



STATE OF CONNECTICUT

INSURANCE DEPARTMENT

NOTICE OF PUBLIC HEARING CONCERNING THE PROPOSED ACQUISITION OF CONTROL OF TALCOTT RESOLUTION LIFE INSURANCE COMPANY, ET AL. by SUTTON HOLDINGS GP, LLC, ET AL.

Notice is hereby given that the Insurance Commissioner of the State of Connecticut will conduct a public hearing on June 15, 2021 at 9:00 a.m. in room 601 at the Connecticut Insurance Department, 6th Floor, 153 Market Street, Hartford, CT. The hearing will be conducted pursuant to sections 38a-129 through 38a-140, 4-166 through 4-184, as applicable, of the Connecticut General Statutes; and sections 38a-8-1 through 38a-8-104, and 38a-138-1 through 38a-138-16, as applicable, of the Regulations of the Connecticut State Agencies. Pursuant to Executive Orders No. 7B issued by Governor Ned Lamont on March 14, 2020 and No. 12B issued on May 20, 2021, this hearing shall be held remotely via telephone and video conference. Members of the public can attend this hearing via telephone by dialing 877-912-5988 and using passcode 7299385. The hearing will include a period devoted exclusively to public comment. Persons interested in being designated a party or intervenor should consult sections 38a-8-48 and 38a-8-49 of the Regulations of the Connecticut State Agencies.

The public hearing is being held on the question of granting approval pursuant to section 38a-132(b)(1) of the Connecticut General Statutes of the application filed by Sutton Holdings GP, LLC, Sutton Holdings Investments, Ltd., Sutton Investments, LLC, TAO Sutton Holdings, LLC, TAO Insurance Holdings, LLC, TAO Sutton Parent, LLC, Sixth Street TAO Partners, L.P., Sixth Street TAO Partners (A), L.P., Sixth Street TAO Partners (B), L.P., Sixth Street TAO Partners (C), L.P., Sixth Street TAO Partners (D), L.P., Sixth Street TAO Partners (E), L.P., Sixth Street TAO Partners (F), L.P., Super TAO MA, L.P., Super TAO Contingent MA, L.P., Knight TAO, L.P., PSERS TAO Partners Parallel Fund, L.P., A. Michael Muscolino and Alan Waxman. (“Applicants”), dated February 3, 2021, and as amended and restated (the “Application”). The Application requests the Insurance Commissioner's approval, as required by section 38a-130 of the Connecticut General Statutes, of the proposed acquisition of control of Talcott Resolution Life Insurance Company, Talcott Resolution Life and Annuity Insurance Company, American Maturity Life Insurance Company, and Talcott Resolution International Life Reassurance Corporation (“Domestic Insurers”).

The Proposed Acquisition will be affected pursuant to the terms of the Agreement and Plan of Merger (the “Agreement”) between by and among the Domestic Insurers and the Applicants, dated as of January 18, 2021. The official record of this proceeding, which includes a copy of the Application and the Agreement, is on file with the Connecticut Insurance Department, 153 Market Street, 7th floor, Hartford, Connecticut, and is available for public inspection during regular business hours.

At the public hearing, representatives of the Applicants and the Domestic Insurers as well as any other party or intervenor designated by the Insurance Commissioner pursuant to

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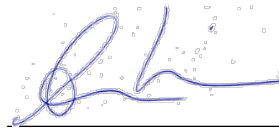
P.O. Box 816 Hartford, CT 06142-0816

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sections 38a-8-48 and 38a-8-49 of the Regulations of the Connecticut State Agencies, and his appointed hearing officer, will appear and be heard concerning the consideration by the Insurance Commissioner of the Application. The public will, at the hearing officer's discretion and in accordance with section 4-177c(b) of the Connecticut General Statutes, be given an opportunity to comment on the Application with respect to the issues to be considered by the Insurance Commissioner. Written statements may also be submitted during the public comment portion of the public hearing or filed with the Insurance Department prior to the close of business on June 14, 2021, by mailing or delivering such statements to the Connecticut Insurance Department, P.O. Box 816, Hartford, CT 06142-0816, Attention: Jennifer M. Dowty, Esq.

The Insurance Department does not discriminate on the basis of disability in admission to, access to, or operation of its programs, services or activities, in accordance with Title II of the Americans with Disabilities Act of 1990. Individuals requiring auxiliary aids for communication or other accommodation are invited to make their needs and preferences known by calling (860) 297-3947.

Dated at Hartford, Connecticut, this 26th day of May, 2021.



Andrew N. Mais
Insurance Commissioner