regulations.

Please feel free to contact me should you have any questions. I can be reached at 913.676.6596 or john_bauer@swissre.com. We look forward to working with you.

Sincerely yours,



John W. Bauer
Senior Legal Counsel, Head Compliance Americas