

STATE OF ARIZONA

DEPARTMENT OF INSURANCE AND FINANCIAL INSTITUTIONS

In the Matter of the Acquisition of Control of)
)
Merit Health Insurance Company)
(NAIC No. 18750))
)
Insurer,)
)
 By)
)
Prime Therapeutics LLC,)
)
)
Petitioner.)

Docket No. 22A-037-INS

**ORDER APPROVING
ACQUISITION**

On May 17, 2022, Prime Therapeutics (“Petitioner”) submitted an application for the acquisition of control of Merit Health Insurance Company (“Insurer”) to the Arizona Department of Insurance and Financial Institutions (the “Department”) for approval of Petitioner as the controlling person of the Insurer pursuant to the provisions of Arizona Revised Statutes (A.R.S.) §§20-481 through 20-481.32 and Arizona Administrative Code (A.A.C.) R20-6-1402.

Based upon reliable evidence provided to the Director of Insurance and Financial Institutions (“Director”) by the Assistant Director of the Financial Affairs Division of the Department, the Director finds as follows:

FINDINGS OF FACT

1. The Insurer is a domestic insurer as referred to in A.R.S. §20-481.
2. The Petitioner filed a statement as referred to in A.R.S. §§20-481.02 and 20-481.03, in the form required by A.A.C. R20-6-1402.
3. The Insurer and its security holders waived the ten (10) day advance filing notice to be given as required by A.R.S. §20-481.07(D).

1 4. No evidence has been produced that would indicate or form the basis for a
2 finding that the Petitioner's acquisition of control of the Insurer:

3 a. Is contrary to law;

4 b. Is inequitable to the shareholders of any domestic insurer involved;

5 c. Would substantially reduce the security of and service to be rendered to the
6 policyholders of the domestic insurer in this State or elsewhere;

7 d. After the change of control, the domestic insurer would not be able to satisfy the
8 requirements for the reissuance of a Certificate of Authority to write the line or lines of
9 insurance for which it is presently licensed;

10 e. Would have the effect of substantially lessening competition in insurance in this
11 state, or tend to create a monopoly;

12 f. Might jeopardize the financial stability of the Insurer or prejudice the interest of its
13 policyholders, based upon the financial condition of any acquiring party;

14 g. Is unfair and unreasonable to policyholders of the Insurer and is not in the public
15 interest, based upon the plans or proposals that the acquiring party has to liquidate the insurer,
16 sell its assets or consolidate or merge it with any person, or to make any other material change
17 in its business or corporate structure or management;

18 h. Would not be in the public interest of policyholders of the Insurer and of the
19 public to permit the merger or other acquisition of control based upon the competence,
20 experience and integrity of those persons who would control the operation of the Insurer; or

21 i. Would likely be hazardous or prejudicial to the insurance-buying public.
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1 Dan Brown
McDermott Will & Emery
2 415 Mission Street, Suite 5600
San Francisco, California 94105-2616
3 danbrown@mwe.com

4 Gio Espinosa, Regulatory Legal Affairs Officer
Maria Ailor, Assistant Director
5 Kurt A. Regner, CFE, Assistant Director
Catherine O'Neil, Consumer Legal Affairs Officer
6 Cary W. Cook, Chief Financial Compliance Officer
Ana Starcevic, Paralegal Project Specialist
7 Arizona Department of Insurance and Financial Institutions
100 North 15th Avenue, Suite 261
8 Phoenix, Arizona 85007

9 *Francine Juarez*

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