



QUARTERLY STATEMENT

As of March 31, 2016
of the Condition and Affairs of the

AFFILIATED FM INSURANCE COMPANY

NAIC Group Code.....0065, 0065 (Current Period) (Prior Period)	NAIC Company Code..... 10014	Employer's ID Number..... 05-0254496
Organized under the Laws of Rhode Island	State of Domicile or Port of Entry Rhode Island	Country of Domicile US
Incorporated/Organized..... May 6, 1949	Commenced Business..... June 1, 1950	
Statutory Home Office	270 Central Avenue..... Johnston RI US 02919-4949 <i>(Street and Number) (City or Town, State, Country and Zip Code)</i>	
Main Administrative Office	270 Central Avenue..... Johnston RI US 02919-4949 <i>(Street and Number) (City or Town, State, Country and Zip Code)</i>	401-275-3000 <i>(Area Code) (Telephone Number)</i>
Mail Address	P.O. Box 7500..... Johnston RI US 02919-0750 <i>(Street and Number or P. O. Box) (City or Town, State, Country and Zip Code)</i>	
Primary Location of Books and Records	270 Central Avenue..... Johnston RI US 02919-4949 <i>(Street and Number) (City or Town, State, Country and Zip Code)</i>	401-275-3000 <i>(Area Code) (Telephone Number)</i>
Internet Web Site Address	www.fmglobal.com	
Statutory Statement Contact	Jeffrey Black <i>(Name)</i> jeffrey.black@fmglobal.com <i>(E-Mail Address)</i>	401-415-1559 <i>(Area Code) (Telephone Number) (Extension)</i> 401-946-8306 <i>(Fax Number)</i>

OFFICERS

Name	Title	Name	Title
1. Thomas Alan Lawson	President & Chief Executive Officer	2. Jonathan Irving Mishara	Senior Vice President & Secretary
3. Joy Kirsten Cave	Vice President & Treasurer		

OTHER

Bret Nils Ahnell	Executive Vice President	Jeffrey Alfred Burchill	Senior Vice President
Jonathan William Hall	Chief Operating Officer	Christopher Johnson	Executive Vice President
Paul Edward LaFleche	Senior Vice President	Jeanne Ruth Lieb	Senior Vice President
Jonathan Irving Mishara	Senior Vice President	Enzo Rebula	Senior Vice President
Michael Robert Turner	Executive Vice President		

DIRECTORS OR TRUSTEES

Frank Thomas Connor	Colin Richard Day	Daniel Lee Knotts	Thomas Alan Lawson
John Anderson Luke Jr	Jonathan Douglas Mariner	Gracia Catherine Martore	Christine Mary McCarthy
Stuart Blain Parker	David Pulman	Edward Joseph Rapp	Shivan Sivaswamy Subramaniam
James Conrad Thyen			

State of Rhode Island
County of Providence Providence

The officers of this reporting entity being duly sworn, each depose and say that they are the described officers of said reporting entity, and that on the reporting period stated above, all of the herein described assets were the absolute property of the said reporting entity, free and clear from any liens or claims thereon, except as herein stated, and that this statement, together with related exhibits, schedules and explanations therein contained, annexed or referred to, is a full and true statement of all the assets and liabilities and of the condition and affairs of the said reporting entity as of the reporting period stated above, and of its income and deductions therefrom for the period ended, and have been completed in accordance with the NAIC *Annual Statement Instructions and Accounting Practices and Procedures* manual except to the extent that: (1) state law may differ; or, (2) that state rules or regulations require differences in reporting not related to accounting practices and procedures, according to the best of their information, knowledge and belief, respectively. Furthermore, the scope of this attestation by the described officers also includes the related corresponding electronic filing with the NAIC, when required, that is an exact copy (except for formatting differences due to electronic filing) of the enclosed statement. The electronic filing may be requested by various regulators in lieu of or in addition to the enclosed statement.

_____ (Signature) Thomas Alan Lawson _____ 1. (Printed Name) _____ President & Chief Executive Officer _____ (Title)	_____ (Signature) Jonathan Irving Mishara _____ 2. (Printed Name) _____ Senior Vice President & Secretary _____ (Title)	_____ (Signature) Theresa Ann Molloy _____ 3. (Printed Name) _____ Vice President & Controller _____ (Title)
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Subscribed and sworn to before me
This 10th day of May 2016

a. Is this an original filing? Yes [X] No []
b. If no: 1. State the amendment number _____
2. Date filed _____
3. Number of pages attached _____

John A. Soares III Notary Public
Expires July 5, 2017

ASSETS

	Current Statement Date			4 December 31 Prior Year Net Admitted Assets
	1 Assets	2 Nonadmitted Assets	3 Net Admitted Assets (Cols. 1 - 2)	
1. Bonds.....	1,293,369,254		1,293,369,254	1,306,331,820
2. Stocks:				
2.1 Preferred stocks.....			0	
2.2 Common stocks.....	925,429,115		925,429,115	908,613,910
3. Mortgage loans on real estate:				
3.1 First liens.....			0	
3.2 Other than first liens.....			0	
4. Real estate:				
4.1 Properties occupied by the company (less \$.....0 encumbrances).....			0	
4.2 Properties held for the production of income (less \$.....0 encumbrances).....			0	
4.3 Properties held for sale (less \$.....0 encumbrances).....			0	
5. Cash (\$.....53,707,678), cash equivalents (\$.....849,655) and short-term investments (\$.....39,635,848).....	94,193,181		94,193,181	130,447,542
6. Contract loans (including \$.....0 premium notes).....			0	
7. Derivatives.....			0	
8. Other invested assets.....			0	
9. Receivables for securities.....	6,528,976		6,528,976	100,217
10. Securities lending reinvested collateral assets.....	47,775,821		47,775,821	45,813,343
11. Aggregate write-ins for invested assets.....	0	0	0	0
12. Subtotals, cash and invested assets (Lines 1 to 11).....	2,367,296,347	0	2,367,296,347	2,391,306,832
13. Title plants less \$.....0 charged off (for Title insurers only).....			0	
14. Investment income due and accrued.....	10,747,032		10,747,032	11,819,185
15. Premiums and considerations:				
15.1 Uncollected premiums and agents' balances in the course of collection.....	119,279,007	6,491,828	112,787,179	119,695,711
15.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due (including \$.....0 earned but unbilled premiums).....			0	
15.3 Accrued retrospective premiums (\$.....0) and contracts subject to redetermination (\$.....0).....			0	
16. Reinsurance:				
16.1 Amounts recoverable from reinsurers.....	45,140,381		45,140,381	26,102,550
16.2 Funds held by or deposited with reinsured companies.....	13,398		13,398	62,634
16.3 Other amounts receivable under reinsurance contracts.....			0	
17. Amounts receivable relating to uninsured plans.....			0	
18.1 Current federal and foreign income tax recoverable and interest thereon.....			0	
18.2 Net deferred tax asset.....			0	
19. Guaranty funds receivable or on deposit.....	21,916		21,916	27,670
20. Electronic data processing equipment and software.....			0	
21. Furniture and equipment, including health care delivery assets (\$.....0).....			0	
22. Net adjustment in assets and liabilities due to foreign exchange rates.....			0	
23. Receivables from parent, subsidiaries and affiliates.....	38,156,634		38,156,634	34,746,862
24. Health care (\$.....0) and other amounts receivable.....			0	
25. Aggregate write-ins for other than invested assets.....	6,952,505	0	6,952,505	5,495,146
26. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 12 through 25).....	2,587,607,220	6,491,828	2,581,115,392	2,589,256,590
27. From Separate Accounts, Segregated Accounts and Protected Cell Accounts.....			0	
28. Total (Lines 26 and 27).....	2,587,607,220	6,491,828	2,581,115,392	2,589,256,590

DETAILS OF WRITE-INS

1101.....			0	
1102.....			0	
1103.....			0	
1198. Summary of remaining write-ins for Line 11 from overflow page.....	0	0	0	0
1199. Totals (Lines 1101 thru 1103 plus 1198) (Line 11 above).....	0	0	0	0
2501. Equities and Deposits in Pools and Associations.....	350,000		350,000	350,000
2502. Accounts Receivable State Tax Refunds.....	1,194,735		1,194,735	838,158
2503. Cash Clearing Accounts.....	5,407,770		5,407,770	4,306,988
2598. Summary of remaining write-ins for Line 25 from overflow page.....	0	0	0	0
2599. Totals (Lines 2501 thru 2503 plus 2598) (Line 25 above).....	6,952,505	0	6,952,505	5,495,146

LIABILITIES, SURPLUS AND OTHER FUNDS

	1 Current Statement Date	2 December 31 Prior Year
1. Losses (current accident year \$.....60,336,186).....	360,988,234	353,285,708
2. Reinsurance payable on paid losses and loss adjustment expenses.....	4,218,739	1,718,092
3. Loss adjustment expenses.....	54,470,737	54,904,891
4. Commissions payable, contingent commissions and other similar charges.....		
5. Other expenses (excluding taxes, licenses and fees).....	219,967	352,580
6. Taxes, licenses and fees (excluding federal and foreign income taxes).....	3,743,323	5,513,652
7.1 Current federal and foreign income taxes (including \$.....22,965,860 on realized capital gains (losses)).....	52,551,111	46,895,774
7.2 Net deferred tax liability.....	62,392,000	62,689,000
8. Borrowed money \$.....0 and interest thereon \$.....0.....		
9. Unearned premiums (after deducting unearned premiums for ceded reinsurance of \$.....42,612,905 and including warranty reserves of \$.....0 and accrued accident and health experience rating refunds including \$.....0 for medical loss ratio rebate per the Public Health Service Act).....	328,697,012	365,981,101
10. Advance premium.....	11,500	173,987
11. Dividends declared and unpaid:		
11.1 Stockholders.....		
11.2 Policyholders.....	240,492	219,489
12. Ceded reinsurance premiums payable (net of ceding commissions).....	92,411,170	97,890,524
13. Funds held by company under reinsurance treaties.....		
14. Amounts withheld or retained by company for account of others.....	379,536	497,254
15. Remittances and items not allocated.....	110,389	752,854
16. Provision for reinsurance (including \$.....0 certified).....	5,245,325	5,245,325
17. Net adjustments in assets and liabilities due to foreign exchange rates.....	41,752,916	54,501,785
18. Drafts outstanding.....		
19. Payable to parent, subsidiaries and affiliates.....		
20. Derivatives.....		
21. Payable for securities.....	328,951	29,634
22. Payable for securities lending.....	47,775,821	45,813,343
23. Liability for amounts held under uninsured plans.....		
24. Capital notes \$.....0 and interest thereon \$.....0.....		
25. Aggregate write-ins for liabilities.....	16,942,213	13,202,316
26. Total liabilities excluding protected cell liabilities (Lines 1 through 25).....	1,072,479,436	1,109,667,309
27. Protected cell liabilities.....		
28. Total liabilities (Lines 26 and 27).....	1,072,479,436	1,109,667,309
29. Aggregate write-ins for special surplus funds.....	0	0
30. Common capital stock.....	4,000,000	4,000,000
31. Preferred capital stock.....	7,250,000	7,250,000
32. Aggregate write-ins for other than special surplus funds.....	0	0
33. Surplus notes.....		
34. Gross paid in and contributed surplus.....	270,210,661	270,210,661
35. Unassigned funds (surplus).....	1,227,175,295	1,198,128,620
36. Less treasury stock, at cost:		
36.1 .....0.000 shares common (value included in Line 30 \$.....0).....		
36.2 .....0.000 shares preferred (value included in Line 31 \$.....0).....		
37. Surplus as regards policyholders (Lines 29 to 35, less 36).....	1,508,635,956	1,479,589,281
38. Totals (Page 2, Line 28, Col. 3).....	2,581,115,392	2,589,256,590

DETAILS OF WRITE-INS

2501. Miscellaneous Accounts Payable.....	16,942,213	13,202,316
2502.		
2503.		
2598. Summary of remaining write-ins for Line 25 from overflow page.....	0	0
2599. Totals (Lines 2501 thru 2503 plus 2598) (Line 25 above).....	16,942,213	13,202,316
2901.		
2902.		
2903.		
2998. Summary of remaining write-ins for Line 29 from overflow page.....	0	0
2999. Totals (Lines 2901 thru 2903 plus 2998) (Line 29 above).....	0	0
3201.		
3202.		
3203.		
3298. Summary of remaining write-ins for Line 32 from overflow page.....	0	0
3299. Totals (Lines 3201 thru 3203 plus 3298) (Line 32 above).....	0	0

STATEMENT OF INCOME

	1 Current Year to Date	2 Prior Year to Date	3 Prior Year Ended December 31
UNDERWRITING INCOME			
1. Premiums earned:			
1.1 Direct..... (written \$....152,202,566).....	197,220,592	197,912,029	801,640,943
1.2 Assumed..... (written \$....8,332,772).....	8,311,045	3,631,317	23,352,288
1.3 Ceded..... (written \$....93,281,510).....	100,993,720	105,656,690	414,945,391
1.4 Net..... (written \$....67,253,828).....	104,537,917	95,886,656	410,047,840
DEDUCTIONS:			
2. Losses incurred (current accident year \$....38,924,113):			
2.1 Direct.....	66,754,640	100,030,420	388,592,824
2.2 Assumed.....	3,633,573	4,901,739	33,171,026
2.3 Ceded.....	32,342,131	55,590,821	194,880,667
2.4 Net.....	38,046,082	49,341,338	226,883,183
3. Loss adjustment expenses incurred.....	5,812,679	4,623,665	14,241,113
4. Other underwriting expenses incurred.....	25,623,775	24,725,123	111,775,274
5. Aggregate write-ins for underwriting deductions.....	0	0	0
6. Total underwriting deductions (Lines 2 through 5).....	69,482,536	78,690,126	352,899,570
7. Net income of protected cells.....			
8. Net underwriting gain (loss) (Line 1 minus Line 6 + Line 7).....	35,055,381	17,196,530	57,148,270
INVESTMENT INCOME			
9. Net investment income earned.....	13,626,002	13,959,995	53,804,099
10. Net realized capital gains (losses) less capital gains tax of \$....(2,653,000).....	(4,927,358)	10,631,068	40,383,993
11. Net investment gain (loss) (Lines 9 + 10).....	8,698,644	24,591,063	94,188,092
OTHER INCOME			
12. Net gain or (loss) from agents' or premium balances charged off (amount recovered \$....8,004 amount charged off \$.....0).....	8,004	44,415	174,475
13. Finance and service charges not included in premiums.....			
14. Aggregate write-ins for miscellaneous income.....	(5,289)	543,029	(1,604,189)
15. Total other income (Lines 12 through 14).....	2,715	587,444	(1,429,714)
16. Net income before dividends to policyholders, after capital gains tax and before all other federal and foreign income taxes (Lines 8 + 11 + 15).....	43,756,740	42,375,037	149,906,648
17. Dividends to policyholders.....	109,495	104,608	434,520
18. Net income, after dividends to policyholders, after capital gains tax and before all other federal and foreign income taxes (Line 16 minus Line 17).....	43,647,245	42,270,429	149,472,128
19. Federal and foreign income taxes incurred.....	12,478,977	5,353,061	27,919,103
20. Net income (Line 18 minus Line 19) (to Line 22).....	31,168,268	36,917,368	121,553,025
CAPITAL AND SURPLUS ACCOUNT			
21. Surplus as regards policyholders, December 31 prior year.....	1,479,589,281	1,397,649,769	1,397,649,769
22. Net income (from Line 20).....	31,168,268	36,917,368	121,553,025
23. Net transfers (to) from Protected Cell accounts.....			
24. Change in net unrealized capital gains or (losses) less capital gains tax of \$....(1,826,000).....	(3,201,264)	13,705,824	(13,525,739)
25. Change in net unrealized foreign exchange capital gain (loss).....	7,945,586	(10,844,669)	(28,812,710)
26. Change in net deferred income tax.....	(1,529,000)	(3,901,000)	(216,000)
27. Change in nonadmitted assets.....	(5,336,915)	(196,693)	284,663
28. Change in provision for reinsurance.....	(0)	(0)	3,163,773
29. Change in surplus notes.....			
30. Surplus (contributed to) withdrawn from protected cells.....			
31. Cumulative effect of changes in accounting principles.....			
32. Capital changes:			
32.1 Paid in.....			
32.2 Transferred from surplus (Stock Dividend).....			
32.3 Transferred to surplus.....			
33. Surplus adjustments:			
33.1 Paid in.....			
33.2 Transferred to capital (Stock Dividend).....			
33.3 Transferred from capital.....			
34. Net remittances from or (to) Home Office.....			
35. Dividends to stockholders.....			(507,500)
36. Change in treasury stock.....			
37. Aggregate write-ins for gains and losses in surplus.....	0	0	0
38. Change in surplus as regards policyholders (Lines 22 through 37).....	29,046,675	35,680,830	81,939,512
39. Surplus as regards policyholders, as of statement date (Lines 21 plus 38).....	1,508,635,956	1,433,330,599	1,479,589,281

DETAILS OF WRITE-INS

0501.			
0502.			
0503.			
0598. Summary of remaining write-ins for Line 5 from overflow page.....	0	0	0
0599. Totals (Lines 0501 thru 0503 plus 0598) (Line 5 above).....	0	0	0
1401. Miscellaneous income.....	13	21	100
1402. Balances (charged off) / recovered.....	(528,567)	(36)	(34,845)
1403. Gain / loss on foreign exchange.....	523,265	543,044	(1,569,444)
1498. Summary of remaining write-ins for Line 14 from overflow page.....	0	0	0
1499. Totals (Lines 1401 thru 1403 plus 1498) (Line 14 above).....	(5,289)	543,029	(1,604,189)
3701.			
3702.			
3703.			
3798. Summary of remaining write-ins for Line 37 from overflow page.....	0	0	0
3799. Totals (Lines 3701 thru 3703 plus 3798) (Line 37 above).....	0	0	0

Statement for March 31, 2016 of the **AFFILIATED FM INSURANCE COMPANY**
CASH FLOW

	1 Current Year to Date	2 Prior Year To Date	3 Prior Year Ended December 31
CASH FROM OPERATIONS			
1. Premiums collected net of reinsurance.....	63,183,604	63,123,170	401,256,743
2. Net investment income.....	11,374,397	17,692,507	68,558,684
3. Miscellaneous income.....	2,715	587,444	(1,429,714)
4. Total (Lines 1 through 3).....	74,560,716	81,403,121	468,385,713
5. Benefit and loss related payments.....	45,583,958	63,563,855	215,541,255
6. Net transfers to Separate Accounts, Segregated Accounts and Protected Cell Accounts.....			
7. Commissions, expenses paid and aggregate write-ins for deductions.....	33,767,796	31,869,884	122,144,300
8. Dividends paid to policyholders.....	88,492	84,129	423,547
9. Federal and foreign income taxes paid (recovered) net of \$.....0 tax on capital gains (losses).....	4,170,640	2,319,426	68,374,921
10. Total (Lines 5 through 9).....	83,610,886	97,837,294	406,484,023
11. Net cash from operations (Line 4 minus Line 10).....	(9,050,170)	(16,434,173)	61,901,690
CASH FROM INVESTMENTS			
12. Proceeds from investments sold, matured or repaid:			
12.1 Bonds.....	58,092,652	134,395,192	527,544,978
12.2 Stocks.....	38,176,226	48,158,190	188,808,659
12.3 Mortgage loans.....			
12.4 Real estate.....			
12.5 Other invested assets.....			
12.6 Net gains or (losses) on cash, cash equivalents and short-term investments.....	(2,772)	(3,243)	(7,072)
12.7 Miscellaneous proceeds.....	299,317	7,622,101	5,070,814
12.8 Total investment proceeds (Lines 12.1 to 12.7).....	96,565,423	190,172,240	721,417,379
13. Cost of investments acquired (long-term only):			
13.1 Bonds.....	47,005,835	130,280,179	541,814,600
13.2 Stocks.....	67,200,056	67,641,962	219,919,972
13.3 Mortgage loans.....			
13.4 Real estate.....			
13.5 Other invested assets.....			
13.6 Miscellaneous applications.....	6,428,759	0	3,519,717
13.7 Total investments acquired (Lines 13.1 to 13.6).....	120,634,650	197,922,141	765,254,289
14. Net increase or (decrease) in contract loans and premium notes.....			
15. Net cash from investments (Line 12.8 minus Line 13.7 and Line 14).....	(24,069,227)	(7,749,901)	(43,836,910)
CASH FROM FINANCING AND MISCELLANEOUS SOURCES			
16. Cash provided (applied):			
16.1 Surplus notes, capital notes.....			
16.2 Capital and paid in surplus, less treasury stock.....			
16.3 Borrowed funds.....			
16.4 Net deposits on deposit-type contracts and other insurance liabilities.....			
16.5 Dividends to stockholders.....			507,500
16.6 Other cash provided (applied).....	(3,134,964)	37,725,494	36,330,269
17. Net cash from financing and miscellaneous sources (Lines 16.1 through 16.4 minus Line 16.5 plus Line 16.6).....	(3,134,964)	37,725,494	35,822,769
RECONCILIATION OF CASH, CASH EQUIVALENTS AND SHORT-TERM INVESTMENTS			
18. Net change in cash, cash equivalents and short-term investments (Line 11 plus Line 15 plus Line 17).....	(36,254,361)	13,541,420	53,887,549
19. Cash, cash equivalents and short-term investments:			
19.1 Beginning of year.....	130,447,542	76,559,993	76,559,993
19.2 End of period (Line 18 plus Line 19.1).....	94,193,181	90,101,413	130,447,542

Note: Supplemental disclosures of cash flow information for non-cash transactions:

20.0001			
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NOTES TO FINANCIAL STATEMENTS**NOTE 1 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES****A. Accounting Practices (required NAIC disclosure regardless of whether there is any significant change)**

The accompanying financial statements of Affiliated FM Insurance Company ("Company") have been prepared on the basis of accounting practices prescribed or permitted by the Rhode Island Division of Insurance.

The state of Rhode Island requires insurance companies domiciled in the state of Rhode Island to prepare their statutory financial statements in accordance with the National Association of Insurance Commissioners (NAIC) *Accounting Practices and Procedures Manual*, subject to any deviations prescribed or permitted by the Rhode Island Division of Insurance.

The Company applies paragraph 5(a) of SSAP 23, rather than paragraph 5(b) of SSAP 23, with respect to the methodology for translating the Company's Canadian branch to USD. This is consistent with the methodology used in prior years, and a permitted practice has been approved by the State of Rhode Island. The total adjustment to convert the balance sheet to USD is \$41,752,916 which appears on line 17 – "Net adjustment in assets and liabilities due to foreign exchange rates", on page 3 – "Liabilities, Surplus and Other Funds" of the March 2016 quarterly statement. There is no net impact on surplus, and the effect on 2016 net income would be a decrease to net income in the amount of \$2,104,351 (which would be offset by a corresponding increase to surplus).

	State of Domicile	Current Period	Prior Year
NET INCOME			
(1) AFFILIATED FM INSURANCE COMPANY state basis (Page 4, Line 20, Columns 1 & 3)	RI	\$ 31,168,268	\$ 121,553,025
(2) State Prescribed Practices that increase/decrease NAIC SAP			
(3) State Permitted Practices that increase/decrease NAIC SAP			
Application of SSAP 23 regarding translating the Canadian branch to USD	RI	2,104,351	6,231,423
(4) NAIC SAP (1 – 2 – 3 = 4)	RI	\$ 29,063,917	\$ 115,321,602
SURPLUS			
(5) AFFILIATED FM INSURANCE COMPANY state basis (Page 3, line 37, Columns 1 & 2)	RI	\$ 1,508,635,956	\$ 1,479,589,281
(6) State Prescribed Practices that increase/decrease NAIC SAP			
(7) State Permitted Practices that increase/decrease NAIC SAP			
(8) NAIC SAP (5 – 6 – 7 = 8)	RI	\$ 1,508,635,956	\$ 1,479,589,281

B. Use of Estimates

No significant change

C. Accounting Policies

1 - 5. No significant change.

6. (required NAIC disclosure regardless of whether there is any significant change)

U.S. government agency loan-backed and structured securities are valued at amortized cost. Other loan-backed and structured securities are valued at either amortized cost or fair value, depending on many factors including: the type of underlying collateral, whether modeled by NAIC vendor, whether rated (by either NAIC approved rating organization or NAIC Securities Valuation Office), and relationship of amortized cost to par value and amortized cost to fair value.

7-13. No significant change.

D. Going Concern - Not applicable (required NAIC disclosure regardless of whether there is any significant change)**NOTE 2 – ACCOUNTING CHANGES AND CORRECTIONS OF ERRORS**

No significant change

NOTE 3 – BUSINESS COMBINATIONS AND GOODWILL

No significant change

NOTE 4 – DISCONTINUED OPERATIONS

No significant change

NOTES TO FINANCIAL STATEMENTS**NOTE 5 – INVESTMENTS**

A. Mortgage Loans

No significant change.

B. Troubled Debt Restructuring for Creditors

No significant change.

C. Reverse Mortgages

No significant change.

D. Loan-Backed and Structured Securities **(required NAIC disclosure regardless of whether there is any significant change)**

(1) Description of Sources Used to Determine Prepayment Assumptions

Loan-backed bonds and structured securities are valued at amortized cost using the constant interest rate method, not including anticipated prepayment at the date of purchase. Loan-backed securities are valued using an effective yield based on current prepayment assumptions obtained from Bloomberg. Prepayment assumptions are reviewed periodically and updated in response to changes in market interest rates.

(2) Other-Than-Temporary-Impairment (OTTI) Loss Recognized in the Aggregate - Not applicable

(3) OTTI by CUSIP - Not applicable

(4) Impaired Securities for Which OTTI Not Recognized

All impaired securities (fair value is less than cost or amortized cost) for which an other-than-temporary impairment has not been recognized in earnings as a realized loss (including securities with a recognized other-than-temporary impairment for non-interest related declines when a non-recognized interest related impairment remains):

a.	The aggregate amount of unrealized losses:	1.	Less than 12 Months	\$	282,672
		2.	12 Months or Longer	\$	137,102
b.	The aggregate related fair value of securities with unrealized losses:	1.	Less than 12 Months	\$	26,526,817
		2.	12 Months or Longer	\$	30,642,870

(5) OTTI Additional Information

All loan-backed and structured securities in an unrealized loss position were reviewed to determine whether other-than-temporary impairments should be recognized. The Company asserts that it has the intent and ability to hold these securities long enough to allow the cost basis of these securities to be recovered. These conclusions are supported by a detailed analysis of the underlying credit and cash flows of each security. Unrealized losses are primarily attributable to credit spread widening and increased liquidity discounts. It is possible that the Company could recognize other-than-temporary impairments in the future on some of the securities, if future events, information and the passage of time causes it to conclude that declines in value are other-than temporary.

E. Repurchase Agreements and/or Securities Lending Transactions

(1) Policies Requiring Collateral

No significant change.

(2) Collateral Pledged

No significant change.

(3) Collateral Received

a. Aggregate Amount of Cash Collateral Received

No significant change.

b.	The fair value of that collateral and of the portion of that collateral that it has sold or repledged	\$	47,775,821
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(required NAIC disclosure regardless of whether there is any significant change)

(4) Collateral Administered by an Affiliated Agent

No significant change.

(5) Collateral Reinvestment

No significant change.

NOTES TO FINANCIAL STATEMENTS

NOTE 5 – INVESTMENTS (continued from preceding page)

(6) Collateral Not Permitted to Sell or Replege

No significant change.

(7) Collateral Transactions Beyond One Year

No significant change.

F. Writedowns for Impairments of Real Estate, Real Estate Sales, Retail Land Sales Operations and Real Estate with Participating Mortgage Loan Features

No significant change.

G. Low Income Housing Tax Credits

No significant change.

H. Restricted Assets

No significant change.

I. Working Capital Finance Investments (**required NAIC disclosure regardless of whether there is any significant change**) - Not applicable

J. Offsetting and Netting of Assets and Liabilities (**required NAIC disclosure regardless of whether there is any significant change**)

Not applicable

K. Structured Notes - Not Applicable

NOTE 6 – JOINT VENTURES, PARTNERSHIPS AND LIMITED LIABILITY COMPANIES

No significant changes

NOTE 7 – INVESTMENT INCOME

No significant changes

NOTE 8 – DERIVATIVE INSTRUMENTS

No significant changes

NOTE 9 – INCOME TAXES

No significant changes

NOTE 10 – INFORMATION CONCERNING PARENT, SUBSIDIARIES, AFFILIATES AND OTHER RELATED PARTIES

No significant changes

NOTE 11 – DEBT

A. Debt

No significant change.

B. Federal Home Loan Bank Agreements (**required NAIC disclosure regardless of whether there is any significant change**) - Not applicable

NOTE 12 – RETIREMENT PLANS, DEFERRED COMPENSATION, POSTEMPLOYMENT BENEFITS AND COMPENSATED ABSENCES AND OTHER POSTRETIREMENT BENEFIT PLANS

A. Defined Benefit Plan

(1) - (3)

No significant change.

(4) Net Periodic Benefit Cost (**required NAIC disclosure regardless of whether there is any significant change**) - Not applicable

(5) - (21)

No significant change.

NOTES TO FINANCIAL STATEMENTS

Note 12 - RETIREMENT PLANS, DEFERRED COMPENSATION, POSTEMPLOYMENT BENEFITS AND COMPENSATED ABSENCES AND OTHER POSTRETIREMENT BENEFIT PLANS (continued from preceding page)

- B. Description of Investment Policies
No significant change.
- C. Fair Value of Plan Assets
No significant change.
- D. Rate of Return Assumptions
No significant change.
- E. Defined Contribution Plans
No significant change.
- F. Multiemployer Plans
No significant change.
- G. Consolidated/Holding Company Plans
No significant change.
- H. Postemployment Benefits and Compensated Absences
No significant change.
- I. Impact of Medicare Modernization Act on Postretirement Benefits
No significant change.

NOTE 13 – CAPITAL AND SURPLUS, DIVIDEND RESTRICTIONS AND QUASI-REORGANIZATIONS

No significant changes

NOTE 14 – LIABILITIES, CONTINGENCIES AND ASSESSMENTS

No significant changes

NOTE 15 – LEASES

No significant changes

NOTE 16 – INFORMATION ABOUT FINANCIAL INSTRUMENTS WITH OFF-BALANCE SHEET RISK AND FINANCIAL INSTRUMENTS WITH CONCENTRATIONS OF CREDIT RISK

No significant changes

NOTE 17 – SALE, TRANSFER AND SERVICING OF FINANCIAL ASSETS AND EXTINGUISHMENTS OF LIABILITIES

- A. Transfers of Receivables Reported as Sales - Not applicable
- B. Transfer and Servicing of Financial Assets
- (1) Loaned Securities
No significant change.
 - (2) Servicing Asset and Liabilities - **(required NAIC disclosure regardless of whether there is any significant change)** - Not applicable
 - (3) Servicing Assets and Liabilities Subsequently Measured at Fair Value - Not applicable
 - (4) Securitized Financial Assets that Transfer as a Sale **(required NAIC disclosure regardless of whether there is any significant change)**
Not applicable.
 - (5) Transfers of Financial Assets Accounted for as Secured Borrowing - Not applicable
 - (6) Transfers of Receivables with Recourse - Not applicable
 - (7) Repurchase Agreements - Not applicable

NOTES TO FINANCIAL STATEMENTS**NOTE 17 – SALE, TRANSFER AND SERVICING OF FINANCIAL ASSETS AND EXTINGUISHMENTS OF LIABILITIES (continued from preceding page)**

C. Wash Sales - (required NAIC disclosure regardless of whether there is any significant change) - Not applicable

NOTE 18 – GAIN OR LOSS TO THE REPORTING ENTITY FROM UNINSURED PLANS AND THE PORTION OF PARTIALLY INSURED PLANS

No significant changes

NOTE 19 – DIRECT PREMIUM WRITTEN/PRODUCED BY MANAGING GENERAL AGENTS/THIRD PARTY ADMINISTRATORS

No significant changes

NOTE 20 – FAIR VALUE MEASUREMENTS (required NAIC disclosure regardless of whether there is any significant change)

A. Inputs Used for Invested Assets Measured at Fair Value

(1) Fair Value Measurements at Reporting Date

The Company categorizes its invested assets that are measured at fair value into the three-level fair value hierarchy. Item 4 provides a discussion of each of these three levels.

Assets at Fair Value	Level 1	Level 2	Level 3	Total
Assets at fair value:	\$	\$	\$	\$
Bonds		1,897,575		1,897,575
Common Stocks				
Industrial & Miscellaneous	885,793,267			885,793,267
Mutual Funds	39,635,848			39,635,848
Total	\$ 925,429,115	\$ 1,897,575	\$	\$ 927,326,690

(2) Fair Value Measurements in (Level 3) of the Fair Value Hierarchy

The Company has no assets measured at fair value in the Level 3 category.

(3) Policy on Transfers Into and Out of Level 3

At the end of each reporting period, the Company evaluates whether or not any event has occurred or circumstances have changed that would cause an instrument to be transferred into or out of Level 3. The Company has no assets measured at fair value in the Level 3 category.

(4) Inputs and Techniques Used for Fair Value

The valuation techniques required by the Fair Value Measurements guidance (SSAP 100) are based upon observable and unobservable inputs. Observable inputs reflect market data obtained from independent sources, while unobservable inputs reflect market assumptions.

These two types of inputs create the following fair value hierarchy:

- Level 1 Quoted prices for identical instruments in active markets
- Level 2 Quoted prices for similar instruments in active markets; quoted prices for identical or similar instruments in markets that are not active; and model-derived valuations whose inputs are observable or whose significant value drivers are observable
- Level 3 Significant inputs to the valuation model are unobservable

The Company retains independent pricing vendors to assist in valuing invested assets when the prices are not available from the SVO.

When available, the Company uses quoted market prices to determine the fair value of investment securities, and they are included in Level 1.

When quoted market prices are unavailable, the Company uses quotes from independent pricing vendors based on recent trading activity and other relevant information, including market interest rate curves, referenced credit spreads and estimated prepayment rates, where applicable. These investments are included in Level 2 and are primarily comprised of fixed income securities which are NAIC rated 3 or below.

In infrequent circumstances, the pricing is not available from the pricing vendor and is based on significant unobservable inputs. In those circumstances, the investment security is classified in Level 3. There are no Level 3 investments at reporting date.

(5) Derivative Fair Values - Not applicable

B. Other Fair Value Disclosures - Not applicable

NOTES TO FINANCIAL STATEMENTS**NOTE 20 – FAIR VALUE MEASUREMENTS (required NAIC disclosure regardless of whether there is any significant change) (continued from preceding page)**

C. Fair Values for All Financial Instruments by Level

Type of Financial Instrument	Aggregate Fair Value	Admitted Assets	(Level 1)	(Level 2)	(Level 3)	Not Practicable (Carrying Value)
Financial Instruments - assets						
Bonds	\$ 1,341,178,398	\$ 1,293,369,254	\$	\$ 1,293,369,254	\$	\$
Common Stocks	925,429,115	925,429,115	925,429,115			
Cash, cash equivalents and short term investments	94,193,181	94,193,181	94,193,181			
Securities Lending reinvested collateral assets	47,775,821	47,775,821	47,775,821			
Total Assets	\$ 2,408,576,515	\$ 2,360,767,371	\$ 1,067,398,117	\$ 1,293,369,254	\$	\$

D. Not Practicable to Estimate Fair Value - Not applicable

NOTE 21 – OTHER ITEMS

No significant changes

NOTE 22 – EVENTS SUBSEQUENT

No significant changes

NOTE 23 – REINSURANCE

No significant changes

NOTE 24 – RETROSPECTIVELY RATED CONTRACTS AND CONTRACTS SUBJECT TO REDETERMINATION

A- E. No significant change.

F. Risk Sharing Provisions of the Affordable Care Act - Not applicable

(required NAIC disclosure regardless of whether there is any significant change)**NOTE 25 – CHANGE IN INCURRED LOSSES AND LOSS ADJUSTMENT EXPENSES****(required NAIC disclosure regardless of whether there is any significant change)**

No significant change.

NOTE 26 – INTERCOMPANY POOLING ARRANGEMENTS

No significant changes

NOTE 27 – STRUCTURED SETTLEMENTS

No significant changes

NOTE 28 – HEALTH CARE RECEIVABLES

No significant changes

NOTE 29 – PARTICIPATING POLICIES

No significant changes

NOTE 30 – PREMIUM DEFICIENCY RESERVES

No significant changes

NOTE 31 – HIGH DEDUCTIBLES

No significant changes

NOTE 32 – DISCOUNTING OF LIABILITIES FOR UNPAID LOSSES OR UNPAID LOSS ADJUSTMENT EXPENSES

No significant changes

NOTES TO FINANCIAL STATEMENTS

NOTE 33 – ASBESTOS/ENVIRONMENTAL RESERVES

No significant changes

NOTE 34 – SUBSCRIBER SAVINGS ACCOUNTS

No significant changes

NOTE 35 – MULTIPLE PERIL CROP INSURANCE

No significant changes

NOTE 36 – FINANCIAL GUARANTY INSURANCE

A. Financial Guarantee Insurance Contracts

No significant change.

B. Schedule of Insured Financial Obligations at End of Period **(required NAIC disclosure regardless of whether there is any significant change)**

Not applicable

GENERAL INTERROGATORIES

PART 1 - COMMON INTERROGATORIES

GENERAL

- 1.1 Did the reporting entity experience any material transactions requiring the filing of Disclosure of Material Transactions with the State of Domicile, as required by the Model Act? Yes [] No [X]
- 1.2 If yes, has the report been filed with the domiciliary state? Yes [] No []
- 2.1 Has any change been made during the year of this statement in the charter, by-laws, articles of incorporation, or deed of settlement of the reporting entity? Yes [] No [X]
- 2.2 If yes, date of change: _____
- 3.1 Is the reporting entity a member of an Insurance Holding Company System consisting of two or more affiliated persons, one or more of which is an insurer? If yes, complete Schedule Y, Parts 1 and 1A. Yes [X] No []
- 3.2 Have there been any substantial changes in the organizational chart since the prior quarter end? Yes [] No [X]
- 3.3 If the response to 3.2 is yes, provide a brief description of those changes.

- 4.1 Has the reporting entity been a party to a merger or consolidation during the period covered by this statement? Yes [] No [X]
- 4.2 If yes, provide name of entity, NAIC Company Code, and state of domicile (use two letter state abbreviation) for any entity that has ceased to exist as a result of the merger or consolidation.

1 Name of Entity	2 NAIC Company Code	3 State of Domicile

5. If the reporting entity is subject to a management agreement, including third-party administrator(s), managing general agent(s), attorney-in-fact, or similar agreement, have there been any significant changes regarding the terms of the agreement or principals involved? If yes, attach an explanation. Yes [] No [X] N/A []

- 6.1 State as of what date the latest financial examination of the reporting entity was made or is being made. 12/31/2012
-
- 6.2 State the as of date that the latest financial examination report became available from either the state of domicile or the reporting entity. This date should be the date of the examined balance sheet and not the date the report was completed or released. 12/31/2012
-
- 6.3 State as of what date the latest financial examination report became available to other states or the public from either the state of domicile or the reporting entity. This is the release date or completion date of the examination report and not the date of the examination (balance sheet date). 01/10/2014
-

- 6.4 By what department or departments?
Rhode Island Division of Insurance
- 6.5 Have all financial statement adjustments within the latest financial examination report been accounted for in a subsequent financial statement filed with Departments? Yes [] No [] N/A [X]
- 6.6 Have all of the recommendations within the latest financial examination report been complied with? Yes [] No [] N/A [X]
- 7.1 Has this reporting entity had any Certificates of Authority, licenses or registrations (including corporate registration, if applicable) suspended or revoked by any governmental entity during the reporting period? Yes [] No [X]
- 7.2 If yes, give full information:

- 8.1 Is the company a subsidiary of a bank holding company regulated with the Federal Reserve Board? Yes [] No [X]
- 8.2 If response to 8.1 is yes, please identify the name of the bank holding company.

- 8.3 Is the company affiliated with one or more banks, thrifts or securities firms? Yes [] No [X]
- 8.4 If the response to 8.3 is yes, please provide below the names and location (city and state of the main office) of any affiliates regulated by a federal regulatory services agency [i.e. the Federal Reserve Board (FRB), the Office of the Comptroller of the Currency (OCC), the Federal Deposit Insurance Corporation (FDIC) and the Securities Exchange Commission (SEC)] and identify the affiliate's primary federal regulator].

1 Affiliate Name	2 Location (City, State)	3 FRB	4 OCC	5 FDIC	6 SEC

- 9.1 Are the senior officers (principal executive officer, principal financial officer, principal accounting officer or controller, or persons performing similar functions) of the reporting entity subject to a code of ethics, which includes the following standards? Yes [X] No []
- (a) Honest and ethical conduct, including the ethical handling of actual or apparent conflicts of interest between personal and professional relationships;
- (b) Full, fair, accurate, timely and understandable disclosure in the periodic reports required to be filed by the reporting entity;
- (c) Compliance with applicable governmental laws, rules and regulations;
- (d) The prompt internal reporting of violations to an appropriate person or persons identified in the code; and
- (e) Accountability for adherence to the code.

- 9.11 If the response to 9.1 is No, please explain:

- 9.2 Has the code of ethics for senior managers been amended? Yes [X] No []

- 9.21 If the response to 9.2 is Yes, provide information related to amendment(s).
The Code of Ethics was amended to refer to the whistleblowing process referenced in the Code of Conduct.

- 9.3 Have any provisions of the code of ethics been waived for any of the specified officers? Yes [] No [X]

- 9.31 If the response to 9.3 is Yes, provide the nature of any waiver(s).

GENERAL INTERROGATORIES

PART 1 - COMMON INTERROGATORIES

FINANCIAL

- 10.1 Does the reporting entity report any amounts due from parent, subsidiaries or affiliates on Page 2 of this statement? Yes No
- 10.2 If yes, indicate any amounts receivable from parent included in the Page 2 amount: \$ 38,156,635

INVESTMENT

- 11.1 Were any of the stocks, bonds, or other assets of the reporting entity loaned, placed under option agreement, or otherwise made available for use by another person? (Exclude securities under securities lending agreements.) Yes No
- 11.2 If yes, give full and complete information relating thereto:
12. Amount of real estate and mortgages held in other invested assets in Schedule BA: \$ 0
13. Amount of real estate and mortgages held in short-term investments: \$ 0
- 14.1 Does the reporting entity have any investments in parent, subsidiaries and affiliates? Yes No
- 14.2 If yes, please complete the following:

- 14.21 Bonds
- 14.22 Preferred Stock
- 14.23 Common Stock
- 14.24 Short-Term Investments
- 14.25 Mortgage Loans on Real Estate
- 14.26 All Other
- 14.27 Total Investment in Parent, Subsidiaries and Affiliates (Subtotal Lines 14.21 to 14.26)
- 14.28 Total Investment in Parent included in Lines 14.21 to 14.26 above

	1 Prior Year-End Book/Adjusted Carrying Value	2 Current Quarter Book/Adjusted Carrying Value
\$	0	\$ 0
	0	0
	0	0
	0	0
	0	0
	0	0
\$	0	\$ 0
\$	0	\$ 0

- 15.1 Has the reporting entity entered into any hedging transactions reported on Schedule DB? Yes No
- 15.2 If yes, has a comprehensive description of the hedging program been made available to the domiciliary state? Yes No
- If no, attach a description with this statement.

16. For the reporting entity's security lending program, state the amount of the following as of current statement date:

- 16.1 Total fair value of reinvested collateral assets reported on Schedule DL, Parts 1 and 2: \$ 47,775,821
- 16.2 Total book adjusted/carrying value of reinvested collateral assets reported on Schedule DL, Parts 1 and 2: \$ 47,775,821
- 16.3 Total payable for securities lending reported on the liability page: \$ 47,775,821

17. Excluding items in Schedule E-Part 3-Special Deposits, real estate, mortgage loans and investments held physically in the reporting entity's offices, vaults or safety deposit boxes, were all stocks, bonds and other securities, owned throughout the current year held pursuant to a custodial agreement with a qualified bank or trust company in accordance with Section 1, III - General Examination Considerations, F. Outsourcing of Critical Functions, Custodial or Safekeeping Agreements of the NAIC *Financial Condition Examiners Handbook*? Yes No

- 17.1 For all agreements that comply with the requirements of the NAIC *Financial Condition Examiners Handbook*, complete the following:

1 Name of Custodian(s)	2 Custodian Address
JP Morgan Worldwide Securities Services	383 Madison Avenue, New York, NY
RBC Investor Services	200 Bay Street, Toronto, Ontario, Canada

- 17.2 For all agreements that do not comply with the requirements of the NAIC *Financial Condition Examiners Handbook*, provide the name, location and a complete explanation:

1 Name(s)	2 Location(s)	3 Complete Explanation(s)

- 17.3 Have there been any changes, including name changes, in the custodian(s) identified in 17.1 during the current quarter? Yes No

- 17.4 If yes, give full and complete information relating thereto:

1 Old Custodian	2 New Custodian	3 Date of Change	4 Reason

- 17.5 Identify all investment advisors, broker/dealers or individuals acting on behalf of broker/dealers that have access to the investment accounts, handle securities and have authority to make investments on behalf of the reporting entity:

1 Central Registration Depository	2 Name(s)	3 Address
JP Morgan Worldwide Securities Services	Standish Mellon	Boston, MA
RBC Dexia	BMO Asset Management, Inc	Toronto, Ontario, Canada

- 18.1 Have all the filing requirements of the *Purposes and Procedures Manual of the NAIC Investment Analysis Office* been followed? Yes No

- 18.2 If no, list exceptions:

GENERAL INTERROGATORIES (continued)

PART 2 – PROPERTY & CASUALTY INTERROGATORIES

1. If the reporting entity is a member of a pooling arrangement, did the agreement or the reporting entity's participation change? Yes [] No [X] N/A []
 If yes, attach an explanation.

2. Has the reporting entity reinsured any risk with any other reporting entity and agreed to release such entity from liability, in whole or in part, from any loss that may occur on the risk, or portion thereof, reinsured? Yes [] No [X]
 If yes, attach an explanation.

3.1 Have any of the reporting entity's primary reinsurance contracts been canceled? Yes [] No [X]

3.2 If yes, give full and complete information thereto:

4.1 Are any of the liabilities for unpaid losses and loss adjustment expenses other than certain workers' compensation tabular reserves (see *Annual Statement Instructions* pertaining to disclosure of discounting for definition of "tabular reserves,") discounted at a rate of interest greater than zero? Yes [] No [X]

4.2 If yes, complete the following schedule:

1 Line of Business	2 Maximum Interest	3 Disc. Rate	Total Discount				Discount Taken During Period			
			4 Unpaid Losses	5 Unpaid LAE	6 IBNR	7 Total	8 Unpaid Losses	9 Unpaid LAE	10 IBNR	11 Total
	0.000	0.000	0	0	0	0	0	0	0	0
Total	XXX	XXX	0	0	0	0	0	0	0	0

5.1 Operating Percentages:

5.1 A&H loss percent	0.000%
5.2 A&H cost containment percent	0.000%
5.3 A&H expense percent excluding cost containment expenses	0.000%

6.1 Do you act as a custodian for health savings accounts? Yes [] No [X]

6.2 If yes, please provide the amount of custodial funds held as of the reporting date. \$ 0

6.3 Do you act as an administrator for health savings accounts? Yes [] No [X]

6.4 If yes, please provide the amount of funds administered as of the reporting date. \$ 0

SCHEDULE F - CEDED REINSURANCE

Showing All New Reinsurers - Current Year to Date

1 NAIC Company Code	2 ID Number	3 Name of Reinsurer	4 Domiciliary Jurisdiction	5 Type of Reinsurer	6 Certified Reinsurer Rating (1 through 6)	7 Effective Date of Certified Reinsurer Rating
All Other Insurers						
.....	AA-3190186.....	White Rock Insurance (SAC) Limited.....	BMU.....	Unauthorized...	.....	.....

AFFILIATED FM INSURANCE COMPANY

SCHEDULE T - EXHIBIT OF PREMIUMS WRITTEN

Current Year to Date - Allocated by States and Territories

States, Etc.	1 Active Status	Direct Premiums Written		Direct Losses Paid (Deducting Salvage)		Direct Losses Unpaid		
		2 Current Year to Date	3 Prior Year to Date	4 Current Year to Date	5 Prior Year to Date	6 Current Year to Date	7 Prior Year to Date	
1. Alabama.....AL.....L.....	AL	L	873,280	1,059,285	220,376	57,578	1,401,918	296,186
2. Alaska.....AK.....L.....	AK	L	691,221	549,643	24,570	56,916	288,808	357,679
3. Arizona.....AZ.....L.....	AZ	L	1,076,522	1,232,639	478,766	565,176	1,155,406	1,149,716
4. Arkansas.....AR.....L.....	AR	L	1,597,043	1,256,525	498,305	104,159	1,573,265	601,435
5. California.....CA.....L.....	CA	L	23,353,333	21,901,531	4,959,771	17,432,528	31,892,320	19,286,224
6. Colorado.....CO.....L.....	CO	L	2,036,900	1,442,010	(266,156)	660,777	3,840,772	4,186,332
7. Connecticut.....CT.....L.....	CT	L	1,104,953	907,536	(52,532)	117,766	2,602,744	3,152,708
8. Delaware.....DE.....L.....	DE	L	305,173	295,880	45,000	744,564	287,339	488,026
9. District of Columbia.....DC.....L.....	DC	L	1,009,398	722,712	326,089	271,151	975,801	852,658
10. Florida.....FL.....L.....	FL	L	5,807,307	5,193,502	648,953	(2,298)	3,682,287	338,476
11. Georgia.....GA.....L.....	GA	L	3,314,308	3,439,602	1,563,153	235,833	4,232,353	3,061,096
12. Hawaii.....HI.....L.....	HI	L	26,870	59,114	28,901	3,700	40,067	
13. Idaho.....ID.....L.....	ID	L	123,720	102,175	-	12,198	412,233	362,446
14. Illinois.....IL.....L.....	IL	L	7,810,279	6,945,525	4,978,865	4,850,107	87,958,687	45,157,503
15. Indiana.....IN.....L.....	IN	L	3,128,242	2,844,326	388,861	108,329	1,028,406	1,750,156
16. Iowa.....IA.....L.....	IA	L	1,480,238	1,448,501	100,000	152,632	458,733	575,887
17. Kansas.....KS.....L.....	KS	L	745,024	516,726	31,452	168,324	621	126,744
18. Kentucky.....KY.....L.....	KY	L	1,025,350	1,315,767	1,547,011	170,589	760,175	4,781,674
19. Louisiana.....LA.....L.....	LA	L	1,653,632	1,974,129	(263,171)	339,292	4,984,848	4,629,691
20. Maine.....ME.....L.....	ME	L	107,756	73,142				
21. Maryland.....MD.....L.....	MD	L	2,209,972	2,253,695	1,595,363	4,856,138	13,758,247	6,485,331
22. Massachusetts.....MA.....L.....	MA	L	6,118,606	4,843,729	4,618,881	2,783,895	14,274,681	23,397,195
23. Michigan.....MI.....L.....	MI	L	2,350,654	1,747,234	757,575	9,401,639	3,067,233	9,217,021
24. Minnesota.....MN.....L.....	MN	L	2,524,362	2,300,925	473,990	182,354	2,128,940	3,780,032
25. Mississippi.....MS.....L.....	MS	L	785,897	552,185	544	886,042	1,342,231	2,650,425
26. Missouri.....MO.....L.....	MO	L	3,573,567	2,499,042	2,055,804	4,965,268	9,827,178	5,739,774
27. Montana.....MT.....L.....	MT	L	941,539	648,788	739,839	30,543	2,869,359	1,069,771
28. Nebraska.....NE.....L.....	NE	L	255,936	72,687	260,707	(630)	598,957	203,843
29. Nevada.....NV.....L.....	NV	L	1,940,376	2,169,974	338,900	583,286	2,286,130	1,448,413
30. New Hampshire.....NH.....L.....	NH	L	372,273	476,490	102,923	2,965	326,419	308,096
31. New Jersey.....NJ.....L.....	NJ	L	4,618,828	4,185,844	2,433,828	8,887,018	67,062,885	40,138,107
32. New Mexico.....NM.....L.....	NM	L	313,654	57,071	1,733,619	996,061	1,873,740	5,776,693
33. New York.....NY.....L.....	NY	L	11,394,492	10,676,769	5,705,097	7,093,404	143,134,009	135,361,582
34. North Carolina.....NC.....L.....	NC	L	1,622,099	1,878,804	2,052,739	554,559	750,427	4,779,513
35. North Dakota.....ND.....L.....	ND	L	119,983	57,009	213,091	(72,569)	647,652	
36. Ohio.....OH.....L.....	OH	L	3,786,596	3,168,812	495,443	2,774,574	14,301,741	36,510,474
37. Oklahoma.....OK.....L.....	OK	L	645,900	623,790	427,071	521,035	374,623	1,409,586
38. Oregon.....OR.....L.....	OR	L	2,259,207	2,501,275	783,963	477,982	1,430,510	1,428,537
39. Pennsylvania.....PA.....L.....	PA	L	3,357,453	3,002,506	377,416	207,665	2,170,900	4,157,467
40. Rhode Island.....RI.....L.....	RI	L	848,032	1,112,521	559,649	75,341	4,954,914	4,325,824
41. South Carolina.....SC.....L.....	SC	L	1,345,663	852,542	42,026	354,329	2,532,855	2,070,838
42. South Dakota.....SD.....L.....	SD	L	352,373	260,126	20,566	68,918	2,281,390	
43. Tennessee.....TN.....L.....	TN	L	2,396,557	2,322,002	294,058	8,772,054	4,152,741	29,156,950
44. Texas.....TX.....L.....	TX	L	13,031,275	10,255,409	10,516,355	6,495,247	24,238,527	21,178,008
45. Utah.....UT.....L.....	UT	L	2,287,159	2,186,130	15,273	356,431	414,158	1,097,061
46. Vermont.....VT.....L.....	VT	L	(679)	17,843	1,126,837	16,372		
47. Virginia.....VA.....L.....	VA	L	1,266,624	2,045,373	2,176,477	2,240,462	4,251,525	10,820,754
48. Washington.....WA.....L.....	WA	L	8,299,185	8,241,761	-	4,594,781	6,501,939	8,199,272
49. West Virginia.....WV.....L.....	WV	L	130,118	91,154	170,441		25,376	
50. Wisconsin.....WI.....L.....	WI	L	2,490,032	1,367,731	-	717,252	1,483,418	2,585,946
51. Wyoming.....WY.....L.....	WY	L	91,227	14,259	6,663,256			426,414
52. American Samoa.....AS.....N.....	AS	N						
53. Guam.....GU.....L.....	GU	L						
54. Puerto Rico.....PR.....L.....	PR	L	45,505	84,011				
55. US Virgin Islands.....VI.....L.....	VI	L	460	443				
56. Northern Mariana Islands.....MP.....L.....	MP	L						
57. Canada.....CAN.....L.....	CAN	L	13,151,186	18,318,252		14,189,500	65,661,752	108,806,843
58. Aggregate Other Alien.....OT.....XXX.....	OT	XXX	5,906	153,506	0	0	3,600,000	3,600,000
59. Totals.....	(a).....55		152,202,566	144,319,962	62,009,949	109,061,237	549,901,241	567,284,407

DETAILS OF WRITE-INS

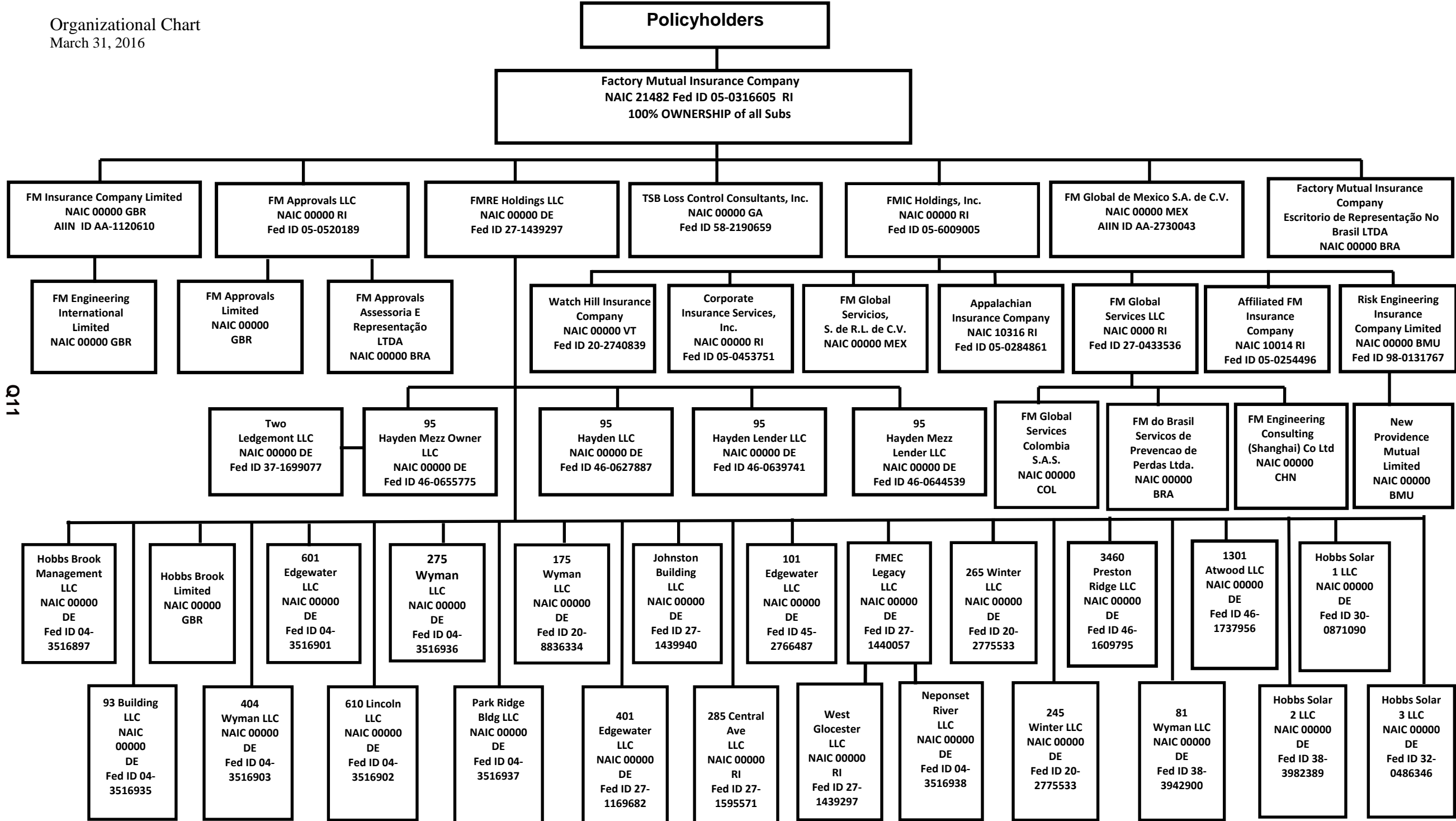
58001. AUS AUSTRALIA.....	XXX	(106)	497					
58002. AUT AUSTRIA.....	XXX	2,250						
58003. BAN BANGLADESH.....	XXX	(13,590)	27,500					
58998. Summary of remaining write-ins for Line 58 from overflow page.....	XXX	17,353	125,509	0	0	3,600,000	3,600,000	
58999. Totals (Lines 58001 thru 58003+ Line 58998) (Line 58 above).....	XXX	5,906	153,506	0	0	3,600,000	3,600,000	

(L) - Licensed or Chartered - Licensed Insurance Carrier or Domiciled RRG; (R) - Registered - Non-domiciled RRGs; (Q) - Qualified - Qualified or Accredited Reinsurer;

(E) - Eligible - Reporting Entities eligible or approved to write Surplus Lines in the state; (N) - None of the above - Not allowed to write business in the state.

(a) Insert the number of L responses except for Canada and Other Alien.

Organizational Chart
March 31, 2016



Q11

SCHEDULE Y

PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Group Code	Group Name	NAIC Company Code	ID Number	Federal RSSD	CIK	Name of Securities Exchange if Public Traded (U.S. or International)	Name of Parent, Subsidiaries or Affiliates	Domiciliary Location	Relationship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	If Control is Ownership Provide Percentage	Ultimate Controlling Entity(ies)/Person(s)	*
Members														
0065...	Factory Mutual Insurance Company & its Affiliates...	21482.....	05-0316605..	.....	.....	.....	Factory Mutual Insurance Company.....	RI.....	UIP.....	.....	.....	.....	.....	1.....
0065...	Factory Mutual Insurance Company & its Affiliates...	10014.....	05-0254496..	.....	.....	.....	Affiliated FM Insurance Company.....	RI.....	RE.....	FMIC Holdings, Inc.....	Ownership.....	100.000	Factory Mutual Insurance Company.....	1.....
0065...	Factory Mutual Insurance Company & its Affiliates...	10316.....	05-0284861..	.....	.....	.....	Appalachian Insurance Company.....	RI.....	IA.....	FMIC Holdings, Inc.....	Ownership.....	100.000	Factory Mutual Insurance Company.....	1.....
0065...	Factory Mutual Insurance Company & its Affiliates...	00000.....	AA-1120610..	.....	.....	.....	FM Insurance Company Limited.....	GBR.....	IA.....	Factory Mutual Insurance Company.....	Ownership.....	100.000	Factory Mutual Insurance Company.....	.....
0065...	Factory Mutual Insurance Company & its Affiliates...	00000.....	98-0131767..	.....	.....	.....	Risk Engineering Insurance Company Limited...	BMU.....	IA.....	FMIC Holdings, Inc.....	Ownership.....	100.000	Factory Mutual Insurance Company.....	.....
0065...	Factory Mutual Insurance Company & its Affiliates...	00000.....	AA-2730043..	.....	.....	.....	FM Global de Mexico S.A. de C.V.....	MEX.....	IA.....	Factory Mutual Insurance Company.....	Ownership.....	100.000	Factory Mutual Insurance Company.....	.....
0065...	Factory Mutual Insurance Company & its Affiliates...	00000.....	20-2740839..	.....	.....	.....	Watch Hill Insurance Company.....	VT.....	IA.....	FMIC Holdings, Inc.....	Ownership.....	100.000	Factory Mutual Insurance Company.....	.....
0065...	Factory Mutual Insurance Company & its Affiliates...	00000.....	05-0453751..	.....	.....	.....	Corporate Insurance Services, Inc.....	RI.....	NIA.....	FMIC Holdings, Inc.....	Ownership.....	100.000	Factory Mutual Insurance Company.....	.....
0065...	Factory Mutual Insurance Company & its Affiliates...	00000.....	.....	.....	.....	.....	New Providence Mutual Limited.....	BMU.....	IA.....	Risk Engineering Insurance Company Limited	Ownership.....	100.000	Factory Mutual Insurance Company.....	.....
0065...	Factory Mutual Insurance Company & its Affiliates...	00000.....	.....	.....	.....	.....	Factory Mutual Insurance Company - Escritorio de Representação No Brasil LTDA.	BRA.....	IA.....	Factory Mutual Insurance Company.....	Ownership.....	100.000	Factory Mutual Insurance Company.....	.....
0000...	Factory Mutual Insurance Company & its Affiliates...	00000.....	05-0520189..	.....	.....	.....	FM Approvals LLC.....	RI.....	NIA.....	Factory Mutual Insurance Company.....	Ownership.....	100.000	Factory Mutual Insurance Company.....	.....
0000...	Factory Mutual Insurance Company & its Affiliates...	00000.....	.....	.....	.....	.....	FM Engineering International Limited.....	GBR.....	NIA.....	FM Insurance Company Limited.....	Ownership.....	100.000	Factory Mutual Insurance Company.....	.....
0000...	Factory Mutual Insurance Company & its Affiliates...	00000.....	.....	.....	.....	.....	FM Engineering Consulting (Shanghai) Co. Ltd..	CHN.....	NIA.....	FM Global Services LLC.....	Ownership.....	100.000	Factory Mutual Insurance Company.....	.....
0000...	Factory Mutual Insurance Company & its Affiliates...	00000.....	.....	.....	.....	.....	FM Approvals Limited.....	GBR.....	NIA.....	FM Approvals LLC.....	Ownership.....	100.000	Factory Mutual Insurance Company.....	.....
0000...	Factory Mutual Insurance Company & its Affiliates...	00000.....	.....	.....	.....	.....	FM Approvals Assessoria E Representação LTDA.	BRA.....	NIA.....	FM Approvals LLC.....	Ownership.....	100.000	Factory Mutual Insurance Company.....	.....
0000...	Factory Mutual Insurance Company & its Affiliates...	00000.....	27-1439297..	.....	.....	.....	FMRE Holdings LLC.....	DE.....	NIA.....	Factory Mutual Insurance Company.....	Ownership.....	100.000	Factory Mutual Insurance Company.....	.....
0000...	Factory Mutual Insurance Company & its Affiliates...	00000.....	58-2190659..	.....	.....	.....	TSB Loss Control Consultants, Inc.....	GA.....	NIA.....	Factory Mutual Insurance Company.....	Ownership.....	100.000	Factory Mutual Insurance Company.....	.....
0000...	Factory Mutual Insurance Company & its Affiliates...	00000.....	05-6009005..	.....	.....	.....	FMIC Holdings, Inc.....	RI.....	UDP.....	Factory Mutual Insurance Company.....	Ownership.....	100.000	Factory Mutual Insurance Company.....	.....
0000...	Factory Mutual Insurance Company & its Affiliates...	00000.....	.....	.....	.....	.....	FM Global Servicios, S.de R.L. de C.V.....	MEX.....	NIA.....	FMIC Holdings, Inc.....	Ownership.....	100.000	Factory Mutual Insurance Company.....	.....
0000...	Factory Mutual Insurance Company & its Affiliates...	00000.....	27-0433536..	.....	.....	.....	FM Global Services LLC.....	RI.....	NIA.....	FMIC Holdings, Inc.....	Ownership.....	100.000	Factory Mutual Insurance Company.....	.....
0000...	Factory Mutual Insurance Company & its Affiliates...	00000.....	.....	.....	.....	.....	FM do Brasil Servicos de Prevencao de Perdas LTDA.	BRA.....	NIA.....	FM Global Services LLC.....	Ownership.....	100.000	Factory Mutual Insurance Company.....	.....
0000...	Factory Mutual Insurance Company & its Affiliates...	00000.....	04-3516902..	.....	.....	.....	610 Lincoln LLC.....	DE.....	NIA.....	FMRE Holdings LLC.....	Ownership.....	100.000	Factory Mutual Insurance Company.....	.....
0000...	Factory Mutual Insurance Company & its Affiliates...	00000.....	04-3516903..	.....	.....	.....	404 Wyman LLC.....	DE.....	NIA.....	FMRE Holdings LLC.....	Ownership.....	100.000	Factory Mutual Insurance Company.....	.....
0000...	Factory Mutual Insurance Company & its Affiliates...	00000.....	04-3516936..	.....	.....	.....	275 Wyman LLC.....	DE.....	NIA.....	FMRE Holdings LLC.....	Ownership.....	100.000	Factory Mutual Insurance Company.....	.....
0000...	Factory Mutual Insurance Company & its Affiliates...	00000.....	20-8836334..	.....	.....	.....	175 Wyman LLC.....	DE.....	NIA.....	FMRE Holdings LLC.....	Ownership.....	100.000	Factory Mutual Insurance Company.....	.....
0000...	Factory Mutual Insurance Company & its Affiliates...	00000.....	04-3516937..	.....	.....	.....	Park Ridge Building LLC.....	DE.....	NIA.....	FMRE Holdings LLC.....	Ownership.....	100.000	Factory Mutual Insurance Company.....	.....
0000...	Factory Mutual Insurance Company & its Affiliates...	00000.....	04-3516935..	.....	.....	.....	93 Building LLC.....	DE.....	NIA.....	FMRE Holdings LLC.....	Ownership.....	100.000	Factory Mutual Insurance Company.....	.....
0000...	Factory Mutual Insurance Company & its Affiliates...	00000.....	20-2775533..	.....	.....	.....	265 Winter LLC.....	DE.....	NIA.....	FMRE Holdings LLC.....	Ownership.....	100.000	Factory Mutual Insurance Company.....	.....
0000...	Factory Mutual Insurance Company & its Affiliates...	00000.....	.....	.....	.....	.....	245 Winter LLC.....	DE.....	NIA.....	265 Winter LLC.....	Ownership.....	100.000	Factory Mutual Insurance Company.....	.....
0000...	Factory Mutual Insurance Company & its Affiliates...	00000.....	27-1440057..	.....	.....	.....	FMEC Legacy LLC.....	DE.....	NIA.....	FMRE Holdings LLC.....	Ownership.....	100.000	Factory Mutual Insurance Company.....	.....
0000...	Factory Mutual Insurance Company & its Affiliates...	00000.....	04-3516938..	.....	.....	.....	Neponset River LLC.....	DE.....	NIA.....	FMEC Legacy LLC.....	Ownership.....	100.000	Factory Mutual Insurance Company.....	.....
0000...	Factory Mutual Insurance Company & its Affiliates...	00000.....	27-1439297..	.....	.....	.....	West Gloucester LLC.....	RI.....	NIA.....	FMEC Legacy LLC.....	Ownership.....	100.000	Factory Mutual Insurance Company.....	.....

Q12

SCHEDULE Y

PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Group Code	Group Name	NAIC Company Code	ID Number	Federal RSSD	CIK	Name of Securities Exchange if Public Traded (U.S. or International)	Name of Parent, Subsidiaries or Affiliates	Domiciliary Location	Relationship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	If Control is Ownership Provide Percentage	Ultimate Controlling Entity(ies)/Person(s)	*
0000...	Factory Mutual Insurance Company & its Affiliates...	00000.....	04-3516901..	.....	.....	.....	601 Edgewater LLC.....	DE.....	NIA.....	FMRE Holdings LLC.....	Ownership.....	...100.000	Factory Mutual Insurance Company.....	.....
0000...	Factory Mutual Insurance Company & its Affiliates...	00000.....	27-1595571..	.....	.....	.....	285 Central Avenue, LLC.....	RI.....	NIA.....	FMRE Holdings LLC.....	Ownership.....	...100.000	Factory Mutual Insurance Company.....	.....
0000...	Factory Mutual Insurance Company & its Affiliates...	00000.....	04-3516897..	.....	.....	.....	Hobbs Brook Management LLC.....	DE.....	NIA.....	FMRE Holdings LLC.....	Ownership.....	...100.000	Factory Mutual Insurance Company.....	.....
0000...	Factory Mutual Insurance Company & its Affiliates...	00000.....	.....	.....	.....	.....	Hobbs Brook Limited.....	GBR.....	NIA.....	FMRE Holdings LLC.....	Ownership.....	...100.000	Factory Mutual Insurance Company.....	.....
0000...	Factory Mutual Insurance Company & its Affiliates...	00000.....	45-2766487..	.....	.....	.....	101 Edgewater LLC.....	DE.....	NIA.....	FMRE Holdings LLC.....	Ownership.....	...100.000	Factory Mutual Insurance Company.....	.....
0000...	Factory Mutual Insurance Company & its Affiliates...	00000.....	27-1169682..	.....	.....	.....	401 Edgewater LLC.....	DE.....	NIA.....	FMRE Holdings LLC.....	Ownership.....	...100.000	Factory Mutual Insurance Company.....	.....
0000...	Factory Mutual Insurance Company & its Affiliates...	00000.....	27-1439940..	.....	.....	.....	Johnston Building LLC.....	DE.....	NIA.....	FMRE Holdings LLC.....	Ownership.....	...100.000	Factory Mutual Insurance Company.....	.....
0000...	Factory Mutual Insurance Company & its Affiliates...	00000.....	.....	.....	.....	.....	FM Global Services Colombia S.A.S.....	COL.....	NIA.....	FM Global Services LLC.....	Ownership.....	...100.000	Factory Mutual Insurance Company.....	.....
0000...	Factory Mutual Insurance Company & its Affiliates...	00000.....	37-1699077..	.....	.....	.....	Two Ledgemont LLC.....	DE.....	NIA.....	95 Hayden Mezz Owner LLC.....	Ownership.....	...100.000	Factory Mutual Insurance Company.....	.....
0000...	Factory Mutual Insurance Company & its Affiliates...	00000.....	46-0627887..	.....	.....	.....	95 Hayden LLC.....	DE.....	NIA.....	FMRE Holdings LLC.....	Ownership.....	...100.000	Factory Mutual Insurance Company.....	.....
0000...	Factory Mutual Insurance Company & its Affiliates...	00000.....	46-0639741..	.....	.....	.....	95 Hayden Lender LLC.....	DE.....	NIA.....	FMRE Holdings LLC.....	Ownership.....	...100.000	Factory Mutual Insurance Company.....	.....
0000...	Factory Mutual Insurance Company & its Affiliates...	00000.....	46-0655775..	.....	.....	.....	95 Hayden Mezz Owner LLC.....	DE.....	NIA.....	FMRE Holdings LLC.....	Ownership.....	...100.000	Factory Mutual Insurance Company.....	.....
0000...	Factory Mutual Insurance Company & its Affiliates...	00000.....	46-0644539..	.....	.....	.....	95 Hayden Mezz Lender LLC.....	DE.....	NIA.....	FMRE Holdings LLC.....	Ownership.....	...100.000	Factory Mutual Insurance Company.....	.....
0000...	Factory Mutual Insurance Company & its Affiliates...	00000.....	46-1609795..	.....	.....	.....	3460 Preston Ridge, LLC.....	DE.....	NIA.....	FMRE Holdings LLC.....	Ownership.....	...100.000	Factory Mutual Insurance Company.....	.....
0000...	Factory Mutual Insurance Company & its Affiliates...	00000.....	46-1737956..	.....	.....	.....	1301 Atwood LLC.....	DE.....	NIA.....	FMRE Holdings LLC.....	Ownership.....	...100.000	Factory Mutual Insurance Company.....	.....
0000...	Factory Mutual Insurance Company & its Affiliates...	00000.....	38-3942900..	.....	.....	.....	81 Wyman LLC.....	DE.....	NIA.....	FMRE Holdings LLC.....	Ownership.....	...100.000	Factory Mutual Insurance Company.....	.....
0000...	Factory Mutual Insurance Company & its Affiliates...	00000.....	30-0871090..	.....	.....	.....	Hobbs Solar 1 LLC.....	DE.....	NIA.....	FMRE Holdings LLC.....	Ownership.....	...100.000	Factory Mutual Insurance Company.....	.....
0000...	Factory Mutual Insurance Company & its Affiliates...	00000.....	38-3982389..	.....	.....	.....	Hobbs Solar 2 LLC.....	DE.....	NIA.....	FMRE Holdings LLC.....	Ownership.....	...100.000	Factory Mutual Insurance Company.....	.....
0000...	Factory Mutual Insurance Company & its Affiliates...	00000.....	32-0486346..	.....	.....	.....	Hobbs Solar 3 LLC.....	DE.....	NIA.....	FMRE Holdings LLC.....	Ownership.....	...100.000	Factory Mutual Insurance Company.....	.....

Q12.1

Asteris	Explanation
1	Pool Participants: Factory Mutual Insurance Company (86%), Affiliated FM Insurance Company (12%), and Appalachian Insurance Company (2%).

**AFFILIATED FM INSURANCE COMPANY
PART 1 - LOSS EXPERIENCE**

Lines of Business	Current Year to Date			4 Prior Year to Date Direct Loss Percentage
	1 Direct Premiums Earned	2 Direct Losses Incurred	3 Direct Loss Percentage	
1. Fire.....	65,877,849	9,819,670	14.9	56.0
2. Allied lines.....	37,546,239	28,005,586	74.6	50.3
3. Farmowners multiple peril.....			0.0	
4. Homeowners multiple peril.....	486,149	625,794	128.7	116.9
5. Commercial multiple peril.....	20,106,881	1,768,657	8.8	34.5
6. Mortgage guaranty.....			0.0	
8. Ocean marine.....	5,134,598	(186,707)	(3.6)	16.0
9. Inland marine.....	54,733,796	24,265,242	44.3	54.3
10. Financial guaranty.....			0.0	
11.1. Medical professional liability - occurrence.....			0.0	
11.2. Medical professional liability - claims-made.....			0.0	
12. Earthquake.....			0.0	
13. Group accident and health.....			0.0	
14. Credit accident and health.....			0.0	
15. Other accident and health.....			0.0	
16. Workers' compensation.....	21		0.0	
17.1 Other liability-occurrence.....			0.0	
17.2 Other liability-claims made.....			0.0	
17.3 Excess workers' compensation.....			0.0	
18.1 Products liability-occurrence.....			0.0	
18.2 Products liability-claims made.....			0.0	
19.1, 19.2 Private passenger auto liability.....			0.0	
19.3, 19.4 Commercial auto liability.....			0.0	
21. Auto physical damage.....			0.0	
22. Aircraft (all perils).....			0.0	
23. Fidelity.....		(2,302)	0.0	
24. Surety.....			0.0	
26. Burglary and theft.....			0.0	
27. Boiler and machinery.....	13,335,058	2,458,700	18.4	43.3
28. Credit.....			0.0	
29. International.....			0.0	
30. Warranty.....			0.0	
31. Reinsurance-nonproportional assumed property.....	XXX	XXX	XXX	XXX
32. Reinsurance-nonproportional assumed liability.....	XXX	XXX	XXX	XXX
33. Reinsurance-nonproportional assumed financial lines.....	XXX	XXX	XXX	XXX
34. Aggregate write-ins for other lines of business.....	0	0	0.0	
35. Totals.....	197,220,591	66,754,640	33.8	50.5

DETAILS OF WRITE-INS

3401.....			0.0	
3402.....			0.0	
3403.....			0.0	
3498. Sum. of remaining write-ins for Line 34 from overflow page.....	0	0	0.0	XXX
3499. Totals (Lines 3401 thru 3403 plus 3498) (Line 34).....	0	0	0.0	

PART 2 - DIRECT PREMIUMS WRITTEN

Lines of Business	1	2	3
	Current Quarter	Current Year to Date	Prior Year Year to Date
1. Fire.....	50,768,678	50,768,678	46,383,614
2. Allied lines.....	28,440,729	28,440,729	28,994,481
3. Farmowners multiple peril.....			
4. Homeowners multiple peril.....	426,452	426,452	393,991
5. Commercial multiple peril.....	16,007,712	16,007,712	13,103,296
6. Mortgage guaranty.....			
8. Ocean marine.....	4,980,151	4,980,151	5,360,300
9. Inland marine.....	41,196,110	41,196,110	40,629,942
10. Financial guaranty.....			
11.1. Medical professional liability - occurrence.....			
11.2. Medical professional liability - claims made.....			
12. Earthquake.....			
13. Group accident and health.....			
14. Credit accident and health.....			
15. Other accident and health.....			
16. Workers' compensation.....	19	19	25
17.1 Other liability-occurrence.....			
17.2 Other liability-claims made.....			
17.3 Excess workers' compensation.....			
18.1 Products liability-occurrence.....			
18.2 Products liability-claims made.....			
19.1 19.2 Private passenger auto liability.....			
19.3 19.4 Commercial auto liability.....			
21. Auto physical damage.....			
22. Aircraft (all perils).....			
23. Fidelity.....			
24. Surety.....			
26. Burglary and theft.....			
27. Boiler and machinery.....	10,382,715	10,382,715	9,454,313
28. Credit.....			
29. International.....			
30. Warranty.....			
31. Reinsurance-nonproportional assumed property.....	XXX	XXX	XXX
32. Reinsurance-nonproportional assumed liability.....	XXX	XXX	XXX
33. Reinsurance-nonproportional assumed financial lines.....	XXX	XXX	XXX
34. Aggregate write-ins for other lines of business.....	0	0	0
35. Totals.....	152,202,566	152,202,566	144,319,962

DETAILS OF WRITE-INS

3401.....				
3402.....				
3403.....				
3498. Sum. of remaining write-ins for Line 34 from overflow page.....	0	0	0	0
3499. Totals (Lines 3401 thru 3403 plus 3498) (Line 34).....	0	0	0	0

PART 3 (000 omitted)

LOSS AND LOSS ADJUSTMENT EXPENSE RESERVES SCHEDULE

	1	2	3	4	5	6	7	8	9	10	11	12	13
Years in Which Losses Occurred	Prior Year-End Known Case Loss and LAE Reserves	Prior Year-End IBNR Loss and LAE Reserves	Total Prior Year-End Loss and LAE Reserves (Cols. 1 + 2)	2016 Loss and LAE Payments on Claims Reported as of Prior Year-End	2016 Loss and LAE Payments on Claims Unreported as of Prior Year-End	Total 2016 Loss and LAE Payments (Cols. 4 + 5)	Q.S. Date Known Case Loss and LAE Reserves on Claims Reported and Open as of Prior Year-End	Q.S. Date Known Case Loss and LAE Reserves on Claims Reported or Reopened Subsequent to Prior Year-End	Q.S. Date IBNR Loss and LAE Reserves	Total Q.S. Loss and LAE Reserves (Cols. 7 + 8 + 9)	Prior Year-End Known Case Loss and LAE Reserves Developed (Savings)/Deficiency (Cols. 4 + 7 minus Col. 1)	Prior Year-End IBNR Loss and LAE Reserves Developed (Savings)/Deficiency (Cols. 5 + 8 + 9 minus Col. 2)	Prior Year-End Total Loss and LAE Reserve Developed (Savings)/Deficiency (Cols. 11 + 12)
1. 2013 + Prior.....	23,151	149,529	172,680	2,300		2,300	21,340		149,040	170,380	489	(489)	(0)
2. 2014.....	35,406	25,057	60,463	8,041		8,041	25,602		26,820	52,422	(1,763)	1,763	0
3. Subtotals 2014 + Prior.....	58,557	174,586	233,143	10,341	0	10,341	46,943	0	175,860	222,802	(1,274)	1,274	0
4. 2015.....	124,965	50,082	175,047	47,238		47,238	83,826		43,983	127,809	6,099	(6,099)	0
5. Subtotals 2015 + Prior.....	183,522	224,668	408,190	57,579	0	57,579	130,769	0	219,842	350,611	4,826	(4,826)	0
6. 2016.....	XXX	XXX	XXX	XXX	(20,989)	(20,989)	XXX	61,471	3,377	64,848	XXX	XXX	XXX
7. Totals.....	183,522	224,668	408,190	57,579	(20,989)	36,590	130,769	61,471	223,219	415,459	4,826	(4,826)	0
8. Prior Year-End's Surplus As Regards Policyholders	1,479,589										Col. 11, Line 7 As % of Col. 1, Line 7	Col. 12, Line 7 As % of Col. 2, Line 7	Col. 13, Line 7 As % of Col. 3, Line 7
											1. ....2.6 %	2. ....(2.1)%	3. ....0.0 %
													Col. 13, Line 7 Line 8
													4. ....0.0 %

Q14

SUPPLEMENTAL EXHIBITS AND SCHEDULES INTERROGATORIES

The following supplemental reports are required to be filed as part of your statement filing. However, in the event that your company does not transact the type of business for which the special report must be filed, your response of NO to the specific interrogatory will be accepted in lieu of filing a "NONE" report and a bar code will be printed below. If the supplement is required of your company but is not being filed for whatever reason, enter SEE EXPLANATION and provide an explanation following the interrogatory questions.

	Response
1. Will the Trusteed Surplus Statement be filed with the state of domicile and the NAIC with this statement?	NO _____
2. Will Supplement A to Schedule T (Medical Professional Liability Supplement) be filed with this statement?	NO _____
3. Will the Medicare Part D Coverage Supplement be filed with the state of domicile and the NAIC with this statement?	NO _____
4. Will the Director and Officer Insurance Coverage Supplement be filed with the state of domicile and the NAIC with this statement?	NO _____

Explanation:

1. The data for this supplement is not required to be filed.
2. The data for this supplement is not required to be filed.
3. The data for this supplement is not required to be filed.
4. The data for this supplement is not required to be filed.

Bar Code:



Overflow Page for Write-Ins

Additional Write-ins for Liabilities:

	1 Current Statement Date	2 December 31, Prior Year
2904.		
2997. Summary of remaining write-ins for Line 29.....	0	0

Additional Write-ins for Liabilities:

	1 Current Statement Date	2 December 31, Prior Year
3204.		
3297. Summary of remaining write-ins for Line 32.....	0	0

Additional Write-ins for Statement of Income:

	1 Current Year to Date	2 Prior Year to Date	3 Prior Year Ended December 31
0504.			
0505.			
0597. Summary of remaining write-ins for Line 5.....	0	0	0

Additional Write-ins for Schedule T:

States, Etc.	1 Active Status	Direct Premiums Written		Direct Losses Paid (Deducting Salvage)		Direct Losses Unpaid	
		2 Current Year to Date	3 Prior Year to Date	4 Current Year to Date	5 Prior Year to Date	6 Current Year to Date	7 Prior Year to Date
58004. BEL BELGIUM.....	XXX..		(6,318)				
58005. TWN CHINA - TAIWAN.....	XXX..	(4,586)	62,785				
58006. FIN FINLAND.....	XXX..		15				
58007. FRA FRANCE.....	XXX..		(3,325)				
58008. DEU GERMANY.....	XXX..	(715)	1,850				
58009. HKG HONG KONG.....	XXX..	(163)	(2,712)				
58010. IND INDIA.....	XXX..		(3,942)				
58011. ITA ITALY.....	XXX..		(5,097)				
58012. JPN JAPAN.....	XXX..	(106)	512				
58013. MYS MALAYSIA.....	XXX..	(106)	1,681				
58014. MEX MEXICO.....	XXX..	3,840	3,648				
58015. NAM NAMIBIA.....	XXX..					3,600,000	3,600,000
58016. PHL PHILIPPINES.....	XXX..	11,046	61,445				
58017. SGP SINGAPORE.....	XXX..	(107)	914				
58018. KOR SOUTH KOREA.....	XXX..	(288)	4,197				
58019. CHE SWITZERLAND.....	XXX..	(1,836)					
58020. THA THAILAND.....	XXX..	(106)	497				
58021. GBR UNITED KINGDOM.....	XXX..	10,481	9,359				
58997. Summary of remaining write-ins for Line 58 from overflow.....	XXX..	17,353	125,509	0	0	3,600,000	3,600,000

AFFILIATED FM INSURANCE COMPANY
SCHEDULE A - VERIFICATION
 Real Estate

	1 Year to Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year.....	.0	
2. Cost of acquired:		
2.1 Actual cost at time of acquisition.....		
2.2 Additional investment made after acquisition.....		
3. Current year change in encumbrances.....		
4. Total gain (loss) on disposals.....		
5. Deduct amounts received on disposals.....		
6. Total foreign exchange change in book/adjusted carrying value.....		
7. Deduct current year's other-than-temporary impairment recognized.....		
8. Deduct current year's depreciation.....		
9. Book/adjusted carrying value at end of current period (Lines 1+2+3+4-5+6-7-8).....	.0	.0
10. Deduct total nonadmitted amounts.....		
11. Statement value at end of current period (Line 9 minus Line 10).....	.0	.0

SCHEDULE B - VERIFICATION
 Mortgage Loans

	1 Year to Date	2 Prior Year Ended December 31
1. Book value/recorded investment excluding accrued interest, December 31 of prior year.....	.0	
2. Cost of acquired:		
2.1 Actual cost at time of acquisition.....		
2.2 Additional investment made after acquisition.....		
3. Capitalized deferred interest and other.....		
4. Accrual of discount.....		
5. Unrealized valuation increase (decrease).....		
6. Total gain (loss) on disposals.....		
7. Deduct amounts received on disposals.....		
8. Deduct amortization of premium and mortgage interest points and commitment fees.....		
9. Total foreign exchange change in book value/recorded investment excluding accrued interest.....		
10. Deduct current year's other-than-temporary impairment recognized.....		
11. Book value/recorded investment excluding accrued interest at end of current period (Lines 1+2+3+4+5+6-7-8+9-10).....	.0	.0
12. Total valuation allowance.....		
13. Subtotal (Line 11 plus Line 12).....	.0	.0
14. Deduct total nonadmitted amounts.....		
15. Statement value at end of current period (Line 13 minus Line 14).....	.0	.0

SCHEDULE BA - VERIFICATION
 Other Long-Term Invested Assets

	1 Year to Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year.....	.0	
2. Cost of acquired:		
2.1 Actual cost at time of acquisition.....		
2.2 Additional investment made after acquisition.....		
3. Capitalized deferred interest and other.....		
4. Accrual of discount.....		
5. Unrealized valuation increase (decrease).....		
6. Total gain (loss) on disposals.....		
7. Deduct amounts received on disposals.....		
8. Deduct amortization of premium and depreciation.....		
9. Total foreign exchange change in book/adjusted carrying value.....		
10. Deduct current year's other-than-temporary impairment recognized.....		
11. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5+6-7-8+9-10).....	.0	.0
12. Deduct total nonadmitted amounts.....		
13. Statement value at end of current period (Line 11 minus Line 12).....	.0	.0

SCHEDULE D - VERIFICATION
 Bonds and Stocks

	1 Year to Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value of bonds and stocks, December 31 of prior year.....	2,214,945,730	2,134,525,830
2. Cost of bonds and stocks acquired.....	114,205,891	761,734,572
3. Accrual of discount.....	210,334	1,735,780
4. Unrealized valuation increase (decrease).....	(5,027,264)	(21,124,739)
5. Total gain (loss) on disposals.....	(7,577,584)	78,276,172
6. Deduct consideration for bonds and stocks disposed of.....	96,268,878	716,353,633
7. Deduct amortization of premium.....	1,689,859	7,708,145
8. Total foreign exchange change in book/adjusted carrying value.....		
9. Deduct current year's other-than-temporary impairment recognized.....		16,140,107
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9).....	2,218,798,370	2,214,945,730
11. Deduct total nonadmitted amounts.....		
12. Statement value at end of current period (Line 10 minus Line 11).....	2,218,798,370	2,214,945,730

SCHEDULE D - PART 1B

Showing the Acquisitions, Dispositions and Non-Trading Activity

During the Current Quarter for all Bonds and Preferred Stock by NAIC Designation

NAIC Designation	1 Book/Adjusted Carrying Value Beginning of Current Quarter	2 Acquisitions During Current Quarter	3 Dispositions During Current Quarter	4 Non-Trading Activity During Current Quarter	5 Book/Adjusted Carrying Value End of First Quarter	6 Book/Adjusted Carrying Value End of Second Quarter	7 Book/Adjusted Carrying Value End of Third Quarter	8 Book/Adjusted Carrying Value December 31 Prior Year
BONDS								
1. NAIC 1 (a).....	1,173,397,685	49,966,853	53,196,052	(2,747,166)	1,167,421,320			1,173,397,685
2. NAIC 2 (a).....	175,015,245	2,662,661	12,290,417	(1,351,627)	164,035,862			175,015,245
3. NAIC 3 (a).....	1,175,473		1,537,957	2,760,060	2,397,576			1,175,473
4. NAIC 4 (a).....					0			
5. NAIC 5 (a).....					0			
6. NAIC 6 (a).....					0			
7. Total Bonds.....	1,349,588,403	52,629,514	67,024,426	(1,338,733)	1,333,854,758	0	0	1,349,588,403
PREFERRED STOCK								
8. NAIC 1.....					0			
9. NAIC 2.....					0			
10. NAIC 3.....					0			
11. NAIC 4.....					0			
12. NAIC 5.....					0			
13. NAIC 6.....					0			
14. Total Preferred Stock.....	0	0	0	0	0	0	0	0
15. Total Bonds and Preferred Stock.....	1,349,588,403	52,629,514	67,024,426	(1,338,733)	1,333,854,758	0	0	1,349,588,403

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(a) Book/Adjusted Carrying Value column for the end of the current reporting period includes the following amount of non-rated short-term and cash equivalent bonds by NAIC designation:
 NAIC 1 \$.....40,485,503; NAIC 2 \$.....0; NAIC 3 \$.....0; NAIC 4 \$.....0; NAIC 5 \$.....0; NAIC 6 \$.....0.

SCHEDULE DA - PART 1

Short-Term Investments

	1 Book/Adjusted Carrying Value	2 Par Value	3 Actual Cost	4 Interest Collected Year To Date	5 Paid for Accrued Interest Year To Date
9199999.....	39,635,848	XXX.....	39,120,820	27,794	

SCHEDULE DA - VERIFICATION

Short-Term Investments

	1 Year To Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year.....	39,309,005	51,378,310
2. Cost of short-term investments acquired.....	27,794	4,822,649
3. Accrual of discount.....	299,049	216,033
4. Unrealized valuation increase (decrease).....		
5. Total gain (loss) on disposals.....		190
6. Deduct consideration received on disposals.....		17,094,164
7. Deduct amortization of premium.....		14,014
8. Total foreign exchange change in book/adjusted carrying value.....		
9. Deduct current year's other-than-temporary impairment recognized.....		
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9).....	39,635,848	39,309,005
11. Deduct total nonadmitted amounts.....		
12. Statement value at end of current period (Line 10 minus Line 11).....	39,635,848	39,309,005

**Sch. DB - Pt. A - Verification
NONE**

**Sch. DB - Pt. B - Verification
NONE**

**Sch. DB - Pt. C - Sn. 1
NONE**

**Sch. DB - Pt. C - Sn. 2
NONE**

**Sch. DB - Verification
NONE**

SCHEDULE E- VERIFICATION

Cash Equivalents

	1 Year To Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year.....	3,947,578	23,430,520
2. Cost of cash equivalents acquired.....	5,595,888	3,518,632,982
3. Accrual of discount.....	3,770	7,383
4. Unrealized valuation increase (decrease).....		
5. Total gain (loss) on disposals.....	(2,772)	(7,262)
6. Deduct consideration received on disposals.....	8,694,809	3,538,116,044
7. Deduct amortization of premium.....		
8. Total foreign exchange change in book/ adjusted carrying value.....		
9. Deduct current year's other-than-temporary impairment recognized.....		
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9).....	849,655	3,947,578
11. Deduct total nonadmitted amounts.....		
12. Statement value at end of current period (Line 10 minus Line 11).....	849,655	3,947,578

**Sch. A - Pt. 2
NONE**

**Sch. A - Pt. 3
NONE**

**Sch. B - Pt. 2
NONE**

**Sch. B - Pt. 3
NONE**

**Sch. BA - Pt. 2
NONE**

**Sch. BA - Pt. 3
NONE**

SCHEDULE D - PART 3

Show all Long-Term Bonds and Stock Acquired During the Current Quarter

1	2		3	4	5		6	7	8	9	10
CUSIP Identification	Description		Foreign	Date Acquired	Name of Vendor		Number of Shares of Stock	Actual Cost	Par Value	Paid for Accrued Interest and Dividends	NAIC Designation or Market Indicator (a)
Bonds - All Other Government											
135087 A4 6	CANADIAN GOVERNMENT		C	02/25/2016	RBC DEXIA			2,377,169	2,340,000	10,330	1FE
135087 B3 7	CANADA GOVT		C	03/16/2016	CIBC			1,148,306	1,130,000	774	1FE
135087 D3 5	CANADA GOVT		C	03/09/2016	VALEUS MOB			1,080,102	930,000	7,287	1FE
135087 D5 0	CANADA GOVT		C	03/09/2016	VARIOUS			1,614,972	1,480,000	8,748	1FE
135087 E3 4	CANADA GOVERNMENT		C	03/01/2016	SCOTIA			2,216,020	2,223,000	1,888	1FE
135087 YZ 1	CANADA GOVERNMENT		C	02/24/2016	RBC DEXIA			4,019,578	3,564,000	27,478	1FE
135087 ZS 6	CANADA GOVT		C	03/02/2016	SCOTIA			280,800	212,000	1,972	1FE
135087 ZV 9	CANADA GOVERNMENT		C	02/24/2016	RBC DEXIA			2,172,188	2,150,000	15,992	1FE
1099999. Total Bonds - All Other Government								14,909,135	14,029,000	74,469	XXX
Bonds - U.S. Political Subdivisions of States, Territories and Possessions											
63165T RC 1	NASSAU CNTY NY			02/03/2016	BARCLAYS			1,784,880	1,500,000		1FE
2499999. Total Bonds - U.S. Political Subdivisions of States, Territories and Possessions								1,784,880	1,500,000	0	XXX
Bonds - U.S. Special Revenue and Special Assessment											
74444Y AJ 3	PUBLIC FIN AUTH WI LEASE DEV REVENUE			01/08/2016	JP MORGAN			2,018,296	1,610,000		1FE
91514A DC 6	UNIV OF TEXAS TX UNIV REVENUE			01/07/2016	BANC OF AMERICA			1,934,835	1,500,000		1FE
3199999. Total Bonds - U.S. Special Revenue and Special Assessment								3,953,131	3,110,000	0	XXX
Bonds - Industrial and Miscellaneous											
47788M AD 2	JOHN DEERE OWNER TRUST			02/23/2016	BANK AMERICA MERRILL			6,999,913	7,000,000		1FE
07813Z BT 0	BELL CANADA		C	02/24/2016	RBC DEXIA			1,129,736	1,134,000		2FE
17039A AG 1	CHOICE PPTYS REAL ESTATE		C	03/01/2016	TD WATER			599,000	599,000		2FE
36158Z BN 5	GE CAP CAN FUNDING		C	01/12/2016	T D SECURITIES			342,231	300,000	5,789	1FE
36158Z CA 2	GENERAL ELECTRIC CAP CANADA		C	01/12/2016	RBC DEXIA			2,304,000	2,250,000	6,415	1FE
62895Z AN 0	NAV CANADA		C	02/10/2016	RBC DEXIA			417,000	417,000		1FE
633067 XV 0	NATIONAL BANK OF CANADA		C	02/16/2016	T D SECURITES			2,016,780	2,000,000	14,271	1FE
68214W AN 8	OMERS REALTY CORP		C	02/17/2016	TD WATER			668,000	668,000		1FE
780086 FX 7	ROYAL BANK OF CANADA		C	02/05/2016	RBC DEXIA			1,461,451	1,410,000	13,620	1FE
780086 MH 4	ROYAL BANK OF CANADA		C	03/09/2016	RBC DEXIA			2,998,913	3,000,000		1FE
86682Z AH 9	SUN LIFE FINANCIAL INC		C	02/16/2016	RBC DEXIA			933,925	935,000		2FE
891145 7U 2	TD BANK		C	03/03/2016	TD WATER			2,338,000	2,338,000		1FE
892329 AV 5	TOYOTA CREDIT CANADA INC		C	02/25/2016	NESBITT/BURNS			1,732,563	1,736,000		1FE
949746 RU 7	WELLS FARGO & CO		C	03/08/2016	CIBC			1,250,000	1,250,000		1FE
94975Z BS 4	WELLS FARGO FIN CANADA		C	01/20/2016	RBC DEXIA			1,167,177	1,130,000	6,111	1FE
3899999. Total Bonds - Industrial and Miscellaneous								26,358,689	26,167,000	46,206	XXX
8399997. Total Bonds - Part 3								47,005,835	44,806,000	120,675	XXX
8399999. Total Bonds								47,005,835	44,806,000	120,675	XXX
Common Stocks - Industrial and Miscellaneous											
00287Y 10 9	ABBVIE INC			03/03/2016	BONY		60,000.000	3,348,018	XXX		L
01626P 40 3	ALIMENTATION COUCHE TARD			02/01/2016	VARIOUS		2,960.000	181,146	XXX		U
02079K 10 7	ALPHABET INC			01/08/2016	BONY		3,000.000	2,165,981	XXX		L

QE04

SCHEDULE D - PART 3

Show all Long-Term Bonds and Stock Acquired During the Current Quarter

QE04.1

1	2	3	4	5	6	7	8	9	10
CUSIP Identification	Description	Foreign	Date Acquired	Name of Vendor	Number of Shares of Stock	Actual Cost	Par Value	Paid for Accrued Interest and Dividends	NAIC Designation or Market Indicator (a)
032511 10 7	ANADARKO PETROLEUM CORP		01/27/2016....	VARIOUS.....	110,000.000	3,741,079	XXX		L.....
032654 10 5	ANALOG DEVICES.....		01/15/2016....	BONY.....	30,000.000	1,488,360	XXX		L.....
037833 10 0	APPLE COMPUTER.....		01/27/2016....	VARIOUS.....	40,000.000	3,893,617	XXX		L.....
110122 10 8	BRISTOL MYERS SQUIBB CO.....		03/03/2016....	BONY.....	30,000.000	1,919,142	XXX		L.....
125509 10 9	CIGNA CORP.....		01/26/2016....	BONY.....	25,000.000	3,398,750	XXX		L.....
25179M 10 3	DEVON ENERGY CORP.....		01/25/2016....	BONY.....	80,000.000	1,911,696	XXX		L.....
263534 10 9	DU PONT (E.I.) DE NEMOURS.....		01/27/2016....	BONY.....	100,000.000	5,375,000	XXX		L.....
268648 10 2	EMC CORP/MASS.....		02/23/2016....	VARIOUS.....	180,000.000	4,457,180	XXX		L.....
278865 10 0	ECOLAB INC.....		02/23/2016....	BONY.....	20,000.000	2,005,002	XXX		L.....
42809H 10 7	HESS CORPORATION		01/26/2016....	BONY.....	50,000.000	1,757,460	XXX		L.....
46625H 10 0	JP MORGAN CHASE & CO.....		01/15/2016....	BONY.....	30,000.000	1,693,443	XXX		L.....
49456B 10 1	K N ENERGY INC		01/26/2016....	BONY.....	100,000.000	1,424,660	XXX		L.....
532457 10 8	LILLY (ELI) & CO.....		03/03/2016....	BONY.....	70,000.000	5,441,536	XXX		L.....
548661 10 7	LOWES COS INC.....		02/23/2016....	BONY.....	30,000.000	2,086,923	XXX		L.....
58155Q 10 3	MCKESSON CORP.....		02/25/2016....	BONY.....	30,000.000	4,627,571	XXX		L.....
745867 10 1	PULTE HOMES INC.....		01/27/2016....	BONY.....	270,000.000	4,331,391	XXX		L.....
761283 10 0	RESTORATION HARDWARE HLDG.....		01/26/2016....	DEUTSCHE BANK.....	20,000.000	1,242,188	XXX		L.....
91324P 10 2	UNITEDHEALTH GROUP INC.....		01/26/2016....	BONY.....	20,000.000	2,260,530	XXX		L.....
92532F 10 0	VERTEX PHARMACEUTICALS INC.....		01/08/2016....	BONY.....	20,000.000	2,247,788	XXX		L.....
G5960L 10 3	MEDTRONIC INC.....		03/01/2016....	CITIGROUP.....	20,000.000	1,470,106	XXX		L.....
Y2573F 10 2	FLEXTRONICS INTL LTD.....		01/15/2016....	BONY.....	100,000.000	929,810	XXX		U.....
008916 10 8	AGRIUM INC.....	C.....	01/29/2016....	BMO CAPITAL.....	739.000	88,897	XXX		L.....
063671 10 1	BANK MONTREAL QUE.....	A.....	01/29/2016....	BMO CAPITAL.....	1,305.000	96,967	XXX		L.....
064149 10 7	BANK NOVA SCOTIA HALIFAX.....	C.....	01/29/2016....	BMO CAPITAL.....	2,080.000	116,829	XXX		L.....
103309 10 0	BOYD GROUP INCOME FD.....	C.....	01/29/2016....	COREMARK.....	763.000	48,023	XXX		L.....
112585 10 4	BROOKFIELD ASSET MANAGEMENT.....	C.....	03/17/2016....	VARIOUS.....	6,018.000	259,128	XXX		L.....
124900 30 9	CCL INDUSTRIES INC	C.....	02/25/2016....	BMO CAPITAL.....	513.000	107,041	XXX		U.....
125491 10 0	CI FINANCIAL CORP	C.....	01/29/2016....	RAYMOND JAMES.....	2,247.000	68,283	XXX		U.....
136375 10 2	CANADIAN NATL RY CO.....	C.....	03/24/2016....	VARIOUS.....	3,515.000	267,254	XXX		L.....
136385 10 1	CANADIAN NAT RES LTD.....	C.....	01/29/2016....	RBC DEXIA.....	4,776.000	141,242	XXX		L.....
13645T 10 0	CANADIAN PAC RY LTD.....	C.....	01/29/2016....	FIDELITY CAP.....	592.000	100,852	XXX		L.....
15135U 10 9	CENOVUS ENERGY INC	C.....	01/29/2016....	FIDELITY CAP.....	5,084.000	88,931	XXX		L.....
172454 10 0	CINEPLEX INC.....	C.....	01/29/2016....	SCOTIA.....	2,285.000	113,049	XXX		U.....
194693 10 7	COLLIERS INTERNATIONAL GROUP	C.....	01/29/2016....	RAYMOND JAMES.....	636.000	38,185	XXX		L.....
249906 10 8	DESCARTES SYS GROUP INC.....	C.....	01/29/2016....	NBCS SECURITY.....	3,345.000	82,774	XXX		U.....
25675T 10 7	DOLLARAMA INC.....	C.....	01/29/2016....	TD WATER.....	941.000	69,309	XXX		U.....
33767E 10 3	FIRSTSERVICE CORP.....	A.....	01/29/2016....	BMO CAPITAL.....	736.000	38,647	XXX		L.....
351858 10 5	FRANCO NEVADA CORP.....	A.....	02/11/2016....	BMO CAPITAL.....	2,654.000	164,038	XXX		L.....
375916 10 3	GILDAN ACTIVEWEAR INC	C.....	01/29/2016....	BMO CAPITAL.....	1,351.000	47,979	XXX		L.....
39945C 10 9	CGI GROUP INC.....	C.....	01/29/2016....	RBC DEXIA.....	2,389.000	142,958	XXX		L.....

SCHEDULE D - PART 3

Show all Long-Term Bonds and Stock Acquired During the Current Quarter

1	2	3	4	5	6	7	8	9	10
CUSIP Identification	Description	Foreign	Date Acquired	Name of Vendor	Number of Shares of Stock	Actual Cost	Par Value	Paid for Accrued Interest and Dividends	NAIC Designation or Market Indicator (a)
45823T 10 6	INTACT FINL CORP SUB RCPT.....	C.....	01/29/2016....	BMO CAPITAL.....	1,491.000	125,556	XXX		U.....
554282 10 3	MACDONALD DETTWILER & ASSOC.....	C.....	01/29/2016....	BMO CAPITAL.....	983.000	85,642	XXX		U.....
56501R 10 6	MANULIFE FINANCIAL CORP.....	C.....	01/29/2016....	RBC CAPITAL.....	5,924.000	113,133	XXX		L.....
68272K 10 3	ONEX.....	C.....	01/29/2016....	FIDELITY CAP.....	1,412.000	117,961	XXX		U.....
706327 10 3	PEMBINA PIPELINE.....	A.....	03/17/2016....	VARIOUS.....	3,726.000	128,095	XXX		L.....
717046 10 6	PEYTO EXPL & DEV CORP.....	C.....	01/29/2016....	PETERS & CO.....	2,766.000	83,911	XXX		U.....
73927C 10 0	POWER FINANCIAL CORP.....	C.....	03/23/2016....	VARIOUS.....	7,982.000	263,014	XXX		U.....
739721 10 8	PRAIRIESKY ROYALTY.....	C.....	03/15/2016....	VARIOUS.....	3,196.520	64,062	XXX		U.....
76131D 10 3	RESTAURANT BRANDS.....	C.....	01/29/2016....	MERRILL LYNCH.....	1,029.000	48,282	XXX		L.....
775109 20 0	ROGERS COMMUNICATIONS.....	C.....	03/03/2016....	VARIOUS.....	3,079.000	149,036	XXX		L.....
780087 10 2	ROYAL BK CDA MONTREAL QUE.....	C.....	01/29/2016....	TD WATER.....	1,533.000	108,004	XXX		L.....
81373C 10 2	SECURE ENERGY SERVICES INC.....	C.....	01/29/2016....	FIDELITY CAP.....	3,251.000	23,694	XXX		U.....
85472N 10 9	STANTEC INC.....	C.....	01/29/2016....	LAURENTI.....	786.000	26,578	XXX		L.....
866796 10 5	SUN LIFE FINANCIAL SVCS CANADA.....	C.....	01/29/2016....	FIDELITY CAP.....	2,249.000	88,543	XXX		L.....
867224 10 7	SUNCOR ENERGY INC.....	C.....	01/29/2016....	FIDELITY CAP.....	1,041.000	34,136	XXX		L.....
891160 50 9	TORONTO DOMINION BK ONT.....	C.....	01/29/2016....	TD WATER.....	4,054.000	212,649	XXX		L.....
89156V 10 6	TOURMALINE OIL CORP.....	C.....	01/29/2016....	FIDELITY CAP.....	1,713.000	48,997	XXX		U.....
9099999	Total Common Stocks - Industrial and Miscellaneous.....					67,200,056	XXX	0	XXX
9799997	Total Common Stocks - Part 3.....					67,200,056	XXX	0	XXX
9799999	Total Common Stocks.....					67,200,056	XXX	0	XXX
9899999	Total Preferred and Common Stocks.....					67,200,056	XXX	0	XXX
9999999	Total Bonds, Preferred and Common Stocks.....					114,205,891	XXX	120,675	XXX

QE04.2

(a) For all common stock bearing the NAIC market indicator "U" provide: the number of such issues:.....15.

SCHEDULE D - PART 4

Show All Long-Term Bonds and Stock Sold, Redeemed or Otherwise Disposed of During the Current Quarter

1	2	3	4	5	6	7	8	9	10	Change in Book/Adjusted Carrying Value					16	17	18	19	20	21	22
										11	12	13	14	15							
CUSIP Identification	Description	F o r e i g n	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consideration	Par Value	Actual Cost	Prior Year Book/Adjusted Carrying Value	Unrealized Valuation Increase/(Decrease)	Current Year's (Amortization)/Accretion	Current Year's Other-Than-Temporary Impairment Recognized	Total Change in B./A.C.V. (11+12-13)	Total Foreign Exchange Change in B./A.C.V.	Book/Adjusted Carrying Value at Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest / Stock Dividends Received During Year	Stated Contractual Maturity Date	NAIC Designation or Market Indicator (a)
Bonds - U.S. Government																					
36207K	WC 0		03/01/2016	GOVT NATL MTGE ASSN.....		4,485	4,485	4,466	4,485				0		4,485		0	0	80	09/15/2029	1
0599999. Total Bonds - U.S. Government.....						4,485	4,485	4,466	4,485	0	0	0	0	0	4,485	0	0	0	80	XXX	XXX
Bonds - All Other Government																					
007863	AF 0		03/02/2016	AEROPORTS DE MONTREAL.....		417,863	324,000	375,024	372,497		(236)		(236)		372,261		45,602	45,602	7,197	10/16/2037	1FE
135087	A6 1		02/17/2016	CANADA GOVT.....		494,601	477,000	480,291	480,234		(59)		(59)		480,175		14,427	14,427	1,627	06/01/2023	1FE
135087	D2 7		02/16/2016	CANADA GOVT.....		3,023,877	2,990,000	3,038,857	3,027,854		(3,206)		(3,206)		3,024,648		(771)	(771)	20,531	08/01/2017	1FE
135087	D5 0		02/24/2016	CANADA GOVT.....		1,668,288	1,519,000	1,635,315	1,105,393		(991)		(991)		1,633,075		35,213	35,213	7,626	06/01/2025	1FE
135087	D9 2		01/29/2016	CANADA GOVT.....		415,820	400,000	413,880	411,890		(253)		(253)		411,637		4,183	4,183	2,548	03/01/2020	1FE
135087	E7 5		01/29/2016	CANADA GOVERNMENT.....		1,246,263	1,250,000	1,243,438	1,244,166		287		287		1,244,454		1,809	1,809	805	11/01/2017	1FE
135087	ZS 6		02/10/2016	CANADA GOVT.....		381,255	275,000	351,725	351,241		(266)		(266)		350,975		30,280	30,280	2,241	12/01/2045	1FE
683234	YB 8		01/19/2016	ONTARIO PROV CDA.....		2,500,000	2,500,000	2,484,275	2,499,902		98		98		2,500,000		0	0	59,375	01/19/2016	1FE
68323A	CY 8		01/29/2016	ONTARIO PROV.....		468,275	500,000	485,610	485,737		23		23		485,759		(17,484)	(17,484)	2,503	12/02/2046	1FE
74814Z	ER 0		01/29/2016	PROVINCE OF QUEBEC.....		519,840	500,000	562,410	561,523		(118)		(118)		561,405		(41,565)	(41,565)	3,068	12/01/2045	1FE
1099999. Total Bonds - All Other Government.....						11,136,082	10,735,000	11,070,825	10,540,437	0	(4,721)	0	(4,721)	0	11,064,389	0	71,694	71,694	107,521	XXX	XXX
Bonds - U.S. Special Revenue and Special Assessment																					
3128H6	MY 7		03/01/2016	FHLMC PC.....		43,556	43,556	44,325	43,570		(15)		(15)		43,556		0	0	341	08/01/2018	1
3128K7	U5 5		03/01/2016	FHLMC PC.....		234,012	234,012	223,664	233,633		378		378		234,012		0	0	1,342	09/01/2035	1
3128KG	FP 8		03/01/2016	FHLMC.....		1,586	1,586	1,630	1,586		0		0		1,586		0	0	19	11/01/2036	1
3128LB	AZ 1		03/01/2016	FHLMC PC.....		2,657	2,657	2,831	2,658		(1)		(1)		2,657		0	0	28	05/01/2038	1
3128M4	CP 6		03/01/2016	FHLMC PC.....		59,114	59,114	57,848	59,077		37		37		59,114		0	0	570	12/01/2036	1
3128MM	CK 7		03/01/2016	FHLMC PC.....		112,327	112,327	112,634	112,331		(4)		(4)		112,327		0	0	886	09/01/2020	1
3128P7	BH 5		03/01/2016	FHLMC PC.....		45,907	45,907	46,503	45,921		(13)		(13)		45,907		0	0	464	12/01/2025	1
3128P7	CB 7		03/01/2016	FHLMC PC.....		21,968	21,968	22,569	21,975		(7)		(7)		21,968		0	0	238	02/01/2026	1
3128PE	4N 5		03/01/2016	FEDERAL NATL MG.....		21,743	21,743	22,144	21,748		(6)		(6)		21,748		0	0	236	10/01/2021	1
31292L	DN 2		03/01/2016	FHLMC PC.....		1,193,344	1,193,344	1,301,491	1,196,025		(2,681)		(2,681)		1,193,344		0	0	10,920	07/01/2041	1
312942	CB 9		03/01/2016	FHLMC PC.....		45,510	45,510	47,050	45,516		(6)		(6)		45,510		0	0	304	09/01/2040	1
312945	TE 8		03/01/2016	FEDERAL NATL MG.....		171,136	171,136	180,950	171,201		(64)		(64)		171,136		0	0	1,143	02/01/2041	1
31294K	M4 4		03/01/2016	FHLMC PC.....		37,953	37,953	39,383	37,984		(31)		(31)		37,953		0	0	340	01/01/2018	1
31296S	M3 7		03/01/2016	FHLMC.....		2,209	2,209	2,250	2,209		0		0		2,209		0	0	20	01/01/2034	1
31297C	HD 5		03/01/2016	FHLMC.....		95,333	95,333	95,114	95,332		1		1		95,333		0	0	1,166	07/01/2034	1
31297S	R6 4		03/01/2016	FHLMC PC.....		1,624	1,624	1,576	1,624		0		0		1,624		0	0	14	08/01/2030	1
31298N	UG 8		03/01/2016	FHLMC GOLD PC.....		348	348	359	349		0		0		348		0	0	4	05/01/2031	1
31307G	MD 8		03/01/2016	FHLMC PC.....		31,198	31,198	32,921	31,208		(10)		(10)		31,198		0	0	188	03/01/2029	1
31307G	TL 3		03/01/2016	FHLMC PC.....		221,691	221,691	233,936	221,790		(99)		(99)		221,691		0	0	1,291	03/01/2029	1
3132GG	AX 3		03/01/2016	FEDERAL NATL MG.....		10,232	10,232	10,810	10,232		(1)		(1)		10,232		0	0	69	08/01/2041	1

QE05

SCHEDULE D - PART 4

Show All Long-Term Bonds and Stock Sold, Redeemed or Otherwise Disposed of During the Current Quarter

1	2	3	4	5	6	7	8	9	10	Change in Book/Adjusted Carrying Value					16	17	18	19	20	21	22
										11	12	13	14	15							
CUSIP Identification	Description	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consideration	Par Value	Actual Cost	Prior Year Book/Adjusted Carrying Value	Unrealized Valuation Increase/(Decrease)	Current Year's (Amortization)/Accretion	Current Year's Other-Than-Temporary Impairment Recognized	Total Change in B./A.C.V. (11+12-13)	Total Foreign Exchange Change in B./A.C.V.	Book/Adjusted Carrying Value at Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest / Stock Dividends Received During Year	Stated Contractual Maturity Date	NAIC Designation or Market Indicator (a)	
3132HM TF 8	FEDERAL NATL MG	03/01/2016	MORTGAGE PAYDOWN		209,317	209,317	224,623	209,375		(58)		(58)		209,317			0	1,769	09/01/2042	1	
3132J9 D3 9	FHLMC PC	03/01/2016	MORTGAGE PAYDOWN		34,667	34,667	35,880	34,669		(2)		(2)		34,667			0	202	04/01/2043	1	
3132M5 G2 2	FHLMC PC	03/01/2016	MORTGAGE PAYDOWN		87,816	87,816	94,183	87,833		(17)		(17)		87,816			0	423	02/01/2044	1	
3132M6 YN 4	FHLMC PC	03/01/2016	MORTGAGE PAYDOWN		274,327	274,327	290,744	274,521		(195)		(195)		274,327			0	1,433	05/01/2044	1	
3132MA BV 2	FHLMC PC	03/01/2016	MORTGAGE PAYDOWN		26,110	26,110	27,697	26,115		(5)		(5)		26,110			0	174	10/15/2044	1	
31387C XK 2	FEDERAL NATL MG	02/01/2016	MORTGAGE PAYDOWN		339	339	343	339						339			0	4	04/01/2031	1	
31389K WT 4	FNMA PASS-THRU	02/01/2016	MORTGAGE PAYDOWN		10,444	10,444	11,059	10,455		(11)		(11)		10,444			0	121	02/01/2017	1	
3138E8 K6 8	FEDERAL NATL MG	02/01/2016	MORTGAGE PAYDOWN		290,447	290,447	298,434	290,500		(54)		(54)		290,447			0	1,687	04/01/2042	1	
3138LR 7M 8	FNMA PASS-THRU	02/01/2016	MORTGAGE PAYDOWN		432,053	432,053	465,065	432,371		(317)		(317)		432,053			0	4,045	06/01/2042	1	
3138MK 4R 4	FEDERAL NATL MG	02/01/2016	MORTGAGE PAYDOWN		27,853	27,853	29,215	27,855		(3)		(3)		27,853			0	139	11/01/2042	1	
3138XC F3 1	FNMA PASS-THRU	02/01/2016	MORTGAGE PAYDOWN		336,244	336,244	349,431	336,330		(86)		(86)		336,244			0	1,391	09/01/2043	1	
3138Y5 5D 4	FNMA PASSTHRU	02/01/2016	MORTGAGE PAYDOWN		125,962	125,962	129,820	126,005		(42)		(42)		125,962			0	612	10/25/2029	1	
31390G A5 6	FNMA PASS-THRU	02/01/2016	MORTGAGE PAYDOWN		501	501	531	501		(1)		(1)		501			0	6	05/01/2017	1	
31402R DD 8	FNMA PASS-THRU	02/01/2016	MORTGAGE PAYDOWN		61,461	61,461	60,707	61,447		14		14		61,461			0	572	05/01/2035	1	
31403S W5 1	FNMA PASS-THRU	02/01/2016	MORTGAGE PAYDOWN		10,153	10,153	10,480	10,154		(1)		(1)		10,153			0	103	11/01/2033	1	
31404N GC 4	FEDERAL NATL MG	02/01/2016	MORTGAGE PAYDOWN		48,994	48,994	47,454	48,957		37		37		48,994			0	307	05/01/2019	1	
31405S EF 7	FEDERAL NATL MG	02/01/2016	MORTGAGE PAYDOWN		50,499	50,499	48,527	50,474		25		25		50,499			0	562	08/01/2035	1	
31406B MW 7	FNMA PASS-THRU	02/01/2016	MORTGAGE PAYDOWN		1,430	1,430	1,454	1,430				0		1,430			0	13	01/01/2035	1	
31406V DP 8	FNMA PASS-THRU	02/01/2016	MORTGAGE PAYDOWN		8,356	8,356	8,701	8,357		(1)		(1)		8,356			0	91	05/01/2035	1	
31406W 2M 5	FNMA PASS-THRU	02/01/2016	MORTGAGE PAYDOWN		1,887	1,887	1,937	1,888				0		1,887			0	19	06/01/2035	1	
31409X PU 7	FEDERAL NATL MG	02/01/2016	MORTGAGE PAYDOWN		2,781	2,781	2,701	2,781				0		2,781			0	26	02/01/2036	1	
31410D 5Y 2	FEDERAL NATL MG	02/01/2016	MORTGAGE PAYDOWN		3,377	3,377	3,423	3,377				0		3,377			0	37	08/01/2036	1	
31410P A8 6	FEDERAL NATL MG	02/01/2016	MORTGAGE PAYDOWN		627	627	645	627				0		627			0	7	08/01/2036	1	
31410U YW 6	FHLMC	02/01/2016	MORTGAGE PAYDOWN		1,364	1,364	1,379	1,364				0		1,364			0	14	09/01/2036	1	
31411C KH 3	FEDERAL NATL MG	02/01/2016	MORTGAGE PAYDOWN		478	478	494	478				0		478			0	6	11/01/2036	1	
31411K R4 7	FNMA PASS-THRU	02/01/2016	MORTGAGE PAYDOWN		6,715	6,715	6,732	6,715				0		6,715			0	68	01/01/2037	1	
31411N 5C 7	FNMA PASS-THRU	02/01/2016	MORTGAGE PAYDOWN		51,394	51,394	51,788	51,396		(2)		(2)		51,394			0	274	02/01/2037	1	
31411W AU 1	FNMA PASS-THRU	02/01/2016	MORTGAGE PAYDOWN		11,311	11,311	11,401	11,312				0		11,311			0	75	04/01/2037	1	
31412A U9 3	FNMA PASS-THRU	02/01/2016	MORTGAGE PAYDOWN		46,202	46,202	47,141	46,215		(13)		(13)		46,202			0	711	07/01/2037	1	
31412R D5 3	FNMA	02/01/2016	MORTGAGE PAYDOWN		356,813	356,813	358,262	356,835		(23)		(23)		356,813			0	2,581	03/01/2040	1	
31419A DS 3	FNMA PASS-THRU	02/01/2016	MORTGAGE PAYDOWN		77,984	77,984	84,965	78,093		(109)		(109)		77,984			0	694	09/01/2039	1	
31419J SH 2	FNMA PASS-THRU	02/01/2016	MORTGAGE PAYDOWN		441,929	441,929	436,197	441,849		80		80		441,929			0	3,004	11/01/2040	1	
31419K GD 1	FNMA PASS-THRU	02/01/2016	MORTGAGE PAYDOWN		238,223	238,223	232,900	238,174		49		49		238,223			0	1,341	11/01/2040	1	
31419L QD 8	FNMA PASS-THRU	02/01/2016	MORTGAGE PAYDOWN		231,359	231,359	235,516	231,374		(15)		(15)		231,359			0	828	12/01/2040	1	
455059 AC 9	INDIANA ST FIN AUTH	01/01/2016	MATURITY		3,365,000	3,365,000	3,625,720	3,365,000				0		3,365,000			0	82,443	01/01/2016	2FE	

QE051

SCHEDULE D - PART 4

Show All Long-Term Bonds and Stock Sold, Redeemed or Otherwise Disposed of During the Current Quarter

1	2	3	4	5	6	7	8	9	10	Change in Book/Adjusted Carrying Value					16	17	18	19	20	21	22
										11	12	13	14	15							
CUSIP Identification	Description	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consideration	Par Value	Actual Cost	Prior Year Book/Adjusted Carrying Value	Unrealized Valuation Increase/(Decrease)	Current Year's (Amortization)/Accretion	Current Year's Other-Than-Temporary Impairment Recognized	Total Change in B./A.C.V. (11+12-13)	Total Foreign Exchange Change in B./A.C.V.	Book/Adjusted Carrying Value at Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest / Stock Dividends Received During Year	Stated Contractual Maturity Date	NAIC Designation or Market Indicator (a)	
60636M DL 8	MISSOURI ST REGL CONVENTION	01/22/2016	JEFFERIES & CO		887,085	750,000	867,338	835,266		(1,008)		(1,008)		834,257		52,828	52,828	16,875	08/15/2021	1FE	
658196 N9 7	NORTH CAROLINA EASTN MUNI	01/01/2016	MATURITY		250,000	250,000	257,500	250,000				0		250,000			0	6,250	01/01/2016	1FE	
3199999 Total Bonds - U.S. Special Revenue and Special Assessment					10,364,950	10,227,865	10,840,375	10,316,401	0	(4,280)	0	(4,280)	0	10,312,122	0	52,828	52,828	148,490	XXX	XXX	
Bonds - Industrial and Miscellaneous																					
010392 ER 5	ALABAMA PWR CO	01/15/2016	MATURITY		1,000,000	1,000,000	997,690	999,989		11		11		1,000,000			0	26,000	01/15/2016	1FE	
02005E AD 2	ALLY AUTO RECEIVABLES TRUST	01/15/2016	MATURITY		1,412,388	1,412,388	1,412,356	1,412,387		1		1		1,412,388			0	1,248	01/15/2016	1FE	
06739F HV 6	BARCLAYS BK PLC	01/08/2016	ISSUE CALLED at 104.762		1,728,573	1,650,000	1,649,456	1,649,456				0		1,649,456		79,118	79,118	10,141	05/15/2024	1FE	
07388L AE 0	BEAR STEARNS CMBS 2006-PW	03/11/2016	MORTGAGE PAYDOWN		1,248,003	1,248,003	1,258,582	1,248,436		(433)		(433)		1,248,003			0	14,552	09/11/2041	1FE	
07388P AE 1	BEAR STEARNS CMBS 2006-PW	03/11/2016	MORTGAGE PAYDOWN		133,639	133,639	137,532	133,555		84		84		133,639			0	1,419	12/11/2038	1FM	
15200D AD 9	CENTERPOINT ENERGY TRANS	02/01/2016	ISSUE CALLED at 100.000		897,528	897,528	864,502	885,612		232		232		885,843		11,684	11,684	23,201	08/01/2019	1FE	
205887 BR 2	CONAGRA FOODS INC	02/17/2016	TENDER		230,856	235,000	222,484	224,771		161		161		224,932		5,924	5,924	9,920	01/25/2023	2FE	
29358Q AA 7	ENSCO PLC	03/07/2016	STIEFL-F		1,065,000	1,500,000	1,566,090	1,539,252		(1,295)		(1,295)		1,537,957		(472,957)	(472,957)	69,521	03/15/2021	3FE	
46625Y CV 3	JP MORGAN COM MTG 2004-LN	03/15/2016	MORTGAGE PAYDOWN		19,564	19,564	18,989	19,504		60		60		19,564			0	171	07/15/2041	1FM	
59023B AE 4	MERRILL LYNCH 2006-C1 A4	03/14/2016	VARIOUS		1,185,673	1,185,673	1,320,497	1,301,199		(101,894)		(101,894)		1,199,305		(13,633)	(13,633)	8,120	05/12/2039	1FM	
76110W MB 9	RESIDENTIAL ASSET SEC 200	02/25/2016	MORTGAGE PAYDOWN		10,511	10,511	5,507	10,488		23		23		10,511			0	141	09/25/2031	1FM	
867914 BD 4	SUNTRUST BKS INC	03/15/2016	ISSUE CALLED at 100.000		1,000,000	1,000,000	999,610	999,977		17		17		999,994		6	6	15,000	04/15/2016	1FE	
00900Q AB 9	AIMIA INC	01/12/2016	NBCS SEC		1,913,376	1,845,000	2,044,666	1,915,419		(1,926)		(1,926)		1,913,492		(117)	(117)	59,722	01/26/2017	2FE	
064149 7L 5	BANK NOVA SCOTIA	03/09/2016	CIBC		1,319,032	1,300,000	1,299,506	1,299,621		28		28		1,299,649		19,383	19,383	19,687	01/13/2020	1FE	
064151 BL 6	BANK NOVA SCOTIA HALIFAX	02/05/2016	RBC DEXIA		1,986,797	1,972,000	1,971,448	1,971,505		12		12		1,971,517		15,280	15,280	6,559	06/15/2020	1FE	
29290Z AQ 3	ENBRIDGE GAS DISTRIBUTION	02/12/2016	RBC DEXIA		558,932	543,000	542,815	542,820		2		2		542,822		16,109	16,109	7,879	09/11/2025	2FE	
316701 AA 9	FIFTH AVENUE LP	02/05/2016	CORPORATE REORG		5,475	5,475	5,475	5,475				0		5,475			0	129	08/05/2021	1FE	
34527A BN 9	FORD CREDIT CANADA	02/18/2016	T D SECURITES		1,966,320	2,000,000	2,000,000	2,000,000				0		2,000,000		(33,680)	(33,680)	25,626	09/16/2020	2FE	
36158Z BH 8	GE CAPITAL CANADA	01/12/2016	RBC DEXIA		701,032	657,000	719,500	701,099		(800)		(800)		700,299		733	733	14,732	08/17/2017	1FE	
633067 B2 8	NATIONAL BANK CDA	03/09/2016	RBC DEXIA		841,542	846,000	846,195	846,157		(6)		(6)		846,151		(4,609)	(4,609)	7,813	03/03/2020	1FE	
633067 XJ 7	NATIONAL BNAK OF CANADA	02/05/2016	RBC DEXIA		1,444,254	1,400,000	1,451,240	1,445,571		(1,860)		(1,860)		1,443,711		543	543	19,665	08/09/2018	1FE	
68214W AN 8	OMERS REALTY CORP	03/01/2016	T D SECURITES		670,278	668,000	668,000					0		668,000		2,278	2,278	523	02/23/2024	1FE	
780086 BU 7	ROYAL BANK OF CANADA	02/16/2016	RBC DEXIA		1,452,966	1,430,000	1,465,864	1,455,338		(1,961)		(1,961)		1,453,377		(411)	(411)	13,985	09/21/2017	1FE	
780086 FX 7	ROYAL BANK OF CANADA	03/14/2016	NESBITT/BURNS		1,455,825	1,410,000	1,461,451			(1,699)		(1,699)		1,459,752		(3,927)	(3,927)	17,304	10/11/2018	1FE	
82028K AM 3	SHAW COMMUNICATIONS INC	02/24/2016	RBC DEXIA		2,203,370	2,125,000	2,271,039	2,223,815		(13,573)		(13,573)		2,210,242		(6,872)	(6,872)	59,733	03/02/2017	2FE	
853585 AA 5	STANDARD LIFE CO CANADA	02/25/2016	RBC DEXIA		872,049	850,000	850,000	850,000				0		850,000		22,049	22,049	14,857	09/21/2022	1FE	
87971M AM 5	TELUS CORP	02/24/2016	RBC DEXIA		2,002,770	1,800,000	2,080,737	2,042,147		(8,219)		(8,219)		2,033,928		(31,158)	(31,158)	54,665	07/23/2020	2FE	
891145 4A 9	TD BANK	03/03/2016	TD WATER		1,990,560	2,000,000	1,986,379	1,986,473		572		572		1,987,045		3,515	3,515	14,657	04/02/2020	1FE	
891145 A9 5	TD BANK	03/03/2016	TD WATER		670,943	660,000	677,609	672,077		(1,361)		(1,361)		670,716		227	227	8,997	08/15/2017	1FE	
94975Z BL 9	WELLS FARGO FINL CDA CORP	01/20/2016	RBC DEXIA		1,220,760	1,200,000	1,224,600	1,208,776		(510)		(510)		1,208,266		12,494	12,494	15,413	02/09/2017	1FE	
94975Z BM 7	WELLS FARGO FIN CANADA	03/08/2016	CIBC		1,193,781	1,150,000	1,200,244	1,197,292		(2,610)		(2,610)		1,194,682		(902)	(902)	21,566	07/25/2019	1FE	

QE052

SCHEDULE D - PART 4

Show All Long-Term Bonds and Stock Sold, Redeemed or Otherwise Disposed of During the Current Quarter

1	2	3	4	5	6	7	8	9	10	Change in Book/Adjusted Carrying Value					16	17	18	19	20	21	22	
										11	12	13	14	15								
CUSIP Identification	Description	For e i g n	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consideration	Par Value	Actual Cost	Prior Year Book/Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amortization)/ Accretion	Current Year's Other-Than- Temporary Impairment Recognized	Total Change in B./A.C.V. (11+12-13)	Total Foreign Exchange Change in B./A.C.V.	Book/Adjusted Carrying Value at Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest / Stock Dividends Received During Year	Stated Contractual Maturity Date	NAIC Design- ation or Market Indicator (a)	
94975Z BS 4	WELLS FARGO FIN CANADA	C	03/16/2016	CIBC		1,163,448	1,130,000	1,167,177			(1,993)		(1,993)		1,165,184		(1,736)	(1,736)	10,930	11/15/2018	1FE	
06739F HT 1	BARCLAYS BK PLC	R	01/08/2016	ISSUE CALLED at 102.189		1,021,890	1,000,000	999,950	999,950				0		999,950		21,940	21,940	10,000	02/20/2019	1FE	
3899999	Total Bonds - Industrial and Miscellaneous					36,587,135	36,283,781	37,387,190	33,788,161	0	(138,937)	0	(138,937)	0	36,945,850	0	(358,719)	(358,719)	583,876		XXX	XXX
8399997	Total Bonds - Part 4					58,092,652	57,251,131	59,302,856	54,649,484	0	(147,938)	0	(147,938)	0	58,326,846	0	(234,197)	(234,197)	839,967		XXX	XXX
8399999	Total Bonds					58,092,652	57,251,131	59,302,856	54,649,484	0	(147,938)	0	(147,938)	0	58,326,846	0	(234,197)	(234,197)	839,967		XXX	XXX
Common Stocks - Industrial and Miscellaneous																						
032654 10 5	ANALOG DEVICES		02/26/2016	VARIOUS	70,000,000	3,706,010	XXX	3,491,764	2,212,800	(209,396)			(209,396)		3,491,764		214,246	214,246	29,400		XXX	L
375558 10 3	GILEAD SCIENCES		01/05/2016	MORGAN STANLEY	20,000,000	1,985,041	XXX	2,119,912	2,023,800	96,112			96,112		2,119,912		(134,871)	(134,871)	8,600		XXX	L
438516 10 6	HONEYWELL INTL INC		02/22/2016	BONY	30,000,000	3,273,925	XXX	2,882,052	3,107,100	(225,048)			(225,048)		2,882,052		391,873	391,873			XXX	L
58501N 10 1	MEDIVATION INC		02/26/2016	BONY	40,000,000	1,434,717	XXX	2,100,142	1,933,600	166,542			166,542		2,100,142		(665,425)	(665,425)			XXX	L
637071 10 1	NATIONAL-OILWELL INC		03/09/2016	BONY	60,000,000	1,905,498	XXX	2,240,400	2,009,400	231,000			231,000		2,240,400		(334,902)	(334,902)			XXX	L
76169B 10 2	REXNORD CORP		03/07/2016	BONY	90,000,000	1,782,384	XXX	1,838,700	1,630,800	207,900			207,900		1,838,700		(56,316)	(56,316)			XXX	L
886547 10 8	TIFFANY & CO		03/07/2016	BONY	20,000,000	1,417,069	XXX	1,734,314	1,525,800	208,514			208,514		1,734,314		(317,245)	(317,245)	8,000		XXX	L
913017 10 9	UNITED TECHNOLOGIES CORP		02/25/2016	VARIOUS	35,000,000	3,327,831	XXX	4,031,867	3,362,450	669,417			669,417		4,031,867		(704,035)	(704,035)	22,400		XXX	L
918204 10 8	V.F. CORP		02/24/2016	BONY	20,000,000	1,265,906	XXX	1,430,594	1,245,000	185,594			185,594		1,430,594		(164,688)	(164,688)			XXX	L
98310W 10 8	WYNDHAM WORLDWIDE		03/22/2016	DEUTSCHE BANK	80,000,000	6,043,588	XXX	6,706,847	5,812,000	894,847			894,847		6,706,847		(663,258)	(663,258)			XXX	L
98956P 10 2	ZIMMER HOLDINGS INC		02/22/2016	BONY	40,000,000	3,804,145	XXX	4,370,564	4,103,600	266,964			266,964		4,370,564		(566,419)	(566,419)	8,800		XXX	L
Y2573F 10 2	FLEXTRONICS INTL LTD		03/17/2016	BONY	100,000,000	1,166,205	XXX	1,168,260	1,121,000	47,260			47,260		1,168,260		(2,055)	(2,055)			XXX	U
064149 10 7	BANK NOVA SCOTIA HALIFAX	C	03/23/2016	SCOTIA	1,074,000	68,135	XXX	60,324					0		60,324		7,811	7,811			XXX	L
125491 10 0	CI FINANCIAL CORP	C	03/24/2016	RBC DEXIA	2,769,000	80,749	XXX	98,567	84,731	13,836			13,836		98,567		(17,818)	(17,818)	914		XXX	U
136385 10 1	CANADIAN NAT RES LTD	C	03/24/2016	RBC DEXIA	4,074,000	142,031	XXX	123,157	123,157				0		123,157		18,874	18,874	937		XXX	L
286181 20 1	ELEMENT FINANCIAL CORP	C	03/23/2016	VARIOUS	41,457,000	602,742	XXX	351,873	692,332	(340,459)			(340,459)		351,873		250,868	250,868	1,036		XXX	U
739721 10 8	PRAIRIESKY ROYALTY	C	03/23/2016	VARIOUS	1,160	26	XXX	39	25	14			14		39		(13)	(13)			XXX	U
891160 50 9	TORONTO DOMINION BK ONT	C	03/24/2016	SCOTIA	1,229,000	67,620	XXX	65,532	34,551	(71)			(71)		65,532		2,087	2,087	325		XXX	L
903914 10 9	ULTRA PETROLEUM CORP	C	03/03/2016	BONY	70,000,000	79,098	XXX	280,700	175,000	105,700			105,700		280,700		(201,602)	(201,602)			XXX	L
Y09827 10 9	BROADCOM LTD	R	02/02/2016	MERGER	267,646,000	6,023,506	XXX	10,424,004	38,848,817	(28,424,812)			(28,424,812)		10,424,004		(4,400,499)	(4,400,499)			XXX	U
9099999	Total Common Stocks - Industrial and Miscellaneous					38,176,226	XXX	45,519,612	70,045,963	(26,106,086)	0	0	(26,106,086)	0	45,519,612	0	(7,343,387)	(7,343,387)	80,412		XXX	XXX
9799997	Total Common Stocks - Part 4					38,176,226	XXX	45,519,612	70,045,963	(26,106,086)	0	0	(26,106,086)	0	45,519,612	0	(7,343,387)	(7,343,387)	80,412		XXX	XXX
9799999	Total Common Stocks					38,176,226	XXX	45,519,612	70,045,963	(26,106,086)	0	0	(26,106,086)	0	45,519,612	0	(7,343,387)	(7,343,387)	80,412		XXX	XXX
9899999	Total Preferred and Common Stocks					38,176,226	XXX	45,519,612	70,045,963	(26,106,086)	0	0	(26,106,086)	0	45,519,612	0	(7,343,387)	(7,343,387)	80,412		XXX	XXX
9999999	Total Bonds, Preferred and Common Stocks					96,268,878	XXX	104,822,468	124,695,447	(26,106,086)	(147,938)	0	(26,254,024)	0	103,846,458	0	(7,577,584)	(7,577,584)	920,379		XXX	XXX

QE053

(a) For all common stock bearing the NAIC market indicator "U" provide: the number of such issues:.....5.

Sch. DB - Pt. A - Sn. 1
NONE

Sch. DB - Pt. B - Sn. 1
NONE

Sch. DB - Pt. D - Sn. 1
NONE

Sch. DB - Pt. D - Sn. 2
NONE

SCHEDULE DL - PART 1

SECURITIES LENDING COLLATERAL ASSETS

Reinvested Collateral Assets Owned Current Statement Date

1	2		3	4	5	6	7
CUSIP Identification	Description		Code	NAIC Designation / Market Indicator	Fair Value	Book/Adjusted Carrying Value	Maturity Date
Cash Equivalents (Schedule E Part 2 Type)							
94988E	P7	7			1,000,000	1,000,000	04/19/2016...
16706B	VE	5			1,000,000	1,000,000	03/28/2016...
000000	00	0			1,000,000	1,000,000	05/03/2016...
00279J	CB	6			1,000,000	1,000,000	05/09/2016...
000000	00	0			1,500,000	1,500,000	04/14/2016...
000000	00	0			1,300,000	1,300,000	04/04/2016...
000000	00	0			1,300,000	1,300,000	03/28/2016...
000000	00	0			5,000,000	5,000,000	03/28/2016...
000000	00	0			9,375,821	9,375,821	03/28/2016...
000000	00	0			3,000,000	3,000,000	03/28/2016...
000000	00	0			1,500,000	1,500,000	03/28/2016...
000000	00	0			10,000,000	10,000,000	03/28/2016...
000000	00	0			900,000	900,000	03/28/2016...
000000	00	0			2,000,000	2,000,000	03/28/2016...
000000	00	0			600,000	600,000	03/29/2016...
000000	00	0			1,000,000	1,000,000	03/28/2016...
000000	00	0			1,400,000	1,400,000	03/28/2016...
000000	00	0			900,000	900,000	03/28/2016...
140212	07	7			1,000,000	1,000,000	04/25/2016...
89113E	L8	7			1,500,000	1,500,000	05/06/2016...
22532X	DL	9			500,000	500,000	07/06/2016...
06053P	NP	8			1,000,000	1,000,000	09/06/2016...
9199999	Total - Cash Equivalents (Schedule E Part 2 Type)				47,775,821	47,775,821	XXX
9999999	Totals				47,775,821	47,775,821	XXX

General Interrogatories:

- Total activity for the year: Fair Value \$.....1,962,478 Book/Adjusted Carrying Value \$.....1,962,478
- Average balance for the year: Fair Value \$.....48,704,913 Book/Adjusted Carrying Value \$.....48,704,913
- Reinvested securities lending collateral assets book/adjusted carrying value included in this schedule by NAIC designation:
 NAIC 1: \$.....47,775,821 NAIC 2: \$.....0 NAIC 3: \$.....0 NAIC 4: \$.....0 NAIC 5: \$.....0 NAIC 6: \$.....0

**SCHEDULE DL - PART 2
SECURITIES LENDING COLLATERAL ASSETS**

Reinvested Collateral Assets Owned Current Statement Date

1	2	3	4	5	6	7
CUSIP Identification	Description	Code	NAIC Designation / Market Indicator	Fair Value	Book/Adjusted Carrying Value	Maturity Date

General Interrogatories:

1. Total activity for the year: Fair Value \$.....0 Book/Adjusted Carrying Value \$.....0
2. Average balance for the year: Fair Value \$.....0 Book/Adjusted Carrying Value \$.....0

NONE

SCHEDULE E - PART 1 - CASH

Month End Depository Balances

1 Depository	2 Code	3 Rate of Interest	4 Amount of Interest Received During Current Quarter	5 Amount of Interest Accrued at Current Statement Date	Book Balance at End of Each Month During Current Quarter			9 *	
					6 First Month	7 Second Month	8 Third Month		
Open Depositories									
BANK OF AMERICA (CDR CLAIMS).....	HARTFORD, CT.....					(7,207,870)	(14,305,733)	(10,036,136)	XXX
BANK OF AMERICA (CDR AP).....	HARTFORD, CT.....						(1,729,105)	(300,367)	XXX
JP MORGAN CHASE.....	NEW YORK, NY.....		0.280	20,634		54,677,438	42,720,715	48,432,114	XXX
ROYAL BANK (RES ACCT).....	TORONTO, ON, CAN.....		0.550	22,917	7,640	17,893,083	15,333,245	(802,735)	XXX
ROYAL BANK (USD).....	TORONTO, ON, CAN.....					6,712,250	7,230,523	7,059,792	XXX
ROYAL BANK (LOSS PAY).....	TORONTO, ON, CAN.....					11,891,467	19,191,767	9,291,649	XXX
RBC INVESTOR SERVICES.....	TORONTO, ON, CAN.....					316,921			XXX
0199998. Deposits in..... 1 depositories that do not exceed the allowable limit in any one depository (see Instructions) - Open Depositories.....	XXX	XXX				(205,382)	163,970	63,361	XXX
0199999. Total Open Depositories.....	XXX	XXX	43,551	7,640		84,077,906	68,605,383	53,707,678	XXX
0399999. Total Cash on Deposit.....	XXX	XXX	43,551	7,640		84,077,906	68,605,383	53,707,678	XXX
0599999. Total Cash.....	XXX	XXX	43,551	7,640		84,077,906	68,605,383	53,707,678	XXX

SCHEDULE E - PART 2 - CASH EQUIVALENTS

Show Investments Owned End of Current Quarter

1 Description	2 Code	3 Date Acquired	4 Rate of Interest	5 Maturity Date	6 Book/Adjusted Carrying Value	7 Amount of Interest Due & Accrued	8 Amount Received During Year
All Other Government Bonds - Issuer Obligations							
CANADA T-BILL DISC NOTE.....		03/15/2016.....	.....0.437	05/05/2016.....	849,654		173
0699999. All Other Government Bonds - Issuer Obligations.....					849,654	0	173
1099999. Total - All Other Government Bonds					849,654	0	173
Total Bonds							
7799999. Subtotals - Issuer Obligations.....					849,654	0	173
8399999. Subtotals - Bonds.....					849,654	0	173
8699999. Total - Cash Equivalents.....					849,654	0	173

QE13