



QUARTERLY STATEMENT

As of September 30, 2017

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 RI Incorporated/Organized..... May 6, 1949	State of Domicile or Port of Entry RI Commenced Business..... June 1, 1950	Country of Domicile US
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. Theresa Ann Molloy	Vice President & Controller	4. William Alfred Mekrut #	Vice President & Treasurer

OTHER

Bret Nils Ahnell	Executive Vice President	Kevin Scott Ingram	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	Gracia Catherine Martore	Christine Mary McCarthy	Stuart Blain Parker
Edward Joseph Rapp	Shivan Sivaswamy Subramaniam	Israel Ruiz	Michel Giannuzzi

State of..... Rhode Island
County of..... 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 November 2017
John A. Soares III Notary Public
Expires July 5, 2021

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 _____

AFFILIATED FM INSURANCE COMPANY 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.....	1,367,933,941		1,367,933,941	1,393,460,344
2. Stocks:				
2.1 Preferred stocks.....			0	
2.2 Common stocks.....	1,224,125,882		1,224,125,882	1,060,569,866
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 (\$.....106,871,828), cash equivalents (\$.....4,149,114) and short-term investments (\$.....134,435,394).....	245,456,336		245,456,336	190,101,714
6. Contract loans (including \$.....0 premium notes).....			0	
7. Derivatives.....			0	
8. Other invested assets.....			0	
9. Receivables for securities.....	535,470		535,470	80,531
10. Securities lending reinvested collateral assets.....	48,311,478		48,311,478	26,468,450
11. Aggregate write-ins for invested assets.....	0	0	0	0
12. Subtotals, cash and invested assets (Lines 1 to 11).....	2,886,363,107	0	2,886,363,107	2,670,680,905
13. Title plants less \$.....0 charged off (for Title insurers only).....			0	
14. Investment income due and accrued.....	12,017,406		12,017,406	11,832,460
15. Premiums and considerations:				
15.1 Uncollected premiums and agents' balances in the course of collection.....	134,939,481	10,464,480	124,475,001	130,762,771
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.....	72,019,666		72,019,666	102,301,637
16.2 Funds held by or deposited with reinsured companies.....	3,581,998		3,581,998	13,398
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.....	42,354		42,354	50,480
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.....	16,347,179		16,347,179	67,443,297
24. Health care (\$.....0) and other amounts receivable.....			0	
25. Aggregate write-ins for other than invested assets.....	11,834,164	0	11,834,164	9,798,052
26. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 12 through 25).....	3,137,145,355	10,464,480	3,126,680,875	2,992,883,000
27. From Separate Accounts, Segregated Accounts and Protected Cell Accounts.....			0	
28. Total (Lines 26 and 27).....	3,137,145,355	10,464,480	3,126,680,875	2,992,883,000

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.....	871,815		871,815	1,120,415
2503. Cash Clearing Accounts.....	10,609,086		10,609,086	8,327,637
2598. Summary of remaining write-ins for Line 25 from overflow page.....	3,263	0	3,263	0
2599. Totals (Lines 2501 thru 2503 plus 2598) (Line 25 above).....	11,834,164	0	11,834,164	9,798,052

AFFILIATED FM INSURANCE COMPANY

LIABILITIES, SURPLUS AND OTHER FUNDS

	1 Current Statement Date	2 December 31 Prior Year
1. Losses (current accident year \$.....284,331,571).....	594,145,335	577,612,530
2. Reinsurance payable on paid losses and loss adjustment expenses.....	(2,737,240)	12,025,121
3. Loss adjustment expenses.....	64,977,824	66,308,751
4. Commissions payable, contingent commissions and other similar charges.....		
5. Other expenses (excluding taxes, licenses and fees).....	321,358	387,967
6. Taxes, licenses and fees (excluding federal and foreign income taxes).....	4,381,464	5,836,860
7.1 Current federal and foreign income taxes (including \$.....14,891,790 on realized capital gains (losses)).....	29,207,363	31,124,845
7.2 Net deferred tax liability.....	133,843,000	93,960,000
8. Borrowed money \$.....0 and interest thereon \$.....0.....		
9. Unearned premiums (after deducting unearned premiums for ceded reinsurance of \$.....46,264,359 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).....	365,664,424	368,169,765
10. Advance premium.....	70,000	130,259
11. Dividends declared and unpaid:		
11.1 Stockholders.....		
11.2 Policyholders.....	226,827	229,071
12. Ceded reinsurance premiums payable (net of ceding commissions).....	101,184,919	103,303,578
13. Funds held by company under reinsurance treaties.....		
14. Amounts withheld or retained by company for account of others.....	597,409	530,747
15. Remittances and items not allocated.....	217,920	4,648,935
16. Provision for reinsurance (including \$.....0 certified).....	4,536,989	4,536,989
17. Net adjustments in assets and liabilities due to foreign exchange rates.....	46,886,154	54,452,847
18. Drafts outstanding.....		
19. Payable to parent, subsidiaries and affiliates.....		
20. Derivatives.....		
21. Payable for securities.....	1,813,505	7,967,347
22. Payable for securities lending.....	48,311,478	26,468,450
23. Liability for amounts held under uninsured plans.....		
24. Capital notes \$.....0 and interest thereon \$.....0.....		
25. Aggregate write-ins for liabilities.....	16,870,850	16,537,173
26. Total liabilities excluding protected cell liabilities (Lines 1 through 25).....	1,410,519,579	1,374,231,235
27. Protected cell liabilities.....		
28. Total liabilities (Lines 26 and 27).....	1,410,519,579	1,374,231,235
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).....	1,434,700,635	1,337,191,104
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).....	1,716,161,296	1,618,651,765
38. Totals (Page 2, Line 28, Col. 3).....	3,126,680,875	2,992,883,000

DETAILS OF WRITE-INS

2501. Miscellaneous Accounts Payable.....	16,870,850	16,537,173
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).....	16,870,850	16,537,173
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

**AFFILIATED FM INSURANCE COMPANY
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 \$....605,349,902).....	612,437,438	602,762,613	807,404,204
1.2 Assumed..... (written \$....28,311,460).....	28,243,048	24,942,760	33,396,459
1.3 Ceded..... (written \$....300,661,661).....	305,175,444	309,621,435	419,342,661
1.4 Net..... (written \$....332,999,701).....	335,505,042	318,083,938	421,458,002
DEDUCTIONS:			
2. Losses incurred (current accident year \$....312,226,661):			
2.1 Direct.....	401,127,170	549,484,385	639,094,588
2.2 Assumed.....	(3,011,376)	4,986,427	23,417,744
2.3 Ceded.....	112,552,450	381,457,091	436,483,827
2.4 Net.....	285,563,344	173,013,721	226,028,505
3. Loss adjustment expenses incurred.....	8,203,017	10,153,820	13,863,054
4. Other underwriting expenses incurred.....	93,515,151	83,843,914	113,332,230
5. Aggregate write-ins for underwriting deductions.....	0	0	0
6. Total underwriting deductions (Lines 2 through 5).....	387,281,512	267,011,455	353,223,789
7. Net income of protected cells.....			
8. Net underwriting gain (loss) (Line 1 minus Line 6 + Line 7).....	(51,776,470)	51,072,483	68,234,213
INVESTMENT INCOME			
9. Net investment income earned.....	43,254,591	39,804,070	53,358,323
10. Net realized capital gains (losses) less capital gains tax of \$....18,874,000.....	35,053,370	2,033,721	428,589
11. Net investment gain (loss) (Lines 9 + 10).....	78,307,961	41,837,791	53,786,912
OTHER INCOME			
12. Net gain or (loss) from agents' or premium balances charged off (amount recovered \$.....0 amount charged off \$....82,492).....	(82,492)	51,609	99,559
13. Finance and service charges not included in premiums.....			
14. Aggregate write-ins for miscellaneous income.....	246,748	(267,753)	(234,749)
15. Total other income (Lines 12 through 14).....	164,256	(216,144)	(135,190)
16. Net income before dividends to policyholders, after capital gains tax and before all other federal and foreign income taxes (Lines 8 + 11 + 15).....	26,695,747	92,694,130	121,885,935
17. Dividends to policyholders.....	355,017	341,798	457,523
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).....	26,340,730	92,352,332	121,428,412
19. Federal and foreign income taxes incurred.....	(11,280,760)	26,137,580	38,011,671
20. Net income (Line 18 minus Line 19) (to Line 22).....	37,621,490	66,214,752	83,416,741
CAPITAL AND SURPLUS ACCOUNT			
21. Surplus as regards policyholders, December 31 prior year.....	1,618,651,765	1,479,589,281	1,479,589,281
22. Net income (from Line 20).....	37,621,490	66,214,752	83,416,741
23. Net transfers (to) from Protected Cell accounts.....			
24. Change in net unrealized capital gains or (losses) less capital gains tax of \$....34,074,000.....	61,141,364	35,263,324	59,995,530
25. Change in net unrealized foreign exchange capital gain (loss).....	11,929,746	4,466,301	(3,007,376)
26. Change in net deferred income tax.....	(5,809,000)	(2,069,000)	646,000
27. Change in nonadmitted assets.....	(7,120,319)	(6,408,790)	(2,189,247)
28. Change in provision for reinsurance.....	(0)	(0)	708,336
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.....	(253,750)	(253,750)	(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).....	97,509,531	97,212,837	139,062,484
39. Surplus as regards policyholders, as of statement date (Lines 21 plus 38).....	1,716,161,296	1,576,802,118	1,618,651,765

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. Balances (changed off)/recovered.....	(19,246)	(10,072)	60,819
1402. Gain (Loss) on foreign exchange.....	265,931	(257,781)	(295,668)
1403. Miscellaneous income.....	63	100	100
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).....	246,748	(267,753)	(234,749)
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

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.....	329,988,233	298,739,890	415,759,685
2. Net investment income.....	51,214,298	43,353,042	56,122,837
3. Miscellaneous income.....	164,256	(216,144)	(135,192)
4. Total (Lines 1 through 3).....	381,366,787	341,876,788	471,747,330
5. Benefit and loss related payments.....	264,727,806	(30,155,160)	64,102,061
6. Net transfers to Separate Accounts, Segregated Accounts and Protected Cell Accounts.....			
7. Commissions, expenses paid and aggregate write-ins for deductions.....	104,562,974	97,037,681	115,455,639
8. Dividends paid to policyholders.....	357,261	341,362	447,941
9. Federal and foreign income taxes paid (recovered) net of \$.....0 tax on capital gains (losses).....	9,510,722	9,364,816	54,013,600
10. Total (Lines 5 through 9).....	379,158,763	76,588,699	234,019,241
11. Net cash from operations (Line 4 minus Line 10).....	2,208,024	265,288,089	237,728,089
CASH FROM INVESTMENTS			
12. Proceeds from investments sold, matured or repaid:			
12.1 Bonds.....	466,678,776	275,513,170	374,241,074
12.2 Stocks.....	226,106,675	127,868,048	200,372,565
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.....	(23,609)	(7,988)	3,966
12.7 Miscellaneous proceeds.....		5,565,250	7,957,399
12.8 Total investment proceeds (Lines 12.1 to 12.7).....	692,761,842	408,938,480	582,575,004
13. Cost of investments acquired (long-term only):			
13.1 Bonds.....	441,793,571	244,707,702	463,405,396
13.2 Stocks.....	243,636,752	190,832,334	263,558,669
13.3 Mortgage loans.....			
13.4 Real estate.....			
13.5 Other invested assets.....			
13.6 Miscellaneous applications.....	6,608,781	499,856	
13.7 Total investments acquired (Lines 13.1 to 13.6).....	692,039,104	436,039,892	726,964,065
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).....	722,738	(27,101,412)	(144,389,061)
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.....	253,750	253,750	507,500
16.6 Other cash provided (applied).....	52,677,610	(93,523,454)	(33,177,356)
17. Net cash from financing and miscellaneous sources (Lines 16.1 through 16.4 minus Line 16.5 plus Line 16.6).....	52,423,860	(93,777,204)	(33,684,856)
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).....	55,354,622	144,409,473	59,654,172
19. Cash, cash equivalents and short-term investments:			
19.1 Beginning of year.....	190,101,714	130,447,542	130,447,542
19.2 End of period (Line 18 plus Line 19.1).....	245,456,336	274,857,015	190,101,714

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 AND GOING CONCERN****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 Commissioner' (NAIC) *Accounting Practices and Procedures Manual* subject to any deviations prescribed or permitted by the Rhode Island Division of Insurance. The Company has no state prescribed or permitted practices.

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 \$46,886,154 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 September 2017 quarterly statement. There is no net impact on surplus, and the effect on 2017 net income would be a decrease to net income in the amount of \$2,584,165 (which would be offset by a corresponding increase to surplus).

	SSAP #	F/S Page	F/S Line #	Current Period	2016
NET INCOME					
(1) AFFILIATED FM INSURANCE COMPANY state basis (Page 4, Line 20, Columns 1 & 2)	XXX	XXX	XXX	\$ 37,621,490	\$ 83,416,741
(2) State Prescribed Practice that is an increase/(decrease) from NAIC SAP					
(3) State Permitted Practice that is an increase/(decrease) from NAIC SAP Application of SSAP 23 regarding translating the Canadian branch to USD	23	3	17	2,584,165	6,815,488
(4) NAIC SAP (1 - 2 - 3 = 4)	XXX	XXX	XXX	\$ 35,037,325	\$ 76,601,253
SURPLUS					
(5) AFFILIATED FM INSURANCE COMPANY state basis (Page 3, line 37, Columns 1 & 2)	XXX	XXX	XXX	\$ 1,716,161,296	\$ 1,618,651,765
(6) State Prescribed Practice that is an increase/(decrease) from NAIC SAP					
(7) State Permitted Practice that is an increase/(decrease) from NAIC SAP					
(8) NAIC SAP (5 - 6 - 7 = 8)	XXX	XXX	XXX	\$ 1,716,161,296	\$ 1,618,651,765

B. Use of Estimates

No significant changes

C. Accounting Policy

1 - 5. No significant changes

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 changes

D. Going Concern (required NAIC disclosure regardless of whether there is any significant change)

Based on its evaluation of relevant conditions and events, management has concluded that the Company will continue as a going concern.

NOTE 2 - ACCOUNTING CHANGES AND CORRECTIONS OF ERRORS

No significant changes

NOTE 3 - BUSINESS COMBINATIONS AND GOODWILL

No significant changes

NOTE 4 - DISCONTINUED OPERATIONS

No significant changes

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

A. Mortgage Loans

No significant changes

B. Troubled Debt Restructuring for Creditors

No significant changes

C. Reverse Mortgages

No significant changes

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

a. The aggregate amount of unrealized losses:	1. Less than 12 Months	\$	419,910
	2. 12 Months or Longer	\$	95,186
b. The aggregate related fair value of securities with unrealized losses:	1. Less than 12 Months	\$	108,868,955
	2. 12 Months or Longer	\$	9,003,043

(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 changes

(2) Collateral Pledged

No significant changes

(3) Collateral Received

a. Aggregate Amount of Cash Collateral Received

No significant changes

b. The fair value of that collateral and of the portion of that collateral that it has sold or repledged	\$	48,311,478
--	----	------------

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

(4) Collateral Administered by an Affiliated Agent

No significant changes

(5) Collateral Reinvestment

No significant changes

(6) Collateral Not Permitted to Sell or Replege

No significant changes

(7) Collateral Transactions Beyond One Year

No significant changes

NOTES TO FINANCIAL STATEMENTS

NOTE 5 – INVESTMENTS (continued from preceding page)

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

No significant changes
- G. Low Income Housing Tax Credits

No significant changes
- H. Restricted Assets

No significant changes
- 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
- L. 5* Securities - 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 changes
- 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 changes

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

(5) - (21)

No significant changes
- B. Description of Investment Policies

No significant changes

NOTES TO FINANCIAL STATEMENTS

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

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

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 changes
 - (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

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

(6) Transfers of Receivables with Recourse - Not applicable

(7) Repurchase Agreements - Not applicable

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

Assets at Fair Value	Level 1	Level 2	Level 3	Total
Bonds	\$ -	\$ 1,802,338	\$ -	\$ 1,802,338
Common Stocks - Ind & Misc	\$ 1,161,742,032	\$ -	\$ -	\$ 1,161,742,032
Common Stocks - Mutal Funds	\$ 62,383,850	\$ -	\$ -	\$ 62,383,850
Short-term Investments	\$ 134,435,394	\$ -	\$ -	\$ 134,435,394
Total	\$ 1,358,561,276	\$ 1,802,338	\$ -	\$ 1,360,363,614

(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.

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.

Type of Financial Instrument	Aggregate Fair Value	Admitted Assets	(Level 1)	(Level 2)	(Level 3)	Not Practicable (Carrying Value)
Bonds	\$ 1,385,336,419	\$ 1,367,933,941	\$ -	\$ 1,367,933,941	\$ -	\$ -
Common Stocks	\$ 1,224,125,882	\$ 1,224,125,882	\$ 1,224,125,882	\$ -	\$ -	\$ -
Cash, cash equivalents and short-term investments	\$ 245,456,336	\$ 245,456,336	\$ 245,456,336	\$ -	\$ -	\$ -
Securities Lending reinvested collateral assets	\$ 48,311,478	\$ 48,311,478	\$ 48,311,478	\$ -	\$ -	\$ -
Total	\$ 2,903,230,115	\$ 2,885,827,638	\$ 1,517,893,696	\$ 1,367,933,942	\$ -	\$ -

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 changes

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 changes

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

NOTES TO FINANCIAL STATEMENTS

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

No significant changes

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 changes

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? Yes [X] No []
If yes, complete Schedule Y, Parts 1 and 1A.
- 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? Yes [] No [X] N/A []
If yes, attach an explanation.
- 6.1 State as of what date the latest financial examination of the reporting entity was made or is being made. 12/31/2017
- 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 [] No [X]
- 9.21 If the response to 9.2 is Yes, provide information related to amendment(s).
- 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: \$ 17,445,834

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

- 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: \$ 48,311,478
- 16.2 Total book adjusted/carrying value of reinvested collateral assets reported on Schedule DL, Parts 1 and 2: \$ 48,311,478
- 16.3 Total payable for securities lending reported on the liability page: \$ 48,311,478

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 Investment management – Identify all investment advisors, investment managers, broker/dealers, including individuals that have the authority to make investment decisions on behalf of the reporting entity. For assets that are managed internally by employees of the reporting entity, note as such ["...that have access to the investment accounts", "handle securities"].

1 Name of Firm or Individual	2 Affiliation
Standish Mellon Asset Management	U
Blackrock Financial Management Inc	U

17.5097 For those firms/individuals listed in the table for Question 17.5, do any firms/individuals unaffiliated with the reporting entity (i.e., designated with a "U") manage more than 10% of the reporting entity's assets? Yes No

17.5098 For firms/individuals unaffiliated with the reporting entity (i.e., designated with a "U") listed in the table for Question 17.5, does the total assets under management aggregate to more than 50% of the reporting entity's assets? Yes No

17.6 For those firms or individuals listed in the table for 17.5 with an affiliation code of "A" (affiliated) or "U" (unaffiliated), provide the information for the table below.

1 Central Registration Depository Number	2 Name of Firm or Individual	3 Legal Entity Identifier (LEI)	4 Registered With	5 Investment Management Agreement (IMA) Filed
113972	Standish Mellon Asset Management	ME7YUCK4NF1W8VM8SP25	SEC	DS
107105	Blackrock Financial Management Inc	549300LVXY1VJKE13M84	SEC	DS

- 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

PART 1 - COMMON INTERROGATORIES

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

AFFILIATED FM INSURANCE COMPANY 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
U.S. Insurers						
16573.....	47-2606709.....	Relsure Vermont, Inc.....	USA.....	Unauthorized....		
All Other Insurers						
.....	.....	Estrella Insurance Company, LTD.....	BMU.....	Unauthorized....		
.....	AA-5760058.....	MMG Insurance Singapore Pld Ltd.....	SGP.....	Unauthorized....		
.....	AA-5760061.....	Nemre Insurance PTE. LTD.....	SGP.....	Unauthorized....		
.....	AA-1120097.....	Neon Underwriting Limited.....	GBR.....	Authorized.....		
.....	AA-1370037.....	Recticel Re B.....	LUX.....	Unauthorized....		
.....	AA-5760059.....	Sire Insurance Pte. LTD.....	SGP.....	Unauthorized....		
.....	.....	Suez RE S.A.....	LUX.....	Unauthorized....		

SCHEDULE T - EXHIBIT OF PREMIUMS WRITTEN

Current Year to Date - Allocated by States and Territories

1 States, Etc.	2 Active Status	3 Direct Premiums Written		4 Direct Losses Paid (Deducting Salvage)		6 Direct Losses Unpaid	
		Current Year to Date	Prior Year to Date	Current Year to Date	Prior Year to Date	Current Year to Date	Prior Year to Date
1. Alabama.....AL.....L.....	L	5,250,031	4,788,778	896,109	261,016	1,077,576	720,958
2. Alaska.....AK.....L.....	L	2,356,367	2,155,084	(121,905)	57,327	522,720	389,770
3. Arizona.....AZ.....L.....	L	5,127,328	5,809,134	5,644,531	3,215,280	6,234,467	10,171,613
4. Arkansas.....AR.....L.....	L	5,013,020	4,932,410	543,988	1,827,574	1,697,920	1,201,522
5. California.....CA.....L.....	L	76,988,508	74,964,805	21,934,102	18,538,752	26,915,020	25,709,210
6. Colorado.....CO.....L.....	L	9,451,836	8,249,815	9,535,781	2,008,028	15,706,730	11,160,982
7. Connecticut.....CT.....L.....	L	2,821,757	3,360,815	960,824	1,683,248	393,733	1,629,252
8. Delaware.....DE.....L.....	L	658,354	626,139	28,401	145,902	171,735	296,689
9. District of Columbia.....DC.....L.....	L	5,319,943	4,068,820	1,778,685	878,791	1,183,533	860,767
10. Florida.....FL.....L.....	L	17,163,567	16,862,726	1,054,962	1,462,739	10,832,252	2,493,445
11. Georgia.....GA.....L.....	L	11,507,838	10,814,985	4,923,068	3,342,080	5,804,174	4,252,190
12. Hawaii.....HI.....L.....	L	742,605	405,634	15,990	(319,379)	68,445	
13. Idaho.....ID.....L.....	L	1,602,025	1,293,697	332,343	80,320	408,908	294,993
14. Illinois.....IL.....L.....	L	27,241,954	26,960,087	44,899,392	75,994,656	37,950,797	127,179,071
15. Indiana.....IN.....L.....	L	7,990,403	8,608,498	2,102,967	2,047,146	1,720,967	2,574,859
16. Iowa.....IA.....L.....	L	4,008,677	3,707,935	667,785	860,110	1,120,487	474,760
17. Kansas.....KS.....L.....	L	2,255,086	1,769,446	2,072,867	623,453	1,633,050	3,174,450
18. Kentucky.....KY.....L.....	L	5,349,786	4,193,876	450,921	1,662,161	1,265,328	1,131,095
19. Louisiana.....LA.....L.....	L	12,376,049	12,555,389	1,653,876	846,949	8,301,417	8,495,718
20. Maine.....ME.....L.....	L	749,655	793,720			456,878	61,060
21. Maryland.....MD.....L.....	L	11,750,203	10,521,273	8,597,729	7,722,203	9,969,788	7,043,637
22. Massachusetts.....MA.....L.....	L	21,773,988	23,486,105	16,506,994	13,681,184	11,843,281	7,865,074
23. Michigan.....MI.....L.....	L	11,044,907	11,241,879	24,260,512	2,445,099	12,069,988	6,489,649
24. Minnesota.....MN.....L.....	L	9,727,292	9,977,146	4,147,544	2,810,805	2,534,726	2,866,787
25. Mississippi.....MS.....L.....	L	7,958,725	8,094,677	2,978,840	2,213,569	4,391,933	10,165,295
26. Missouri.....MO.....L.....	L	14,221,785	14,754,061	15,520,472	5,538,311	17,571,158	10,225,854
27. Montana.....MT.....L.....	L	2,213,989	2,262,295	2,122,130	3,933,724		373,832
28. Nebraska.....NE.....L.....	L	2,114,542	1,582,346	1,390,911	709,046	1,101,620	935,694
29. Nevada.....NV.....L.....	L	6,968,440	6,084,092	2,650,049	2,051,023	1,522,754	3,383,604
30. New Hampshire.....NH.....L.....	L	1,637,377	1,828,290	258,574	208,594	486,144	40,515
31. New Jersey.....NJ.....L.....	L	14,994,035	15,037,702	4,909,540	7,399,347	108,641,723	115,943,231
32. New Mexico.....NM.....L.....	L	1,597,563	1,837,651	739,162	2,598,697	1,239,102	2,184,405
33. New York.....NY.....L.....	L	50,886,382	49,988,160	14,623,990	25,657,606	102,970,787	108,083,881
34. North Carolina.....NC.....L.....	L	10,784,714	10,167,735	3,443,808	2,652,758	2,810,050	1,297,605
35. North Dakota.....ND.....L.....	L	413,007	451,728	526,267	525,945	275,601	822,376
36. Ohio.....OH.....L.....	L	14,325,671	15,324,034	5,519,403	2,035,458	12,821,980	12,871,208
37. Oklahoma.....OK.....L.....	L	2,388,879	2,753,408	1,958,649	672,669	6,509,951	568,972
38. Oregon.....OR.....L.....	L	11,212,230	12,004,869	9,796,904	1,907,537	1,384,651	5,667,212
39. Pennsylvania.....PA.....L.....	L	12,198,900	10,927,546	7,502,742	1,023,502	5,122,541	4,774,792
40. Rhode Island.....RI.....L.....	L	2,730,310	2,924,532	1,669,400	1,768,068	5,826,524	4,085,234
41. South Carolina.....SC.....L.....	L	4,467,119	3,611,911	7,648,451	1,500,367	1,783,527	3,136,068
42. South Dakota.....SD.....L.....	L	400,970	474,857	371,247	1,421,625	643,529	611,956
43. Tennessee.....TN.....L.....	L	11,186,192	10,758,380	2,895,892	2,077,081	4,753,430	2,484,793
44. Texas.....TX.....L.....	L	39,859,383	41,701,329	76,779,057	32,724,008	265,375,627	217,945,378
45. Utah.....UT.....L.....	L	11,567,711	10,340,008	4,372,148	837,741	2,864,190	663,146
46. Vermont.....VT.....L.....	L	1,155,531	1,075,601		77,124		
47. Virginia.....VA.....L.....	L	6,226,216	6,141,664	2,996,503	5,215,871	6,613,040	3,727,639
48. Washington.....WA.....L.....	L	29,545,284	30,071,124	5,695,461	7,364,173	4,073,612	2,279,322
49. West Virginia.....WV.....L.....	L	298,392	266,533	27,217	98,889		
50. Wisconsin.....WI.....L.....	L	8,311,468	7,651,306	3,239,239	434,891	7,763,661	2,656,746
51. Wyoming.....WY.....L.....	L	631,104	508,978	242,373		212,580	18,318
52. American Samoa.....AS.....N.....	N						
53. Guam.....GU.....L.....	L						
54. Puerto Rico.....PR.....L.....	L	147,935	287,226			1,371	
55. US Virgin Islands.....VI.....L.....	L	300	26,599				
56. Northern Mariana Islands.....MP.....L.....	L						
57. Canada.....CAN.....L.....	L	75,697,065	72,116,255	51,350,186	29,610,758	34,533,263	69,022,478
58. Aggregate Other Alien.....OT.....XXX.....	XXX	937,500	801,024	0	0	0	0
59. Totals.....(a).....55.....	(a) 55	605,349,902	594,004,117	384,116,083	284,133,825	761,178,270	810,507,108

DETAILS OF WRITE-INS

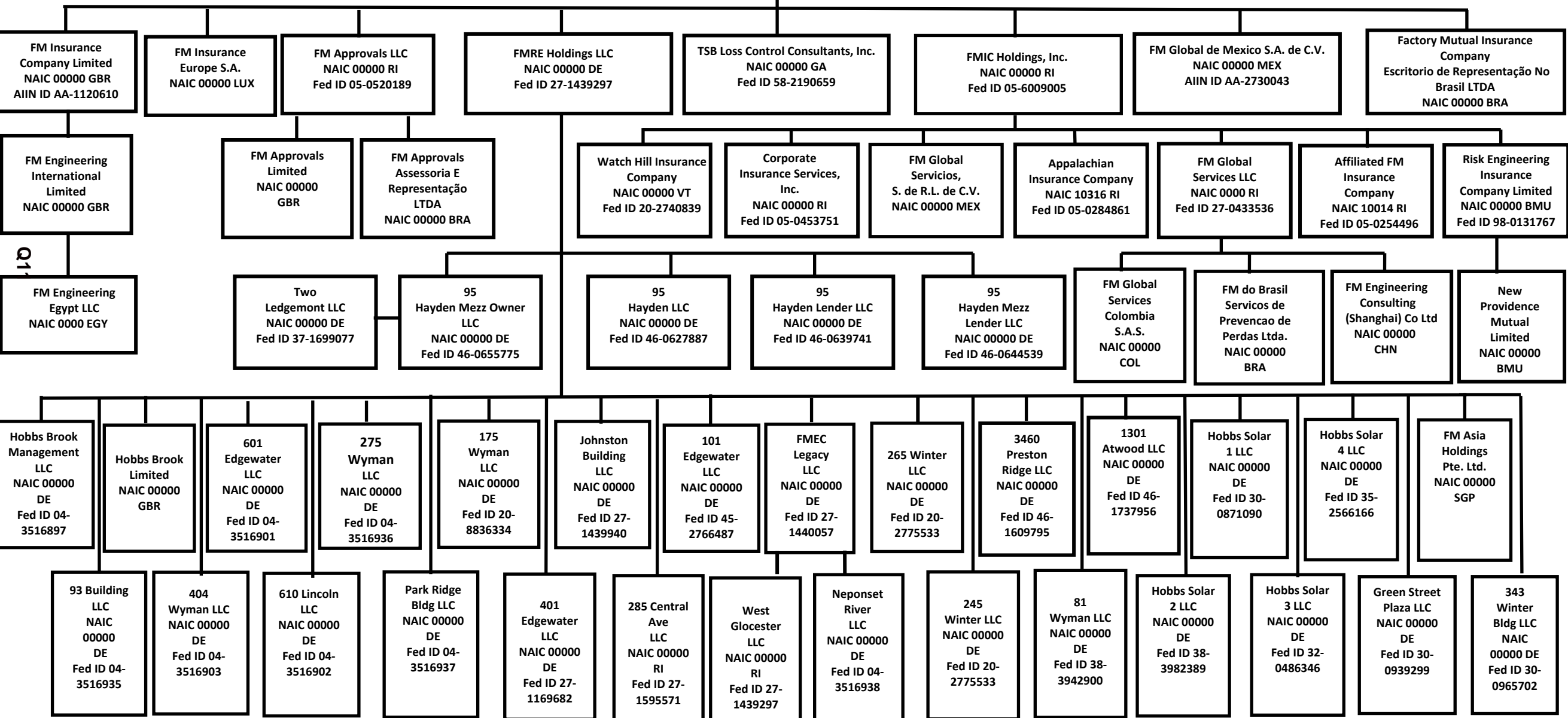
58001. AUS AUSTRALIA.....XXX.....	XXX	2,446	1,494				
58002. AUT AUSTRIA.....XXX.....	XXX	3,532	8,590				
58003. BGD BANGLADESH.....XXX.....	XXX	1,848	1,603				
58998. Summary of remaining write-ins for Line 58 from overflow page.....XXX.....	XXX	929,674	789,336	0	0	0	0
58999. Totals (Lines 58001 thru 58003+ Line 58998) (Line 58 above).....XXX.....	XXX	937,500	801,024	0	0	0	0

(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 (other than their state of domicile see DSLI); (D) - DSLI - Domestic Surplus Lines Insurer
(DSLI) - Reporting entities authorized to write Surplus Lines in the state of domicile; (N) - None of the above - Not allowed to write business in the state.
(a) Insert the number of D and L responses except for Canada and Other Alien.

Organizational Chart
September 30, 2017

Policyholders

Factory Mutual Insurance Company
NAIC 21482 Fed ID 05-0316605 RI
100% OWNERSHIP of all Subs



Q1

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	16
Group Code	Group Name	NAIC Company Code	ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Names 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)	Is an SCA Filing Required? (Y/N)	*
Members															
0065	Factory Mutual Insurance Company & its Affiliates	21482..	05-0316605..				Factory Mutual Insurance Company.....	RI.....	UIP.....					..N.....	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.....	..N.....	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.....	..N.....	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.....	..Y.....	
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.....	..N.....	
0000	Factory Mutual Insurance Company & its Affiliates	00000..					FM Insurance Europe S.A.....	LUX.....	IA.....	Factory Mutual Insurance Company.....	Ownership.....	...100.000	Factory Mutual Insurance Company.....	..Y.....	
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.....	..Y.....	
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.....	..N.....	
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.....	..N.....	
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.....	..N.....	
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.....	..Y.....	
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.....	..N.....	
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.....	..N.....	
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.....	..N.....	
0000	Factory Mutual Insurance Company & its Affiliates	00000..					FM Approvals Limited.....	GBR.....	NIA.....	FM Approvals LLC.....	Ownership.....	...100.000	Factory Mutual Insurance Company.....	..N.....	
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.....	..N.....	
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.....	..N.....	
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.....	..Y.....	
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.....	..Y.....	

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	16
Group Code	Group Name	NAIC Company Code	ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Names 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)	Is an SCA Filing Required? (Y/N)	*
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.....	N.....	
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.....	N.....	
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.....	N.....	
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.....	N.....	
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.....	N.....	
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.....	N.....	
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.....	N.....	
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.....	N.....	
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.....	N.....	
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.....	N.....	
0000	Factory Mutual Insurance Company & its Affiliates	00000					245 Winter LLC.....	DE.....	NIA.....	265 Winter LLC.....	Ownership.....	100.000	Factory Mutual Insurance Company.....	N.....	
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.....	N.....	
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.....	N.....	
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.....	N.....	
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.....	N.....	
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.....	N.....	
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.....	N.....	
0000	Factory Mutual Insurance Company & its Affiliates	00000					Hobbs Brook Limited.....	GBR.....	NIA.....	FMRE Holdings LLC.....	Ownership.....	100.000	Factory Mutual Insurance Company.....	N.....	

Q12.1

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	16
Group Code	Group Name	NAIC Company Code	ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Names 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)	Is an SCA Filing Required? (Y/N)	*
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.....	N.....	
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.....	N.....	
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.....	N.....	
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.....	N.....	
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.....	N.....	
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.....	N.....	
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.....	N.....	
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.....	N.....	
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.....	N.....	
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.....	N.....	
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.....	N.....	
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.....	N.....	
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.....	N.....	
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.....	N.....	
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.....	N.....	
0000	Factory Mutual Insurance Company & its Affiliates	00000...					FM Asia Holdings Pte. Ltd.....	SGP.....	NIA.....	FMRE Holdings LLC.....	Ownership.....	100.000	Factory Mutual Insurance Company.....	N.....	
0000	Factory Mutual Insurance Company & its Affiliates	00000...	30-0939299..				Green Street Plaza LLC.....	DE.....	NIA.....	FMRE Holdings LLC.....	Ownership.....	100.000	Factory Mutual Insurance Company.....	N.....	
0000	Factory Mutual Insurance Company & its Affiliates	00000...	35-2566166..				Hobbs Solar 4 LLC.....	DE.....	NIA.....	FMRE Holdings LLC.....	Ownership.....	100.000	Factory Mutual Insurance Company.....	N.....	
0000	Factory Mutual Insurance Company & its Affiliates	00000...					FM Engineering Egypt LLC.....	EGY.....	NIA.....	FM Engineering International Limited.....	Ownership.....	100.000	Factory Mutual Insurance Company.....	N.....	

Q12.2

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	16
Group Code	Group Name	NAIC Company Code	ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Names 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)	Is an SCA Filing Required? (Y/N)	*
0000	Factory Mutual Insurance Company & its Affiliates	00000...	30-0965702..	.....	.....	.....	343 Winter Bldg LLC.....	DE.....	NIA.....	FMRE Holdings LLC.....	Ownership.....	....100.000	Factory Mutual Insurance Company.....	....N.....	.....

Aster	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.....	207,770,659	65,798,052	31.669	107.320
2. Allied lines.....	146,340,359	188,800,272	129.014	115.608
3. Farmowners multiple peril.....			0.000	
4. Homeowners multiple peril.....	1,538,101	597,010	38.815	62.779
5. Commercial multiple peril.....	59,254,013	14,089,299	23.778	188.520
6. Mortgage guaranty.....			0.000	
8. Ocean marine.....	15,176,047	9,590,912	63.198	9.663
9. Inland marine.....	139,287,578	86,168,353	61.864	42.891
10. Financial guaranty.....			0.000	
11.1. Medical professional liability - occurrence.....			0.000	
11.2. Medical professional liability - claims-made.....			0.000	
12. Earthquake.....			0.000	
13. Group accident and health.....			0.000	
14. Credit accident and health.....			0.000	
15. Other accident and health.....			0.000	
16. Workers' compensation.....	57		0.000	
17.1 Other liability-occurrence.....			0.000	
17.2 Other liability-claims made.....			0.000	
17.3 Excess workers' compensation.....			0.000	
18.1 Products liability-occurrence.....			0.000	
18.2 Products liability-claims made.....			0.000	
19.1, 19.2 Private passenger auto liability.....			0.000	
19.3, 19.4 Commercial auto liability.....			0.000	
21. Auto physical damage.....			0.000	
22. Aircraft (all perils).....			0.000	
23. Fidelity.....		(10,405)	0.000	
24. Surety.....			0.000	
26. Burglary and theft.....			0.000	
27. Boiler and machinery.....	43,070,624	36,093,677	83.801	28.578
28. Credit.....			0.000	
29. International.....			0.000	
30. Warranty.....			0.000	
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	0.000	
35. Totals.....	612,437,438	401,127,170	65.497	91.161

DETAILS OF WRITE-INS

3401.....			0.000	
3402.....			0.000	
3403.....			0.000	
3498. Sum. of remaining write-ins for Line 34 from overflow page.....	0	0	0.000	XXX
3499. Totals (Lines 3401 thru 3403 plus 3498) (Line 34).....	0	0	0.000	

PART 2 - DIRECT PREMIUMS WRITTEN

Lines of Business	1	2	3
	Current Quarter	Current Year to Date	Prior Year Year to Date
1. Fire.....	75,297,867	202,999,724	195,445,548
2. Allied lines.....	55,026,635	148,804,388	108,459,243
3. Farmowners multiple peril.....			
4. Homeowners multiple peril.....	620,991	1,601,502	1,576,025
5. Commercial multiple peril.....	19,541,147	60,551,795	64,626,561
6. Mortgage guaranty.....			
8. Ocean marine.....	4,678,146	13,854,612	15,315,465
9. Inland marine.....	49,799,491	135,143,956	166,474,059
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.....	(74)	(43)	65
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.....	15,853,787	42,393,968	42,107,151
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.....	220,817,990	605,349,902	594,004,117

DETAILS OF WRITE-INS

3401.....			
3402.....			
3403.....			
3498. Sum. of remaining write-ins for Line 34 from overflow page.....	0	0	0
3499. Totals (Lines 3401 thru 3403 plus 3498) (Line 34).....	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)	2017 Loss and LAE Payments on Claims Reported as of Prior Year-End	2017 Loss and LAE Payments on Claims Unreported as of Prior Year-End	Total 2017 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. 2014 + Prior.....	31,972	142,242	174,214	13,133	31	13,164	8,078	170	138,642	146,891	(10,761)	(3,399)	(14,160)
2. 2015.....	27,283	13,036	40,319	29,306	167	29,473	5,368	56	5,422	10,846	7,391	(7,391)	(0)
3. Subtotals 2015 + Prior.....	59,255	155,278	214,533	42,439	198	42,637	13,446	226	144,064	157,737	(3,370)	(10,790)	(14,160)
4. 2016.....	362,220	67,168	429,388	205,812	6,524	212,336	168,535	4,076	44,441	217,052	12,127	(12,127)	(0)
5. Subtotals 2016 + Prior.....	421,475	222,446	643,921	248,250	6,722	254,972	181,981	4,302	188,505	374,789	8,757	(22,917)	(14,160)
6. 2017.....	XXX	XXX	XXX	XXX	23,592	23,592	XXX	253,964	30,369	284,333	XXX	XXX	XXX
7. Totals.....	421,475	222,446	643,921	248,250	30,314	278,564	181,981	258,266	218,875	659,122	8,757	(22,917)	(14,160)
8. Prior Year-End's Surplus As Regards Policyholders	1,618,652												
											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. ....2.078 %	2. ....(10.302)%	3. ....(2.199)%
													Col. 13, Line 7 Line 8
													4. ....(0.875)%

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:



AFFILIATED FM INSURANCE COMPANY Overflow Page for Write-Ins

Additional Write-ins for Assets:

	Current Statement Date			4 December 31, Prior Year Net Admitted Assets
	1 Assets	2 Nonadmitted Assets	3 Net Admitted Assets (Cols. 1 - 2)	
2504. A/R Suspense.....	3,263		3,263	
2597. Summary of remaining write-ins for Line 25.....	3,263	0	3,263	0

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.	96,782	5,315				
58005. KHM CAMBODIA.....	XXX.	7,461					
58006. CHL CHILE.....	XXX.	400	200				
58007. TWN CHINA - TAIWAN.....	XXX.	440,356	409,436				
58008. COL COLOMBIA.....	XXX.	8,633	400				
58009. CZE CZECHOSLOVAKIA.....	XXX.	800	800				
58010. DNK DENMARK.....	XXX.	400					
58011. SLV EL SALVADOR.....	XXX.	300					
58012. EST ESTONIA.....	XXX.		1,200				
58013. FIN FINLAND.....	XXX.	1,826					
58014. FRA FRANCE.....	XXX.	17,174	1,450				
58015. GAB GABON.....	XXX.	3,250					
58016. DEU GERMANY.....	XXX.	14,191	10,788				
58017. GTM GUATEMALA.....	XXX.	52					
58018. HKG HONG KONG.....	XXX.	14,725	19,027				
58019. IND INDIA.....	XXX.	3,700	8,009				
58020. ITA ITALY.....	XXX.	4,475	1,851				
58021. JPN JAPAN.....	XXX.	6,676	3,459				
58022. MYS MALAYSIA.....	XXX.	(21,404)	7,125				
58023. MEX MEXICO.....	XXX.	136,750	77,675				
58024. NLD NETHERLANDS.....	XXX.	6,659	5,800				
58025. NZL NEW ZEALAND.....	XXX.	400					
58026. NIC NICARAGUA.....	XXX.	4,517					
58027. PAK PAKISTAN.....	XXX.	310					
58028. PHL PHILIPPINES.....	XXX.	(19,193)	16,046				
58029. POL POLAND.....	XXX.	400	400				
58030. RUS RUSSIA.....	XXX.	800	400				
58031. SRB SERBIA.....	XXX.	800	400				
58032. SGP SINGAPORE.....	XXX.	(6,477)	5,659				
58033. ZAF SOUTH AFRICA.....	XXX.	2,000	1,600				
58034. KOR SOUTH KOREA.....	XXX.	843	4,762				
58035. ESP SPAIN.....	XXX.	5,005	400				
58036. SRI SRI LANKA.....	XXX.	1,426	1,997				
58037. SVK SLOVAK REPUBLIC.....	XXX.		3,718				
58038. CHE SWITZERLAND.....	XXX.		(1,836)				
58039. THA THAILAND.....	XXX.	3,603	1,044				
58040. TUR TURKEY.....	XXX.	1,000					
58041. GBR UNITED KINGDOM.....	XXX.	62,729	67,486				
58042. VIE VIETNAM.....	XXX.	128,305	134,725				
58997. Summary of remaining write-ins for Line 58 from overflow.....	XXX.	929,674	789,336	0	0	0	0

**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

NONE

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

NONE

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

NONE

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.....	2,454,030,210	2,214,945,730
2. Cost of bonds and stocks acquired.....	685,430,323	726,964,065
3. Accrual of discount.....	662,628	915,817
4. Unrealized valuation increase (decrease).....	95,221,325	91,897,849
5. Total gain (loss) on disposals.....	53,945,017	9,424,312
6. Deduct consideration for bonds and stocks disposed of.....	692,785,451	574,613,637
7. Deduct amortization of premium.....	4,444,228	6,749,920
8. Total foreign exchange change in book/adjusted carrying value.....		
9. Deduct current year's other-than-temporary impairment recognized.....		8,754,006
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9).....	2,592,059,824	2,454,030,210
11. Deduct total nonadmitted amounts.....		
12. Statement value at end of current period (Line 10 minus Line 11).....	2,592,059,824	2,454,030,210

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).....	1,251,125,248	190,005,611	225,717,018	1,673,383	1,254,081,151	1,251,125,248	1,217,087,224	1,243,202,528
2. NAIC 2 (a).....	168,465,243	18,981,561	31,367,698	(4,197,342)	162,752,227	168,465,243	151,881,764	150,457,664
3. NAIC 3 (a).....	2,063,211			1,050,857	2,073,213	2,063,211	3,114,068	749,691
4. NAIC 4 (a).....							0	
5. NAIC 5 (a).....							0	
6. NAIC 6 (a).....							0	
7. Total Bonds.....	1,421,653,702	208,987,172	257,084,716	(1,473,102)	1,418,906,591	1,421,653,702	1,372,083,056	1,394,409,883
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.....	1,421,653,702	208,987,172	257,084,716	(1,473,102)	1,418,906,591	1,421,653,702	1,372,083,056	1,394,409,883

QS102

(a) Book/Adjusted Carrying Value column for the end of the current reporting period includes the following amount of short-term and cash equivalent bonds by NAIC designation:
NAIC 1 \$.....4,149,115; NAIC 2 \$.....0; NAIC 3 \$.....0; NAIC 4 \$.....0; NAIC 5 \$.....0; NAIC 6 \$.....0.

AFFILIATED FM INSURANCE COMPANY
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.....	134,435,394	XXX.....	134,426,674	751,476	

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.....	134,671,144	39,309,005
2. Cost of short-term investments acquired.....	90,948,736	100,243,889
3. Accrual of discount.....		345,569
4. Unrealized valuation increase (decrease).....	(5,961)	14,681
5. Total gain (loss) on disposals.....	22,165	
6. Deduct consideration received on disposals.....	91,200,690	5,242,000
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).....	134,435,394	134,671,144
11. Deduct total nonadmitted amounts.....		
12. Statement value at end of current period (Line 10 minus Line 11).....	134,435,394	134,671,144

**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**

AFFILIATED FM INSURANCE COMPANY
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.....	949,539	3,947,578
2. Cost of cash equivalents acquired.....	80,223,574	66,529,068
3. Accrual of discount.....	69,024	11,961
4. Unrealized valuation increase (decrease).....		
5. Total gain (loss) on disposals.....	(39,814)	(10,715)
6. Deduct consideration received on disposals.....	77,053,208	69,528,353
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).....	4,149,114	949,539
11. Deduct total nonadmitted amounts.....		
12. Statement value at end of current period (Line 10 minus Line 11).....	4,149,114	949,539

**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

Showing all Long-Term Bonds and Stocks ACQUIRED During 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												
013051	DG 9		08/15/2017	DESJARDIN		2,554,400	2,500,000	11,178	1FE			
110709	GF 3		08/29/2017	RBC DEXIA		4,376,545	4,100,000	27,060	1FE			
135087	G3 2		09/06/2017	BMO CAPITAL		4,776,950	5,000,000	411	1FE			
13509P	CA 9		08/18/2017	RBC DEXIA		5,281,800	5,000,000	82,705	1FE			
13509P	DB 6		08/15/2017	BANC OF AMERICA		5,181,850	5,000,000	56,630	1FE			
13509P	DL 4		08/04/2017	SCOTIA		5,118,350	5,000,000	18,411	1FE			
13509P	DV 2		08/24/2017	RBC DEXIA		6,316,126	6,200,000	65,066	1FE			
13509P	DY 6		08/18/2017	NATIONAL BANK		5,326,700	5,000,000	69,473	1FE			
13509P	EF 6		08/24/2017	HSBC		3,258,162	3,100,000	17,487	1FE			
13509P	EG 4		08/22/2017	NATIONAL BANK		5,050,350	5,000,000	18,966	1FE			
13509P	EP 4		08/22/2017	SCOTIA		5,058,000	5,000,000	19,452	1FE			
13509P	FV 0		08/18/2017	BANKAMERICA		4,939,050	5,000,000	14,178	1FE			
563469	TR 6		08/24/2017	VARIOUS		3,884,252	3,600,000	30,431	1FE			
563469	UM 5		08/22/2017	T D SECURITES		2,478,350	2,500,000	7,562	1FE			
68323A	AD 6		08/30/2017	DESJARDIN		6,696,434	6,200,000	61,151	1FE			
68323A	AW 4		08/28/2017	SCOTIA		5,472,376	5,200,000	40,389	1FE			
68323A	BN 3		08/29/2017	DESJARDIN		4,262,565	4,100,000	28,812	1FE			
68323A	DL 5		08/15/2017	BANKAMERICA		4,964,950	5,000,000	5,877	1FE			
68323A	EA 8		08/30/2017	NATIONAL BANK		5,074,992	5,200,000	33,850	1FE			
748148	NX 7		08/03/2017	SCOTIA		4,111,980	3,000,000	18,493	1FE			
74814Z	EG 4		08/04/2017	SCOTIA		4,354,960	4,000,000	34,521	1FE			
74814Z	EH 2		08/03/2017	DESJARDIN		3,292,950	3,000,000	24,103	1FE			
74814Z	EL 3		08/28/2017	DESJARDIN		2,248,869	2,100,000	18,325	1FE			
1099999	Total - Bonds - All Other Government								704,531	XXX		
Bonds - U.S. States, Territories and Possessions												
448814	DZ 3		08/15/2017	NATIONAL BANK		4,058,250	3,000,000	26,897	1FE			
1799999	Total - Bonds - U.S. States, Territories & Possessions								4,058,250	26,897	XXX	
Bonds - U.S. Special Revenue and Special Assessment												
187145	GT 8		08/18/2017	BAIRD, ROBERT W.		1,231,090	1,000,000		1FE			
3132WN	JR 4		06/26/2017	RBC CAPITAL		16,900,593	15,999,378	21,333	1FE			
45204E	XW 3		08/30/2017	BANK AMERICA MERRILL		3,655,110	3,000,000		1FE			
575896	RY 3		07/13/2017	BARCLAYS		2,026,599	1,725,000		1FE			
596566	YX 1		08/24/2017	CITIGROUP		1,244,970	1,000,000		1FE			
650035	G5 1		07/10/2017	JEFFERIES & CO.		1,161,250	1,000,000	16,389	1FE			
898526	EV 6		09/22/2017	CITIGROUP		1,194,790	1,000,000	15,833	1FE			
3199999	Total - Bonds - U.S. Special Revenue and Special Assessments								27,414,402	24,724,378	53,555	XXX
Bonds - Industrial and Miscellaneous												
00108W	AA 8		09/19/2017	JP MORGAN		549,043	550,000		2FE			
026874	DD 6		08/25/2017	WELLS FARGO		518,960	500,000	2,604	2FE			
03524B	AG 1		09/06/2017	RBC DEXIA		1,179,768	1,200,000	9,707	1FE			
037833	CY 4		09/05/2017	HSBC		2,103,801	2,100,000	2,892	1FE			
06406H	CX 5		09/18/2017	WELLS FARGO		1,029,740	1,000,000	813	1FE			
100743	AK 9		07/31/2017	GOLDMAN		999,060	1,000,000		1FE			
124857	AS 2		06/26/2017	WELLS FARGO		497,130	500,000		2FE			
12592G	BD 4		06/28/2017	DEUTSCHE BANK		3,165,820	3,000,000	633	1FE			
15189T	AR 8		08/07/2017	GOLDMAN SACHS		574,833	575,000		2FE			

QE04

SCHEDULE D - PART 3

Showing all Long-Term Bonds and Stocks ACQUIRED During 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)
161175 BE 3	CHARTER COMM OPT LLC/CAP		06/27/2017	DEUTSCHE BANK		594,996	600,000		2FE
172967 JB 8	CITIGROUP INC		09/06/2017	T D SECURITES		2,478,312	2,400,000	24,965	2FE
254683 CB 9	DISCOVER CARD EXECUTION NOTES		08/07/2017	BARCLAYS		4,998,897	5,000,000		1FE
25470D AQ 2	DISCOVERY COMMUNICATIONS		09/07/2017	GOLDMAN SACHS		499,370	500,000		2FE
278062 AG 9	EATON CORP PLC		09/06/2017	JP MORGAN		500,000	500,000		2FE
30231G AT 9	EXXON MOBIL CORP		06/26/2017	BARCLAYS		510,340	500,000	4,987	1FE
31428X BM 7	FEDEX CORP		09/12/2017	JEFFERIES & CO		355,828	350,000	7,957	2FE
36164Q 6M 5	GEN ELEC CAPITAL CORP		06/26/2017	BARCLAYS		1,046,160	1,000,000	4,123	1FE
369550 AY 4	GENERAL DYNAMICS CORP		09/11/2017	JP MORGAN		1,736,000	1,750,000		1FE
49327M 2T 0	KEYBANK NATIONAL ASSOC		09/07/2017	KEYBANC		499,885	500,000		1FE
50117N AD 6	KUBOTA CREDIT OWNER TRUST		07/23/2017	JP MORGAN		5,498,238	5,500,000		1FE
57629W CF 5	MASSMUTUAL GLOBAL FUNDING		09/19/2017	JP MORGAN		349,573	350,000		1FE
59156R BM 9	METLIFE INC		08/25/2017	WELLS FARGO		506,215	500,000	7,458	1FE
59217G CK 3	MET LIFE GLOB FUNDING I		09/12/2017	JP MORGAN		499,015	500,000		1FE
713448 CT 3	PEPSICO INC		09/12/2017	BARCLAYS		504,605	500,000	5,118	1FE
828807 DB 0	SIMON PROPERTY GROUP LP		08/28/2017	WELLS FARGO		758,565	750,000	4,922	1FE
871829 BF 3	SYSCO CORP		09/06/2017	USBCORP		507,425	500,000	3,431	2FE
89236T DP 7	TOYOTA MOTOR CREDIT		06/23/2017	MK TAXES SYS				(6,103)	1FE
96949L AB 1	WILLIAMS PARTNERS LP		08/28/2017	BARCLAYS		257,797	250,000	4,611	2FE
064151 WY 5	BANK NOVA SCOTIA HALIFAX		06/27/2017	SCOTIA		2,185,869	2,186,000		1FE
29250N AQ 8	ENBRIDGE INC		06/27/2017	CIT GROUP		1,248,950	1,250,000		2FE
29251Z BC 0	ENBRIDGE INC		06/06/2017	T D SECURITES				(2,070)	2FE
31430W AB 0	FED CAISSES DESJARDINS		08/22/2017	DESJARDIN		2,500,000	2,500,000		1FE
37045Y AC 8	GM FINANCIAL CAD		09/05/2017	T D SECURITES		1,957,580	2,000,000	14,816	2FE
40427H TB 9	HSBC BANK CDA		08/24/2017	VARIOUS		2,057,328	2,070,000	4,352	1FE
539481 AJ 0	LOBLAW COS LTD	A	09/05/2017	T D SECURITES		2,105,029	1,900,000	45,285	2FE
775109 AR 2	ROGERS COMMUNICATIONS INC		08/25/2017	NATIONAL BANK		2,261,448	2,100,000	41,643	2FE
775109 BA 8	ROGERS COMMUNICATIONS		08/30/2017	NATIONAL BANK		1,506,022	1,400,000	27,003	2FE
780086 NK 6	ROYAL BANK CANADA		08/25/2017	VARIOUS		2,084,670	2,100,000	11,478	1FE
87971M AR 4	TELUS CORP		08/25/2017	VARIOUS		2,568,842	2,500,000	34,513	2FE
891145 T7 9	TORONTO DOMINION BK ONT		08/24/2017	SCOTIA		2,191,161	2,100,000	6,682	1FE
891160 LV 3	TD BANK		08/24/2017	T D SECURITIES		972,730	1,000,000	2,197	1FE
3899999	Total - Bonds - Industrial and Miscellaneous					56,359,005	55,481,000	264,017	XXX
8399997	Total - Bonds - Part 3					191,912,618	183,005,378	1,049,000	XXX
8399999	Total - Bonds					191,912,618	183,005,378	1,049,000	XXX
Common Stocks - Industrial and Miscellaneous									
053332 10 2	AUTOZONE INC		04/03/2017	BONY		.60	XXX		L
09062X 10 3	BIOGEN IDEC INC		08/21/2017	VARIOUS	40,000,000	11,345,349	XXX		L
09253U 10 8	BLACKSTONE GROUP LP		08/22/2017	COWEN	61,400,000	1,947,688	XXX		L
167250 10 9	CHICAGO BRIDGE & IRON CO		08/22/2017	ALEX BROWN	121,700,000	1,225,940	XXX		L
26078J 10 0	DOWDUPONT INC		09/01/2017	EXCHANGE	230,760,000	10,059,585	XXX		L
29414D 10 0	ENVISION HEALTHCARE		08/18/2017	COWEN	58,000,000	2,916,429	XXX		L
369604 10 3	GENERAL ELEC CO		08/21/2017	COWEN	100,000,000	2,461,180	XXX		L
437076 10 2	HOME DEPOT INC		08/23/2017	COWEN	20,000,000	2,963,392	XXX		L
67066G 10 4	NVIDIA CORP		08/11/2017	VARIOUS	70,000,000	11,306,882	XXX		L
723787 10 7	PIONEER NATURAL RES		08/29/2017	VARIOUS	57,000,000	8,341,675	XXX		L

QE04.1

SCHEDULE D - PART 3

Showing all Long-Term Bonds and Stocks ACQUIRED During 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)
90384S 30 3	ULTA SALON COSMETCS & FRAGRANCES.....		08/28/2017.....	COWEN.....	15,000.000	3,134,466	XXX		L.....
949746 10 1	WELLS FARGO & CO.....		07/12/2017.....	BONY.....	30,000.000	1,653,060	XXX		L.....
958102 10 5	WESTERN DIGITAL CORP.....		09/13/2017.....	COWEN.....	30,000.000	2,548,983	XXX		L.....
G0177J 10 8	ALLERGAN PLC.....		09/19/2017.....	COWEN.....	25,000.000	5,456,735	XXX		L.....
8676EP 10 8	SUNOPTA INC.....		08/30/2017.....	COWEN.....	196,500.000	1,678,791	XXX		L.....
9099999	Total - Common Stocks - Industrial and Miscellaneous.....					67,040,215	XXX	0	XXX.....
9799997	Total - Common Stocks - Part 3.....					67,040,215	XXX	0	XXX.....
9799999	Total - Common Stocks.....					67,040,215	XXX	0	XXX.....
9899999	Total - Preferred and Common Stocks.....					67,040,215	XXX	0	XXX.....
9999999	Total - Bonds, Preferred and Common Stocks.....					258,952,833	XXX	1,049,000	XXX.....

(a) For all common stock bearing NAIC market indicator "U" provide the number of such issues:.....0.

QE04.2

SCHEDULE D - PART 4

Showing all Long-Term Bonds and Stocks SOLD, REDEEMED or Otherwise DISPOSED OF During 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		09/01/2017	MORTGAGE PAYDOWN.....		429	429	427	429				0		429			0	21	09/15/2029	1.....	
912828	D5 6		06/28/2017	BANK AMERICA MERRILL.....		15,310,547	15,000,000	15,494,990	15,401,672		(24,400)		(24,400)		15,377,272		(66,725)	(66,725)	309,997	08/15/2024	1FE.....	
912828	LY 4		08/28/2017	CITIGROUP.....		2,087,969	2,000,000	1,943,906	1,981,385		4,099		4,099		1,985,484		102,484	102,484	53,193	11/15/2019	1FE.....	
912828	SF 8		06/26/2017	MORGAN STANLEY.....		13,165,039	13,000,000	12,848,086	12,882,109		10,488		10,488		12,892,597		272,442	272,442	224,807	02/15/2022	1FE.....	
912828	UN 8		09/05/2017	JP MORGAN.....		4,057,500	4,000,000	3,817,031	3,871,464		13,396		13,396		3,884,860		172,640	172,640	85,000	02/15/2023	1FE.....	
912828	VB 3		09/12/2017	VARIOUS.....		28,678,555	29,000,000	28,020,117	28,349,802		51,444		51,444		28,401,246		277,309	277,309	338,111	05/15/2023	1FE.....	
0599999	Total - Bonds - U.S. Government.....						63,300,039	63,000,429	62,124,557	62,486,861		55,027		55,027		62,541,888		758,150	758,150	1,011,129	XXX	XXX
Bonds - All Other Government																						
11070T	AG 3		08/15/2017	T D SECURITIES.....		3,250,860	3,444,000	3,261,089			942		942		3,262,030		(11,170)	(11,170)	64,332	06/18/2048	1FE.....	
11070Z	CC 6		08/22/2017	T D SECURITIES.....		1,690,276	1,340,000	1,571,683	1,504,583		(7,344)		(7,344)		1,497,239		193,037	193,037	76,959	08/17/2028	1FE.....	
135087	B4 5		06/27/2017	SCOTIA.....		118,050	110,000	118,658			(246)		(246)		118,412		(362)	(362)	1,593	06/01/2024	1FE.....	
135087	D3 5		08/15/2017	BMO CAPITAL.....		6,144,476	5,633,000	6,288,793	3,422,342		(6,979)		(6,979)		6,274,426		(129,950)	(129,950)	97,041	12/01/2048	1FE.....	
135087	E6 7		08/03/2017	VARIOUS.....		7,755,255	7,933,000	7,904,436			1,172		1,172		7,905,608		(150,353)	(150,353)	79,675	06/01/2026	1FE.....	
135087	G4 0		09/06/2017	VARIOUS.....		4,448,050	4,500,000	4,478,322			5,960		5,960		4,484,281		(36,231)	(36,231)	13,096	02/01/2019	1FE.....	
135087	WL 4		08/03/2017	T D SECURITIES.....		432,355	311,000	443,642	430,871		(5,128)		(5,128)		425,743		6,612	6,612	12,322	06/01/2029	1FE.....	
135087	XG 4		08/03/2017	T D SECURITIES.....		401,975	272,000	432,072	419,286		(4,651)		(4,651)		414,635		(12,660)	(12,660)	10,777	06/01/2033	1FE.....	
135087	YQ 1		08/09/2017	SCOTIA.....		1,336,671	1,027,000	1,401,791			(1,978)		(1,978)		1,399,813		(63,142)	(63,142)	13,626	06/01/2041	1FE.....	
614852	PH 8		08/28/2017	BMO CAPITAL.....		3,785,395	3,697,000	3,720,143	3,717,781		(1,641)		(1,641)		3,716,140		69,255	69,255	110,606	09/01/2025	1FE.....	
68323A	CX 0		08/22/2017	SCOTIA.....		5,543,429	5,488,000	5,591,770	5,577,698		(6,161)		(6,161)		5,571,537		(28,108)	(28,108)	104,182	06/02/2025	1FE.....	
68323A	CY 8		08/03/2017	RBC DEXIA.....		8,422,609	8,847,000	8,174,628	8,190,917		8,146		8,146		8,199,063		223,546	223,546	176,080	12/02/2046	1FE.....	
68323A	DZ 4		08/03/2017	SCOTIA.....		7,946,886	8,513,000	7,985,620			3,391		3,391		7,989,011		(42,125)	(42,125)	163,590	06/02/2048	1FE.....	
74814Z	ER 0		08/03/2017	VARIOUS.....		16,814,431	15,730,000	16,280,218	15,029,028		(7,144)		(7,144)		16,261,664		552,767	552,767	379,352	12/01/2045	1FE.....	
74814Z	EV 1		08/03/2017	DESJARDIN.....		126,037	123,000	126,562	126,145		(197)		(197)		125,948		89	89	3,183	09/01/2025	1FE.....	
1099999	Total - Bonds - All Other Government.....						68,216,755	66,968,000	67,779,427	38,418,651		(21,858)		(21,858)		67,645,550		571,205	571,205	1,306,414	XXX	XXX
Bonds - U.S. Political Subdivisions of States																						
166393	3N 6		07/12/2017	PERSHING DLJ.....		331,169	325,000	371,264	338,301		(7,080)		(7,080)		331,221		(52)	(52)	16,792	01/01/2018	1FE.....	
2499999	Total - Bonds - U.S. Political Subdivisions of States.....						331,169	325,000	371,264	338,301		(7,080)		(7,080)		331,221		(52)	(52)	16,792	XXX	XXX
Bonds - U.S. Special Revenue and Special Assessment																						
041826	M8 8		07/14/2017	JP MORGAN.....		2,047,900	2,000,000	2,285,400	2,091,352		(44,207)		(44,207)		2,047,144		756	756	92,222	02/15/2018	1FE.....	
13068L	LC 7		08/25/2017	MESIROW.....		1,007,170	1,000,000	1,153,160	1,032,842		(26,150)		(26,150)		1,006,692		478	478	41,528	11/01/2017	1FE.....	
3128H6	MY 7		09/01/2017	MORTGAGE PAYDOWN.....		21,496	21,496	21,875	21,541		(46)		(46)		21,496		0	0	648	08/01/2018	1FE.....	
3128K7	U5 5		09/01/2017	MORTGAGE PAYDOWN.....		77,023	77,023	73,618	77,045		(22)		(22)		77,023		0	0	2,566	09/01/2035	1FE.....	
3128KG	FP 8		09/01/2017	MORTGAGE PAYDOWN.....		2,351	2,351	2,416	2,379		(28)		(28)		2,351		0	0	119	11/01/2036	1FE.....	
3128LB	AZ 1		09/01/2017	MORTGAGE PAYDOWN.....		3,403	3,403	3,625	3,389		14		14		3,403		0	0	144	05/01/2038	1FE.....	
3128M4	CP 6		09/01/2017	MORTGAGE PAYDOWN.....		32,966	32,966	32,261	32,939		27		27		32,966		0	0	1,191	12/01/2036	1FE.....	
3128MM	CK 7		09/01/2017	MORTGAGE PAYDOWN.....		80,269	80,269	80,488	80,269		0		0		80,269		0	0	2,725	09/01/2020	1FE.....	
3128P7	BH 5		09/01/2017	MORTGAGE PAYDOWN.....		37,518	37,518	38,005	37,582		(64)		(64)		37,518		0	0	1,489	12/01/2025	1FE.....	
3128P7	CB 7		09/01/2017	MORTGAGE PAYDOWN.....		111,331	111,331	114,376	111,655		(324)		(324)		111,331		0	0	4,492	02/01/2026	1FE.....	
3128PE	4N 5		09/01/2017	MORTGAGE PAYDOWN.....		59,064	59,064	60,153	59,199		(136)		(136)		59,064		0	0	2,753	10/01/2021	1FE.....	
31292L	DN 2		09/01/2017	MORTGAGE PAYDOWN.....		289,420	289,420	315,649	288,520		900		900		289,420		0	0	10,640	07/01/2041	1FE.....	
312942	CB 9		09/01/2017	MORTGAGE PAYDOWN.....		84,781	84,781	87,649	84,492		289		289		84,781		0	0	2,467	09/01/2040	1FE.....	

QE05

SCHEDULE D - PART 4

Showing all Long-Term Bonds and Stocks SOLD, REDEEMED or Otherwise DISPOSED OF During Current Quarter

QE05 1

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)
312945	TE 8 FEDERAL NATL MG		09/01/2017	MORTGAGE PAYDOWN		144,971	144,971	153,284	144,550		422		422		144,971			.0	3,971	02/01/2041	1FE
31294K	M4 4 FHLMC PC		09/01/2017	MORTGAGE PAYDOWN		19,924	19,924	20,674	20,030		(105)		(105)		19,924			.0	730	01/01/2018	1FE
31296S	M3 7 FHLMC		09/01/2017	MORTGAGE PAYDOWN		9,842	9,842	10,025	9,836		6		6		9,842			.0	399	01/01/2034	1FE
31297C	HD 5 FHLMC		09/01/2017	MORTGAGE PAYDOWN		4,274	4,274	4,264	4,270		4		4		4,274			.0	143	07/01/2034	1FE
31297S	R6 4 FHLMC PC		09/01/2017	MORTGAGE PAYDOWN		1,770	1,770	1,718	1,774		(4)		(4)		1,770			.0	59	08/01/2030	1FE
31298N	UG 8 FHLMC GOLD PC #		09/01/2017	MORTGAGE PAYDOWN		393	393	405	396		(3)		(3)		393			.0	20	05/01/2031	1FE
31307G	MD 8 FHLMC PC		09/01/2017	MORTGAGE PAYDOWN		27,702	27,702	29,232	27,743		(41)		(41)		27,702			.0	647	03/01/2029	1FE
31307G	TL 3 FHLMC PC		09/01/2017	MORTGAGE PAYDOWN		189,788	189,788	200,270	189,320		468		468		189,788			.0	4,871	03/01/2029	1FE
3132GG	AX 3 FEDERAL NATL MG		09/01/2017	MORTGAGE PAYDOWN		8,140	8,140	8,601	8,112		28		28		8,140			.0	218	08/01/2041	1FE
3132HM	TF 8 FEDERAL NATL MG		09/01/2017	MORTGAGE PAYDOWN		428,984	428,984	460,354	428,945		39		39		428,984			.0	9,412	09/01/2042	1FE
3132J9	D3 9 FHLMC PC		09/01/2017	MORTGAGE PAYDOWN		34,701	34,701	35,916	34,719		(18)		(18)		34,701			.0	810	04/01/2043	1FE
3132M5	G2 2 FHLMC PC		09/01/2017	MORTGAGE PAYDOWN		329,902	329,902	353,820	325,435		4,467		4,467		329,902			.0	10,184	02/01/2044	1FE
3132M6	YN 4 FHLMC PC		09/01/2017	MORTGAGE PAYDOWN		389,259	389,259	412,554	385,432		3,827		3,827		389,259			.0	10,368	05/01/2044	1FE
3132MA	BV 2 FHLMC PC GOLD		09/01/2017	MORTGAGE PAYDOWN		49,342	49,342	52,341	47,643		1,699		1,699		49,342			.0	1,413	10/01/2044	1FE
3132QT	QZ 2 FEDERAL NATL MG		09/01/2017	MORTGAGE PAYDOWN		1,315,673	1,315,673	1,384,026	1,328,458		(12,785)		(12,785)		1,315,673			.0	33,718	10/01/2045	1FE
3132WG	FY 8 FEDERAL NATL MG		09/01/2017	MORTGAGE PAYDOWN		143,437	143,437	142,921	143,417		20		20		143,437			.0	3,136	09/01/2046	1FE
3132WN	JR 4 FHLMC		09/01/2017	MORTGAGE PAYDOWN		48,451	48,451	51,181			(7)		(7)		48,451			.0	240	05/01/2047	1FE
31387C	XK 2 FEDERAL NATL MG		08/01/2017	MORTGAGE PAYDOWN		359	359	364	358						359			.0	17	04/01/2031	1FE
3138E8	K6 8 FEDERAL NATL MG		08/01/2017	MORTGAGE PAYDOWN		137,495	137,495	141,379	137,176		319		319		137,495			.0	3,488	04/01/2042	1FE
3138LR	7M 8 FNMA PASS-THRU LNG 30 Y		08/01/2017	MORTGAGE PAYDOWN		61,622	61,622	66,330	61,243		379		379		61,622			.0	1,932	06/01/2042	1FE
3138MK	4R 4 FEDERAL NATL MG		08/01/2017	MORTGAGE PAYDOWN		76,805	76,805	80,561	76,836		(31)		(31)		76,805			.0	1,413	11/01/2042	1FE
3138XC	F3 1 FNMA PASS-THRU LNG 30 Y		08/01/2017	MORTGAGE PAYDOWN		265,079	265,079	275,475	264,515		563		563		265,079			.0	7,277	09/01/2043	1FE
3138Y5	5D 4 FNMA PASS-THRU AX4443		08/01/2017	MORTGAGE PAYDOWN		101,226	101,226	104,326	100,606		620		620		101,226			.0	2,024	10/01/2029	1FE
31402R	DD 8 FNMA PASS-THRU LNG 30 Y		08/01/2017	MORTGAGE PAYDOWN		39,948	39,948	39,458	39,876		72		72		39,948			.0	1,456	05/01/2035	1FE
31403S	W5 1 FNMA PASS-THRU LNG 30 Y		08/01/2017	MORTGAGE PAYDOWN		8,083	8,083	8,344	8,102		(19)		(19)		8,083			.0	325	11/01/2033	1FE
31404N	GC 4 FEDERAL NATL MG		08/01/2017	MORTGAGE PAYDOWN		30,843	30,843	29,874	30,613		230		230		30,843			.0	821	05/01/2019	1FE
31405S	EF 7 FEDERAL NATL MG		08/01/2017	MORTGAGE PAYDOWN		40,624	40,624	39,037	40,224		400		400		40,624			.0	1,201	08/01/2035	1FE
31406B	MW 7 FNMA PASS-THRU LNG 30 Y		06/26/2017	MORTGAGE PAYDOWN		183,501	183,501	186,482	186,350		(2,849)		(2,849)		183,501			.0	5,887	01/01/2035	1FE
31406V	DP 8 FNMA PASS-THRU LNG 30 Y		08/01/2017	MORTGAGE PAYDOWN		93,090	93,090	96,929	93,264		(175)		(175)		93,090			.0	3,572	05/01/2035	1FE
31406W	2M 5 FNMA PASS-THRU LNG 30 Y		08/01/2017	MORTGAGE PAYDOWN		910	910	934	934		(23)		(23)		910			.0	37	06/01/2035	1FE
31409X	PU 7 FEDERAL NATL MG		08/01/2017	MORTGAGE PAYDOWN		28,907	28,907	28,076	28,769		138		138		28,907			.0	1,060	02/01/2036	1FE
31410D	5Y 2 FEDERAL NATL MG		08/01/2017	MORTGAGE PAYDOWN		244,298	244,298	247,619	245,853		(1,555)		(1,555)		244,298			.0	9,816	08/01/2036	1FE
31410P	A8 6 FEDERAL NATL MG		08/01/2017	MORTGAGE PAYDOWN		704	704	724	705				0		704			.0	33	08/01/2036	1FE
31410U	YW 6 FHLMC		08/01/2017	MORTGAGE PAYDOWN		1,538	1,538	1,554	1,538				0		1,538			.0	61	09/01/2036	1FE
31411C	KH 3 FEDERAL NATL MG		08/01/2017	MORTGAGE PAYDOWN		329	329	341	329				0		329			.0	16	11/01/2036	1FE
31411K	R4 7 FNMA PASS-THRU LNG 30 Y		08/01/2017	MORTGAGE PAYDOWN		64,009	64,009	64,179	64,034		(25)		(25)		64,009			.0	2,267	01/01/2037	1FE
31411N	5C 7 FNMA PASS-THRU LNG 30 Y		08/01/2017	MORTGAGE PAYDOWN		77,108	77,108	77,699	77,348		(240)		(240)		77,108			.0	2,706	02/01/2037	1FE
31411W	AU 1 FNMA PASS-THRU LNG 30 Y		08/01/2017	MORTGAGE PAYDOWN		36,382	36,382	36,669	36,407		(26)		(26)		36,382			.0	1,480	04/01/2037	1FE
31412A	U9 3 FNMA PASS-THRU LNG 30 Y		08/01/2017	VARIOUS		1,017	1,017	1,038	1,021		(4)		(4)		1,017			.0	44	07/01/2037	1FE
31412R	D5 3 FNMA		08/01/2017	MORTGAGE PAYDOWN		241,961	241,961	242,944	242,080		(119)		(119)		241,961			.0	7,490	03/01/2040	1FE
31419A	DS 3 FNMA PASS-THRU LNG 30 Y		08/01/2017	MORTGAGE PAYDOWN		49,733	49,733	54,186	50,518		(785)		(785)		49,733			.0	1,979	09/01/2039	1FE
31419J	SH 2 FNMA PASS-THRU		08/01/2017	MORTGAGE PAYDOWN		238,860	238,860	235,762	238,771		89		89		238,860			.0	5,988	11/01/2040	1FE

SCHEDULE D - PART 4

Showing all Long-Term Bonds and Stocks SOLD, REDEEMED or Otherwise DISPOSED OF During 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)
31419K GD 1	FNMA PASS-THRU LNG 30 Y		08/01/2017	MORTGAGE PAYDOWN		173,217	173,217	169,347	173,810		(593)		(593)		173,217				4,793	11/01/2040	1FE
31419L QD 8	FNMA PASS-THRU LNG 30 Y		08/01/2017	MORTGAGE PAYDOWN		7,574	7,574	7,710	7,566		8		8		7,574				202	12/01/2040	1FE
373295 KP 8	GEORGIA MUN GAS AUTH GAS		08/21/2017	SIGNET BANK		601,812	600,000	659,838	613,954		(12,039)		(12,039)		601,915		(103)	(103)	21,533	10/01/2017	1FE
544495 WZ 3	LOS ANGELES CALIF DEPT WT		08/31/2017	MORGAN STANLEY		1,115,460	1,000,000	1,186,300	1,096,658		(18,257)		(18,257)		1,078,402		37,058	37,058	59,028	07/01/2020	1FE
658256 W2 4	NORTH CAROLINA ST		08/31/2017	JP MORGAN		1,644,716	1,595,000	1,685,899	1,682,652		(41,955)		(41,955)		1,640,698		4,019	4,019	60,920	06/01/2018	1FE
679111 US 1	OKLAHOMA TRANSN AUTH OK F		08/31/2017	LOOP CAPITAL		1,013,470	1,000,000	1,177,080	1,029,949		(20,335)		(20,335)		1,009,614		3,856	3,856	59,028	01/01/2018	1FE
717883 TB 8	PHILADELPHIA PA SCH DIST		07/27/2017	MK TAXES SYS		157,717	140,000	162,694	162,442		(1,179)		(1,179)		161,263		(3,546)	(3,546)	4,958	09/01/2026	1FE
89602N WL 4	TRIBOROUGH BRDG & TUNL AU		09/22/2017	MERRILL		525,885	500,000	595,505	527,943		(10,117)		(10,117)		517,825		8,060	8,060	30,833	01/01/2019	1FE
3199999	Total - Bonds - U.S. Special Revenue and Special Assessments					14,265,527	13,986,397	15,294,918	14,345,728	0	(179,238)	0	(179,238)	0	14,214,950	0	50,578	50,578	547,008	XXX	XXX
Bonds - Industrial and Miscellaneous																					
02580E CC 5	AMERICAN EXPRESS BK FSB M		09/13/2017	MATURITY		3,000,000	3,000,000	2,992,650	2,999,333		667		667		3,000,000				90,000	09/13/2017	1FE
02580M DR 7	AMERICAN EXPRESS CR		09/22/2017	MATURITY		500,000	500,000	499,330	499,835		165		165		500,000				3,875	09/22/2017	1FE
03524B AH 9	ANHEUSER BUSCH INBEV		08/28/2017	CIBC WORLD MKTS		330,045	323,000	323,000	323,000				0		323,000		7,045	7,045	4,109	05/15/2047	1FE
15200D AD 9	CENTERPOINT ENERGY TRANS		07/28/2017	ISSUE CALLED at 100.000		211,398	211,398	203,620	209,256		394		394		209,650		1,748	1,748	10,929	08/01/2019	1FE
254683 AC 9	DISCOVER CARD EXE TR 2007		08/07/2017	BARCLAYS US FUN		3,012,305	3,000,000	2,958,906	2,987,175		2,306		2,306		2,989,481		22,824	22,824	110,646	03/16/2020	1FE
29379V AA 1	ENTERPRISE PRODS OPER LLC		09/15/2017	MATURITY		3,000,000	3,000,000	3,188,670	3,032,158		(32,158)		(32,158)		3,000,000				189,000	09/15/2017	1FE
43814G AD 2	HONDA AUTO RECV 2014-2		09/18/2017	VARIOUS		6,000,000	6,000,000	5,999,444	5,999,681		119		119		5,999,800		200	200	51,389	05/18/2020	1FE
44890R AD 3	HYUNDAI AUTO RECV TR 2014		09/15/2017	MORTGAGE PAYDOWN		958,290	958,290	958,082	957,965		325		325		958,290				8,413	08/15/2019	1FE
459200 GJ 4	INTERNATIONAL BUSINESS MA		09/14/2017	MATURITY		1,000,000	1,000,000	1,037,830	1,003,454		(3,454)		(3,454)		1,000,000				57,000	09/14/2017	1FE
46625Y CV 3	JP MORGAN COM MTG 2004-LN		09/15/2017	MORTGAGE PAYDOWN		24,414	24,414	23,697	23,669		745		745		24,414				843	07/15/2041	1FM
494368 BB 8	KIMBERLY CLARK CORP		08/01/2017	MATURITY		1,500,000	1,500,000	1,495,455	1,499,653		347		347		1,500,000				91,875	08/01/2017	1FE
50116P AD 2	KUBOTA CR OWNER TR 2014-1		07/19/2017	VARIOUS		5,503,266	5,500,000	5,499,773	5,499,879		24		24		5,499,903		3,363	3,363	55,761	07/15/2020	1FE
574599 BH 8	MASCO CORP		06/27/2017	TENDER EX		138,295	120,000	120,000	120,000		0		0		120,000		18,295	18,295	5,593	03/15/2022	2FE
713448 DQ 8	PEPSICO INC		08/29/2017	RBC DEXIA		1,443,885	1,472,000	1,471,043	1,471,043		45		45		1,471,088		(27,203)	(27,203)	10,405	05/06/2024	1FE
76110W MB 9	RESIDENTIAL ASSET SEC 200		08/25/2017	VARIOUS		27,561	27,561	14,460	27,017		544		544		27,561				1,266	09/25/2031	1FM
882384 AA 8	TEXAS EASTN TRANSMISSION		09/15/2017	MATURITY		1,000,000	1,000,000	995,980	999,633		367		367		1,000,000				60,000	09/15/2017	2FE
89231M AD 7	TOYOTA AUTO RECEIVABLES 2		09/15/2017	MORTGAGE PAYDOWN		1,418,717	1,418,717	1,418,537	1,418,475		241		241		1,418,717				11,097	06/17/2019	1FE
00206R DY 5	AT & T INC		08/30/2017	RBC DEXIA		1,252,249	1,261,000	1,252,917	1,252,917		29		29		1,252,946		(698)	(698)	16,421	05/25/2047	2FE
02135Z AS 5	ALTALINK LP		08/03/2017	SCOTIA		802,267	784,000	784,809	784,808		(9)		(9)		784,799		17,469	17,469	20,880	12/03/2046	1FE
02137P AE 6	ALTALINK LP		08/23/2017	RBC DEXIA		1,070,778	1,074,000	1,074,112	1,074,085		(10)		(10)		1,074,074		(3,296)	(3,296)	23,539	03/07/2022	2FE
064151 BL 6	BANK NOVA SCOTIA HALIFAX		08/24/2017	SCOTIA		4,018,720	4,000,000	4,083,840	4,079,463		(14,831)		(14,831)		4,064,632		(45,912)	(45,912)	60,107	06/15/2020	1FE
064151 PQ 0	BANK NOVA SCOTIA		08/28/2017	VARIOUS		1,802,117	1,825,000	1,824,489	1,824,497		65		65		1,824,562		(22,445)	(22,445)	25,855	12/02/2021	1FE
064151 WY 5	BANK NOVA SCOTIA HALIFAX		08/24/2017	CIBC WORLD MKTS		2,142,149	2,186,000	2,185,869	2,185,872		3		3		2,185,872		(43,723)	(43,723)	8,229	06/28/2024	1FE
07813Z BS 2	BELL CANADA		06/27/2017	NATIONSBANK		1,112,426	1,071,000	1,066,705	1,067,407		284		284		1,067,691		44,735	44,735	23,811	10/03/2022	2FE
11282Z AL 2	BROOKFIELD REN ENG		08/28/2017	RBC DEXIA		2,007,420	2,000,000	1,999,000	1,999,008		298		298		1,999,306		8,114	8,114	76,678	01/15/2027	2FE
126462 AB 6	CT REAL ESTATE INV TRUST		08/15/2017	RBC DEXIA		734,552	728,000	728,000	728,000		0		0		728,000		6,552	6,552	17,763	06/09/2025	2FE
131253 AL 0	CALLOWAY REIT		08/17/2017	T D SECURITIES		344,982	330,000	350,846	344,641		(2,526)		(2,526)		342,114		2,868	2,868	14,317	07/27/2020	2FE
131253 AM 8	CALLOWAY REIT		08/18/2017	RBC DEXIA		294,348	283,000	302,626	298,559		(1,428)		(1,428)		297,131		(2,782)	(2,782)	8,265	05/30/2023	2FE
131253 AT 3	CALLOWAY REIT		08/18/2017	RBC DEXIA		678,881	678,000	680,844	680,349		(82)		(82)		680,267		(1,385)	(1,385)	25,233	02/06/2025	2FE
14046Z AA 7	CAPITAL POWER		08/17/2017	RBC DEXIA		155,192	150,000	149,825	149,936		18		18		149,955		5,237	5,237	7,295	02/21/2019	2FE
25675T AD 9	DOLLARAMA INC		08/15/2017	SCOTIA		1,588,492	1,589,000	1,589,000	1,589,000		0		0		1,589,000		(508)	(508)	39,882	07/22/2021	2FE
25675T AG 2	DOLLARAMA INC		08/15/2017	T D SECURITIES		761,438	775,000	775,000	775,000		0		0		775,000		(13,563)	(13,563)	4,678	11/10/2022	2FE

QE052

SCHEDULE D - PART 4

Showing all Long-Term Bonds and Stocks SOLD, REDEEMED or Otherwise DISPOSED OF During 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)
290876 AC 5	EMERA INC.....		08/15/2017	T D SECURITES.....		935,888	928,000	928,000	928,000				0		928,000		7,888	7,888	18,101	06/16/2023	2FE
316701 AA 9	FIFTH AVENUE LP.....		08/28/2017	VARIOUS.....		327,979	315,596	315,596	315,596				0		315,596		12,383	12,383	15,905	08/05/2021	1FE
34959Z AB 8	FORTISBC ENERGY.....		08/25/2017	BMO CAPITAL.....		421,825	441,000	441,000	441,000				0		441,000		(19,175)	(19,175)	13,110	04/13/2045	1FE
37185Z AG 6	GENESIS DIRECT INC.....		08/24/2017	BMO CAPITAL.....		1,058,989	1,064,000	1,064,000	1,064,000				0		1,064,000		(5,011)	(5,011)	15,774	04/15/2020	1FE
37185Z AK 7	GENESIS TR II.....		08/24/2017	BMO CAPITAL.....		800,800	800,000	800,000	800,000				0		800,000		800	800	12,831	09/17/2018	1FE
39138C AF 3	GREAT-WEST LIFECO INC.....		08/28/2017	T D SECURITES.....		494,329	375,000	492,169	489,927		(2,090)		(2,090)		487,837		6,492	6,492	17,840	11/16/2039	1FE
43562Z AE 2	HOLLIS RECEIV TERM TRST.....		08/25/2017	VARIOUS.....		670,454	672,000	672,000	672,000				0		672,000		(1,546)	(1,546)	12,147	02/26/2020	1FE
448055 AN 3	HUSKY ENERGY INC.....		08/25/2017	BMO CAPITAL.....		2,975,760	3,000,000	2,993,520					0		2,993,520		(17,760)	(17,760)	51,189	03/10/2027	2FE
44882C AE 4	HYDRO OTTAWA HLDG.....		08/03/2017	NESBITT/BURNS.....		421,630	425,000	425,000	425,000				0		425,000		(3,370)	(3,370)	15,762	02/02/2045	2FE
449586 AA 4	IGM FINANCIAL INC.....		08/15/2017	BMO CAPITAL.....		438,251	405,000	489,799	442,505		(10,120)		(10,120)		432,385		5,866	5,866	25,649	04/08/2019	1FE
45823Z AA 0	INTACT FINANCIAL CORPORATION.....		08/16/2017	NATIONAL BANK.....		1,070,000	1,000,000	1,108,250	1,091,749		(21,352)		(21,352)		1,070,397		(397)	(397)	52,395	09/03/2019	1FE
45834Z AD 1	INTER PIPELINE LTD.....		08/29/2017	HSBC.....		288,718	279,000	295,213	290,214		(2,019)		(2,019)		288,194		523	523	10,753	07/20/2020	2FE
45834Z AN 9	INTER PIPELINE LTD.....		08/29/2017	HSBC.....		219,225	222,000	223,148			(59)		(59)		223,089		(3,864)	(3,864)	2,728	09/13/2023	2FE
45834Z AQ 2	INTER PIPELINE LTD.....		08/29/2017	RBC DEXIA.....		289,602	294,000	294,000					0		294,000		(4,398)	(4,398)	2,995	04/18/2024	2FE
564835 AJ 5	MANUFACTURERES LIFE INSURNACE.....		08/28/2017	T D SECURITES.....		1,198,008	1,200,000	1,199,952	1,199,960		3		3		1,199,963		(1,955)	(1,955)	18,883	06/01/2025	1FE
564835 AL 0	MANUFACTURERES LIFE INSURNACE.....		08/30/2017	SCOTIA.....		904,741	875,000	875,000	875,000				0		875,000		29,741	29,741	22,000	11/22/2027	1FE
663307 AK 2	NORTH WEST REDWATER PRT.....		08/03/2017	CIBC.....		1,589,835	1,500,000	1,493,310	1,493,363		111		111		1,493,474		96,362	96,362	75,961	01/10/2039	2FE
663307 AL 0	NORTH WEST REDWATER.....		08/03/2017	T D SECURITIES.....		1,181,159	1,213,000	1,209,834			69		69		1,209,903		(28,744)	(28,744)	7,630	06/01/2027	2FE
663307 AM 8	NORTH WEST REDWATER.....		08/03/2017	T D SECURITIES.....		1,715,233	1,722,000	1,720,846			27		27		1,720,873		(5,641)	(5,641)	14,120	06/01/2035	2FE
667869 AA 9	NORTHWESTCONNECT GROUP.....		08/28/2017	T D SECURITES.....		1,075,030	893,216	899,084	898,362		(65)		(65)		898,298		176,732	176,732	44,483	04/30/2041	2FE
67103M AE 6	OPB FINANCE TRUST.....		08/29/2017	NATIONAL BANK.....		380,331	371,000	380,164	379,590		(563)		(563)		379,027		1,303	1,303	11,844	02/02/2026	1FE
70632Z AA 9	PEMBINA PIPELINE CORP.....		08/30/2017	RBC DOMINION.....		1,081,650	1,000,000	1,096,790	1,088,421		(13,414)		(13,414)		1,075,007		6,643	6,643	45,886	03/29/2021	2FE
70632Z AF 8	PEMBINA PIPELINE.....		08/29/2017	T D SECURITES.....		2,336,713	2,241,000	2,240,798	2,240,821		9		9		2,240,831		95,883	95,883	67,815	06/15/2027	2FE
70632Z AH 4	PEMBINA PIPELINE.....		08/30/2017	BMO CAPITAL.....		377,959	380,000	380,000					0		380,000		(2,041)	(2,041)	7,020	01/22/2024	2FE
766910 AT 0	RIOCAN REAL ESTATE.....		08/15/2017	BMO CAPITAL.....		1,208,294	1,170,000	1,252,265	1,219,295		(12,186)		(12,186)		1,207,109		1,185	1,185	51,339	06/28/2019	2FE
766910 BB 8	RIOCAN REIT.....		08/15/2017	BMO CAPITAL.....		1,700,766	1,710,000	1,711,844			(193)		(193)		1,711,651		(10,885)	(10,885)	28,373	10/03/2022	2FE
766910 BC 6	RIOCAN REIT.....		08/15/2017	BMO CAPITAL.....		760,953	770,000	770,000					0		770,000		(9,048)	(9,048)	6,017	04/09/2021	2FE
80310Z AB 5	SAPUTO INC.....		08/15/2017	SCOTIA.....		1,380,646	1,382,000	1,382,000	1,382,000				0		1,382,000		(1,354)	(1,354)	31,814	06/23/2021	1FE
80310Z AD 1	SAPUTO INC.....		08/15/2017	SCOTIA.....		804,496	824,000	824,000					0		824,000		(19,504)	(19,504)	2,933	06/13/2022	1FE
86682Z AG 1	SUN LIFE FINANCIAL INC.....		08/30/2017	SCOTIA.....		1,512,825	1,500,000	1,499,025	1,499,135		60		60		1,499,195		13,630	13,630	37,023	09/25/2025	2FE
86682Z AH 9	SUN LIFE FINANCIAL INC.....		08/30/2017	SCOTIA.....		957,421	935,000	933,925	934,005		65		65		934,070		23,351	23,351	30,335	02/19/2026	2FE
86721Z AN 9	SUNCOR ENERGY INC.....		08/23/2017	HSBC.....		456,374	446,000	445,554	445,608		(28)		(28)		445,580		10,794	10,794	18,587	09/13/2046	1FE
89353Z BZ 0	TRANSCANADA PIPELINES LTD.....		08/24/2017	CIBC WORLD MKTS.....		725,991	700,000	698,369	698,384		18		18		698,403		27,588	27,588	22,233	06/06/2046	1FE
G0753U AX 3	HEATHROW FUNDING LTD.....		08/16/2017	RBC DEXIA.....		1,195,546	1,153,000	1,238,927	1,210,154		(14,313)		(14,313)		1,195,841		(295)	(295)	52,311	07/03/2019	1FE
3899999	Total - Bonds - Industrial and Miscellaneous.....					80,791,608	79,995,192	80,841,741	64,421,025	0	(123,552)	0	(123,552)	0	80,432,496	0	359,111	359,111	1,998,140	XXX	XXX
8399997	Total - Bonds - Part 4.....					226,905,098	224,275,018	226,411,907	180,010,566	0	(276,701)	0	(276,701)	0	225,166,105	0	1,738,992	1,738,992	4,879,483	XXX	XXX
8399999	Total - Bonds.....					226,905,098	224,275,018	226,411,907	180,010,566	0	(276,701)	0	(276,701)	0	225,166,105	0	1,738,992	1,738,992	4,879,483	XXX	XXX
Common Stocks - Industrial and Miscellaneous																					
00971T 10 1	AKAMAI TECHNOLOGIES.....		07/27/2017	BONY.....		25,000,000	1,156,183	XXX	1,598,010				0		1,598,010		(441,827)	(441,827)		XXX	L.....
015351 10 9	ALEXION PHARMACEUTICALS I.....		09/13/2017	COWEN.....		15,000,000	2,176,469	XXX	1,513,829				0		1,513,829		662,641	662,641		XXX	L.....
125509 10 9	CIGNA CORP.....		08/31/2017	MORGAN STANLEY.....		25,000,000	4,505,496	XXX	3,398,750	64,000			64,000		3,398,750		1,106,746	1,106,746	1,000	XXX	L.....
126650 10 0	CVS CORP.....		09/13/2017	COWEN.....		20,000,000	1,667,131	XXX	1,949,898	371,698			371,698		1,949,898		(282,767)	(282,767)	30,000	XXX	L.....

QE053

SCHEDULE D - PART 4

Showing all Long-Term Bonds and Stocks SOLD, REDEEMED or Otherwise DISPOSED OF During 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)
167250 10 9	CHICAGO BRIDGE & IRON CO.....		09/19/2017	COWEN.....	121,700,000	1,979,356	XXX	1,225,940					0		1,225,940		753,416	753,416		XXX	L.....
191216 10 0	COCA COLA CO.....		07/11/2017	BONY.....	50,000,000	2,214,344	XXX	1,879,250	2,073,000	(193,750)			(193,750)		1,879,250		335,094	335,094	37,000	XXX	L.....
263534 10 9	DU PONT (E.I.) DE NEMOURS.....		09/01/2017	EXCHANGE.....	180,000,000	10,059,585	XXX	10,059,585	13,212,000	(3,152,415)			(3,152,415)		10,059,585			0	136,800	XXX	L.....
31428X 10 6	FEDEX CORP.....		06/30/2017	VARIOUS.....	15,000,000	3,254,080	XXX	2,921,904					0		2,921,904		332,176	332,176	7,500	XXX	L.....
46625H 10 0	JP MORGAN CHASE & CO.....		07/05/2017	VARIOUS.....	40,000,000	3,745,037	XXX	3,378,452					0		3,378,452		366,585	366,585	20,000	XXX	L.....
654106 10 3	NIKE INC.....		06/30/2017	VARIOUS.....	65,000,000	3,737,999	XXX	3,844,844	3,303,950	540,894			540,894		3,844,844		(106,845)	(106,845)	35,100	XXX	L.....
745867 10 1	PULTE HOMES INC.....		08/01/2017	VARIOUS.....	50,000,000	1,244,813	XXX	916,210	919,000	(2,790)			(2,790)		916,210		328,603	328,603	13,500	XXX	L.....
848574 10 9	SPIRIT AEROSYSTEMS HLDGS.....		08/02/2017	SANFORD BERNST.....	70,000,000	4,840,766	XXX	3,547,804	1,750,500	(363,660)			(363,660)		3,547,804		1,292,962	1,292,962	13,000	XXX	L.....
90130A 10 1	TWENTY-FIRST CENTURY.....		08/16/2017	COWEN.....	30,000,000	836,681	XXX	843,300	841,200	2,100			2,100		843,300		(6,619)	(6,619)	5,400	XXX	L.....
918204 10 8	V.F. CORP.....		08/14/2017	VARIOUS.....	40,000,000	2,485,255	XXX	1,484,572	2,134,000	(649,428)			(649,428)		1,484,572		1,000,683	1,000,683	33,600	XXX	L.....
92532F 10 0	VERTEX PHARMACEUTICALS INC.....		09/13/2017	COWEN.....	15,000,000	2,347,840	XXX	1,224,150	1,105,050	119,100			119,100		1,224,150		1,123,690	1,123,690		XXX	L.....
95040Q 10 4	WELLTOWER INC.....		07/07/2017	BONY.....	20,000,000	1,454,166	XXX	1,529,370	1,338,600	190,770			190,770		1,529,370		(75,204)	(75,204)	34,800	XXX	L.....
98956P 10 2	ZIMMER HOLDINGS INC.....		07/13/2017	VARIOUS.....	20,000,000	2,579,586	XXX	1,888,324	2,064,000	(175,676)			(175,676)		1,888,324		691,262	691,262	14,400	XXX	L.....
9099999	Total - Common Stocks - Industrial and Miscellaneous.....				50,284,787	50,284,787	XXX	43,204,192	33,654,250	(3,249,157)	0	0	(3,249,157)	0	43,204,192	0	7,080,596	7,080,596	382,100	XXX	XXX
9799997	Total - Common Stocks - Part 4.....				50,284,787	50,284,787	XXX	43,204,192	33,654,250	(3,249,157)	0	0	(3,249,157)	0	43,204,192	0	7,080,596	7,080,596	382,100	XXX	XXX
9799999	Total - Common Stocks.....				50,284,787	50,284,787	XXX	43,204,192	33,654,250	(3,249,157)	0	0	(3,249,157)	0	43,204,192	0	7,080,596	7,080,596	382,100	XXX	XXX
9899999	Total - Preferred and Common Stocks.....				50,284,787	50,284,787	XXX	43,204,192	33,654,250	(3,249,157)	0	0	(3,249,157)	0	43,204,192	0	7,080,596	7,080,596	382,100	XXX	XXX
9999999	Total - Bonds, Preferred and Common Stocks.....				277,189,885	277,189,885	XXX	269,616,099	213,664,816	(3,249,157)	(276,701)	0	(3,525,858)	0	268,370,297	0	8,819,588	8,819,588	5,261,583	XXX	XXX

QE05.4

(a) For all common stock bearing the NAIC market indicator "U" provide: the number of such issues:0.

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

AFFILIATED FM INSURANCE COMPANY
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)						
69033L	ZZ 5 OCBC NEW YORK.....	C.....		1,000,000	1,000,000	10/19/2017.....
83369B	XX 9 SOC GEN CP.....	C.....		996,451	996,451	10/31/2017.....
76582J	YH 1 RIDGFIELD FUNDING COMPANY, LLC A.....	C.....		1,494,094	1,494,094	11/17/2017.....
16706B	S7 4 THE CHIBA BANK LTD NEW YORK BRANCH.....	C.....		1,000,000	1,000,000	10/11/2017.....
60683B	AY 9 MIT UFJ TR NY.....	C.....		1,000,000	1,000,000	12/11/2017.....
55607K	ZD 1 MACQUARIE BANK LTD.....	C.....		996,663	996,663	12/13/2017.....
45580D	NQ 3 IND AND COM BK OF CHINA LTD, NY BR.....	C.....		1,000,000	1,000,000	10/16/2017.....
10513D	6M 7 BRANCH BANKING AND TRUST.....	C.....		1,500,000	1,500,000	09/27/2017.....
000000	00 0 BARCLAYS BANK PLC.....	C.....		1,600,000	1,600,000	09/25/2017.....
000000	00 0 BANK OF TOKYO UFJ LTD LONDON.....	C.....		300,000	300,000	09/25/2017.....
000000	00 0 BANK OF MONTREAL, LONDON.....	C.....		600,000	600,000	09/25/2017.....
000000	00 0 SKANDANAVISKA ENSKILDA BANKEN.....	C.....		1,600,000	1,600,000	09/25/2017.....
000000	00 0 DEN NORSKE BANK OSLO.....	C.....		1,600,000	1,600,000	09/25/2017.....
000000	00 0 RABOBANK NETHERLANDS.....	C.....		1,600,000	1,600,000	09/25/2017.....
000000	00 0 HSBC SECURITIES, INC.....	C.....		8,000,000	8,000,000	09/25/2017.....
000000	00 0 ML PIERCE FENNER & SMITH INC.....	C.....		724,271	724,271	09/25/2017.....
000000	00 0 AUSTRALIA NEW ZEALAND LONDON.....	C.....		1,600,000	1,600,000	09/25/2017.....
000000	00 0 BANK OF MONTREAL, LONDON.....	C.....		1,600,000	1,600,000	09/26/2017.....
000000	00 0 ING BANK NV, AMSTERDAM.....	C.....		1,600,000	1,600,000	09/25/2017.....
000000	00 0 LANDESBANK BADEN WUERTTEMBERG, STUT.....	C.....		1,600,000	1,600,000	09/25/2017.....
000000	00 0 LANDESBANK HESSEN THUR LDN.....	C.....		1,600,000	1,600,000	09/25/2017.....
000000	00 0 ROYAL BANK OF CANADA LONDON.....	C.....		1,600,000	1,600,000	09/25/2017.....
000000	00 0 STANDARD CHARTERED LONDON.....	C.....		1,600,000	1,600,000	09/25/2017.....
000000	00 0 CREDIT AGRICOLE SA LONDON.....	C.....		1,600,000	1,600,000	09/25/2017.....
60689D	7A 5 MIZUHO BANK LIMITED LONDON.....	C.....		1,000,000	1,000,000	10/18/2017.....
22549V	P9 8 CREDIT SUISSE, NY.....	C.....		1,000,000	1,000,000	10/16/2017.....
05969Y	E2 5 BANCO DEL ESTADO DE CHILE NY.....	C.....		1,500,000	1,500,000	10/19/2017.....
65602U	SF 6 NORINCHUKIN BANK NY.....	C.....		1,000,000	1,000,000	11/13/2017.....
86564E	VX 1 SUMITOMO MITSUI TRUST BANK LTD, NY.....	C.....		1,000,000	1,000,000	11/13/2017.....
000000	00 0 BNP Paribas Paris.....	C.....		4,000,000	4,000,000	11/27/2017.....
000000	00 0 NATIXIS FINANCIAL PRODUCTS LLC.....	C.....		1,000,000	1,000,000	10/27/2017.....
9199999	Total - Cash Equivalents (Schedule E Part 2 Type).....			48,311,478	48,311,478	XXX
9999999	Totals.....			48,311,478	48,311,478	XXX

General Interrogatories:

- The activity for the year: Fair Value \$.....21,843,028 Book/Adjusted Carrying Value \$.....21,843,028
- Average balance for the year: Fair Value \$.....44,653,308 Book/Adjusted Carrying Value \$.....44,653,308
- Reinvested securities lending collateral assets book/adjusted carrying value included in this schedule by NAIC designation:
 NAIC 1: \$.....48,311,478 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. The 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

AFFILIATED FM INSURANCE COMPANY 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 (OPERATING).....	HARTFORD, CT.....						(574,965)	(455,496)	XXX
BANK OF AMERICA (CDR CLAIMS).....	HARTFORD, CT.....					(9,944,065)	(16,811,440)	(13,365,683)	XXX
BANK OF AMERICA (CDR AP).....	HARTFORD, CT.....					(372,800)	(334,211)		XXX
JP MORGAN CHASE.....	NEW YORK, NY.....		0.350	100,075		79,634,921	55,940,405	74,650,660	XXX
ROYAL BANK (RES ACCT).....	TORONTO, ON, CAN.....		0.668	15,908	5,410	(941,607)	(902,732)	(1,014,448)	XXX
ROYAL BANK (USD).....	TORONTO, ON, CAN.....		0.668	11,843		10,678,953	12,259,747	13,947,146	XXX
ROYAL BANK (LOSS PAY).....	TORONTO, ON, CAN.....					13,073,626	15,494,882	26,750,563	XXX
RBC INVESTOR SERVICES.....	TORONTO, ON, CAN.....						25,678,440	6,510,397	XXX
0199998. Deposits in..... 1 depositories that do not exceed the allowable limit in any one depository (see Instructions) - Open Depositories.....	XXX	XXX				185,024		(151,312)	XXX
0199999. Total Open Depositories.....	XXX	XXX	127,826	5,410		92,314,052	90,750,127	106,871,828	XXX
0399999. Total Cash on Deposit.....	XXX	XXX	127,826	5,410		92,314,052	90,750,127	106,871,828	XXX
0599999. Total Cash.....	XXX	XXX	127,826	5,410		92,314,052	90,750,127	106,871,828	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.....		07/31/2017.....	.....0.754	10/19/2017.....	.....1,899,294	.....	.....3,091
CANADA T-BILL.....		07/13/2017.....	.....0.731	10/05/2017.....	.....2,249,820	.....	.....6,701
0699999. All Other Government Bonds - Issuer Obligations.....					.....4,149,114	.....0	.....9,792
1099999. Total - All Other Government Bonds .....					.....4,149,114	.....0	.....9,792
Total Bonds							
7799999. Subtotals - Issuer Obligations.....					.....4,149,114	.....0	.....9,792
8399999. Subtotals - Bonds.....					.....4,149,114	.....0	.....9,792
8699999. Total - Cash Equivalents.....					.....4,149,114	.....0	.....9,792

QE13