

ORGANIZATIONAL EXAMINATION
OF
ANGELINA SPECIALTY INSURANCE COMPANY, INC.
AS OF
NOVEMBER 30, 2025

TRINIDAD NAVARRO
COMMISSIONER



STATE OF DELAWARE
DEPARTMENT OF INSURANCE

REPORT ON ORGANIZATIONAL EXAMINATION
OF
ANGELINA SPECIALTY INSURANCE COMPANY, INC.
AS OF
NOVEMBER 30, 2025

The above-captioned report was completed by examiners of the Delaware Department of Insurance.

Consideration has been duly given to the comments, conclusions and recommendations of the examiners regarding the status of the company as reflected in the report.

This report is hereby accepted, adopted and filed as an official record of this Department.

Trinidad Navarro
Insurance Commissioner

Dated this ____ 12th ____ day of _____ December _____, 2025

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November 30, 2025

Honorable Trinidad Navarro
Insurance Commissioner
State of Delaware
1351 West North Street, Suite 201
Dover, DE 19904

Dear Commissioner:

In accordance with instructions and pursuant to statutory provisions contained in Examination Certification No. 25.911, dated October 22, 2025, an Organizational Examination has been conducted of

Angelina Specialty Insurance Company, Inc.

hereinafter referred to as ASIC or the Company. The Company was incorporated under the laws of the State of Delaware as a stock property and casualty surplus lines insurance company.

The Company's registered agent is Cogency Global Inc., with its registered office located at 850 New Burton Road, Suite 201, Dover, DE 19904. The Company's administrative office address is located at 3508 Greenville Ave, Dallas, TX 75206.

SCOPE OF EXAMINATION

This organizational examination was conducted in conjunction with the Company's application for a surplus lines insurer Certificate of Authority in the State of Delaware. The Company's corporate records, records applicable to and attendant with its application, as well as financial data as of November 30, 2025 have been reviewed.

HISTORY

The Company was incorporated on December 3, 2024, under the laws of the State of Delaware and is authorized to issue one million (1,000,000) common shares with \$1 par value per share. The Company issued the following common stock certificates to Angelina Specialty Holding Company (ASHC), a Delaware insurer:

<u>Certificate</u>	<u>Shares</u>	<u>Date</u>	<u>Capital</u>	Gross Paid In and Contributed <u>Surplus</u>	<u>Total</u>
#1	<u>650,000</u>	12/2/2024	<u>\$16,851,000</u>	<u>\$17,501,000</u>	<u>\$17,501,000</u>
	<u>650,000</u>		<u>\$16,851,000</u>	<u>\$17,501,000</u>	<u>\$17,501,000</u>

MANAGEMENT AND CONTROL

Board of Directors

In accordance with its bylaws, adopted December 3, 2024, the business and affairs of the Company shall be managed by a Board of Directors (Board). The number of directors constituting the Board shall be not less than three (3) nor more than five (5) as may be fixed or changed from time to time by the stockholders or the Board. Directors need not be residents of the State of Delaware or stockholders of the corporation.

The directors serving as of the examination date were as follows:

Matthew Sanders Baldwin	Director/Treasurer/Chief UW Officer
Ray Barrett Baldwin III	Director/President
Samuel Curtis Baldwin	Director/Secretary/CFO

Committees of the Board of Directors

No committees of the Board have been constituted as of the examination date.

Officers

In accordance with its bylaws, the officers of the corporation shall consist of a President, a Secretary and a Treasurer, and, if the Board so determines, one or more Vice Presidents, one or more

Assistant Secretaries, one or more Assistant Treasurers, and such other officers as the Board may from time to time deem necessary or desirable. Any two (2) or more offices may be held by the same person.

The officers serving as of the examination date were as follows:

<u>Officer</u>	<u>Office</u>
Matthew Sanders Baldwin	Director/Treasurer/Chief UW Officer
Ray Barrett Baldwin III	Director/President
Samuel Curtis Baldwin	Director/Secretary/CFO

The Company completed the National Association of Insurance Commissioners (NAIC) Form 11 - Biographical Affidavit for the director and officer noted above.

The Company completed the NAIC Form 12 - Uniform Consent to Service of Process (Power of Attorney), dated and effective December 2, 2025.

A conflict of interest statement was completed by each of the directors and executive officers noted above. There were no material conflicts of interest disclosed.

HOLDING COMPANY SYSTEM

At formation, the Company became a member of an Insurance Holding Company System. 18 *Del. C.* §5001(3) states that “control shall be presumed to exist if any person, directly or indirectly, owns, controls, holds with the power to vote, or holds proxies representing 10% or more of the voting securities of any other person.”

The Company is a wholly-owned subsidiary of ASHC, a Delaware Company. ASHC is owned by Swain and Baldwin LLC (Swain & Baldwin). The ultimate controlling person is Ray Baldwin III.

FIDELITY BOND

The Company is named under coverage issued to Swain and Baldwin Insurance, Inc. (Swain & Baldwin Insurance) by Travelers Casualty and Surety Company of America for the policy period September 10, 2025 (inception date) to September 10, 2028 (expiration date). Under the insuring agreement, Fidelity includes Employee Theft \$2,000,000 (single loss limit of insurance) and \$20,000 (single loss retention), ERISA Fidelity \$2,000,000 (single loss limit of insurance) and \$0 (single loss retention) and Employee Theft of Client Property is NOT Covered (single loss limit of insurance).

Based on the Company's pro forma information submitted by management, the minimum suggested coverage per the NAIC *Financial Condition Examiners Handbook – Exhibit R* is \$500,000 at year-end 2026, \$800,000 at year-end 2027, and \$1,000,000 at year-end 2028.

AGREEMENTS

Affiliated

As of the examination date, the Company is not a party to any affiliated agreements. However, the Company will submit Form D filings for any affiliated agreements post licensure.

Affiliated agreements and significant affiliated transactions require a Form D filing with and approval from the Department prior to becoming effective.

Unaffiliated

The Company has a custodial agreement with First Horizon Bank. This Agreement was effective as of August 7, 2025.

PLAN OF OPERATION

The company will be the surplus lines insurer for Swain & Baldwin. Swain & Baldwin is 100% owned by Ray Baldwin III and includes Swain & Baldwin Insurance, a Texas independent insurance agent operating throughout the United States. In addition to Swain & Baldwin Insurance, Swain & Baldwin also owns several insurance related entities inclusive of a managing general agent, two insurance purchasing groups, a reinsurance captive, and a third-party claims administrator.

With over 75 years of experience, Swain & Baldwin believes their ability to provide insurance and risk management services at an affordable cost to clients and has partnered with highly rated insurance and reinsurance companies to ensure the best available coverage for their clients. Insurance and risk management services are offered for commercial risks (including shopping malls, business parks and office buildings), habitational risks, non-profits and religious groups, hospitality, manufacturing, and retail operations.

The Company will primarily provide paper for products that Swain & Baldwin currently underwrites through its MGA programs specializing in commercial real estate. The business has been underwritten by Swain & Baldwin for decades, and the firm maintains longstanding relationships with insureds and reinsurance partners. As such, Swain & Baldwin seeks out insureds who view their insurance purchase as a risk management partnership that focuses on long-term value creation rather than a short-term insurance policy based on price or maximizing claim payments. The Company, like its parent company, will focus on underserved small commercial real estate owners who understand the value of our products versus lower priced options that are unsustainable and less comprehensive.

Rates and forms are ISO-based, and will be underwritten on a non-admitted basis nationwide.

REINSURANCE

As of the examination date, the Company is not a party to any reinsurance agreements, affiliated or unaffiliated.

Swain & Baldwin is represented by Howden Re, a leading global reinsurance broker. Moving forward, the Company intends to work with Howden Re to structure corporate reinsurance solutions to protect surplus, smooth volatility, and provide support for stable portfolio growth. These products may include a whole account quota share reinsurance program and a corporate property catastrophe excess of loss reinsurance program. A whole account quota share will bring in reinsurance capacity to sit alongside the retentions the Company takes on programs across the Swain & Baldwin portfolio. As programs mature in the portfolio, Swain and Baldwin may explore a Corporate Property Catastrophe Excess of Loss program to provide aggregate catastrophe coverage across the portfolio.

Affiliated agreements and significant affiliated transactions require a Form D filing with and approval from the Department prior to becoming effective.

CAPITAL AND SURPLUS REQUIREMENTS

18 *Del. C.* §511(a) requires \$650,000 as the minimum common capital stock for a stock insurance company authorized to write multiple lines property and casualty insurance. 18 *Del. C.* §1932(a) requires \$15,000,000 as the minimum policyholder surplus for a domestic surplus lines insurer. The Delaware Domestic/Foreign Insurers Bulletin No. 45 effective October 14, 2011, requires that newly-formed Delaware domestic surplus lines insurers have \$15,000,000 as the minimum capital and surplus. Consequently, the minimum required amounts for this examination are as follows:

Common Capital Stock	\$ 650,000
Gross Paid-in and Contributed Surplus	<u>14,350,000</u>
Capital and Surplus as Regards Policyholders	<u>\$15,000,000</u>

FINANCIAL DATA

The financial position of the Company as of November 30, 2025, as determined by this organizational examination, was as follows:

<u>Assets</u>		<u>Note</u>
Cash, Cash Equivalents and Short-term Investments	\$17,290,965	1
Other Assets	<u>209,250</u>	2
Total Admitted Assets	<u>\$17,500,215</u>	

Liabilities, Capital and Surplus

Common Capital Stock	\$ 650,000
Gross Paid In and Contributed Surplus	16,851,000
Unassigned Funds	<u>(785)</u>
Capital and Surplus as Regards Policyholders	<u>\$17,500,215</u>
 Total Liabilities, Capital and Surplus	 <u>\$17,500,215</u>

NOTES TO FINANCIAL STATEMENTS

Note 1	Cash, Cash Equivalents and Short-term Investments	\$17,290,965
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The reported balance of \$17,290,965 consists of cash with \$17,290,965 in a custodial account at First Horizon Bank.

Note 2	Other Assets	\$209,250
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The reported balance of \$209,250 consists of cash equivalents held in a Delaware special deposit custodial account at US Bank, which was confirmed directly with the financial institution.

RECOMMENDATIONS

The following recommendations are made as a result of this examination:

Agreements - Affiliated

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Reinsurance

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Affiliated agreements and significant affiliated transactions require a Form D filing with and approval from the Department prior to becoming effective.

CONCLUSION

Based on the organizational examination conducted as of November 30, 2025, the financial condition of the Company is as follows:

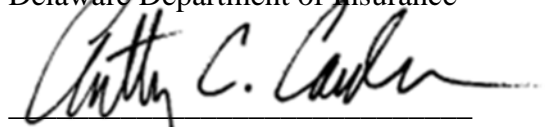
Assets	\$17,500,215
Liabilities	\$ 0
Capital and Surplus as Regards Policyholders	\$17,500,215

Upon completion of the organizational examination, the Company has complied with the capitalization requirements for the State of Delaware. The examination was conducted by the undersigned.

Respectfully submitted,



Albert M. Piccoli Jr., CFE
Examiner In-Charge
Delaware Department of Insurance



Anthony Cardone, CFE, CPA
Supervising Examiner
Delaware Department of Insurance

I, Albert M. Piccoli Jr., hereby verify and attest, under penalty of perjury, that the above is a true and correct copy of the examination report and findings submitted to the Delaware Department of Insurance pursuant to Examination Certification No. 25.911.

A handwritten signature in cursive script, reading "Albert M. Piccoli Jr.", written in dark ink on a light-colored background.

Albert M. Piccoli Jr., CFE