

# SECURITIES AND EXCHANGE COMMISSION

## FORM SC 13G/A

Schedule filed to report acquisition of beneficial ownership of 5% or more of a class of equity securities by passive investors and certain institutions [amend]

Filing Date: **1994-02-10**  
SEC Accession No. **0000914185-94-000009**

([HTML Version](#) on [secdatabase.com](http://secdatabase.com))

### SUBJECT COMPANY

#### **MDC HOLDINGS INC**

CIK: **773141** | IRS No.: **840622967** | State of Incorporation: **DE** | Fiscal Year End: **1231**  
Type: **SC 13G/A** | Act: **34** | File No.: **005-36619** | Film No.: **94505732**  
SIC: **1531** Operative builders

Business Address  
3600 S YOSEMITE ST STE 900  
DENVER CO 80237  
3037731100

### FILED BY

#### **PREMIER LIFE INSURANCE CO**

CIK: **900300** | State of Incorporation: **AZ** | Fiscal Year End: **1231**  
Type: **SC 13G/A**

Mailing Address      Business Address  
C/O DAVID L HARBAUGH      2000 ONE LOGAN SQUARE  
2000 ONE LOGAN SQUARE      PHILADELPHIA PA 19103  
PHILADELPHIA PA 19103-6993      3103121000

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934  
(Amendment No. 2)\*

MDC Holdings, Inc.

---

(Name of Issuer)

Common Stock

---

(Title of Class of Securities)

55267610

---

(CUSIP Number)

Check the following box if a fee is being paid with the statement / /. (A fee is not required only if the reporting person: (1) has a previous statement on file reporting beneficial ownership of more than five percent of the class of securities described in Item 1; and (2) has filed no amendment subsequent thereto reporting beneficial ownership of five percent or less of such class.) (See Rule 13d-7.)

\*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

SCHEDULE 13G

CUSIP No. 55267610

1 NAME OF REPORTING PERSON

Premier Life Insurance Company

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\* (a) / /  
(b) / /

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Arizona

5 SOLE VOTING POWER

NUMBER OF  
SHARES

BENEFICIALLY  
OWNED BY

EACH

REPORTING

PERSON

WITH

6 SHARED VOTING POWER

7 SOLE DISPOSITIVE POWER

8 SHARED DISPOSITIVE POWER

0 shares

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
0 shares

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN  
SHARES\* / /

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)  
0%

12 TYPE OF REPORTING PERSON\*  
IC

\*SEE INSTRUCTIONS BEFORE FILLING OUT!

CUSIP No. 55267610

SCHEDULE 13G

1 NAME OF REPORTING PERSON  
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

---

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\* (a) / /  
 (b) / /  
 N/A

---

3 SEC USE ONLY

---

4 CITIZENSHIP OR PLACE OF ORGANIZATION  
 CORPORATION UNDER THE LAWS OF THE STATE OF CALIFORNIA

---

5 SOLE VOTING POWER

NUMBER OF  
 SHARES

BENEFICIALLY 6 SHARED VOTING POWER

OWNED BY EACH  
 PERSON WITH

N/A

---

7 SOLE DISPOSITIVE POWER

---

8 SHARED DISPOSITIVE POWER

N/A

---

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

N/A

---

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES  
 CERTAIN SHARES / /

---

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 11

N/A

---

12 TYPE OF REPORTING PERSON

IC, CO

---

\* SEE INSTRUCTIONS BEFORE FILLING OUT

CUSIP No. 55267610

SCHEDULE 13G

1 NAME OF REPORTING PERSON

S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

---

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\* (a) / /  
(b) / /

---

3 SEC USE ONLY

---

4 CITIZENSHIP OR PLACE OF ORGANIZATION

California

---

5 SOLE VOTING POWER

NUMBER OF  
SHARES

BENEFICIALLY OWNED BY

EACH

REPORTING

PERSON

WITH

6 SHARED VOTING POWER  
N/A

---

7 SOLE DISPOSITIVE POWER

---

8 SHARED DISPOSITIVE POWER

N/A

---

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

N/A

---

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN  
SHARES\* / /

---

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

N/A

---

12 TYPE OF REPORTING PERSON\*

IC

---

\*SEE INSTRUCTIONS BEFORE FILLING OUT!

SCHEDULE 13G

CUSIP No. 55267610

1 NAME OF REPORTING PERSON

S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

New California Life Holdings, Inc.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\* (a) / /  
(b) / /

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

5 SOLE VOTING POWER

NUMBER OF  
SHARES  
BENEFICIALLY  
OWNED BY  
EACH  
REPORTING  
PERSON  
WITH

6 SHARED VOTING POWER

N/A

7 SOLE DISPOSITIVE POWER

8 SHARED DISPOSITIVE POWER

N/A

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
N/A

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN  
SHARES\* / /

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)  
N/A

12 TYPE OF REPORTING PERSON\*  
HC

\*SEE INSTRUCTIONS BEFORE FILLING OUT!

SCHEDULE 13G

CUSIP No. 55267610

1 NAME OF REPORTING PERSON  
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

MAAF Vie, S.A.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\* (a) / /

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

France

5 SOLE VOTING POWER

NUMBER OF  
SHARES  
BENEFICIALLY  
OWNED BY  
EACH  
REPORTING  
PERSON  
WITH

6 SHARED VOTING POWER

N/A

7 SOLE DISPOSITIVE POWER

8 SHARED DISPOSITIVE POWER

N/A

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
N/A

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN  
SHARES\* / /

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)  
N/A

12 TYPE OF REPORTING PERSON\*  
HC

\*SEE INSTRUCTIONS BEFORE FILLING OUT!

SCHEDULE 13G

CUSIP No. 55267610

1 NAME OF REPORTING PERSON  
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

MAAF Assurances, S.A.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\* (a) / /  
(b) / /

## 4 CITIZENSHIP OR PLACE OF ORGANIZATION

France

5 SOLE VOTING POWER

NUMBER OF  
SHARES  
BENEFICIALLY  
OWNED BY  
EACH  
REPORTING  
PERSON  
WITH

6 SHARED VOTING POWER

N/A

7 SOLE DISPOSITIVE POWER

8 SHARED DISPOSITIVE POWER

N/A

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
N/A

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN  
SHARES\* / /

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)  
N/A

12 TYPE OF REPORTING PERSON\*  
HC

\*SEE INSTRUCTIONS BEFORE FILLING OUT!

Item 1.

(a) Name of Issuer: MDC Holdings, Inc.

(b) Address of Issuer's Principal Executive Offices:

3600 Yosemite Street, Suite 900  
Denver, Colorado 80237

Item 2.

(a) Name of Person Filing: Aurora National Life Assurance Company \*



(b) Address of Principal Business Office or, if none, Residence:

11444 West Olympic Boulevard  
Los Angeles, California 90064 \*

(c) Citizenship: California

(d) Title of Class of Securities: Common Stock

(e) CUSIP Number: 55267610

\* See Exhibit 1 attached hereto for identification and classification of the other Reporting Persons.

Item 3. If this statement is filed pursuant to Rule 13d-1(b), or 13d-2(b), check whether the person filing is a:

- (a) / / Broker or Dealer registered under Section 15 of the Act
- (b) / / Bank as defined in section 3(a)(6) of the Act
- (c) /X/ Insurance company as defined in section 3(a)(19) of the Act
- (d) / / Investment Company registered under section 8 of the Investment Company Act
- (e) / / Investment Adviser registered under section 203 of the Investment Advisers Act of 1940
- (f) / / Employee Benefit Plan, Pension Fund which is subject to the provisions of the Employee Retirement Income Security Act of 1974 or Endowment Fund; see Section 240.13d-1(b)(1)(ii)(F)
- (g) / / Parent Holding Company, in accordance with Section 240.13d-1(b)(ii)(G) (Note: See Item 7)
- (h) / / Group, in accordance with Section 240.13d-1(b)(1)(ii)(H)

\* See Exhibit 1 attached hereto for identification and classification of the other Reporting Persons.

Item 4. Ownership

If the percent of the class owned, as of December 31 of the year covered by the statement, or as of the last day of any month described in Rule 13d-1(b)(2), if applicable, exceeds five percent, provide the following information as of that date and identify those shares which there is a right to acquire.

- (a) Amount Beneficially Owned: N/A\*\*
- (b) Percent of Class: N/A
- (c) Number of shares as to which such person has:

(i) sole power to vote or to direct the vote 0

- (ii) shared power to vote or to direct the vote N/A
- (iii) sole power to dispose or to direct the disposition of 0
- (iv) shared power to dispose or to direct the disposition of N/A

\*\* See Exhibit 1 attached hereto.

Instruction: For computations regarding securities which represent a right to acquire an underlying security see Rule 13d-3(d) (1).

Item 5. Ownership of Five Percent or Less of a Class.

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following /X/.

Instruction: Dissolution of a group requires a response to this item.

Item 6. Ownership of More than Five Percent on Behalf of Another Person.

/ /

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company

See Exhibit 1 attached hereto for the identification and classification of each of the Reporting Persons.

Item 8. Identification and Classification of Members of the Group  
N/A

Item 9. Notice of Dissolution of Group  
N/A

Item 10. Certification

By signing below, I certify that to the best of my knowledge and belief, the securities referred to above were acquired in the ordinary course of business and were not acquired for the purpose of and do not have the effect of changing or influencing the control of the issuer of such securities and were not acquired in connection with or as a participant in any transaction having such a purpose or effect.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and

belief, I certify that the information set forth in this statement is true, complete and correct and agree that this statement may be filed jointly with Aurora National Life Assurance Company, as Trustee for the Base Asset Trust, Aurora National Life Assurance Company, New California Life Holdings, Inc., MAAF Vie, S.A. and MAAF Assurances S.A.

Dated: February 7, 1994

PREMIER LIFE INSURANCE COMPANY

By: /S/ Kenneth R. O'Brien

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct and agree that this statement may be filed jointly with Premier Life Insurance Company, Aurora National Life Assurance Company, New California Life Holdings, Inc. MAAF Vie, S.A. and MAAF Assurances S.A.

Dated: February 3, 1994

AURORA NATIONAL LIFE ASSURANCE  
COMPANY, AS TRUSTEE FOR THE  
BASE ASSET TRUST

By: /S/ Nick Nucho  
Acting Treasurer

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct and agree that this statement may be filed jointly with Premier Life Insurance Company, Aurora National Life Assurance Company, as Trustee for the Base Asset Trust, New California Life Holdings, Inc., MAAF Vie, S.A. and MAAF Assurances S.A.

Dated: February 7, 1994

AURORA NATIONAL LIFE ASSURANCE COMPANY

By: /S/ Nick Nucho  
Acting Treasurer

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct and agree that this statement may be filed jointly with Premier Life Insurance Company, Aurora National

Life Assurance Company, as Trustee for the Base Asset Trust, Aurora National Life Assurance Company, MAAF Vie, S.A. and MAAF Assurances S.A.

Dated: February 7, 1994

NEW CALIFORNIA LIFE HOLDINGS, INC.

By: /S/ Kenneth R. O'Brien

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct and agree that this statement may be filed jointly with Premier Life Insurance Company, Aurora National Life Assurance Company, as Trustee for the Base Asset Trust, Aurora National Life Assurance Company, New California Life Holdings, Inc. and MAAF Assurances S.A.

Dated: February 7, 1994

MAAF VIE, S.A.

By: Kenneth R. O'Brien, pursuant to a power of attorney previously filed with the Securities and Exchange Commission

By: /S/ Kenneth R. O'Brien  
Title: Attorney-in-fact

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct and agree that this statement may be filed jointly with Premier Life Insurance Company, Aurora National Life Assurance Company, as Trustee for the Base Asset Trust, Aurora National Life Assurance Company, New California Life Holdings, Inc. and MAAF Vie, S.A.

Dated: February 7, 1994

MAAF ASSURANCES, S.A.

By: Kenneth R. O'Brien, pursuant to a power of attorney previously filed with the Securities and Exchange Commission

By: /S/ Kenneth R. O'Brien  
Title: Attorney-in-fact

EXHIBIT 1

\* Information and classification for each of the other Reporting Persons filing this Schedule 13G.

New California Life Holdings, Inc., 801 South Grand Avenue, Suite 2200, Los Angeles, California 90017.

A Delaware corporation, filing as a Parent Holding Company, in accordance with Section 240.13d-1(b) (ii) (G).

MAAF Vie, S.A., Chaban de Chauray, 79036 Niort, France.

A French corporation, filing as a Parent Holding Company, in accordance with Section 240.13d-1(b) (ii) (G).

MAAF Assurances, S.A., Chaban de Chauray, 79036 Niort, France.

A French corporation, filing as a Parent Holding Company, in accordance with Section 240.13d-1(b) (ii) (G).

\*\*On September 3, 1993, Aurora National Life Assurance Company ("Aurora") acquired substantially all of the assets of Executive Life Insurance Company ("ELIC"), assumed and reinsured substantially all of ELIC's restructured insurance contracts and assumed certain of ELIC's operational liabilities. Aurora was designated by its parent, New California Life Holdings, Inc. ("New California"), to be the entity to implement the foregoing transactions in accordance with the terms of the Agreement of Purchase and Sale in connection with the Rehabilitation of Executive Life Insurance Company dated as of August 7, 1991, as amended ("Rehabilitation Agreement"). Prior to the closing of the transaction Premier Life Insurance Company, another subsidiary of New California, had formerly been designated by New California to undertake certain actions under the Rehabilitation Agreement.

In connection with the closing of the Rehabilitation Agreement on September 3, 1993, Aurora acquired sole beneficial ownership of the securities reported hereon.