



**State of Rhode Island and Providence Plantations
Department of Business Regulation
Insurance Division**

COMPANY MERGER

The procedures to be followed when two insurance companies merge will depend on the statuses of the merging companies, as outlined below:

IF BOTH COMPANIES ARE LICENSED IN RHODE ISLAND

When two Rhode Island licensed companies merge, the following items must be filed with this Division:

- A certified copy of each domestic Insurance Department's Order of Approval;
- A copy of the merger agreement, certified by the surviving company's domestic Insurance Department;
- The continuous R.I. Certificate of Authority which was issued on or after April 1, 1988 to the insurance company that will cease to exist; and
- A completed [information update form](#) for the surviving company

Upon receipt of the required material, we will process the transaction. All fees will be billed on a retaliatory basis upon completion of that process.

Policy forms and/or rates previously approved for a non-surviving company, may be filed for use in the surviving company, subject to the following instructions:

- **Life & Health Policy Forms and/or Rates:** See [Filings of Previously Approved Policy Forms](#). If additional information is needed on forms or rates, please contact the Life, Accident and Health Section of this Division at (401) 462-9621.
- **Property & Casualty Policy Forms and/or Rates:** See Item F of [Instructions for Property & Casualty Rate, Rule & Form Filings](#). If additional information is needed regarding forms or rates, contact information is included in the Instructions for Property & Casualty Rate, Rule & Form Filings.

IF ONLY THE SURVIVING COMPANY IS LICENSED IN RHODE ISLAND

If a company not licensed in Rhode Island is merging with and into a Rhode Island licensed company that will continue as the surviving company, only a certified copy of the Merger Agreement must be filed with this Division.

IF THE SURVIVING COMPANY IS NOT LICENSED IN RHODE ISLAND

If a company licensed in Rhode Island is merging with and into a non-licensed company, one of the following two criteria must first be satisfied before this Division will approve the merger:

1. The non-licensed company must [apply for a Rhode Island Certificate of Authority](#).
2. The Rhode Island licensed company must transfer all of its Rhode Island policies to another duly licensed insurer. See [Assumption Reinsurance filing requirements](#) and [RIGL 27-53.1](#).

Upon its meeting of one of these two above criteria, the non-surviving company will be required to surrender its RI Certificate of Authority.

Completed applications and related questions should be directed to:

Deb Almeida

(401) 462-9542

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Mailing Address:

Rhode Island Insurance Division

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