STATE OF MISSOURI

DEPARTMENT OF INSURANCE, FINANCIAL INSTITUTIONS AND PROFESSIONAL REGISTRATION

P.O. Box 690, Jefferson City, Mo. 65102-0690

In re:)
) Investigation No. 11016-50520-PC
Old Republic National Title Insurance Co. (NAIC #50520))

ORDER OF THE DIRECTOR

NOW, on this 19th day of December 2011, Director John M. Huff, after consideration and review of the market conduct investigation of Old Republic National Title Insurance Company (NAIC #50520), (hereafter referred to as "the Company") investigation number 11016-50520--PC, conducted by the Division of Insurance Market Regulation pursuant to §374.190 RSMo, and the Stipulation of Settlement ("Stipulation"), does hereby issue the following orders:

This order, issued pursuant to §374.046.15, RSMo (Cum. Supp. 2010) and §374.280 RSMo, is in the public interest.

IT IS THEREFORE ORDERED that, the Company and the Division of Insurance Market Regulation having agreed to the Stipulation, the Director does hereby approve and agree to the Stipulation.

IT IS FURTHER ORDERED that the Company shall not engage in any of the violations of law and regulations set forth in the Stipulation and shall implement procedures to place the Company in full compliance with the requirements in the Stipulation and the statutes and regulations of the State of Missouri and to maintain those corrective actions at all times.

IT IS FURTHER ORDERED that the Company shall pay, and the Department of Insurance, Financial Institutions and Professional Registration, State of Missouri, shall accept, the Voluntary

Forfeiture of $74,000, payable to the Missouri State School Fund.

IT IS SO ORDERED.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of my office in Jefferson City, Missouri, this 19th day of DECEMBER, 2011.

John M. Huff
Director

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DEPT OF INSURANCE, FINANCIAL INSTITUTIONS & PROFESSIONAL REGISTRATION

STATE OF MISSOURI

DEPARTMENT OF INSURANCE, FINANCIAL INSTITUTIONS AND PROFESSIONAL REGISTRATION

P.O. Box 690, Jefferson City, Mo. 65102-0690

TO: Old Republic National Title Insurance Company
400 Second Avenue South
Minneapolis, MN 55401-2499

RE: Old Republic National Title Insurance Company (NAIC #50520)
Missouri Market Conduct Investigation #11016-50520-PC

STIPULATION OF SETTLEMENT AND VOLUNTARY FORFEITURE

It is hereby stipulated and agreed by John M. Huff, Director of the Missouri Department of Insurance, Financial Institutions and Professional Registration, hereinafter referred to as "Director," and Old Republic National Title Insurance Company. (NAIC # 50520), (hereafter referred to as "Old Republic"), as follows:

WHEREAS, John M. Huff is the Director of the Missouri Department of Insurance, Financial Institutions and Professional Registration (hereafter referred to as "the Department"), an agency of the State of Missouri, created and established for administering and enforcing all laws in relation to insurance companies doing business in the State in Missouri; and

WHEREAS, Old Republic has been granted a certificate of authority to transact the business of insurance in the State of Missouri; and

WHEREAS, the Department conducted a Market Conduct Investigation of Old Republic and prepared report number 11016-50520-PC; and

WHEREAS, the report of the Market Conduct Investigation revealed that:

1. In one (1) instance, Old Republic appointed an agent prior to that agent obtaining a Missouri license in violation of §381.018.3 RSMo;

2. In fifty nine (59) instances, Old Republic terminated an agency relationship without

reporting the termination or the reasons for the termination in violation of §381.018.5 RSMo;

3. In four (4) instances, Old Republic notified the Director of the termination of agency agreements, but failed to provide the notice within 7 days of termination in violation of §381.018.5 RSMo;

4. In thirteen (13) instances, Old Republic failed to perform on-site audits of its agents for 2008 and/or file audit reports with the Director in violation of §§381.023.1 and .4 RSMo;

5. In eleven (11) instances, Old Republic failed to perform 2009 agency audits, failed to file audits reports with the Director, or failed to timely file the audit reports in violation of §§381.023.1 and .4 RSMo and 20 CSR 500-7.080 (3) (B);

6. In five (5) instances, Old Republic failed to submit reports of 2009 agency audits within 120 days after the completion of the audit in violation of §381.023.4 RSMo and 20 CSR 500-7.080 (3) (B);

7. In four (4) instances, Old Republic failed to perform agency audits for 2010 or failed to timely submit the audit reports to the Director in violation of §381.023.1 and .4 RSMo and 20 CSR 500-7.080 (3) (B); and

8. In five (5) instances, Old Republic failed to adopt and utilize required standards and procedures for on-site review of title agencies and agents in violation of §381.023.2 RSMo and 20 CSR 500-7.080 (1) (A) and (2) (D).

WHEREAS, without admitting any violations of law, Old Republic does agree to undertake a complete review of its practices and procedures to enhance compliance with Missouri statutes and regulations in the areas of concern described above, including, but not limited to, taking the following actions:

1. Old Republic agrees to take and maintain any corrective actions necessary to assure that the matters noted in the above-referenced market conduct investigation report do not occur in the future; and

2. Old Republic agrees to file documentation with the Director within 90 days of the entry of a final order closing this investigation of all remedial actions taken by it to implement compliance with the terms of this Stipulation.

3. Old Republic shall have proof on file that a title agency or agent is licensed in Missouri at the time it enters into a written contract or before the contract becomes effective. Where a licensed agency has its assets purchased by an unlicensed entity, Old Republic shall not enter into a contract with the new agency until that entity obtains a Missouri license.

WHEREAS, Old Republic, after being advised by legal counsel, does hereby voluntarily and

knowingly waive any and all rights for procedural requirements, including notice and an opportunity for a hearing, which may have otherwise applied to the above referenced Market Conduct Investigation; and

WHEREAS, Old Republic hereby agrees to the imposition of the ORDER of the Director and as a result of Market Conduct Investigation #11016-50520-PC further agrees, voluntarily and knowingly to surrender and forfeit the sum of $74,000.

NOW, THEREFORE, in lieu of the institution by the Director of any action for the SUSPENSION or REVOCATION of the Certificate(s) of Authority of Old Republic to transact the business of insurance in the State of Missouri or the imposition of other sanctions, Old Republic does hereby voluntarily and knowingly waive all rights to any hearing, does consent to the ORDER of the Director, does surrender and forfeit the sum of $74,000, such sum payable to the Missouri State School Fund, in accordance with §374.280, RSMo.

DATED: 12-13-11

President
Old Republic National Title Insurance Company