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October 20, 2016

**Via Hand Delivery**

Kathryn Belfi  
Director of Financial Regulation  
Connecticut Insurance Department  
153 Market Street  
Hartford, Connecticut 06103

**Re: Form A Statement Regarding the Proposed Acquisition of Vantis Life Insurance Company by the Penn Mutual Life Insurance Company**

Dear Ms. Belfi:

On behalf of the Penn Mutual Life Insurance Company ("Penn Mutual"), we are hereby filing the enclosed Form A Statement pursuant to Section 38a-130 of Connecticut General Statutes. The Form A Statement relates to Penn Mutual's proposed acquisition of control of Vantis Life Insurance Company, a Connecticut life insurance company ("Vantis"), whereby Penn Mutual will acquire 100% of the Vantis' stock and ultimate control of Vantis. Penn Mutual respectfully requests approval of the proposed acquisition, as described in the Form A Statement.

We have enclosed for filing one original and five copies of the Form A Statement, including exhibits. Please do not hesitate to contact us if the Department would like additional copies of anything.

The Form A Statement includes Biographical Affidavits, which will be submitted under separate cover. Business Information Group, the NAIC-approved verification agency, will provide third party background checks under separate cover.

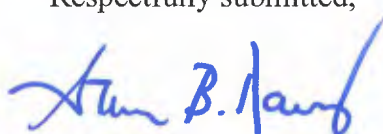
Penn Mutual respectfully requests that the Department treat the unredacted Biographical Affidavits, the third party background checks, and Exhibit L (three-year pro formas for the combined entity) as confidential on the basis that they contain personal information, trade secrets, and/or commercially sensitive financial information given in confidence not otherwise required by statute, pursuant to Section 1-210 of the Connecticut General Statutes. We ask that the Department (i) treat the redacted portions of these exhibits as confidential, (ii) notify Penn Mutual in advance of any proposed disclosure of the redacted portions by the Department, and (iii) give Penn Mutual a reasonable opportunity to object or seek a protective order or take other

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action to prevent or limit any such disclosure. We appreciate the Department's assistance in maintaining the confidentiality of this information.

Thank you for your time and attention to this filing. We look forward to working with your team. Please do not hesitate to contact me with any questions about this filing.

Respectfully submitted,

A handwritten signature in blue ink, appearing to read "Steven B. Davis". The signature is fluid and cursive, with the first name "Steven" and last name "Davis" being more prominent than the middle initial "B".

Steven B. Davis

Enclosures

cc: Kevin Reynolds, Esq., Penn Mutual Life Insurance Company  
Charles R. Welsh, Esq. (counsel for Vantis Life Insurance Company)