

~~DIVIDENDS THAT ARE PROVIDED FOR UNDER THE TERMS OF THE PARTICIPATING POLICIES, WITH APPROPRIATE ADJUSTMENTS IN THE DIVIDENDS FOR EXPERIENCE CHANGES.~~

~~(2) (1) THE PLAN SHALL BE ACCOMPANIED BY AN OPINION OF A QUALIFIED ACTUARY WHO MEETS THE STANDARDS SET FORTH IN THIS ARTICLE FOR SUBMISSION OF ACTUARIAL OPINIONS AS TO THE ADEQUACY OF RESERVES OR ASSETS.~~

~~(II) THE OPINION SHALL RELATE TO THE ADEQUACY OF THE ASSETS ALLOCATED IN SUPPORT OF THE CLOSED BLOCK OF BUSINESS.~~

~~(III) THE ACTUARIAL OPINION SHALL BE BASED ON METHODS OF ANALYSIS DEEMED APPROPRIATE FOR THOSE PURPOSES BY THE COMMISSIONER.~~

~~(D) THE AMOUNT OF ASSETS ALLOCATED FOR THE BENEFIT OF THE CLOSED BLOCK SHALL BE BASED ON THE MUTUAL LIFE INSURANCE COMPANY'S LAST ANNUAL STATEMENT, UPDATED TO THE LAST DAY OF THE QUARTER IMMEDIATELY PRECEDING THE EFFECTIVE DATE OF THE CONVERSION.~~

~~(E) THE CONVERTED STOCK COMPANY SHALL KEEP A SEPARATE ACCOUNTING FOR THE CLOSED BLOCK AND SHALL MAKE AND INCLUDE IN THE ANNUAL STATEMENT TO BE FILED WITH THE COMMISSIONER EACH YEAR A SEPARATE STATEMENT SHOWING THE GAINS, LOSSES, AND EXPENSES PROPERLY ATTRIBUTABLE TO THE CLOSED BLOCK.~~

~~(F) PERIODICALLY, ON APPROVAL OF THE COMMISSIONER, THOSE ASSETS ALLOCATED TO THE CLOSED BLOCK THAT ARE IN EXCESS OF THE AMOUNT OF ASSETS NECESSARY TO SUPPORT THE REMAINING POLICIES IN THE CLOSED BLOCK SHALL REVERT TO THE BENEFIT OF THE CONVERTED STOCK COMPANY.~~

~~(G) (1) THE COMMISSIONER MAY WAIVE THE REQUIREMENT FOR ESTABLISHING A CLOSED BLOCK OF BUSINESS IF IT IS IN THE BEST INTERESTS OF POLICYHOLDERS TO DO SO.~~

~~(2) THE COMMISSIONER MAY WAIVE FROM INCLUSION IN THE CLOSED BLOCK OF PARTICIPATING POLICIES THOSE PARTICIPATING POLICIES FOR WHICH THERE IS NO EXPECTATION OF DIVIDENDS BEING PAID IF IT IS FAIR AND EQUITABLE TO DO SO.~~

3-405.

~~(A) (1) THE PLAN MAY PROVIDE THAT THE DIRECTORS AND OFFICERS OF THE MUTUAL COMPANY SHALL RECEIVE, WITHOUT PAYMENT, NONTRANSFERABLE SUBSCRIPTION RIGHTS TO PURCHASE CAPITAL STOCK OF THE CONVERTED STOCK COMPANY OR THE STOCK OF ANOTHER CORPORATION THAT IS PARTICIPATING IN THE CONVERSION PLAN, AS PROVIDED IN § 3-403 OF THIS SUBTITLE.~~

~~(2) THE SUBSCRIPTION RIGHTS SHALL BE ALLOCATED AMONG THE DIRECTORS AND OFFICERS BY A FAIR AND EQUITABLE FORMULA AND SHALL BE SUBORDINATE TO THE SUBSCRIPTION RIGHTS OF ELIGIBLE MEMBERS.~~