

Management Statement Concerning the Annual Report

The Company has complied with the requirements of the NAIC Model Audit Rule regarding internal control over financial reporting. The requirements are similar to those required by the Sarbanes Oxley Act of 2002, in that they identify management's responsibilities for its financial statements and require management to certify as to the integrity of the financial statements and the effectiveness of internal control over financial reporting. Our statement to that effect is presented below.

1. We have reviewed the Annual Report the ("Report") of the Company for the year ended December 31, 2019;
2. Based on our knowledge, the Report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by the Report;
3. Based on our knowledge, the financial statements referenced and other financial information included in the Report fairly present, in all material respects, the financial condition, results of operations and cash flows of the Company as of and for the years ended December 31, 2019 and 2018;
4. We are responsible for establishing and maintaining internal control over financial reporting for the Company and we have:
 - a. designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of the financial statements included in the Report in accordance with the accounting principles pursuant to which they were prepared;
 - b. evaluated the effectiveness of the Company's internal control over financial reporting as of December 31, 2019 based on the Internal Control – Integrated Framework issued by the Committee of Sponsoring Organizations of the Treadway Commission; and
 - c. concluded that the internal control over financial reporting is effective based on our evaluation as of December 31, 2019;
5. Because of its inherent limitations, internal control over financial reporting may not prevent or detect misstatements. Projections of any evaluation of effectiveness to future periods are also subject to the risk that controls may become inadequate because of changes in conditions, or that the degree of compliance with the policies and procedures may deteriorate;

6. We have disclosed, based on our most recent evaluation of internal control over financial reporting, to the Company's independent auditors and Audit Committee of the Board of Directors:
- a. any significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the Company's ability to record, process, summarize and report financial data; and
 - b. any fraud, whether or not material, that involves management or other employees who have a significant role in internal control over financial reporting;
7. Based on management's review of internal control over financial reporting, there were no unremediated material weaknesses as of December 31, 2019 identified as part of the Company's internal control structure over the financial statements as of and for the years ended December 31, 2019 and 2018.



THEODORE MATHAS
Chairman and
Chief Executive Officer

March 12, 2020

Date



ERIC FELDSTEIN
Executive Vice President
and Chief Financial Officer

March 12, 2020

Date