

**FILED**

**MAR 31 2023**

**INSURANCE REGULATION**  
Docketed by:                     



**OFFICE OF INSURANCE REGULATION**

**MICHAEL YAWORSKY**  
COMMISSIONER

IN THE MATTER OF:

CASE NO.: 306916-23-CO

TOKIO MARINE GRV RE, INC.  
\_\_\_\_\_ /

CONSENT ORDER

THIS CAUSE came on for consideration upon the filing of an application with the FLORIDA OFFICE OF INSURANCE REGULATION (“OFFICE”) by TOKIO MARINE GRV RE, INC. (“APPLICANT”), for approval as an Accredited Reinsurer in this state, pursuant to Section 624.610(3)(b), Florida Statutes (“Application”). Following a complete review of the entire record, and upon consideration thereof, and being otherwise fully advised in the premises, the OFFICE hereby finds as follows:

1. The OFFICE has jurisdiction over the subject matter and the parties herein.
2. APPLICANT has applied for and, subject to the present and continuing satisfaction of the requirements, terms, and conditions established herein, has satisfactorily met all of the conditions precedent to being approved as an Accredited Reinsurer in Florida, pursuant to the requirements set forth by the Florida Insurance Code.
3. APPLICANT is a foreign Property & Casualty stock insurer domiciled in the state of Oklahoma. It is 100% owned by TOKIO MARINE NORTH AMERICA, INC. (“TM NORTH AMERICA”), a Delaware corporation that is 100% owned by Tokio Marine & Nichido Fire Insurance Company, Ltd., a Japanese insurer that is 100% owned by TOKIO MARINE HOLDINGS, INC. (“TOKIO MARINE HOLDINGS”), a corporation organized under the

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Companies Act of Japan, which is publicly traded on several global exchanges and has no 10% or greater shareholders.

4. APPLICANT, TM NORTH AMERICA, and TOKIO MARINE HOLDINGS shall submit, or cause to be submitted, to the OFFICE complete background information for Eiichi Hosojima, Ian Brimecome, Takashi Ida, Caryn Elaine Angelson, and Yoshinori Ishii, including Biographical Affidavits, supplemental information, third-party verification reports produced by an approved vendor, and legible fingerprint cards within 30 days of execution of this Consent Order.

5. Once the OFFICE has received and completed its review of the outstanding background information discussed in Paragraph 4 above, the OFFICE shall issue an invoice to APPLICANT for the actual costs and expenses incurred by the OFFICE for the review of this Application, pursuant to Section 624.610(3)(b)4, Florida Statutes. This invoice will be due 30 days from issuance. If APPLICANT fails to pay the invoice when due, the OFFICE may revoke APPLICANT's accreditation in this state.

6. If the OFFICE determines that any individual for whom APPLICANT is required to submit background information as part of this Application is unacceptable under the Florida Insurance Code, APPLICANT, TM NORTH AMERICA, and TOKIO MARINE HOLDINGS shall cause the removal of said person within 30 days of notice from the OFFICE and replace them with a person or persons acceptable to the OFFICE or shall undertake such other corrective action as directed by the OFFICE. Failure to act would constitute an immediate serious danger to the public, pursuant to Sections 120.569(2)(n) and 120.60(6), Florida Statutes, and the OFFICE may take administrative action as it deems appropriate upon the status of APPLICANT as an Accredited Reinsurer in this state without further proceedings.

7. APPLICANT shall, within 30 days of execution of this Consent Order, provide a certified copy of its most recent Holding Company Registration Statement Forms as filed with its state of domicile regulator.

8. Any deadlines, reporting requirements, other provisions, or requirements set forth in this Consent Order may be altered or terminated by written approval of the OFFICE. Such approval must be requested in writing prior to any proposed deviation from the terms of this Consent Order.

9. Each party to this action shall bear its own costs and fees.

10. APPLICANT, TM NORTH AMERICA, and TOKIO MARINE HOLDINGS expressly waive their rights to a hearing in this matter, the making of findings of fact and conclusions of law by the OFFICE, and all further and other proceedings to which APPLICANT, TM NORTH AMERICA, and TOKIO MARINE HOLDINGS may be entitled, either by law or by rules of the OFFICE. APPLICANT, TM NORTH AMERICA, and TOKIO MARINE HOLDINGS hereby knowingly and voluntarily waive all rights to challenge or to contest this Consent Order, in any forum now or in the future available to them, including the right to any administrative proceeding, state or federal court action, or any appeal.

11. The parties agree that this Consent Order shall be deemed to be executed when the OFFICE has signed and docketed a copy of this Consent Order bearing the notarized signatures of the authorized representatives of APPLICANT, TM NORTH AMERICA, and TOKIO MARINE HOLDINGS.

WHEREFORE, subject to the requirements, terms, and conditions detailed above, TOKIO MARINE GRV RE, INC.'s status as an Accredited Reinsurer in this state, pursuant to Section 624.610(3)(b), Florida Statutes, is APPROVED.

DONE and ORDERED this 31 day of March, 2023.



  
\_\_\_\_\_  
Michael Yaworsky, Commissioner  
Office of Insurance Regulation

By execution hereof, TOKIO MARINE GRV RE, INC., consents to entry of this Consent Order, agrees without reservation to all of the above terms and conditions, and shall be bound by all provisions herein. The undersigned represents that they have the authority to bind TOKIO MARINE GRV RE, INC., to the terms and conditions of this Consent Order.

TOKIO MARINE GRV RE, INC.

By: John Newton

Print Name: JOHN NEWTON

Title: PRESIDENT

Date: 3/17/2023

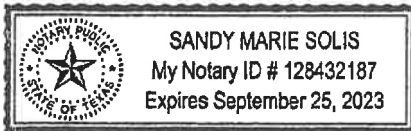
STATE OF Texas

COUNTY OF Harris

The foregoing instrument was acknowledged before me by means of  physical presence

or  online notarization, this 17th day of March 2023, by John Newton  
(name of person)

as Officer (President) for Tokio Marine GRV Re, Inc.  
(type of authority: e.g., officer, trustee, attorney-in-fact) (company name)



Sandy M. Solis  
(Signature of the Notary)

Sandy M. Solis  
(Print, Type or Stamp Commissioned Name of Notary)

Personally Known  OR Produced Identification \_\_\_\_\_

Type of Identification Produced \_\_\_\_\_

My Commission Expires: 9/25/2023

By execution hereof, TOKIO MARINE GRV RE, INC., consents to entry of this Consent Order, agrees without reservation to all of the above terms and conditions, and shall be bound by all provisions herein. The undersigned represents that they have the authority to bind TOKIO MARINE GRV RE, INC., to the terms and conditions of this Consent Order.

TOKIO MARINE GRV RE, INC.

By: \_\_\_\_\_

Print Name: \_\_\_\_\_

Title: \_\_\_\_\_

Date: \_\_\_\_\_

STATE OF \_\_\_\_\_

COUNTY OF \_\_\_\_\_

The foregoing instrument was acknowledged before me by means of  physical presence  
or  online notarization, this \_\_\_\_ day of \_\_\_\_\_ 2023, by \_\_\_\_\_  
(name of person)  
as \_\_\_\_\_ for \_\_\_\_\_.  
(type of authority: e.g., officer, trustee, attorney-in-fact) (company name)

\_\_\_\_\_  
(Signature of the Notary)

\_\_\_\_\_  
(Print, Type or Stamp Commissioned Name of Notary)

Personally Known \_\_\_\_\_ OR Produced Identification \_\_\_\_\_

Type of Identification Produced \_\_\_\_\_

My Commission Expires: \_\_\_\_\_



By execution hereof, TOKIO MARINE NORTH AMERICA, INC., consents to entry of this Consent Order, agrees without reservation to all of the above terms and conditions, and shall be bound by all provisions herein. The undersigned represents that they have the authority to bind TOKIO MARINE NORTH AMERICA, INC., to the terms and conditions of this Consent Order.

TOKIO MARINE NORTH AMERICA, INC.

By: [Signature]

Print Name: Robert O'Leary

Title: CEO

Date: March 27, 2023

STATE OF New York

COUNTY OF New York

The foregoing instrument was acknowledged before me by means of  physical presence

or  online notarization, this 24<sup>th</sup> day of March 2023, by Robert O'Leary  
(name of person)

as CEO for Tokio Marine North America, Inc.  
(type of authority: e.g., officer, trustee, attorney-in-fact) (company name)

[Signature]  
(Signature of the Notary)

Angelique Cooper  
(Print, Type or Stamp Commissioned Name of Notary)

Personally Known X OR Produced Identification \_\_\_\_\_

Type of Identification Produced \_\_\_\_\_

My Commission Expires: July 9, 2023

ANGELIQUE COOPER  
Notary Public - State of New York  
No. 01CO6061072  
Qualified In Queens County  
My Commission Expires July 9, 2023

By execution hereof, TOKIO MARINE NORTH AMERICA, INC., consents to entry of this Consent Order, agrees without reservation to all of the above terms and conditions, and shall be bound by all provisions herein. The undersigned represents that they have the authority to bind TOKIO MARINE NORTH AMERICA, INC., to the terms and conditions of this Consent Order.

TOKIO MARINE NORTH AMERICA, INC.

By: \_\_\_\_\_

Print Name: \_\_\_\_\_

Title: \_\_\_\_\_

Date: \_\_\_\_\_

STATE OF \_\_\_\_\_

COUNTY OF \_\_\_\_\_

The foregoing instrument was acknowledged before me by means of  physical presence or  online notarization, this \_\_\_\_ day of \_\_\_\_\_ 2023, by \_\_\_\_\_ (name of person)

as \_\_\_\_\_ for \_\_\_\_\_ (type of authority: e.g., officer, trustee, attorney-in-fact) (company name)

\_\_\_\_\_  
(Signature of the Notary)

\_\_\_\_\_  
(Print, Type or Stamp Commissioned Name of Notary)

Personally Known \_\_\_\_\_ OR Produced Identification \_\_\_\_\_

Type of Identification Produced \_\_\_\_\_

My Commission Expires: \_\_\_\_\_



By execution hereof, TOKIO MARINE HOLDINGS, INC., consents to entry of this Consent Order, agrees without reservation to all of the above terms and conditions, and shall be bound by all provisions herein. The undersigned represents that they have the authority to bind TOKIO MARINE HOLDINGS, INC., to the terms and conditions of this Consent Order.

TOKIO MARINE HOLDINGS, INC.

By: 

Print Name: AKIRA HARASHIMA

Title: Vice President Director

Date: 28<sup>th</sup> March 2023

STATE OF \_\_\_\_\_

COUNTY OF \_\_\_\_\_

The foregoing instrument was acknowledged before me by means of  physical presence  
or  online notarization, this \_\_\_\_ day of \_\_\_\_\_ 2023, by \_\_\_\_\_  
(name of person)  
as \_\_\_\_\_ for \_\_\_\_\_  
(type of authority: e.g., officer, trustee, attorney-in-fact) (company name)

\_\_\_\_\_  
(Signature of the Notary)

\_\_\_\_\_  
(Print, Type or Stamp Commissioned Name of Notary)

Personally Known \_\_\_\_\_ OR Produced Identification \_\_\_\_\_

Type of Identification Produced \_\_\_\_\_

My Commission Expires: \_\_\_\_\_



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Email: jennifer.milam@flor.com

# NOTARIAL CERTIFICATE

This is to certify that YANAGIDA Chikae an agent of AKIRA HARASHIMA has stated in my presence that said AKIRA HARASHIMA acknowledged to have signed the attached document.

Dated this 29th day of March, 2023.



*N. Watanabe*

WATANABE Noriaki

NOTARY

3-1, Marunouchi 3-chome,  
Chiyoda-ku, Tokyo, Japan

ATTACHED TO  
TOKYO LEGAL AFFAIRS BUREAU



認 証

添付書面における作成名義人原島朗の代理人柳田智加恵は、当職の面前において本人が作成名義人の署名を自認していると陳述した。以下余白。

よって、これを認証する。

令和5年 3 月 29 日、本公証人役場において

東京都千代田区丸の内三丁目3番1号  
東京法務局所属

公 証 人  
Notary

渡邊 徳一

WATANABE Noriaki

証 明



上記署名は、東京法務局所属公証人の署名に相違ないものであり、かつ、その押印は、真実のものであることを証明する。

令和5年 3 月 29 日

東京法務局長

坂本 佳胤



APOSTILLE

(Convention de La Haye du 5 octobre 1961)

1. Country: JAPAN  
This public document
2. has been signed by WATANABE Noriaki
3. acting in the capacity of Notary of the Tokyo Legal Affairs Bureau
4. bears the seal/stamp of WATANABE Noriaki, Notary  
Certified
5. at Tokyo
6. Mar.29.2023
7. by the Ministry of Foreign Affairs
8. 23- No 005855
9. Seal/stamp:
10. Signature



  
HAMAMOTO Hiroki

For the Minister for Foreign Affairs