

BEFORE THE INSURANCE COMMISSIONER OF THE STATE OF IOWA

In the matter of the Application of
Transamerica Life Insurance Company
(TLIC) for Approval of Its Plan of Division

(Iowa Code Chapter 521I)

FILED

JUL 31 2026

COMMISSION OF INSURANCE
INSURANCE DIVISION OF IOWA

**BEFORE THE INSURANCE COMMISSIONER AND THE ATTORNEY GENERAL OF
THE STATE OF IOWA**

In the matter of the Application of
Transamerica Life Insurance Company
(TLIC) for Approval of the Merger of Newly
Formed Company with SCOR Global Life
USA Reinsurance Company

(Iowa Code Chapter 521)

**STIPULATION AND ORDER OF WITHDRAWAL
OF INTERVENOR JOHN HANCOCK'S PETITION**

Transamerica Life Insurance Company ("TLIC") and SCOR Global Life USA Reinsurance Company ("SGLUSA") (collectively, the "Plan Proponents"), and John Hancock Life Insurance Company (U.S.A.) and its affiliate The Manufacturers Life Insurance Company (Bermuda Branch) (collectively, "John Hancock"), intervenors in the above-captioned proceedings, by and through their undersigned counsel, stipulate and agree, subject to the approval of the Commissioner, to the following:

1. On May 12, 2026, TLIC filed a Plan of Division (the "Proposed Plan"), a proposed form of Articles of Merger and Plan of Merger, and an application pursuant to Iowa Code Chapter 521 and 521I with the Iowa Insurance Commissioner.

2. The Proposed Plan proposes that TLIC divide into two entities: TLIC, as the surviving Iowa insurance company, and TLIC-A, as the new Iowa-domiciled stock insurance company created by the division. The Proposed Plan further proposes that, simultaneously with the division, TLIC-A will merge with and into SGLUSA, with SGLUSA as the surviving company.

3. The Proposed Plan defines “Specified Business” as “all the assets, liabilities, contracts, and required surplus associated with TLIC other than such assets, liabilities, contracts, and required surplus relating to TLIC’s retroceded business.”

4. The Specified Business includes the “Covered Contracts” listed in Schedule 1 and Schedule 1A in the Proposed Plan, which include nineteen (19) John Hancock treaties where TLIC or an affiliate is the current reinsurer.

5. On May 12, 2026, the Iowa Insurance Commissioner issued a Notice of Public Hearing and Order regarding TLIC’s Proposed Plan.

6. The Notice of Public Hearing and Order stated that any person seeking to intervene as a party in the proceeding had to file a petition with the Commissioner no later than May 29, 2026.

7. On May 29, 2026, John Hancock filed a Motion to Intervene and a Petition in Intervention (“Petition”) in the above-captioned proceedings.

8. On June 12, 2026, the Commissioner granted John Hancock’s Motion to Intervene.

9. On July 10, 2026, TLIC and SGLUSA filed their respective Responses to John Hancock’s Petition.

10. On July 20, 2026, John Hancock filed a Motion for Summary Judgment seeking denial of approval of the Proposed Plan.

11. On July 29, 2026, TLIC filed Amendment No. 1 to the Proposed Plan (“Amendment No. 1”), which excludes all “Excluded Contracts” from the definition of “Covered Contracts” that the Plan Proponents are seeking to divide from TLIC in the Proposed Plan. Amendment No. 1 defines “Excluded Contracts” as those reinsurance contracts listed in Scheduled 1B attached thereto, which includes all reinsurance contracts with John Hancock.

12. In light of Amendment No. 1 to the Proposed Plan, John Hancock withdraws its Petition.

13. Upon entry of this Stipulation and Order, John Hancock is relieved of any obligations under the Scheduling and Administrative Order entered on June 15, 2026, and is no longer an intervenor in these proceedings.

Dated: July 31, 2026

/s/Nick Critelli

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Counsel for Intervenor John Hancock

IT IS SO ORDERED, this 31 day of July, 2026

A handwritten signature in dark ink, appearing to read "Douglas M. Ommen", written over a horizontal line.

Commissioner Douglas M. Ommen