



## QUARTERLY STATEMENT

AS OF MARCH 31, 2011

OF THE CONDITION AND AFFAIRS OF THE

### Old Guard Insurance Company

NAIC Group Code 0228 (Current Period) 0228 (Prior Period) NAIC Company Code 17558 Employer's ID Number 23-0929640

Organized under the Laws of Ohio, State of Domicile or Port of Entry Ohio

Country of Domicile US

Incorporated/Organized December 9, 1896 Commenced Business December 9, 1896

Statutory Home Office 9040 Greenwich Rd, Westfield Center, Ohio 44251-5001  
(Street and Number, City or Town, State and Zip Code)

Main Administrative Office 9040 Greenwich Rd, Westfield Center, Ohio 44251-5001  
(Street and Number, City or Town, State and Zip Code) 330-887-0101  
(Area Code) (Telephone Number)

Mail Address P.O. Box 5001, Westfield Center, Ohio 44251-5001  
(Street and Number or P.O. Box, City or Town, State and Zip Code)

Primary Location of Books and Records 9040 Greenwich Rd, Westfield Center, Ohio 44251-5001  
(Street and Number, City or Town, State and Zip Code) 330-887-0101  
(Area Code) (Telephone Number)

Internet Website Address www.westfieldgrp.com

Statutory Statement Contact Bambi Ann Beshire 330-887-0101  
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### OFFICERS

Edward James Largent# (Westfield Insurance Leader & President)  
Joseph Christian Kohmann# (Group Finance Leader & Treasurer)  
Frank Anthony Carrino (Group Legal Leader & Secretary)

### OTHER OFFICERS

Robert Joseph Joyce# (Executive Chair)  
James Robert Clay# (Westfield Group Leader & CEO)  
Bambi Ann Beshire (Group Finance & Accounting Leader)  
Richard Leo Kinnaird, Jr (National Surety Leader)  
Stephen Edward Lehecka (Group Actuarial Leader)  
Heidi Storch Mack (National UW & Product Leader)  
Martha Haskins Oakes (National Middle Market Leader)  
Christopher Michael Paterakis (Group HR Leader)  
David Campbell Peterson (National PL & SBA Leader)  
Michael Joseph Prandi (National Claims Leader)  
Stuart Wayne Rosenberg# (Group Administration Leader)  
Patricia Mae Schiesswohl (Group Marketing Leader)  
Peter Robert Schwanke (Group Risk Management Leader)  
Stephen John Tien# (Group IT Leader)  
George Krieg Wiswesser (Group Investment Leader)

### DIRECTORS OR TRUSTEES

Michael John Bernaski  
James Charles Boland  
James Robert Clay#  
Fariborz Ghadar  
Gary Dean Hallman  
Susan Jane Insley  
Robert Joseph Joyce  
Deborah Denine Pryce  
John Lewis Watson  
Thomas Eldon Workman

State of Ohio }  
County of Medina } SS

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.

Edward James Largent#  
Westfield Insurance Leader & President

Joseph Christian Kohmann#  
Group Finance Leader & Treasurer

Frank Anthony Carrino  
Group Legal Leader & Secretary

Subscribed and sworn to before me this  
15th day of April, 2011

a. Is this an original filing? Yes (X) No ( )  
 b. If no: 1. State the amendment number 0  
 2. Date filed \_\_\_\_\_  
 3. Number of pages attached 0

## ASSETS

	Current Statement Date			4 December 31 Prior Year Net Admitted Assets
	1 Assets	2 Nonadmitted Assets	3 Net Admitted Assets (Col. 1 minus Col. 2)	
1. Bonds .....	199,564,805	0	199,564,805	198,337,769
2. Stocks:				
2.1 Preferred stocks .....	0	0	0	0
2.2 Common stocks .....	69,084,366	0	69,084,366	68,655,581
3. Mortgage loans on real estate:				
3.1 First liens .....	0	0	0	0
3.2 Other than first liens .....	0	0	0	0
4. Real estate:				
4.1 Properties occupied by the company (less \$ 0 encumbrances) .....	0	0	0	0
4.2 Properties held for the production of income (less \$ 0 encumbrances) .....	0	0	0	0
4.3 Properties held for sale (less \$ 0 encumbrances) .....	0	0	0	0
5. Cash (\$ 0 ), cash equivalents (\$ 0 ) and short-term investments (\$ 2,559,202 ) .....	2,559,202	0	2,559,202	1,123,496
6. Contract loans (including \$ 0 premium notes) .....	0	0	0	0
7. Derivatives .....	0	0	0	0
8. Other invested assets .....	2,980,173	0	2,980,173	4,712,702
9. Receivables for securities .....	0	0	0	0
10. Securities lending reinvested collateral assets .....	0	0	0	0
11. Aggregate write-ins for invested assets .....	0	0	0	0
12. Subtotals, cash and invested assets (Line 1 to Line 11) .....	274,188,546	0	274,188,546	272,829,548
13. Title plants less \$ 0 charged off (for Title insurers only) .....	0	0	0	0
14. Investment income due and accrued .....	2,472,295	0	2,472,295	2,735,595
15. Premiums and considerations:				
15.1 Uncollected premiums and agents' balances in the course of collection .....	7,491,615	795,941	6,695,674	6,519,845
15.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due (including \$ 0 earned but unbilled premiums) .....	42,191,687	0	42,191,687	39,672,700
15.3 Accrued retrospective premiums .....	0	0	0	0
16. Reinsurance:				
16.1 Amounts recoverable from reinsurers .....	0	0	0	0
16.2 Funds held by or deposited with reinsured companies .....	0	0	0	0
16.3 Other amounts receivable under reinsurance contracts .....	0	0	0	0
17. Amounts receivable relating to uninsured plans .....	0	0	0	0
18.1 Current federal and foreign income tax recoverable and interest thereon .....	659,301	0	659,301	0
18.2 Net deferred tax asset .....	4,890,581	4,890,581	0	3,818,320
19. Guaranty funds receivable or on deposit .....	0	0	0	0
20. Electronic data processing equipment and software .....	0	0	0	0
21. Furniture and equipment, including health care delivery assets (\$ 0 ) .....	0	0	0	0
22. Net adjustment in assets and liabilities due to foreign exchange rates .....	0	0	0	0
23. Receivables from parent, subsidiaries and affiliates .....	1,378,159	0	1,378,159	148,964
24. Health care (\$ 0 ) and other amounts receivable .....	0	0	0	0
25. Aggregate write-ins for other than invested assets .....	0	0	0	0
26. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Line 12 to Line 25) .....	333,272,184	5,686,522	327,585,662	325,724,972
27. From Separate Accounts, Segregated Accounts and Protected Cell Accounts .....	0	0	0	0
28. Totals (Line 26 and Line 27) .....	333,272,184	5,686,522	327,585,662	325,724,972
<b>DETAILS OF WRITE-INS</b>				
1101 .....	0	0	0	0
1102 .....	0	0	0	0
1103 .....	0	0	0	0
1198. Summary of remaining write-ins for Line 11 from overflow page .....	0	0	0	0
1199. Totals (Line 1001 through Line 1103 plus Line 1198) (Line 11 above) .....	0	0	0	0
2501 .....	0	0	0	0
2502 .....	0	0	0	0
2503 .....	0	0	0	0
2598. Summary of remaining write-ins for Line 25 from overflow page .....	0	0	0	0
2599. Totals (Line 2501 through Line 2503 plus Line 2598) (Line 25 above) .....	0	0	0	0

## STATEMENT AS OF MARCH 31, 2011 OF THE Old Guard Insurance Company

**LIABILITIES, SURPLUS AND OTHER FUNDS**

	1 Current Statement Date	2 December 31, Prior Year
1. Losses (current accident year \$ 21,988,165 )	106,260,819	97,940,267
2. Reinsurance payable on paid losses and loss adjustment expenses	0	0
3. Loss adjustment expenses	27,208,225	26,902,535
4. Commissions payable, contingent commissions and other similar charges	6,772,153	7,786,840
5. Other expenses (excluding taxes, licenses and fees)	2,942,963	4,443,941
6. Taxes, licenses and fees (excluding federal and foreign income taxes)	2,002,402	2,083,617
7.1 Current federal and foreign income taxes (including \$ 0 on realized capital gains (losses))	0	577,968
7.2 Net deferred tax liability	1,049,334	0
8. Borrowed money \$ 0 and interest thereon \$ 0	0	0
9. Unearned premiums (after deducting unearned premiums for ceded reinsurance of \$ 0 and including warranty reserves of \$ 0 )	65,669,882	64,123,775
10. Advance premium	0	0
11. Dividends declared and unpaid:		
11.1 Stockholders	0	0
11.2 Policyholders	0	0
12. Ceded reinsurance premiums payable (net of ceding commissions)	(4,275)	(21,943)
13. Funds held by company under reinsurance treaties	0	0
14. Amounts withheld or retained by company for account of others	0	0
15. Remittances and items not allocated	0	0
16. Provision for reinsurance	0	0
17. Net adjustments in assets and liabilities due to foreign exchange rates	0	0
18. Drafts outstanding	0	0
19. Payable to parent, subsidiaries and affiliates	0	0
20. Derivatives	0	0
21. Payable for securities	0	0
22. Payable for securities lending	0	0
23. Liability for amounts held under uninsured plans	0	0
24. Capital notes \$ 0 and interest thereon \$ 0	0	0
25. Aggregate write-ins for liabilities	0	0
26. Total liabilities excluding protected cell liabilities (Line 1 through Line 25)	211,901,503	203,837,000
27. Protected cell liabilities	0	0
28. Total liabilities (Line 26 and Line 27)	211,901,503	203,837,000
29. Aggregate write-ins for special surplus funds	20,273,783	20,223,221
30. Common capital stock	2,500,000	2,500,000
31. Preferred capital stock	0	0
32. Aggregate write-ins for other than special surplus funds	779,176	1,327,985
33. Surplus notes	0	0
34. Gross paid in and contributed surplus	31,870,941	31,870,941
35. Unassigned funds (surplus)	60,260,259	65,965,825
36. Less treasury stock, at cost:		
36.1 0 shares common (value included in Line 30 \$ 0 )	0	0
36.2 0 shares preferred (value included in Line 31 \$ 0 )	0	0
37. Surplus as regards policyholders (Line 29 through Line 35, less Line 36)	115,684,159	121,887,972
38. Totals	327,585,662	325,724,972
<b>DETAILS OF WRITE-INS</b>		
2501	0	0
2502	0	0
2503	0	0
2598. Summary of remaining write-ins for Line 25 from overflow page	0	0
2599. Totals (Line 2501 through Line 2503 plus Line 2598) (Line 25 above)	0	0
2901. General voluntary reserve	20,273,783	20,223,221
2902	0	0
2903	0	0
2998. Summary of remaining write-ins for Line 29 from overflow page	0	0
2999. Totals (Line 2901 through Line 2903 plus Line 2998) (Line 29 above)	20,273,783	20,223,221
3201. Increased amount of surplus due to SSAP 10R, paragraph 10.e.	779,176	1,327,985
3202	0	0
3203	0	0
3298. Summary of remaining write-ins for Line 32 from overflow page	0	0
3299. Totals (Line 3201 through Line 3203 plus Line 3298) (Line 32 above)	779,176	1,327,985

## STATEMENT OF INCOME

	1 Current Year to Date	2 Prior Year to Date	3 Prior Year Ended December 31
<b>UNDERWRITING INCOME</b>			
1. Premiums earned:			
1.1 Direct (written \$ 0 )	0	0	6,262
1.2 Assumed (written \$ 34,509,513 )	32,963,406	32,361,418	132,741,847
1.3 Ceded (written \$ 1,187 )	1,187	1	8,622
1.4 Net (written \$ 34,508,326 )	32,962,219	32,361,417	132,739,487
DEDUCTIONS:			
2. Losses incurred (current accident year \$ 28,518,197 ):			
2.1 Direct	84,533	32,402	278,716
2.2 Assumed	24,475,997	18,596,556	75,039,480
2.3 Ceded	70,131	23,637	431,997
2.4 Net	24,490,399	18,605,321	74,886,199
3. Loss adjustment expenses incurred	3,345,125	2,923,758	13,397,502
4. Other underwriting expenses incurred	11,206,572	10,900,065	43,994,111
5. Aggregate write-ins for underwriting deductions	0	0	0
6. Total underwriting deductions (Line 2 through Line 5)	39,042,096	32,429,144	132,277,812
7. Net income of protected cells	0	0	0
8. Net underwriting gain (loss) (Line 1 minus Line 6 plus Line 7)	(6,079,877)	(67,727)	461,675
<b>INVESTMENT INCOME</b>			
9. Net investment income earned	2,874,610	2,771,430	11,256,687
10. Net realized capital gains (losses) less capital gains tax of \$ 430,946	800,328	369,038	1,471,963
11. Net investment gain (loss) (Line 9 plus Line 10)	3,674,938	3,140,468	12,728,650
<b>OTHER INCOME</b>			
12. Net gain or (loss) from agents' or premium balances charged off (amount recovered \$ amount charged off \$ 128,657 )	(41,997)	(70,827)	(266,027)
13. Finance and service charges not included in premiums	0	0	0
14. Aggregate write-ins for miscellaneous income	591	996	8,035
15. Total other income (Line 12 through Line 14)	(41,406)	(69,831)	(257,992)
16. Net income before dividends to policyholders, after capital gains tax and before all other federal and foreign income taxes (Line 8 plus Line 11 plus Line 15)	(2,446,345)	3,002,910	12,932,333
17. Dividends to policyholders	0	0	0
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)	(2,446,345)	3,002,910	12,932,333
19. Federal and foreign income taxes incurred	(1,090,247)	879,380	4,479,463
20. Net income (Line 18 minus Line 19) (to Line 22)	(1,356,098)	2,123,530	8,452,870
<b>CAPITAL AND SURPLUS ACCOUNT</b>			
21. Surplus as regards policyholders, December 31 prior year	121,887,972	108,166,198	108,166,198
22. Net income (from Line 20)	(1,356,098)	2,123,530	8,452,870
23. Net transfers (to) from Protected Cell accounts	0	0	0
24. Change in net unrealized capital gains or (losses) less capital gains tax of \$ 5,900	44,660	1,298,083	3,784,353
25. Change in net unrealized foreign exchange capital gain (loss)	0	0	0
26. Change in net deferred income tax	28,827	(6,931)	713,980
27. Change in nonadmitted assets	(4,921,202)	107,590	770,571
28. Change in provision for reinsurance	0	0	0
29. Change in surplus notes	0	0	0
30. Surplus (contributed to) withdrawn from protected cells	0	0	0
31. Cumulative effect of changes in accounting principles	0	0	0
32. Capital changes:			
32.1 Paid in	0	0	0
32.2 Transferred from surplus (Stock Dividend)	0	0	0
32.3 Transferred to surplus	0	0	0
33. Surplus adjustments:			
33.1 Paid in	0	0	0
33.2 Transferred to capital (Stock Dividend)	0	0	0
33.3 Transferred from capital	0	0	0
34. Net remittances from or (to) Home Office	0	0	0
35. Dividends to stockholders	0	0	0
36. Change in treasury stock	0	0	0
37. Aggregate write-ins for gains and losses in surplus	0	0	0
38. Change in surplus as regards policyholders (Line 22 through Line 37)	(6,203,813)	3,522,272	13,721,774
39. Surplus as regards policyholders, as of statement date (Line 21 plus Line 38)	115,684,159	111,688,470	121,887,972
<b>DETAILS OF WRITE-INS</b>			
0501.	0	0	0
0502.	0	0	0
0503.	0	0	0
0598. Summary of remaining write-ins for Line 5 from overflow page	0	0	0
0599. TOTALS (Line 0501 through Line 0503 plus Line 0598) (Line 5 above)	0	0	0
1401. Net other interest income	591	996	8,035
1402.	0	0	0
1403.	0	0	0
1498. Summary of remaining write-ins for Line 14 from overflow page	0	0	0
1499. TOTALS (Line 1401 through Line 1403 plus Line 1498) (Line 14 above)	591	996	8,035
3701. Increased amount of nonadmitted asset reported on line 27, due to SSAP 10R, paragraph 10.e.	548,808	5,982	232,011
3702. Decreased amount of surplus due to SSAP 10R, paragraph 10.e.	(548,808)	(5,982)	(232,011)
3703.	0	0	0
3798. Summary of remaining write-ins for Line 37 from overflow page	0	0	0
3799. TOTALS (Line 3701 through Line 3703 plus Line 3798) (Line 37 above)	0	0	0

## CASH FLOW

	1 Current Year To Date	2 Prior Year To Date	3 Prior Year Ended December 31
<b>Cash from Operations</b>			
1. Premiums collected net of reinsurance .....	31,800,557	31,611,494	130,791,855
2. Net investment income .....	3,578,324	3,502,784	13,419,212
3. Miscellaneous income .....	(41,406)	(69,831)	(257,994)
4. Total (Line 1 through Line 3) .....	35,337,475	35,044,447	143,953,073
5. Benefit and loss related payments .....	16,169,847	15,111,002	67,723,622
6. Net transfers to Separate Accounts, Segregated Accounts and Protected Cell Accounts .....	0	0	0
7. Commissions, expenses paid and aggregate write-ins for deductions .....	16,845,148	16,930,192	56,985,984
8. Dividends paid to policyholders .....	0	0	0
9. Federal and foreign income taxes paid (recovered) net of \$ 430,946 tax on capital gains (losses) .....	577,968	50,614	4,760,167
10. Total (Line 5 through Line9) .....	33,592,963	32,091,808	129,469,773
11. Net cash from operations (Line 4 minus Line 10) .....	1,744,512	2,952,639	14,483,300
<b>Cash from Investments</b>			
12. Proceeds from investments sold, matured or repaid:			
12.1 Bonds .....	2,935,115	25,269,279	76,098,070
12.2 Stocks .....	3,866,088	0	3,532,757
12.3 Mortgage loans .....	0	0	0
12.4 Real estate .....	0	0	0
12.5 Other invested assets .....	1,743,006	0	0
12.6 Net gains or (losses) on cash, cash equivalents and short-term investments .....	0	0	0
12.7 Miscellaneous proceeds .....	0	0	0
12.8 Total investment proceeds (Line 12.1 through Line 12.7) .....	8,544,209	25,269,279	79,630,827
13. Cost of investments acquired (long-term only):			
13.1 Bonds .....	4,600,303	27,140,376	72,685,086
13.2 Stocks .....	3,023,517	4,310,403	22,756,402
13.3 Mortgage loans .....	0	0	0
13.4 Real estate .....	0	0	0
13.5 Other invested assets .....	0	0	2,037,975
13.6 Miscellaneous applications .....	0	0	0
13.7 Total investments acquired (Line 13.1 through Line 13.6) .....	7,623,820	31,450,779	97,479,463
14. Net increase or (decrease) in contract loans and premium notes .....	0	0	0
15. Net cash from investments (Line 12.8 minus Line 13.7 minus Line 14) .....	920,389	(6,181,500)	(17,848,636)
<b>Cash from Financing and Miscellaneous Sources</b>			
16. Cash provided (applied):			
16.1 Surplus notes, capital notes .....	0	0	0
16.2 Capital and paid in surplus, less treasury stock .....	0	0	0
16.3 Borrowed funds .....	0	0	0
16.4 Net deposits on deposit-type contracts and other insurance liabilities .....	0	0	0
16.5 Dividends to stockholders .....	0	0	0
16.6 Other cash provided (applied) .....	(1,229,195)	(630,487)	585,002
17. Net cash from financing and miscellaneous sources (Line 16.1 through Line 16.4 minus Line 16.5 plus Line 16.6) .....	(1,229,195)	(630,487)	585,002
<b>RECONCILIATION OF CASH, CASH EQUIVALENTS AND SHORT-TERM INVESTMENTS</b>			
18. Net change in cash, cash equivalents and short-term investments (Line 11 plus Line 15 plus Line 17) .....	1,435,706	(3,859,348)	(2,780,334)
19. Cash, cash equivalents and short-term investments:			
19.1 Beginning of year .....	1,123,496	3,903,830	3,903,830
19.2 End of period (Line 18 plus Line 19.1) .....	2,559,202	44,482	1,123,496

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

20.0001 .....	0	0	0
20.0002 .....	0	0	0
20.0003 .....	0	0	0
20.0004 .....	0	0	0
20.0005 .....	0	0	0
20.0006 .....	0	0	0
20.0007 .....	0	0	0
20.0008 .....	0	0	0
20.0009 .....	0	0	0
20.0010 .....	0	0	0

**NOTES TO FINANCIAL STATEMENTS****General Notes**

## 1. Summary of Significant Accounting Policies-

## A. Accounting Practices

The financial statements of Old Guard Insurance Company (the Company) are presented on the basis of accounting practices prescribed or permitted by the Ohio Department of Insurance.

The Ohio Department of Insurance recognizes only statutory accounting practices (SAP) prescribed or permitted by the State of Ohio for determining and reporting the financial condition and results of operations of an insurance company, for determining its solvency under the Ohio insurance law. The National Association of Insurance Commissioners' (NAIC) *Accounting Practices and Procedures Manual* (NAIC SAP) has been adopted as a component of prescribed or permitted practices by the State of Ohio.

The Company has not implemented any prescribed or permitted accounting practices by the State of Ohio that differ from those found in NAIC SAP.

## B. Use of Estimates in the Preparation of the Financial Statements- No significant change

## C. Accounting Policy- No significant change

## 2. Accounting Changes and Corrections of Errors- No significant change

## 3. Business Combinations and Goodwill- Not applicable

## 4. Discontinued Operations- Not applicable

## 5. Investments- No significant change

## 6. Joint Ventures, Partnerships, and Limited Liability Companies-

## A. The Company has no investments in Joint Ventures, Partnerships, or Limited Liability Companies that exceed 10% of its admitted assets.

## B. The Company did not recognize any impairment write down for its investments in Joint Venture, Partnerships, and Limited Liability Companies during the statement period.

## 7. Investment Income- No significant change

## 8. Derivative Instruments- No significant change

## 9. Income Taxes- No significant change

## 10. Information Concerning Parent, Subsidiaries, and Affiliates-

## A. The Company is owned and operated by its parent company, Ohio Farmers Insurance Company (OFIC).

## B. Disclosure of material related party transaction- No significant change

## C. The Company has made no changes in methods of establishing terms.

## D. Affiliated Balances due to Old Guard Insurance Company at 3/31/2011 and 12/31/2010 respectively were:

	3/31/2011	12/31/2010
Ohio Farmers Insurance Company	\$ 1,378,159	\$ 148,964
Affiliated Receivable	<u>\$ 1,378,159</u>	<u>\$ 148,964</u>

Every ninety (90) days the affiliated balances are reviewed and settled in either cash or the transfer of securities.

## E.- L. No significant change

## 11. Debt- Not applicable

## 12. Retirement Plans, Deferred Compensation, Postemployment Benefits and Compensated Absences and Other Postretirement Benefit Plans-

## A. Defined Benefit Pension Plan and Postretirement Benefit Plans

OFIC sponsors a non-contributory defined benefit pension plan covering U. S. employees. As of March 31, 2011, there was accrued, in accordance with actuarially determined amounts with an offset to the pension cost accrual for the incremental asset amortization, amounts representing the present value of future benefit obligations. The following data is an update of certain information related to the Net Periodic Benefit Cost. There was no significant change in other data associated with this footnote:

Calendar year comparison	Pension Benefits		Other Postretirement Benefits	
	2011	2010	2011	2010
Eligibility cost	\$ 2,248,535	\$ 1,923,681	\$ 686,373	\$ 311,100
Interest cost	3,462,848	3,170,006	613,093	355,700
Expected return on plan assets	(4,663,655)	(4,069,313)	(1,032,267)	(556,400)
Amortization of prior service cost	234,107	223,610	(194,146)	(108,000)
Amortization of net (gain) /loss	891,915	798,924	115,447	120,100
Net periodic benefit cost	<u>\$ 2,173,750</u>	<u>\$ 2,046,908</u>	<u>\$ 188,500</u>	<u>\$ 122,500</u>

OFIC contributed \$8.3 million to its pension plan in March 2011. OFIC does not expect to make any additional contributions during the remainder of fiscal 2011.

The Other Postretirement Benefits expense reflects the receipt of the government subsidy during the period that OFIC's plan benefits are expected to be considered actuarially equivalent to those provided by Medicare Part D.

## B. Defined Contribution Plan- No significant change

## C. Multiemployer Plans- Not applicable

## D. Consolidated/Holding Company Plans- Not applicable

## E. Post-employment Benefits and Compensated Absences- Not applicable

## F. Impact of Medicare Modernization Act on Postretirement Benefits (INT 04-17)- No significant change

## NOTES TO FINANCIAL STATEMENTS

13. Capital and Surplus, Dividend Restrictions and Quasi-Reorganizations- No significant change

14. Contingencies- No significant change

15. Leases- No significant change

16. Information about Financial Instruments with Off-Balance Sheet Risk and Financial Instruments with Concentrations of Credit Risk- No significant change

17. Sale, Transfer and Servicing of Financial Assets and Extinguishments of Liabilities-
 

- A. Transfer of Receivables Reported as Sales- No significant change
- B. Transfer and Servicing of Financial Assets- Not applicable
- C. Wash Sales
  - The Company did not have any wash sales involving transactions for securities with a NAIC designation of 3 or below.

18. Gain or Loss to the Reporting Entity from Uninsured A&H Plans and the Uninsured Portion of Partially Insured Plans- Not applicable

19. Direct Premium Written / Produced by Managing General Agents / Third Party Administrators- Not applicable

20. Fair Value Measurements-
 

- A. For assets and liabilities that are measured and reported at fair value in the statement of financial position after initial recognition, the valuation techniques and the inputs used to develop those measurements are as follows:
 

Level 1 - Values are unadjusted quoted prices for identical assets and liabilities in active markets accessible at the measurement date.

Level 2 - Inputs include quoted prices for similar assets or liabilities in active markets, quoted prices from those willing to trade in markets that are not active, or other inputs that are observable or can be corroborated by market data for the term of the instrument. Such inputs include market interest rates and volatilities, spreads and yield curves.

Level 3 - Certain inputs are unobservable (supported by little or no market activity) and significant to the fair value measurement. Unobservable inputs reflect the Company's best estimate of what hypothetical market participants would use to determine a transaction price for the asset or liability at the reporting date.

(1) The Company held no assets or liabilities categorized as Level 1 or 2 during the reporting period that were transferred into or out of the level categorization held at January 1, 2011. The Company's policy for determining when transfers between levels is required is based upon change in the inputs used to determine fair value measurement. If an input changes, the Company evaluates the new input(s) and makes the determination whether or not a transfer between levels is appropriate. If an asset or liability is transferred between levels, it is the Company's policy to record the transfer as of the beginning of the quarter in which the transfer occurs. The following table provides fair value measurement information for assets or liabilities measured and reported at fair value in the statement of financial position at March 31, 2011.

Fair Value Measurements at March 31, 2011		(1)	(2) Level 1	(3) Level 2	(4) Level 3	(5) Total
Assets at fair value:						
Common Stock						
Industrial and Miscellaneous	\$ 69,084,366	\$ 0	\$ 0	\$ 0	\$ 69,084,366	
Total Common Stocks	\$ 69,084,366	\$ 0	\$ 0	\$ 0	\$ 69,084,366	
Other Invested Assets						
Joint Venture, Ptr or LLC, char. of Com Stks - Unaffiliated	\$ 2,980,174	\$ 0	\$ 0	\$ 0	\$ 2,980,174	
Total Other Invested Assets	\$ 2,980,174	\$ 0	\$ 0	\$ 0	\$ 2,980,174	
Total Assets at Fair Value	\$ 72,064,540	\$ 0	\$ 0	\$ 0	\$ 72,064,540	

(2) The Company held no assets or liabilities categorized as Level 3 during the reporting period that were transferred into or out of the level categorization held at January 1, 2011. The following table provides a reconciliation of changes in assets and liabilities categorized as Level 3 during the reporting period.

Fair Value Measurements in Level 3 of the Fair Value Hierarchy

	(1)	(2)	(3)	(4)	(5)	(6)	(7)
				Total gains and (losses) included in Net Income	Total gains and (losses) included in Surplus	Purchases, Issuances, Sales and Settlements	Balance at 3/31/2011
Balance at 01/01/2011							
Common Stock - Unaffiliated	\$ 236,894	\$ 0	\$ 0	\$ 164,184	\$ (164,184)	\$ (236,894)	\$ 0
Total	\$ 236,894	\$ 0	\$ 0	\$ 164,184	\$ (164,184)	\$ (236,894)	\$ 0

(3) The Company's policy for determining when transfers between levels is required is based upon change in the inputs used to determine fair value measurement. If an input changes, the Company evaluates the new input(s) and makes the determination whether or not a transfer between levels is appropriate. If an asset or liability is transferred between levels, it is the Company's policy to record the transfer as of the beginning of the quarter in which the transfer occurs.

(4) As of March 31, 2011, the Company held no investments in assets or liabilities measured and reported at fair value that were classified as Level 2. Historically, fair values in this category are provided by independent pricing services. Where independent pricing services provide fair values, the Company has obtained an understanding of the methods, models and inputs used in pricing, and has controls in place to validate that amounts provided represent current fair values.

(5) As of March 31, 2011, the Company had no holdings classified as either a derivative asset or liability.

B. Not applicable- Disclosure removed by the Statutory Accounting Principles Working Group in December 2010.

C. Combining Fair Value Information- Not required

D. Fair Value Estimating- Not applicable

21. Other Items- No significant change

22. Events Subsequent- Subsequent events have been considered through April 21, 2011 for the statutory statements issued as of March 31, 2011. No events or transactions have occurred that would give rise to a Type I or Type II subsequent event.

**NOTES TO FINANCIAL STATEMENTS****P & C Specific Notes**

23. Reinsurance- No significant change

24. Retrospectively Rated Contracts and Contracts Subject to Redetermination- Not applicable

25. Changes in Incurred Losses and Loss Adjustment Expenses-  
Reserves as of December 31, 2010 were \$124.8 million. In calendar year 2011, \$11.8 million has been paid for incurred claims and claim adjustment expenses attributable to insured events of prior years. Reserves remaining for prior years are now \$109.9 million. Therefore, there has been a \$3.1 million favorable prior-year development from December 31, 2010 to March 31, 2011. The favorable development is principally from decreases in the estimates of loss and loss adjustment expenses for the following lines of business: commercial multiple peril, homeowners/farmowners and private passenger auto. This change is generally the result of ongoing analysis of recent loss development trends. Original estimates are increased or decreased, as additional information becomes known regarding individual claims. The estimates are not affected by prior year loss development on retrospectively rated policies, as the Company does not write this type of policy.

26. Intercompany Pooling Arrangements-  
Effective January 1, 2011, the reinsurance pooling arrangement was amended to increase Ohio Farmers Insurance Company's participation from 9% to 19% and decrease Westfield Insurance Company's participation from 64% to 54%. No other companies in the pool were impacted. This amendment was approved by the Ohio Department of Insurance in December, 2010.

Below is a detail of participation percentages by company:

	NAIC Number	Effective 1/1/2011	Prior to 1/1/2011
Ohio Farmers Insurance Company	24104	19.0%	9.0%
Westfield Insurance Company	24112	54.0%	64.0%
Westfield National Insurance Company	24120	13.0%	13.0%
American Select Insurance Company	19992	5.0%	5.0%
Old Guard Insurance Company	17558	9.0%	9.0%

A. The lead company, Ohio Farmers Insurance Company, and its property-casualty companies participate in a single 100% reinsurance pooling arrangement. The following companies are participants:

Company	NAIC Number	Percent
Ohio Farmers Insurance Company	24104	19.0%
Westfield Insurance Company	24112	54.0%
Westfield National Insurance Company	24120	13.0%
American Select Insurance Company	19992	5.0%
Old Guard Insurance Company	17558	9.0%

B. - F. No significant change

G. Affiliated Balances due to Old Guard Insurance Company at 3/31/2011 and 12/31/2010 respectively were:

	3/31/2011	12/31/2010
Ohio Farmers Insurance Company*	\$ 1,378,159	\$ 148,964
Affiliated Receivable	\$ 1,378,159	\$ 148,964

\*Ohio Farmers Insurance Company is included in the intercompany pooling arrangement.

27. Structured Settlements- No significant change

28. Health Care Receivables- Not applicable

29. Participating Policies- Not applicable

30. Premium Deficiency Reserves- No significant change

31. High Deductibles- Not applicable

32. Discounting of Liabilities for Unpaid Losses and Unpaid Loss Adjustment Expenses- No significant change

33. Asbestos /Environmental Reserves- No significant change

34. Subscriber Savings Accounts- Not applicable

35. Multiple Peril Crop Insurance- Not applicable

36. Financial Guaranty Insurance- 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?  No ( )

1.2 If yes, has the report been filed with the domiciliary state?  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. Have there been any substantial changes in the organizational chart since the prior quarter end?  Yes ( ) No (X)  
If yes, complete the Schedule Y - Part 1 - organizational chart.

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 ( ) N/A (X)  
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. 12/31/2007

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. 12/31/2007

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). 08/07/2008

6.4 By what department or departments?  
Ohio

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? (You need not report an action, either formal or informal, if a confidentiality clause is part of the agreement.)  Yes ( ) No (X)

7.2 If yes, give full information  
.....

8.1 Is the company a subsidiary of a bank holding company regulated by the Federal Reserve Board?  Yes (X) No ( )

8.2 If response to 8.1 is yes, please identify the name of the bank holding company.  
Ohio Farmers Insurance Company

8.3 Is the company affiliated with one or more banks, thrifts or securities firms?  Yes (X) No ( )

8.4 If 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 Office of Thrift Supervision (OTS), 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 OTS	6 FDIC	7 SEC
Westfield Bancorp	Westfield Center, OH	Y	N	Y	Y	N
Westfield Bank, FSB	Westfield Center, OH	Y	N	Y	Y	N
Ohio Farmers Insurance Company	Westfield Center, OH	Y	N	Y	N	N

## GENERAL INTERROGATORIES (continued)

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).

.....

### FINANCIAL

10.1 Does the reporting entity report any amounts due from parent, subsidiaries or affiliates on Page 2 of this statement? Yes (X) No ( )

10.2 If yes, indicate the amounts receivable from parent included in the Page 2 amount: \$ ..... 1,378,159

### 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 (X)

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 (X)

14.2 If yes, please complete the following:

	1 Prior Year-End Book/ Adjusted Carrying Value	2 Current Quarter Book/ Adjusted Carrying Value
14.21 Bonds .....	\$ ..... 0	\$ ..... 0
14.22 Preferred Stock .....	\$ ..... 0	\$ ..... 0
14.23 Common Stock .....	\$ ..... 0	\$ ..... 0
14.24 Short-Term Investments .....	\$ ..... 0	\$ ..... 0
14.25 Mortgage Loans on Real Estate .....	\$ ..... 0	\$ ..... 0
14.26 All Other .....	\$ ..... 0	\$ ..... 0
14.27 Total Investment in Parent, Subsidiaries and Affiliates (Subtotal Line 14.21 to Line 14.26) .....	\$ ..... 0	\$ ..... 0
14.28 Total Investment in Parent included in Line 14.21 to Line 14.26 above .....	\$ ..... 0	\$ ..... 0

15.1 Has the reporting entity entered into any hedging transactions reported on schedule DB? Yes ( ) No (X)

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.

## GENERAL INTERROGATORIES (continued)

16. 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 3, III Conducting Examinations, F - Custodial or Safekeeping Agreements of the NAIC Financial Condition Examiners Handbook?

Yes (X) No ( )

16.1 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
JPMorgan Chase .....	1 Chase Manhattan Plaza - 19th Floor, New York, NY 10005 .....
.....	.....
.....	.....

16.2 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)
.....	.....	.....
.....	.....	.....
.....	.....	.....

16.3 Have there been any changes, including name changes, in the custodian(s) identified in 16.1 during the current quarter? Yes ( ) No (X)

16.4 If yes, give full and complete information relating thereto:

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

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

1 Central Registration Depository	2 Name(s)	3 Address
.....	.....	.....
.....	.....	.....
.....	.....	.....

17.1 Have all the filing requirements of the Purposes and Procedures Manual of the NAIC Securities Valuation Office been followed? Yes (X) No ( )

17.2 If no, list exceptions:

.....

**GENERAL INTERROGATORIES - Line 4.2 (Continued)**

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

4.2 - Entities that have ceased to exist as a result of the merger or consolidation.

**GENERAL INTERROGATORIES - Line 8.4 (Continued)**

1 Affiliate Name	2 Location (City, State)	3 FRB	4 OCC	5 OTS	6 FDIC	7 SEC
---------------------	-----------------------------	----------	----------	----------	-----------	----------

Names and location of any affiliates regulated by a federal regulatory services agency.

Westfield Insurance Company ..... Westfield Center, Ohio ..... Y ..... N ..... Y ..... N ..... N .....

8.4 - Names and location of any affiliates regulated by a federal regulatory services agency.

**GENERAL INTERROGATORIES - Line 16.1 (continued)**

1 Name of Custodian(s)	2 Custodian Address
---------------------------	------------------------

**GENERAL INTERROGATORIES - Line 16.2 (continued)**

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

**GENERAL INTERROGATORIES - Line 16.4 (continued)**

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

**GENERAL INTERROGATORIES - Line 16.5 (continued)**

1 Central Registration Depository	2 Name(s)	3 Address
-----------------------------------------	--------------	--------------

**GENERAL INTERROGATORIES (continued)****PART 2****PROPERTY AND 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 (X) No ( ) 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 cancelled? 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 Discount Schedule.

5. Operating Percentages:

5.1 A&H loss percent	..... 0.0 %
5.2 A&H cost containment percent	..... 0.0 %
5.3 A&H expense percent excluding cost containment expenses	..... 0.0 %

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 balance of the funds administered as of the reporting date. \$ ..... 0

**SCHEDULE F - CEDED REINSURANCE**

Showing all new reinsurers - Current Year to Date

1 NAIC Company Code	2 Federal ID Number	3 Name of Reinsurer	4 Domiciliary Jurisdiction	5 Is Insurer Authorized? (Yes or No)

**NONE**

**SCHEDULE T - EXHIBIT OF PREMIUMS WRITTEN**

Current Year to Date - Allocated by States and Territories

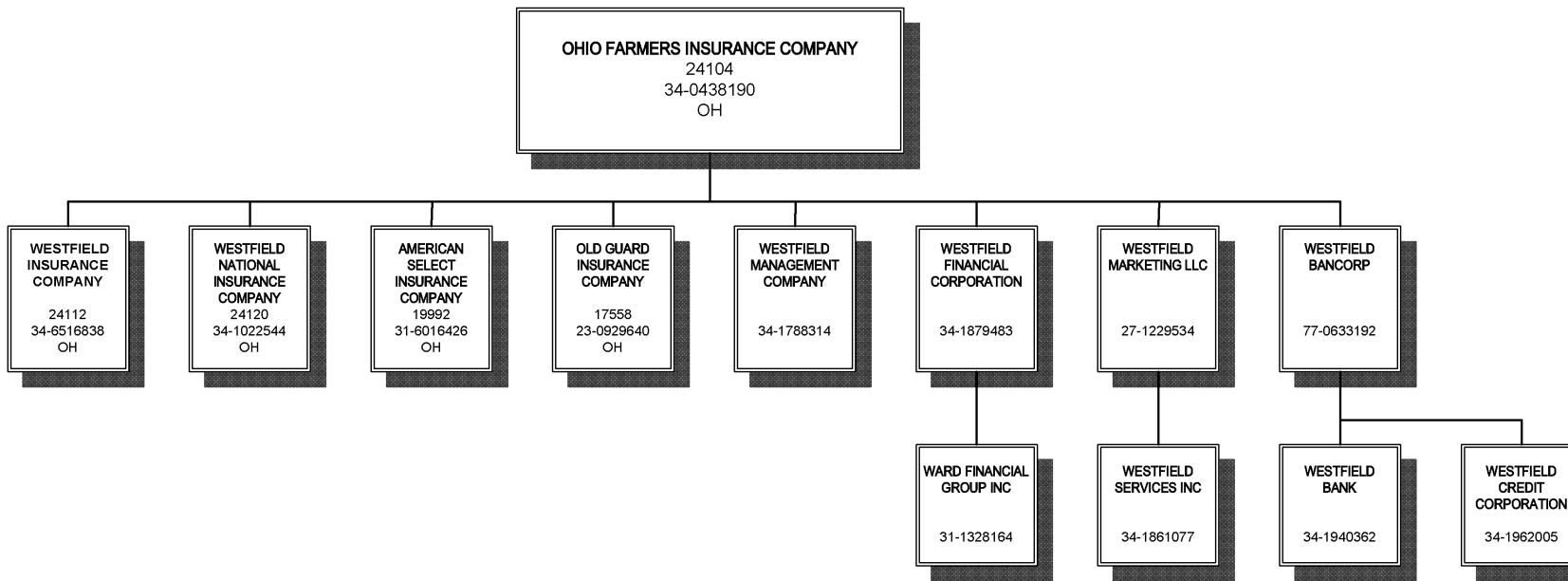
States, etc.	1 Active Status	Direct Premiums Written		Direct Losses Paid (Deducting Salvage)		Direct Losses Unpaid	
		2 Current Year To Date	3 Prior Year To Date	4 Current Year To Date	5 Prior Year To Date	6 Current Year To Date	7 Prior Year To Date
1. Alabama	AL N	0	0	0	0	0	0
2. Alaska	AK N	0	0	0	0	0	0
3. Arizona	AZ N	0	0	0	0	0	0
4. Arkansas	AR N	0	0	0	0	0	0
5. California	CA N	0	0	0	0	0	0
6. Colorado	CO N	0	0	0	0	0	0
7. Connecticut	CT N	0	0	0	0	0	0
8. Delaware	DE L	0	0	37,261	35,483	2,262,242	2,629,901
9. District of Columbia	DC N	0	0	0	0	0	0
10. Florida	FL N	0	0	0	0	0	0
11. Georgia	GA N	0	0	0	0	0	0
12. Hawaii	HI N	0	0	0	0	0	0
13. Idaho	ID N	0	0	0	0	0	0
14. Illinois	IL N	0	0	0	0	0	0
15. Indiana	IN L	0	0	0	0	0	0
16. Iowa	IA L	0	0	0	0	0	0
17. Kansas	KS N	0	0	0	0	0	0
18. Kentucky	KY L	0	0	0	0	0	0
19. Louisiana	LA N	0	0	0	0	0	0
20. Maine	ME N	0	0	0	0	0	0
21. Maryland	MD L	0	0	(25)	147,469	127,110	
22. Massachusetts	MA N	0	0	0	0	0	0
23. Michigan	MI N	0	0	0	0	0	0
24. Minnesota	MN N	0	0	0	0	0	0
25. Mississippi	MS N	0	0	0	0	0	0
26. Missouri	MO N	0	0	0	0	0	0
27. Montana	MT N	0	0	0	0	0	0
28. Nebraska	NE N	0	0	0	0	0	0
29. Nevada	NV N	0	0	0	0	0	0
30. New Hampshire	NH N	0	0	0	0	0	0
31. New Jersey	NJ N	0	0	0	0	0	0
32. New Mexico	NM N	0	0	0	0	0	0
33. New York	NY N	0	0	0	0	0	0
34. North Carolina	NC N	0	0	0	0	0	0
35. North Dakota	ND L	0	0	0	0	0	0
36. Ohio	OH L	0	0	0	0	0	0
37. Oklahoma	OK N	0	0	0	0	0	0
38. Oregon	OR E	0	0	0	0	0	0
39. Pennsylvania	PA L	0	0	77,193	177,198	5,276,327	5,215,477
40. Rhode Island	RI N	0	0	0	0	0	0
41. South Carolina	SC N	0	0	0	0	0	0
42. South Dakota	SD L	0	0	0	0	0	0
43. Tennessee	TN N	0	0	0	0	0	0
44. Texas	TX N	0	0	0	0	0	0
45. Utah	UT N	0	0	0	0	0	0
46. Vermont	VT N	0	0	0	0	0	0
47. Virginia	VA L	0	0	0	0	0	0
48. Washington	WA N	0	0	0	0	0	0
49. West Virginia	WV L	0	0	0	0	0	0
50. Wisconsin	WI N	0	0	0	0	0	0
51. Wyoming	WY N	0	0	0	0	0	0
52. American Samoa	AS N	0	0	0	0	0	0
53. Guam	GU N	0	0	0	0	0	0
54. Puerto Rico	PR N	0	0	0	0	0	0
55. U.S. Virgin Islands	VI N	0	0	0	0	0	0
56. Northern Mariana Islands	MP N	0	0	0	0	0	0
57. Canada	CN N	0	0	0	0	0	0
58. Aggregate Other Alien	OT XXX	0	0	0	0	0	0
59. Totals	(a) 11	0	0	114,454	212,656	7,686,038	7,972,488
<b>DETAILS OF WRITE-INS</b>							
5801	XXX	0	0	0	0	0	0
5802	XXX	0	0	0	0	0	0
5803	XXX	0	0	0	0	0	0
5898. Summary of remaining write-ins for Line 58 from overflow page	XXX	0	0	0	0	0	0
5899. TOTALS (Line 5801 through Line 5803 plus Line 5898) (Line 58 above)	XXX	0	0	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; (N) None of the above - Not allowed to write business in the state.

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

**SCHEDULE Y - INFORMATION CONCERNING ACTIVITIES  
OF INSURER MEMBERS OF A HOLDING COMPANY GROUP**

**PART 1 - ORGANIZATIONAL CHART**



These companies are members of the following pooling arrangement beginning 01/01/2011:

Ohio Farmers Insurance Company	19.0%
Westfield Insurance Company	54.0%
Westfield National Insurance Company	13.0%
American Select Insurance Company	5.0%
Old Guard Insurance Company	9.0%
Total	100.0%

**PART 1 - LOSS EXPERIENCE**

Line 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 .....	0	(378)	0.0	0.0
2. Allied lines .....	0	(274)	0.0	0.0
3. Farmowners multiple peril .....	0	1,515	0.0	0.0
4. Homeowners multiple peril .....	0	(197)	0.0	0.0
5. Commercial multiple peril .....	0	1,708	0.0	0.0
6. Mortgage guaranty .....	0	0	0.0	0.0
8. Ocean marine .....	0	0	0.0	0.0
9. Inland marine .....	0	0	0.0	0.0
10. Financial guaranty .....	0	0	0.0	0.0
11.1 Medical professional liability-occurrence .....	0	0	0.0	0.0
11.2 Medical professional liability-claims made .....	0	0	0.0	0.0
12. Earthquake .....	0	0	0.0	0.0
13. Group accident and health .....	0	0	0.0	0.0
14. Credit accident and health .....	0	0	0.0	0.0
15. Other accident and health .....	0	0	0.0	0.0
16. Workers' compensation .....	0	101,326	0.0	0.0
17.1 Other liability-occurrence .....	0	(201)	0.0	0.0
17.2 Other liability-claims made .....	0	0	0.0	0.0
17.3 Excess Workers' Compensation .....	0	0	0.0	0.0
18.1 Products liability-occurrence .....	0	1	0.0	0.0
18.2 Products liability-claims made .....	0	0	0.0	0.0
19.1, 19.2 Private passenger auto liability .....	0	(9,216)	0.0	0.0
19.3, 19.4 Commercial auto liability .....	0	(9,046)	0.0	0.0
21. Auto physical damage .....	0	(705)	0.0	0.0
22. Aircraft (all perils) .....	0	0	0.0	0.0
23. Fidelity .....	0	0	0.0	0.0
24. Surety .....	0	0	0.0	0.0
26. Burglary and theft .....	0	0	0.0	0.0
27. Boiler and machinery .....	0	0	0.0	0.0
28. Credit .....	0	0	0.0	0.0
29. International .....	0	0	0.0	0.0
30. Warranty .....	0	0	0.0	0.0
31. Reinsurance-Nonproportional Assumed Property .....	XXX	XXX	XXX	XXX
32. Reinsurance-Nonproportional Assumed Liability .....	XXX	XXX	XXX	XXX
33. Reinsurance-Nonproportional Assumed Financial Lines .....	XXX	XXX	XXX	XXX
34. Aggregate write-ins for other lines of business .....	0	0	0.0	0.0
35. TOTALS .....	0	84,533	0.0	0.0
<b>DETAILS OF WRITE-INS</b>				
3401 .....	0	0	0.0	0.0
3402 .....	0	0	0.0	0.0
3403 .....	0	0	0.0	0.0
3498. Summary of remaining write-ins for Line 34 from overflow page .....	0	0	0.0	0.0
3499. Totals (Line 3401 through Line 3403 plus Line 3498) (Line 34) .....	0	0	0.0	0.0

**PART 2 - DIRECT PREMIUMS WRITTEN**

Line of Business	1 Current Quarter	2 Current Year to Date	3 Prior Year to Date
1. Fire .....	0	0	0
2. Allied lines .....	0	0	0
3. Farmowners multiple peril .....	0	0	0
4. Homeowners multiple peril .....	0	0	0
5. Commercial multiple peril .....	0	0	0
6. Mortgage guaranty .....	0	0	0
8. Ocean marine .....	0	0	0
9. Inland marine .....	0	0	0
10. Financial guaranty .....	0	0	0
11.1 Medical professional liability-occurrence .....	0	0	0
11.2 Medical professional liability-claims made .....	0	0	0
12. Earthquake .....	0	0	0
13. Group accident and health .....	0	0	0
14. Credit accident and health .....	0	0	0
15. Other accident and health .....	0	0	0
16. Workers' compensation .....	0	0	0
17.1 Other liability-occurrence .....	0	0	0
17.2 Other liability-claims made .....	0	0	0
17.3 Excess Workers' Compensation .....	0	0	0
18.1 Products liability-occurrence .....	0	0	0
18.2 Products liability-claims made .....	0	0	0
19.1, 19.2 Private passenger auto liability .....	0	0	0
19.3, 19.4 Commercial auto liability .....	0	0	0
21. Auto physical damage .....	0	0	0
22. Aircraft (all perils) .....	0	0	0
23. Fidelity .....	0	0	0
24. Surety .....	0	0	0
26. Burglary and theft .....	0	0	0
27. Boiler and machinery .....	0	0	0
28. Credit .....	0	0	0
29. International .....	0	0	0
30. Warranty .....	0	0	0
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 .....	0	0	0
<b>DETAILS OF WRITE-INS</b>			
3401 .....	0	0	0
3402 .....	0	0	0
3403 .....	0	0	0
3498. Summary of remaining write-ins for Line 34 from overflow page .....	0	0	0
3499. Totals (Line 3401 through Line 3403 plus Line 3498) (Line 34) .....	0	0	0

STATEMENT AS OF MARCH 31, 2011 OF THE Old Guard Insurance Company

### **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 (Column 1 plus Column 2)	2011 Loss and LAE Payments on Claims Reported as of Prior Year-End	2011 Loss and LAE Payments on Claims Unreported as of Prior Year-End	Total 2011 Loss and LAE Payments (Column 4 plus Column 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	Total Q.S. Loss and LAE Reserves (Column 7 plus Column 8 plus Column 9)	Prior Year-End Known Case Loss and LAE Reserves	Prior-Year-End IBNR Loss and LAE Reserves	Prior Year-End Total Loss and LAE Reserve	
1. 2008 + Prior	24,123	23,280	47,403	2,322	192	2,514	22,037	470	20,880	43,387	236	(1,738) (1,502)	
2. 2009	14,978	11,356	26,334	1,831	178	2,009	12,978	491	9,989	23,458	(169) (698)	(867)	
3. Subtotals 2009 + prior	39,101	34,636	73,737	4,153	370	4,523	35,015	961	30,869	66,845	67	(2,436) (2,369)	
4. 2010	26,555	24,551	51,106	5,315	2,011	7,326	21,258	3,758	18,075	43,091	18	(707) (689)	
5. Subtotals 2010 + prior	65,656	59,187	124,843	9,468	2,381	11,849	56,273	4,719	48,944	109,936	85	(3,143) (3,058)	
6. 2011	XXX	XXX	XXX	XXX	7,360	7,360	XXX	7,009	16,523	23,532	XXX	XXX	
7. Totals	65,656	59,187	124,843	9,468	9,741	19,209	56,273	11,728	65,467	133,468	85	(3,143) (3,058)	
8. Prior Year-End Surplus As Regards Policy-holders	121,888										Column 11, Line 7 As % of Column 1, Line 7	Column 12, Line 7 As % of Column 2, Line 7	Column 13, Line 7 As % of Column 3, Line 7
											1. 0.1 %	2. (5.3) %	3. (2.4) %
											Column 13, Line 7		
											Line 8		

## 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.

	Responses
1. Will the Trusted Surplus Statement be filed with the state of domicile and the NAIC with this statement?	NO
EXPLANATION:	
BARCODE:	
Document Identifier 490:	 1 7 5 5 8 2 0 1 1 4 9 0 0 0 0 0 0 1

2. Will Supplement A to Schedule T (Medical Professional Liability Supplement) be filed with this statement?	NO
EXPLANATION:	
BARCODE:	
Document Identifier 455:	 1 7 5 5 8 2 0 1 1 4 5 5 0 0 0 0 0 1

3. Will the Medicare Part D Coverage Supplement be filed with the state of domicile and the NAIC with this statement?	NO
EXPLANATION:	
BARCODE:	
Document Identifier 365:	 1 7 5 5 8 2 0 1 1 3 6 5 0 0 0 0 0 1

4. Will the Director and Officer Supplement be filed with the state of domicile and the NAIC with this statement?	NO
EXPLANATION:	
BARCODE:	
Document Identifier 505:	 1 7 5 5 8 2 0 1 1 5 0 5 0 0 0 0 0 1

**SCHEDULE A - VERIFICATION**

## Real Estate

	1 Year To Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value, December	0	0
2. Cost of acquired:	0	0
2.1 Actual cost at time of acquisition	0	0
2.2 Additional investment made after ac	0	0
3. Current year change in encumbrances	0	0
4. Total gain (loss) on disposals	0	0
5. Deduct amounts received on disposals	0	0
6. Total foreign exchange change in book/ac	0	0
7. Deduct current year's other than temporar	0	0
8. Deduct current year's depreciation	0	0
9. Book/adjusted carrying value at end of cu	0	0
Line 5 plus Line 6 minus Line 7 plus Line 8	0	0
10. Deduct total nonadmitted amounts	0	0
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 excludin	0	0
2. Cost of acquired:	0	0
2.1 Actual cost at time of acquisition	0	0
2.2 Additional investment made after a	0	0
3. Capitalized deferred interest and other	0	0
4. Accrual of discount	0	0
5. Unrealized valuation increase (decrease)	0	0
6. Total gain (loss) on disposals	0	0
7. Deduct amounts received on disposals	0	0
8. Deduct amortization of premium and mort	0	0
9. Total foreign exchange change in book value/recorded investment excluding accrued interest	0	0
10. Deduct current year's other than temporary impairment recognized	0	0
11. Book value/recorded investment excluding accrued interest at end of current period (Line 1 plus Line 2 plus	0	0
Line 3 plus Line 4 plus Line 5 plus Line 6 minus Line 7 minus Line 8 plus Line 9 minus Line 10)	0	0
12. Total Valuation Allowance	0	0
13. Subtotal (Line 11 plus Line 12)	0	0
14. Deduct total nonadmitted amounts	0	0
15. Statement value at end of current period (Line 13 minus Line 14)	0	0

**SCHEDULE BA - VERIFICATION**

## Other Long-Term Invested Assets

	1 Year To Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year	4,712,702	2,587,028
2. Cost of acquired:	0	722,764
2.1 Actual cost at time of acquisition	0	1,315,211
2.2 Additional investment made after acquisition	0	0
3. Capitalized deferred interest and other	0	0
4. Accrual of discount	0	0
5. Unrealized valuation increase (decrease)	24,282	87,699
6. Total gain (loss) on disposals	(13,805)	0
7. Deduct amounts received on disposals	1,743,006	0
8. Deduct amortization of premium and depreciation	0	0
9. Total foreign exchange change in book/adjusted carrying value	0	0
10. Deduct current year's other than temporary impairment recognized	0	0
11. Book/adjusted carrying value at end of current period (Line 1 plus Line 2 plus Line 3 plus Line 4 plus	2,980,173	4,712,702
Line 5 plus Line 6 minus Line 7 minus Line 8 plus Line 9 minus Line 10)	2,980,173	4,712,702
12. Deduct total nonadmitted amounts	0	0
13. Statement value at end of current period (Line 11 minus Line 12)	2,980,173	4,712,702

**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	266,993,350	245,250,662
2. Cost of bonds and stocks acquired	7,623,820	95,441,488
3. Accrual of discount	13,337	10,029
4. Unrealized valuation increase (decrease)	26,277	5,742,510
5. Total gain (loss) on disposals	1,245,080	3,245,741
6. Deduct consideration for bonds and stocks disposed of	6,801,203	79,630,827
7. Deduct amortization of premium	451,490	2,102,046
8. Total foreign exchange change in book/adjusted carrying value	0	0
9. Deduct current year's other than temporary impairment recognized	0	964,207
10. Book/adjusted carrying value at end of current period (Line 1 plus Line 2 plus Line 3 plus Line 4 plus	268,649,171	266,993,350
Line 5 minus Line 6 minus Line 7 plus Line 8 minus Line 9)	268,649,171	266,993,350
11. Deduct total nonadmitted amounts	0	0
12. Statement value at end of current period (Line 10 minus Line 11)	268,649,171	266,993,350

## SCHEDULE D - PART 1B

Showing the Acquisitions, Dispositions and Non-Trading Activity

During the Current Quarter for all Bonds and Preferred Stock by Rating Class

	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
<b>BONDS</b>								
1. Class 1 (a) .....	197,992,204	7,159,505	4,058,610	(1,207,692)	199,885,407	0	0	197,992,204
2. Class 2 (a) .....	1,469,061	0	0	769,539	2,238,600	0	0	1,469,061
3. Class 3 (a) .....	0	0	0	0	0	0	0	0
4. Class 4 (a) .....	0	0	0	0	0	0	0	0
5. Class 5 (a) .....	0	0	0	0	0	0	0	0
6. Class 6 (a) .....	0	0	0	0	0	0	0	0
7. Total Bonds .....	199,461,265	7,159,505	4,058,610	(438,153)	202,124,007	0	0	199,461,265
<b>PREFERRED STOCK</b>								
8. Class 1 .....	0	0	0	0	0	0	0	0
9. Class 2 .....	0	0	0	0	0	0	0	0
10. Class 3 .....	0	0	0	0	0	0	0	0
11. Class 4 .....	0	0	0	0	0	0	0	0
12. Class 5 .....	0	0	0	0	0	0	0	0
13. Class 6 .....	0	0	0	0	0	0	0	0
14. Total Preferred Stock .....	0	0	0	0	0	0	0	0
15. Total Bonds and Preferred Stock .....	199,461,265	7,159,505	4,058,610	(438,153)	202,124,007	0	0	199,461,265

(a) Book/Adjusted Carrying Value column for the end of the current reporting period includes the following amount of non-rated short-term and cash equivalent bonds by NAIC designation:

NAIC 1 \$ ..... 2,559,202 ; NAIC 2 \$ ..... 0 ; NAIC 3 \$ ..... 0 ; NAIC 4 \$ ..... 0 ; NAIC 5 \$ ..... 0 ; NAIC 6 \$ ..... 0

**SCHEDULE DA - PART 1**

Short-Term Investments Owned End of Current Quarter

	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    Totals .....	2,559,202	XXX	2,559,202	11	0

**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 .....	1,123,496	3,903,830
2. Cost of short-term investments acquired .....	2,559,202	9,279,376
3. Accrual of discount .....	0	0
4. Unrealized valuation increase (decrease) .....	0	0
5. Total gain (loss) on disposals .....	0	0
6. Deduct consideration received on disposals .....	1,123,496	12,059,710
7. Deduct amortization of premium .....	0	0
8. Total foreign exchange change in book/adjusted carrying value .....	0	0
9. Deduct current year's other than temporary impairment recognized .....	0	0
10. Book/adjusted carrying value at end of current period (Line 1 + Line 2 + Line 3 + Line 4 + Line 5 - Line 6 - Line 7 + Line 8 - Line 9) .....	2,559,202	1,123,496
11. Deduct total nonadmitted amounts .....	0	0
12. Statement value at end of current period (Line 10 minus Line 11) .....	2,559,202	1,123,496

**Page SI04**

Schedule DB, Part A, Verification  
**NONE**

Schedule DB, Part B, Verification  
**NONE**

**Page SI05**

Schedule DB, Pt. C, Section 1, Replicated (Synthetic Assets) Open  
**NONE**

**Page SI06**

Sch DB, Pt C, Sn 2, Replication (Syn Assets) Transactions Open  
**NONE**

**Page SI07**

Schedule DB, Verification  
**NONE**

**SCHEDULE E - VERIFICATION**

(Cash Equivalents)

	1 Year To Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year	0	0
2. Cost of cash equivalents acquired	0	899,949
3. Accrual of discount	0	0
4. Unrealized valuation increase (decrease)	0	0
5. Total gain (loss) on disposals	0	0
6. Deduct consideration received on disposals	0	899,949
7. Deduct amortization of premium	0	0
8. Total foreign exchange change in book/adjusted carrying value	0	0
9. Deduct current year's other than temporary impairment recognized	0	0
10. Book/adjusted carrying value at end of current period (Line 1 + Line 2 + Line 3 + Line 4 + Line 5 - Line 6 - Line 7 + Line 8 - Line 9)	0	0
11. Deduct total nonadmitted amounts	0	0
12. Statement value at end of current period (Line 10 minus Line 11)	0	0

**Page E01**

Sch. A, Pt. 2, Real Estate Acquired  
**NONE**

Sch. A, Pt. 3, Real Estate Disposed  
**NONE**

**Page E02**

Schedule B, Part 2, Mortgage Loans Acquired  
**NONE**

Schedule B, Part 3, Mortgage Loans Disposed  
**NONE**

STATEMENT AS OF MARCH 31, 2011 OF THE Old Guard Insurance Company

**SCHEDULE BA - PART 2**

Showing Other Long-Term Invested Assets ACQUIRED AND ADDITIONS MADE During the Current Quarter

1 CUSIP Identification	2 Name or Description	Location		5 Name of Vendor or General Partner	6 NAIC Designation	7 Date Originally Acquired	8 Type and Strategy	9 Actual Cost at Time of Acquisition	10 Additional Investment Made After Acquisition	11 Amount of Encumbrances	12 Commitment for Additional Investment	13 Percentage of Ownership
		3 City	4 State									

**NONE**

**SCHEDULE BA - PART 3**

Showing Other Long-Term Invested Assets DISPOSED, Transferred or Repaid During the Current Quarter

1 CUSIP Identification	2 Name or Description	Location		5 Name of Purchaser or Nature of Deposit	6 Date Originally Acquired	7 Disposal Date	8 Book/Adjusted Carrying Value Less Encumbrances Prior Year	Change in Book/Adjusted Carrying Value					15 Book/Adjusted Carrying Value Less Encumbrances on Disposal	16 Consideration	17 Foreign Exchange Gain (Loss) on Disposal	18 Realized Gain (Loss) on Disposal	19 Total Gain (Loss) on Disposal	20 Investment Income	
								9 Unrealized Valuation Increase (Decrease)	10 Current Year's (Depreciation) or (Amortization) / Accretion	11 Current Year's Other Than Temporary Impairment Recognized	12 Capitalized Deferred Interest and Other	13 Total Change in B./A.C.V. (9+10-11+12)	14 Total Foreign Exchange Change in B./A.C.V.						
Joint Venture, Partnership or Limited Liability Company Interests That Have the Underlying Characteristics of Common Stock - Unaffiliated																			
01881G-10-6	ALLIANCEBERNSTEIN HLDG LP UNI	DE		Jeffries & Co Inc	02/27/2006	02/25/2011	615,912	(227,304)	0	0	0	(227,304)	0	585,311	585,311	0	196,703	196,703	11,088
01881G-10-6	ALLIANCEBERNSTEIN HLDG LP UNI	DE		Jeffries & Co Inc	02/27/2006	02/28/2011	83,988	(30,996)	0	0	0	(30,996)	0	81,307	81,307	0	28,315	28,315	1,512
01881G-10-6	ALLIANCEBERNSTEIN HLDG LP UNI	DE		Jeffries & Co Inc	02/27/2006	03/25/2011	1,171,166	144,045	0	0	0	144,045	0	1,076,388	1,076,388	0	(238,824)	(238,824)	21,084
1599999 - Subtotal - Joint Venture, Partnership or Limited Liability Company Interests That Have the Underlying Characteristics of																			
Common Stock - Unaffiliated																			
1,871,066							1,871,066	(114,255)	0	0	0	(114,255)	0	1,743,006	1,743,006	0	(13,805)	(13,805)	33,684
3999999 - TOTAL - Unaffiliated							1,871,066	(114,255)	0	0	0	(114,255)	0	1,743,006	1,743,006	0	(13,805)	(13,805)	33,684
4199999 - TOTALS							1,871,066	(114,255)	0	0	0	(114,255)	0	1,743,006	1,743,006	0	(13,805)	(13,805)	33,684

## STATEMENT AS OF MARCH 31, 2011 OF THE Old Guard Insurance Company

## SCHEDULE D - PART 3

Show All Long-Term Bonds and Stock Acquired by the Company During the Current Quarter

1 CUSIP Identification	2 Description	3 Foreign	4 Date Acquired	5 Name of Vendor	6 Number of Shares of Stock	7 Actual Cost	8 Par Value	9 Paid for Accrued Interest and Dividends	10 NAIC Designation or Market Indicator (a)
Bonds - U.S. Governments									
3133XG-6E-9	FEDERAL HOME LN BKS . 5.750% 06/12/26		01/21/2011	Oppenheimer & Co Inc		1,717,815	1,500,000.00	10,063	1
0599999	- Subtotal - Bonds - U.S. Governments					1,717,815	1,500,000.00	10,063	
Bonds - U.S. Political Subdivisions of States, Territories and Possessions									
442565-W5-2	HOWARD CNTY MD CONS PUB 4.000% 02/15/23		02/23/2011	KeyBanc Capital Mkts		2,882,488	2,800,000.00	0	1FE
2499999	- Subtotal - Bonds - U.S. Political Subdivisions of States, Territories and Possessions					2,882,488	2,800,000.00	0	
8399997	- Subtotal - Bonds - Part 3					4,600,303	4,300,000.00	10,063	
8399999	- Subtotal - Bonds					4,600,303	4,300,000.00	10,063	
Common Stocks - Industrial and Miscellaneous (Unaffiliated)									
09247X-10-1	BLACKROCK INC COM		03/25/2011	Stifel Nicolaus	16,000.00	3,023,517		0	L
9099999	- Subtotal - Common Stocks - Industrial and Miscellaneous (Unaffiliated)					3,023,517		0	
9799997	- Subtotal - Common Stocks - Part 3					3,023,517		0	
9799999	- Subtotal - Common Stocks					3,023,517		0	
9899999	- Subtotal - Preferred and Common Stocks					3,023,517		0	
9999999	- TOTALS					7,623,820		10,063	

E04

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

STATEMENT AS OF MARCH 31, 2011 OF THE Old Guard Insurance Company

**SCHEDULE D - PART 4**

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

1 CUSIP Identifi- cation	2 Description	3 Foreign	4 Disposal Date	5 Name of Purchaser	6 Number of Shares of Stock	7 Consideration	8 Par Value	9 Actual Cost	10 Prior Year Book/ Adjusted Carrying Value	Change In Book/Adjusted Carrying Value					16 Total Change in B./A.C.V. (11+12-13)	17 Total Foreign Exchange Change in B./A.C.V.	18 Book/Adjusted Carrying Value at Disposal Date	19 Foreign Exchange Gain (Loss) on Disposal	20 Realized Gain (Loss) on Disposal	21 Total Gain (Loss) on Disposal	22 Bond Interest/ Stock Dividends Received During Year	21 Maturity Date	22 NAIC Designa- tion or Market Indi- cator (a)		
										11 Unrealized Valuation Increase/ (Decrease)	12 Current Year's (Amort- ization) / Accretion	13 Current Year's Other Than Temporary Impairment Recognized	14 Total Change in B./A.C.V.	15 Total Foreign Exchange Change in B./A.C.V.											
<b>Bonds - U. S. Governments</b>																									
31359H-HK-2	FEDERAL NATL MTG ASSN 5.500%		03/15/2011	Maturity		50,000	50,000.00	48,808	49,958	0	42	0	42	0	50,000	0	0	0	0	0	0	1,375	03/15/2011	1.	
36202E-3J-6	GNMA GTD PASS THRU POOL 6.500%		03/01/2011	Paydown		72,344	72,344.00	76,436	76,366	0	(4,023)	0	(4,023)	0	72,344	0	0	0	0	0	0	861	03/20/2039	1.	
36202E-5K-1	GNMA GTD PASS THRU POOL 6.500%		03/01/2011	Paydown		26,604	26,604.00	28,250	28,212	0	(1,608)	0	(1,608)	0	26,604	0	0	0	0	0	0	319	05/20/2039	1.	
36202E-PC-7	GNMA GTD PASS THRU POOL 7.000%		03/01/2011	Paydown		47,998	47,998.00	49,858	49,814	0	(1,816)	0	(1,816)	0	47,998	0	0	0	0	0	0	545	08/20/2037	1.	
36202E-PP-8	GNMA GTD PASS THRU POOL 7.000%		03/01/2011	Paydown		33,558	33,558.00	34,785	34,770	0	(1,211)	0	(1,211)	0	33,558	0	0	0	0	0	0	365	09/20/2037	1.	
36202E-SD-2	GNMA GTD PASS THRU POOL 6.500%		03/01/2011	Paydown		91,039	91,039.00	94,937	94,873	0	(3,833)	0	(3,833)	0	91,039	0	0	0	0	0	0	1,048	04/20/2038	1.	
36294S-DJ-3	GNMA GTD PASS THRU POOL 6.500%		03/01/2011	Paydown		27,574	27,574.00	28,246	28,239	0	(665)	0	(665)	0	27,574	0	0	0	0	0	0	350	09/15/2036	1.	
36294S-EP-8	GNMA GTD PASS THRU POOL 7.000%		03/01/2011	Paydown		4,772	4,772.00	4,939	4,935	0	(163)	0	(163)	0	4,772	0	0	0	0	0	0	56	10/15/2036	1.	
36295H-R9-3	GNMA GTD PASS THRU POOL 6.500%		03/01/2011	Paydown		18,496	18,496.00	19,109	19,089	0	(592)	0	(592)	0	18,496	0	0	0	0	0	0	250	08/15/2037	1.	
36296U-NG-1	GNMA GTD PASS THRU POOL 6.500%		03/01/2011	Paydown		13,642	13,642.00	14,367	14,362	0	(720)	0	(720)	0	13,642	0	0	0	0	0	0	141	01/15/2039	1.	
83162C-GN-7	SMALL BUS ADM GTD PTHRU 1996-2 6.375%		02/01/2011	Paydown		19,936	19,936.00	19,936	19,936	0	0	0	0	0	19,936	0	0	0	0	0	0	635	02/01/2016	1FE	
83162C-HH-9	SMALL BUS ADM GTD PTHRU 1997-2 7.150%		03/01/2011	Paydown		13,767	13,767.00	13,767	13,767	0	0	0	0	0	13,767	0	0	0	0	0	0	492	03/01/2017	1FE	
0599999	Subtotal - Bonds - U. S. Governments					419,730	419,730.00	433,438	434,321	0	(14,589)	0	(14,589)	0	419,730	0	0	0	0	0	0	6,437			
<b>Bonds - All Other Governments</b>																									
748148-QX-4	QUEBEC PROV CDA GLOB SER PJ .6.125% A		01/22/2011	Maturity		1,000,000	1,000,000.00	992,990	999,847	0	153	0	153	0	1,000,000	0	0	0	0	0	0	30,625	01/22/2011	1FE	
1099999	Subtotal - Bonds - All Other Governments					1,000,000	1,000,000.00	992,990	999,847	0	153	0	153	0	1,000,000	0	0	0	0	0	0	30,625			
<b>Bonds - U. S. Special Revenue and Special Assessment and All Non-Guaranteed Obligations of Agencies and Authorities of Governments and Their Political Subdivisions</b>																									
31287N-CF-3	FHLMC 30 YR GOLD PC GRP POOL 7.000%		03/01/2011	Paydown		7,043	7,043.00	7,433	7,415	0	(372)	0	(372)	0	7,043	0	0	0	0	0	0	82	01/01/2032	1.	
3128M4-AX-1	FHLMC 30 YR GOLD PC GRP POOL 6.000%		03/01/2011	Paydown		120,172	120,172.00	128,021	127,879	0	(7,707)	0	(7,707)	0	120,172	0	0	0	0	0	0	1,204	12/01/2036	1.	
3133TL-V5-4	FHLMC REMIC SER T-18 A3 SEQ 7.790%		03/01/2011	Paydown		2,035	2,035.00	2,035	2,035	0	0	0	0	0	2,035	0	0	0	0	0	0	23	08/15/2029	1.	
31371K-L7-4	FNMA PASS THRU POOL 254250 7.500%		03/01/2011	Paydown		9,085	9,085.00	9,633	9,597	0	(512)	0	(512)	0	9,085	0	0	0	0	0	0	113	03/01/2032	1.	
31388T-Q6-3	FNMA PASS THRU POOL 614377 7.000%		03/01/2011	Paydown		2,848	2,848.00	3,000	2,984	0	(136)	0	(136)	0	2,848	0	0	0	0	0	0	33	02/01/2032	1.	
31392M-HL-9	FHLMC REMIC SER 2465 PG PAC 6.500%		03/01/2011	Paydown		50,795	50,795.00	52,065	52,026	0	(1,231)	0	(1,231)	0	50,795	0	0	0	0	0	0	546	04/01/2032	1.	
31406D-7A-8	FNMA PASS THRU POOL 807389 6.500%		03/01/2011	Paydown		3,024	3,024.00	3,120	3,117	0	(93)	0	(93)	0	3,024	0	0	0	0	0	0	33	08/01/2032	1.	
31409A-X3-8	FNMA PASS THRU POOL 865698 7.000%		03/01/2011	Paydown		137,781	137,781.00	141,785	141,718	0	(3,937)	0	(3,937)	0	137,781	0	0	0	0	0	0	2,367	02/01/2036	1.	
31410B-GT-5	FNMA PASS THRU POOL 884110 7.000%		03/01/2011	Paydown		71,736	71,736.00	74,891	63,722	0	8,013	0	8,013	0	71,736	0	0	0	0	0	0	1,248	05/01/2036	1.	
31410G-KU-6	FNMA PASS THRU POOL 888707 7.500%		03/01/2011	Paydown		115,246	115,246.00	121,153	121,015	0	(5,769)	0	(5,769)	0	115,246	0	0	0	0	0	0	1,426	10/01/2037	1.	
31410G-RK-1	FNMA PASS THRU POOL 888890 6.500%		03/01/2011	Paydown		180,443	180,443.00	186,731	186,556	0	(6,113)	0	(6,113)	0	180,443	0	0	0	0	0	0	1,889	10/01/2037	1.	
31410K-CX-0	FNMA PASS THRU POOL 889386 6.000%		03/01/2011	Paydown		68,923	68,923.00	74,684	74,640	0	(5,717)	0	(5,717)	0	68,923	0	0	0	0	0	0	676	03/01/2038	1.	
31410S-PW-1	FNMA PASS THRU POOL 896037 7.000%		03/01/2011	Paydown		103,108	103,108.00	106,250	106,108	0	(2,999)	0	(2,999)	0	103,108	0	0	0	0	0	0	935	08/01/2036	1.	
31410X-B9-6	FNMA PASS THRU POOL 900164 6.500%		03/01/2011	Paydown		309,209	309,209.00	315,563	315,365	0	(6,156)	0	(6,156)	0	309,209	0	0	0	0	0	0	3,273	08/01/2036	1.	
31412F-H4-8	FNMA PASS THRU POOL 923751 7.000%		03/01/2011	Paydown		32,536	32,536.00	33,430	33,408	0	(872)	0	(872)	0	32,536	0	0	0	0	0	0	515	04/01/2037	1.	
31412M-A2-4	FNMA PASS THRU POOL 928925 6.500%		03/01/2011	Paydown		139,042	139,042.00	144,212	144,156	0	(5,114)	0	(5,114)	0	139,042	0	0	0	0	0	0	1,762	12/01/2037	1.	
31413Q-U3-0	FNMA PASS THRU POOL 952502 6.500%		03/01/2011	Paydown		162,356	162,356.00	166,541	166,456	0	(4,100)	0	(4,100)	0	162,356	0	0	0	0	0	0	1,589	09/01/2037	1.	
3199999	Subtotal - Bonds - U. S. Special Revenue and Special Assessment and All Non-Guaranteed Obligations of Agencies and Authorities of Governments and Their Political Subdivisions					1,515,382	1,515,382.00	1,570,547	1,558,197	0	(42,815)	0	(42,815)	0	1,515,382										

## STATEMENT AS OF MARCH 31, 2011 OF THE Old Guard Insurance Company

## SCHEDULE D - PART 4

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

1 CUSIP Identifi- cation	2 Description	3 Foreign	4 Disposal Date	5 Name of Purchaser	6 Number of Shares of Stock	7 Consideration	8 Par Value	9 Actual Cost	10 Prior Year Book/ Adjusted Carrying Value	Change In Book/Adjusted Carrying Value					16 Book/Adjusted Carrying Value at Disposal Date	17 Foreign Exchange Gain (Loss) on Disposal	18 Realized Gain (Loss) on Disposal	19 Total Gain (Loss) on Disposal	20 Bond Interest/ Stock Dividends Received During Year	21 Maturity Date	22 NAIC Designa- tion or Market Indi- cator (a)			
										11 Unrealized Valuation Increase/ (Decrease)	12 Current Year's (Amort- ization) / Accretion	13 Current Year's Other Than Temporary Impairment Recognized	14 Total Change in B./A.C.V. (11+12-13)	15 Total Foreign Exchange Change in B./A.C.V.										
Common Stocks - Industrial and Miscellaneous (Unaffiliated) (continued)																								
78463X-87-1	SPDR INDEX SHS FDS S & P INTL SMALL C	.....	02/25/2011	Stifel Nicolaus	15,000.000	468,148	.....	444,525	462,600	.....	(18,075)	.....	0	.....	0	.....	444,525	.....	0	.....	23,623	.....	0	.....
9099999	Subtotal - Common Stocks - Industrial and Miscellaneous (Unaffiliated)	.....			3,866,087	.....	2,621,009	3,797,574	(1,176,565)	.....	0	.....	0	(1,176,565)	.....	0	2,621,009	.....	0	1,245,079	1,245,079	.....	22,540	.....
9799997	Subtotal - Common Stocks - Part 4	.....			3,866,087	.....	2,621,009	3,797,574	(1,176,565)	.....	0	.....	0	(1,176,565)	.....	0	2,621,009	.....	0	1,245,079	1,245,079	.....	22,540	.....
9799999	Subtotal - Common Stocks	.....			3,866,087	.....	2,621,009	3,797,574	(1,176,565)	.....	0	.....	0	(1,176,565)	.....	0	2,621,009	.....	0	1,245,079	1,245,079	.....	22,540	.....
9899999	Subtotal - Preferred and Common Stocks	.....			3,866,087	.....	2,621,009	3,797,574	(1,176,565)	.....	0	.....	0	(1,176,565)	.....	0	2,621,009	.....	0	1,245,079	1,245,079	.....	22,540	.....
9999999	TOTALS	.....			6,801,199	.....	5,617,984	6,789,939	(1,176,565)	.....	(57,251)	.....	0	(1,233,816)	.....	0	5,556,121	.....	0	1,245,079	1,245,079	.....	77,316	.....

**Page E06**

Schedule DB, Part A, Section 1  
**NONE**

Financial or Economic Impact of the Hedge  
**NONE**

**Page E07**

Schedule DB, Part B, Section 1  
**NONE**

Schedule DB, Part B, Section 1, Broker Name  
**NONE**

Schedule DB, Part B, Financial or Economic Impact of the Hedge  
**NONE**

**Page E08**

Schedule DB, Part D  
**NONE**

**Page E09**

Schedule DL, Part 1  
**NONE**

**Page E10**

Schedule DL, Part 2  
**NONE**

**Page E11**

Schedule E, Part 1, Cash  
**NONE**

**Page E12**

Schedule E, Part 2, Cash Equivalents  
**NONE**