BEFORE THE DEPARTMENT OF COMMERCE AND INSURANCE
FOR THE STATE OF TENNESSEE

IN THE MATTER OF:	)	
	)	No.: 05-074
THE WESTERN AND SOUTHERN	)	
LIFE INSURANCE COMPANY	)	

ORDER ADOPTING EXAMINATION REPORT AND CONSENT ORDER

The Ohio Department of Insurance has examined certain affairs of The Western and Southern Life Insurance Company (hereinafter also referred to as the "Company"), an insurance company domiciled in the State of Ohio. As a result of an examination conducted as of the 31st day of December, 2003, the examiner-in-charge filed with the Ohio Department of Insurance a verified, written report on examination titled "Race Based Pricing Activities With Respect to the Life Insurance Business of Western & Southern Life Insurance Company".

Pursuant to Tenn. Code Ann. § 56-1-410, said report on examination regarding the affairs of The Western and Southern Life Insurance Company, as undertaken by and adopted by the Ohio Department of Insurance, is hereby **ADOPTED**.

The Consent Order entered into between the Company and the Ohio Department of Insurance on August 24, 2005, is hereby **APPROVED** and **ADOPTED.**

The Company is **DIRECTED** to comply with all the terms and conditions found in the Consent Order and follow all those recommendations outlined in the Examination Report.

Through the adoption of the Consent Order, the Tennessee Department of Commerce and Insurance will be considered a participating state, per Section II, Subsection I of the Consent Order, and the Company will make a pro-rata administrative payment to the Tennessee Department of Commerce and Insurance in lieu of any other administrative penalty that may otherwise be imposed

by the Commissioner for the Department of Commerce and Insurance regarding the matters contained in Consent Order.

It is so **ORDERED**.

ENTERED this the 5th day of January, 2006.

Paula A. Flowers

Paula A. Flowers, Commissioner
Department of Commerce and Insurance
State of Tennessee

PREPARED FOR ENTRY:

Eric J. Stansell

Eric J. Stansell (BPR# 021707)
Staff Attorney
Tennessee Department of Commerce and Insurance
500 James Robertson Parkway
Davy Crockett Tower, Fifth Floor
Nashville, Tennessee 37243
(615) 741-2199

CERTIFICATE OF SERVICE

The undersigned hereby certifies that a true and correct copy of the foregoing Order Adopting Examination Report as Filed has been messenger mailed to Larry C. Knight, Jr., Assistant Commissioner for Insurance, Department of Commerce and Insurance, and Don Spann, Chief Examiner, Department of Commerce and Insurance, and mailed, first class, postage prepaid, to Edward J. Babbitt, Vice President & Senior Counsel, The Western and Southern Life Insurance Company, 400 Broadway, Cincinnati, Ohio, 45202, and Daniel J. Atkisson, CPCU, CIDM, CIE, Insurance Compliance Supervisor, Ohio Department of Insurance, Market Regulation and Licensing Division, 2100 Stella Court, Columbus, Ohio, 43215-1067 on this the 9th day of January, 2006.

Eric J. Stansell

Eric J. Stansell
Certifying Attorney