

THE STATE OF NEW HAMPSHIRE

MERRIMACK, SS.

SUPERIOR COURT

Docket No. 03-E-0106

**In the Matter of the Liquidation of
The Home Insurance Company**

**LIQUIDATOR'S MOTION FOR
APPROVAL OF REVISED INVESTMENT GUIDELINES**

Roger A. Sevigny, Commissioner of Insurance for the State of New Hampshire, as Liquidator ("Liquidator") of The Home Insurance Company ("Home"), hereby moves that the Court enter an order approving revised investment guidelines for Home. A copy of the revised statement of investment policy (the "Revised Investment Guidelines") is attached hereto as Exhibit A. In support hereof, the Liquidator respectfully represents as follows:

1. Background. Home's investment portfolio has been managed pursuant to the same investment guidelines since the beginning of the liquidation proceeding in June 2003. These investment guidelines were summarized in the statement of investment policy attached as Exhibit A to the Liquidator's Third Report, dated September 12, 2003 (the "Investment Guidelines"). The Liquidator entered into an Asset Management Agreement with Conning Asset Management Company ("Conning"), dated June 2, 2004 (the "Agreement"), which was approved by the Court on July 6, 2004. Since then, Conning has managed the longer-term portion of Home's portfolio pursuant to the Agreement, subject to the Investment Guidelines which are Schedule 1 to the Agreement. As described in the Liquidator's Motion for Approval of Asset Management Agreement,

dated June 10, 2004, the Liquidator and Conning anticipated the need to revise the Investment Guidelines, subject to the approval of the Court, to permit more latitude in investments consistent with the goals of the liquidation. The present motion seeks approval of these Revised Investment Guidelines. Affidavit of Peter A. Bengelsdorf, Special Deputy Liquidator, in Support of Approval of Revised Investment Guidelines (“Bengelsdorf Aff.”) ¶ 2.

2. Limitations of the Investment Guidelines. As anticipated, the original Investment Guidelines require revision in light of Conning’s experience in managing the Home portfolio over the last six months. Conning has advised the Liquidator that the Investment Guidelines are too restrictive given the size of Home’s investment portfolio. In particular, Conning is having difficulty investing such a sizable portfolio in light of the caps on the dollar amount that can be invested in any one issuer. As a result, Conning is having difficulty finding enough quality investments to invest the portfolio’s excess cash positions. If approved, the Revised Investment Guidelines will replace the Investment Guidelines as Schedule 1 to the Agreement. Bengelsdorf Aff. ¶ 3.

3. The Revised Investment Guidelines. The proposed Revised Investment Guidelines were drafted in consultation with Conning. They are designed to allow Conning to make larger investments in individual issuers, while maintaining the conservative nature of the investment policy. The Investment Guidelines limit the dollar amount of an investment in any single issuer and, in the case of corporate notes and bonds rated “Baa” and prime bankers acceptances, the total investments in an asset class. By contrast, the Revised Investment Guidelines would limit investments based on the percentage of the portfolio, not particular dollar amounts. More specifically, the Revised

Investment Guidelines restrict the percentage of the total portfolio that can be comprised of any one issuer in any single asset class¹ and the percentage of the portfolio that can be comprised of investments in any one asset class.² The Revised Investment Guidelines also add clarifying language to (a) reiterate that Conning may only invest in bonds and fixed income securities; (b) exclude from mortgage backed securities any derivatives such as inverse floating rates and interest rate only tranches; (c) exclude from asset backed securities any franchise loan and equipment trust certificates transactions; (d) provide Conning with ninety (90) days to sell investments if investments must be sold to bring the portfolio into compliance with the Revised Investment Guidelines; (e) state explicitly that no more than five percent (5%) of the total portfolio may be invested in Baa (Moody's) or Triple B (S&P) securities; and (f) specify that asset allocation is based on the lower of the S&P or Moody's ratings. The Revised Investment Guidelines also remove reference to prime bankers acceptances as an investment option. Bengelsdorf Aff. ¶ 4.

4. The Revised Investment Guidelines address the issues revealed by Conning's experience in operating under the Investment Guidelines and are consistent with a prudent and conservative investment policy. Bengelsdorf Aff. ¶ 5.

5. For the reasons described above, the Liquidator submits that the Revised Investment Guidelines are fair and reasonable and in the best interests of the liquidation and of the policyholders and other creditors of Home. See Bengelsdorf Aff. ¶ 6. The Revised Investment Guidelines are consistent with the Liquidator's authority under

¹ No limits apply to US Government and US Government Agency Obligations.

² This limitation does not apply to US Government and US Government Agency Obligations, commercial paper and certificates of deposit.

paragraphs (f) and (h) of the Order of Liquidation entered June 13, 2003, to administer and invest assets under the orders of the Court and RSA 402-C:25, VI, to “do such other acts as are necessary or expedient to collect, conserve or protect its assets or property.” The Revised Investment Guidelines are also in furtherance of the Agreement with Conning approved by the Court on July 6, 2004. Bengelsdorf Aff. ¶ 6.

WHEREFORE, the Liquidator requests that the Court grant this motion, enter an order in the form submitted herewith approving the Revised Investment Guidelines, and grant such other and further relief as may be just.

Respectfully submitted,

ROGER A. SEVIGNY, COMMISSIONER OF
INSURANCE FOR THE STATE OF NEW
HAMPSHIRE, AS LIQUIDATOR OF THE HOME
INSURANCE COMPANY,

By his attorneys,

KELLY A. AYOTTE
ATTORNEY GENERAL

Suzanne M. Gorman
Senior Assistant Attorney General
Civil Bureau
New Hampshire Department of Justice
33 Capitol Street
Concord, N.H. 03301-6397
(603) 271-3650



J. David Leslie, pro hac vice
Eric A. Smith, pro hac vice
Rackemann, Sawyer & Brewster
One Financial Center
Boston, MA 02111
(617) 542-2300

January 27, 2005

Certificate of Service

I hereby certify that a copy of the foregoing Motion for Approval of Revised Investment Guidelines, the Affidavit of Peter A. Bengelsdorf, Special Deputy Liquidator, and the proposed form of order were sent, this 27th day of January, 2005, by first class mail, postage prepaid to all persons on the attached service list.



Eric A. Smith

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SERVICE LIST

Ronald L. Snow, Esq.
Orr & Reno
One Eagle Square
P.O. Box 3550
Concord, New Hampshire 03302-3550

Gary Lee, Esq.
Pieter Van Tol, Esq.
Lovells
16th Floor
900 Third Avenue
New York, New York 10022

Gail M. Goering, Esq.
Adam Goodman, Esq.
Eric Haab, Esq.
Lovells
One IBM Plaza
330 N. Wabash Avenue, Suite 1900
Chicago, Illinois 60611

Andre Bouffard, Esq.
Eric D. Jones, Esq.
Downs Rachlin Martin PLLC
199 Main Street
P.O. Box 190
Burlington, Vermont 05402-0190