

FORM A
STATEMENT REGARDING THE
ACQUISITION OF CONTROL OF OR MERGER WITH A DOMESTIC INSURER

DENCAP Dental Plans, Inc.

Name of Domestic Insurer

BY

Dawn Marie Dorsch

Name of Acquiring Person (Applicant)

Filed with the Insurance Department of
Michigan

(State of domicile of insurer being acquired)

Dated: March 31 20 26

Name, Title, Address and Telephone Number of Individual to Whom Notices and Correspondence Concerning this Statement Should be Addressed:

Dawn Marie Dorsch, President

45 E. Milwaukee Street, Detroit, MI 48202

313-972-1400 X215 or 586-945-1528 (mobile - preferred)

ITEM I. METHOD OF ACQUISITION

This Application on Form A is submitted by Dawn Marie Dorsch (the "Applicant") to the Michigan Department of Insurance and Financial Services ("DIFS") pursuant to the Michigan Insurance Code, in connection with the proposed acquisition of control of DENCAP Dental Plans, Inc. (the "Company").

The Company's principal business address is:

DENCAP Dental Plans, Inc.
45 E. Milwaukee Avenue
Detroit, Michigan 48202

The Applicant currently owns 4,000 shares of the issued and outstanding voting securities of the Company.

Prior to his passing, Joseph T. Lentine owned 78,900 shares, representing approximately 76.53% of the Company's issued and outstanding voting securities. Following Mr. Lentine's passing, those

shares are currently held by the Joseph T. Lentine Trust, with Fr. Richard Dorsch, Jr. serving as Trustee.

Pursuant to the terms of the trust, those shares are designated to be distributed as a gift to the Applicant. The proposed acquisition described in this filing will occur upon distribution of those shares following approval by the Michigan Department of Insurance and Financial Services.

Upon completion of the proposed transaction, the Applicant will own 82,900 shares, representing approximately 80.41% of the Company's issued and outstanding voting securities, and will therefore acquire control of the Company within the meaning of the Michigan Insurance Code.

ITEM 2. IDENTITY AND BACKGROUND OF THE APPLICANT

The Applicant is Dawn Marie Dorsch, an individual whose principal business address is 45 E. Milwaukee Avenue, Detroit, Michigan 48202.

The Applicant currently serves as Chief Executive Officer, and President of DENCAP Dental Plans, Inc. (the "Company"). The Applicant has been employed by the Company since May 2015 and has served in senior executive leadership roles throughout that time.

In September 2025, the Board of Directors appointed the Applicant as President of the Company. Following the passing of Joseph T. Lentine, the Company took steps to ensure continuity of leadership and governance. On March 8, 2026, the shareholders elected Fr. Richard Dorsch, Jr. to the Board of Directors to fill the vacancy created by Mr. Lentine's passing. On the same date, the Board of Directors appointed the Applicant as Chief Executive Officer, while confirming the Applicant's continued service as President of the Company. Refer to **Exhibits G & H** documenting these decisions.

The Applicant has more than ten years of experience in the dental benefits and insurance industry. In her leadership roles with the Company, she has been responsible for strategic planning, business development, marketing, provider relations, vendor management, and oversight of the Company's financial, operational, quality, and compliance functions.

The Applicant holds a Health and Life Insurance License issued by the State of Michigan, National Producer Number 20034899.

The applicant is acquiring stock ownership of two related companies to the business: Individual Benefits Company (IBC) whose function is payroll and benefits and DIG Holdings, Inc. whose function is non-risk bearing dental plan administration and owner of computer hardware, software, and phone systems. Please refer to **Exhibit E** for further details.

ITEM 3. IDENTITY AND BACKGROUND OF INDIVIDUALS ASSOCIATED WITH THE APPLICANT

The Applicant, Dawn Marie Dorsch, is currently employed as Chief Executive Officer and President of DENCAP Dental Plans, Inc., a Michigan domestic dental insurer headquartered at 45 E. Milwaukee, Detroit, Michigan 48202.

The Applicant has been employed by the Company since May 2015 and has held senior executive leadership roles throughout that time. In her current capacity, the Applicant is responsible for the overall strategic direction and operational oversight of the Company, including business development, provider network relations, marketing, vendor partnerships, human resources, and the monitoring of financial, operational, quality, and compliance functions.

The Applicant's principal occupation and primary source of income is her employment with DENCAP Dental Plans, Inc. The Applicant does not engage in any other business activities that are material to this Application.

The Applicant has not been convicted in a criminal proceeding (excluding minor traffic violations) and has not been the subject of any administrative proceeding resulting in the revocation or suspension of a professional license.

A Biographical Affidavit is included in this application as **Exhibit J**. The application has been submitted to True Hire, an NAIC approved vendor, and a report will be sent to the attention of Anthony Spagnuolo.

ITEM 4. NATURE, SOURCE AND AMOUNT OF CONSIDERATION

The proposed acquisition reflects the succession of ownership following the passing of the Company's former controlling shareholder.

The Applicant currently owns 4,000 shares of the issued and outstanding voting securities of DENCAP Dental Plans, Inc. (the "Company").

Prior to his passing, Joseph T. Lentine owned 78,900 shares of the Company's voting securities, representing approximately 76.53% of the Company's issued and outstanding shares. Following Mr. Lentine's passing, those shares are currently held by the Joseph T. Lentine Trust, with Fr. Richard Dorsch, Jr. serving as Trustee.

Pursuant to the terms of the trust, the shares currently held by the trust are designated to be distributed as a gift to the Applicant, Dawn Marie Dorsch. No consideration will be paid by the Applicant in connection with the acquisition of these shares.

The proposed acquisition does not involve any financing arrangements, loans, pledges of shares, or other obligations that would affect the financial condition of operations of the Company.

Prior to the passing of Mr. Lentine, the Applicant and Ms. Dorsch engaged in general succession planning discussions regarding the future ownership of the Company. In September 2025, the parties informally discussed potential future ownership transition concepts with representatives

of the Michigan Department of Insurance and Financial Services. No agreement for the purchase of shares was finalized, and no regulatory filing was made at that time. Following Mr. Lentine's passing, the proposed acquisition described in this Form A will occur through the distribution of shares held by the Joseph T. Lentine Trust pursuant to the terms of the trust.

ITEM 5. FUTURE PLANS FOR INSURER

The Applicant does not currently have any plans or proposals that would result in a material change to the business operations, corporate structure, or strategic direction of DENCAP Dental Plans, Inc. (the "Company").

We do not intend to declare a dividend, liquidate, sell any assets or merge the business with any person or business.

The Company will continue to operate its business as a stand-alone dental plan carrier, with a primary focus on its Dental Health Maintenance Organization (DHMO) product offerings

The Company does not currently utilize reinsurance and does not anticipate the need for reinsurance arrangements based on its current business model and financial position.

The Applicant does not anticipate any capital contributions will be required as a result of the proposed transaction.

Aside from the acquisition of voting securities described in this Form A, the Applicant has no current plans or proposals that would result in:

- the liquidation or dissolution of the Company,
- the sale of a material portion of the Company's assets,
- any material change in the Company's business operations, or
- any significant change in the Company's management or operational structure.

The Applicant's intention is to continue the Company's long-standing mission of providing high-quality dental coverage while maintaining strong relationships with its provider network, employer groups, agents, and members throughout the State of Michigan.

ITEM 6. VOTING SECURITIES TO BE ACQUIRED

DENCAP Dental Plans, Inc. (the "Company") has 103,100 shares of issued and outstanding voting common stock. The Company has only one class of stock, and all shares are voting common shares.

Following approval from DIFS and the proposed stock transfer, the Applicant will have 82,900 shares representing approximately 80.41% of the Company's issued and outstanding voting securities and will therefore acquire control of the Company within the meaning of the Michigan Insurance Code.

The charts in **Exhibit C** describe the shares distribution prior to Joe's passing, shortly following his passing, and proposed stock transfer.

ITEM 7. OWNERSHIP OF VOTING SECURITIES

As described in Item 4 of this Application, the shares currently held by Joseph T. Lentine Trust will be distributed to the Applicant following approval by the Michigan Department of Insurance and Financial Services. Upon approval of Form A and completion of the distribution of those shares, the Applicant will acquire 78,900 additional shares to her already held 4,000 shares, resulting in the Applicant owning 82,900 shares of the Company's voting securities.

Following completion of the proposed transaction, the Applicant will therefore own approximately 80.41% of the issued and outstanding voting securities of the Company and will acquire control of the Company within the meaning of the Michigan Insurance Code.

The Applicant does not presently hold any options, warrants, or other rights to acquire additional voting securities of the Company other than as described in this Application.

ITEM 8. CONTRACTS, ARRANGEMENTS, OR UNDERSTANDINGS WITH RESPECT TO VOTING SECURITIES OF THE INSURER

Except as described in this Form A, there are no contracts, arrangements, or understandings with respect to any voting securities of DENCAP Dental Plans, Inc. (the "Company") to which the Applicant is a party.

The Applicant has not entered into any agreements with respect to:

- the transfer or voting of the Company's securities,
- joint ventures, loan arrangements, or guarantees relating to such securities,
- put or call options, profit-sharing arrangements, or
- pledges or encumbrances of the Company's voting securities.

The proposed acquisition described in this Form A arises solely from the distribution of shares held by the Joseph T. Lentine Trust, pursuant to the terms of that trust, to the Applicant, Dawn Marie Dorsch, following approval by the Michigan Department of Insurance and Financial Services.

Other than the trust provisions governing the distribution of those shares, the Applicant is not a party to any agreement or arrangement concerning the voting or disposition of the Company's securities.

ITEM 9. RECENT PURCHASES OF VOTING SECURITIES

The Applicant has not purchased any voting securities of DENCAP Dental Plans, Inc. (the "Company") during the twelve (12) calendar months preceding the filing of this Application.

The Applicant currently owns 4,000 shares of the Company's voting securities, which were acquired many years prior to the twelve-month period referenced above.

The additional shares described in this Application will be acquired through the distribution of shares held by the Joseph T. Lentine Trust, subject to approval by the Michigan Department of Insurance and Financial Services.

ITEM 10. RECENT RECOMMENDATIONS TO PURCHASE

The Applicant has not made any recommendations to purchase the voting securities of DENCAP Dental Plans, Inc. (the “Company”) to any person during the twelve (12) calendar months preceding the filing of this Application.

ITEM 11. AGREEMENTS WITH BROKER-DEALERS

The Applicant has not entered into any agreements, arrangements, or understandings with any broker-dealer or other person relating to the solicitation of voting securities of DENCAP Dental Plans, Inc. (the “Company”).

No fees or commissions have been paid or will be paid to any broker, investment banker, or other intermediary in connection with the proposed acquisition described in this Application.

ITEM 12. FINANCIAL STATEMENTS AND EXHIBITS

(a) Financial Statements, Exhibits, and Three-Year Financial Projections of the Insurer

Attached as **Exhibit A** are the statutory financial statements of DENCAP Dental Plans, Inc. (the “Company”) for the five most recent fiscal years available. These statements include the Company’s annual statutory financial statements filed with the Michigan Department of Insurance and Financial Services (“DIFS”), including balance sheets, statements of operations, and supporting schedules.

Attached as **Exhibit B** are the Company’s most recent quarterly financial statements, Quarter 4 of 2025.

Attached as **Exhibit D** is a three-year financial projection for the Company by way of pro-forma statutory balance sheets and income statements. All premiums are projected as direct and none are assumed or ceded. All premiums are for dental policies.

The Applicant intends to continue the Company’s existing business operations and strategic direction. The Company will continue to operate primarily as a stand-alone dental plan insurer, with a primary focus on Dental Health Maintenance Organization (DHMO) product offerings.

The Company’s marketing strategy will continue to focus on employer groups, municipalities, union groups, retiree groups, small businesses, and individual policyholders throughout the State of Michigan. Business is generated primarily through the Company’s network of appointed insurance agents and through direct relationships with employer groups.

The projections reflect conservative assumptions regarding membership and premium growth. The Company expects enrollment in 2026 to be modestly lower than in 2025 due to the non-renewal of a small number of employer groups and reduced enrollment through the Affordable Care Act marketplace. The projections assume stabilization of enrollment in 2027 and modest

growth thereafter as the Company continues its efforts to retain existing customers and secure new employer group accounts.

The Company does not currently utilize reinsurance and does not anticipate any material changes to its reinsurance program.

The Applicant does not anticipate any capital contributions will be required in connection with the proposed transaction.

No changes are currently proposed to the Company's executive officers or directors other than those described in this Application. The Company will continue to maintain its books and records in the State of Michigan in compliance with Section 5256 of the Michigan Insurance Code.

(b) Financial Statements of the Applicant

The Applicant, Dawn Marie Dorsch, derives her primary income from her employment with DENCAP Dental Plans, Inc.

Attached as **Exhibit K** is a personal financial statement of the Applicant, reviewed by an independent Certified Public Accountant in accordance with the standards for review of personal financial statements published by the American Institute of Certified Public Accountants.

The Applicant does not anticipate the need for any external financing or borrowings in connection with the proposed transaction, as the shares to be acquired will be distributed pursuant to the terms of the Joseph T. Lentine Trust, and no consideration will be paid.

(c) Agreements and Additional Exhibits

The proposed acquisition arises solely from the distribution of shares held by the Joseph T. Lentine Trust to the Applicant.

There are no tender offers, exchange offers, agreements to acquire voting securities, employment agreements, consulting agreements, management agreements, or other agreements relating to the acquisition of control of the Company, other than the trust provisions governing the distribution of shares described in this Application.

An excerpt of the Joseph T. Lentine Trust confirming the designation of shares for distribution to the Applicant is attached as **Exhibit I**.

Copies of all documents required by the instructions to Items 4 and 6 of Form A are included in the Exhibits to this filing.

ITEM 13. AGREEMENT REQUIREMENT FOR ENTERPRISE RISK MANAGEMENT

The Applicant agrees to provide, to the best of her knowledge and belief, the information required by Section 500.1213 of the Michigan Insurance Code relating to enterprise risk within the insurance holding company system, if applicable.

The Applicant further agrees to provide any additional information requested by the Michigan Department of Insurance and Financial Services ("DIFS") regarding enterprise risk to the Company.

ITEM 14. SIGNATURE AND CERTIFICATION

Signature and certification required as follows:

SIGNATURE

Pursuant to the requirements of Section 1311 of the Ins. Code of 1956, as amended,

Dawn Marie Dorsch caused this application to be duly signed on behalf in the City of Detroit and State of Michigan on the 31 day of March 2026.

(SEAL) 
Dawn Marie Dorsch

BY _____
President and CEO
(Name) (Title)

PRECIOUS T STIGALL
NOTARY PUBLIC - STATE OF MICHIGAN
COUNTY OF WAYNE
My Commission Expires December 14, 2031
Acting in the County of Wayne



Attest:



Kristal Mott

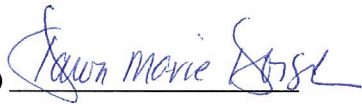
Vice President Finance

(Title)

CERTIFICATION

The undersigned deposes and says that she or he has duly executed the attached application dated March 31, 2026 for and on behalf of Dawn Marie Dorsch (Name of Applicant); that she or he is the President and Chief Executive Officer (Title of Officer) of such company and that she or he is authorized to execute and file such instrument. Deponent further says that she or he is familiar with the instrument and the contents thereof, and that the facts therein set forth are true to the best of his or her knowledge, information and belief.

(Signature)



(Type or print name beneath) Dawn Marie Dorsch _____