

STATE OF CONNECTICUT
INSURANCE DEPARTMENT

PROPOSED ACQUISITION OF CONTROL OF)

PHL VARIABLE INSURANCE COMPANY,)
a Connecticut domiciled insurance company,)
PHOENIX LIFE AND ANNUITY COMPANY,)
a Connecticut domiciled insurance company, and)
AMERICAN PHOENIX LIFE AND)
REASSURANCE COMPANY,)
a Connecticut domiciled insurance company)

by)

Docket No. EX 15-150

DAVERO MERGER SUB CORP.,)
a Delaware corporation,)
NASSAU REINSURANCE GROUP HOLDINGS L.P.,)
a Delaware limited partnership,)
NASSAU REINSURANCE GROUP)
HOLDINGS GP, LLC,)
a Delaware limited liability company,)
NASSAU HOLDINGS, L.P.,)
a Cayman Islands exempted limited partnership,)
GGCOF EXECUTIVE CO-INVEST HOLDINGS LTD.)
a Cayman Islands exempted company)
GOLDEN GATE PRIVATE EQUITY, INC.,)
a Delaware corporation and registered)
investment advisor, and)
DAVID C. DOMINIK)
(collectively, "Nassau").)

NOTICE OF APPEARANCE

Please enter our appearance in the above-designated matter on behalf of Nassau.

We are authorized to accept service on behalf of said participants in this matter.

[Name]
[Firm]
[Address]
[Address]
[Phone number]

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