



QUARTERLY STATEMENT

AS OF SEPTEMBER 30, 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
(Area Code) (Telephone Number) (Extension)

FinancialReporting@westfieldgrp.com 330-887-0840
(Fax Number)
(E-Mail Address)

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
14th day of October, 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	199,507,548	0	199,507,548	198,337,769
2. Stocks:				
2.1 Preferred stocks	0	0	0	0
2.2 Common stocks	64,391,814	0	64,391,814	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 (\$ 7,391,448)	7,391,448	0	7,391,448	1,123,496
6. Contract loans (including \$ 0 premium notes)	0	0	0	0
7. Derivatives	0	0	0	0
8. Other invested assets	2,758,668	0	2,758,668	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)	274,049,478	0	274,049,478	272,829,548
13. Title plants less \$ 0 charged off (for Title insurers only)	0	0	0	0
14. Investment income due and accrued	2,419,555	0	2,419,555	2,735,595
15. Premiums and considerations:				
15.1 Uncollected premiums and agents' balances in the course of collection	7,877,198	824,828	7,052,370	6,519,845
15.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due (including \$ 0 earned but unbilled premiums)	45,949,246	0	45,949,246	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	0	0	0	0
18.2 Net deferred tax asset	6,653,226	1,976,996	4,676,230	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	0	0	0	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)	336,948,703	2,801,824	334,146,879	325,724,972
27. From Separate Accounts, Segregated Accounts and Protected Cell Accounts	0	0	0	0
28. Totals (Line 26 and Line 27)	336,948,703	2,801,824	334,146,879	325,724,972
DETAILS OF WRITE-INS				
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

LIABILITIES, SURPLUS AND OTHER FUNDS

	1 Current Statement Date	2 December 31, Prior Year
1. Losses (current accident year \$ 42,753,292)	109,677,017	97,940,267
2. Reinsurance payable on paid losses and loss adjustment expenses	0	0
3. Loss adjustment expenses	28,597,916	26,902,535
4. Commissions payable, contingent commissions and other similar charges	7,379,427	7,786,840
5. Other expenses (excluding taxes, licenses and fees)	3,616,247	4,443,941
6. Taxes, licenses and fees (excluding federal and foreign income taxes)	1,781,928	2,083,617
7.1 Current federal and foreign income taxes (including \$ 0 on realized capital gains (losses))	1,218,174	577,968
7.2 Net deferred tax liability	0	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)	69,394,229	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)	644,171	(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	415,235	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)	222,724,344	203,837,000
27. Protected cell liabilities	0	0
28. Total liabilities (Line 26 and Line 27)	222,724,344	203,837,000
29. Aggregate write-ins for special surplus funds	12,166,086	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	1,065,596	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)	63,819,912	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)	111,422,535	121,887,972
38. Totals	334,146,879	325,724,972
DETAILS OF WRITE-INS		
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	12,166,086	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)	12,166,086	20,223,221
3201. Increased amount of surplus due to SSAP 10R, paragraph 10.e.	1,065,596	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)	1,065,596	1,327,985

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 \$ 14,519)	14,519	6,262	6,262
1.2 Assumed (written \$ 106,153,726)	100,883,273	99,064,878	132,741,847
1.3 Ceded (written \$ 24,016)	24,016	6,264	8,622
1.4 Net (written \$ 106,144,229)	100,873,776	99,064,876	132,739,487
DEDUCTIONS:			
2. Losses incurred (current accident year \$ 80,258,961):			
2.1 Direct	260,992	(1,656)	278,716
2.2 Assumed	71,262,459	56,510,865	75,039,480
2.3 Ceded	248,152	176,936	431,997
2.4 Net	71,275,299	56,332,273	74,886,199
3. Loss adjustment expenses incurred	11,554,794	9,787,735	13,397,502
4. Other underwriting expenses incurred	33,807,433	33,960,961	43,994,111
5. Aggregate write-ins for underwriting deductions	0	0	0
6. Total underwriting deductions (Line 2 through Line 5)	116,637,526	100,080,969	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)	(15,763,750)	(1,016,093)	461,675
INVESTMENT INCOME			
9. Net investment income earned	8,643,597	8,319,713	11,256,687
10. Net realized capital gains (losses) less capital gains tax of \$ 726,891	1,349,940	1,241,359	1,471,963
11. Net investment gain (loss) (Line 9 plus Line 10)	9,993,537	9,561,072	12,728,650
OTHER INCOME			
12. Net gain or (loss) from agents' or premium balances charged off (amount recovered \$ amount charged off \$ 412,961)	(150,778)	(184,818)	(266,027)
13. Finance and service charges not included in premiums	0	0	0
14. Aggregate write-ins for miscellaneous income	12,135	8,033	8,035
15. Total other income (Line 12 through Line 14)	(138,643)	(176,785)	(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)	(5,908,856)	8,368,194	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)	(5,908,856)	8,368,194	12,932,333
19. Federal and foreign income taxes incurred	(2,702,154)	2,867,973	4,479,463
20. Net income (Line 18 minus Line 19) (to Line 22)	(3,206,702)	5,500,221	8,452,870
CAPITAL AND SURPLUS ACCOUNT			
21. Surplus as regards policyholders, December 31 prior year	121,887,972	108,166,198	108,166,198
22. Net income (from Line 20)	(3,206,702)	5,500,221	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 \$ (2,831,794)	(5,225,343)	1,528,620	3,784,353
25. Change in net unrealized foreign exchange capital gain (loss)	0	0	0
26. Change in net deferred income tax	3,112	646,035	713,980
27. Change in nonadmitted assets	(2,036,504)	21,612	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)	(10,465,437)	7,696,488	13,721,774
39. Surplus as regards policyholders, as of statement date (Line 21 plus Line 38)	111,422,535	115,862,686	121,887,972
DETAILS OF WRITE-INS			
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	12,135	8,033	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)	12,135	8,033	8,035
3701. Increased amount of nonadmitted asset reported on line 27, due to SSAP 10R, paragraph 10.e.	262,388	9,326	232,011
3702. Decreased amount of surplus due to SSAP 10R, paragraph 10.e.	(262,388)	(9,326)	(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
Cash from Operations			
1. Premiums collected net of reinsurance	99,941,764	97,624,268	130,791,855
2. Net investment income	10,453,906	10,054,869	13,419,212
3. Miscellaneous income	(138,643)	(176,785)	(257,994)
4. Total (Line 1 through Line 3)	110,257,027	107,502,352	143,953,073
5. Benefit and loss related payments	59,538,549	50,404,091	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	45,236,167	44,437,337	56,985,984
8. Dividends paid to policyholders	0	0	0
9. Federal and foreign income taxes paid (recovered) net of \$ 726,891 tax on capital gains (losses)	(2,615,470)	3,133,175	4,760,167
10. Total (Line 5 through Line9)	102,159,246	97,974,603	129,469,773
11. Net cash from operations (Line 4 minus Line 10)	8,097,781	9,527,749	14,483,300
Cash from Investments			
12. Proceeds from investments sold, matured or repaid:			
12.1 Bonds	34,425,154	59,701,286	76,098,070
12.2 Stocks	4,264,872	3,532,758	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	4,663,440	0
12.8 Total investment proceeds (Line 12.1 through Line 12.7)	40,433,032	67,897,484	79,630,827
13. Cost of investments acquired (long-term only):			
13.1 Bonds	36,004,884	60,772,512	72,685,086
13.2 Stocks	6,822,175	14,924,525	22,756,402
13.3 Mortgage loans	0	0	0
13.4 Real estate	0	0	0
13.5 Other invested assets	0	2,037,975	2,037,975
13.6 Miscellaneous applications	0	0	0
13.7 Total investments acquired (Line 13.1 through Line 13.6)	42,827,059	77,735,012	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)	(2,394,027)	(9,837,528)	(17,848,636)
Cash from Financing and Miscellaneous Sources			
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)	564,198	(3,574,957)	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)	564,198	(3,574,957)	585,002
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)	6,267,952	(3,884,736)	(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)	7,391,448	19,094	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-

A. - C. No significant change

D. Loan-Backed Securities

- (1) Prepayment assumptions for single class and multi class mortgage-backed/asset-backed securities were obtained from broker dealer survey values or internal estimates. The Company used Interactive Data Corp. in determining the market value of its loan-backed securities.
- (2-3) No other-than-temporary impairments have been recognized on loan-backed securities.
- (4) The Company held no loan-backed securities or structured securities in an unrealized loss position at September 30, 2011.
- (5) Not applicable

E. - G. 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-

A. The net deferred tax asset/ (liability) and the change from the prior year are comprised of the following components:

	9/30/2011			12/31/2010		
	Ordinary	Capital	Total	Ordinary	Capital	Total
1 Total gross deferred tax assets	\$ 9,458,247	\$ 2,471,041	\$ 11,929,288	\$ 8,561,092	\$ 3,191,753	\$ 11,752,845
2 Statutory valuation allowance	0	0	0	0	0	0
3 Adjusted gross deferred tax assets	\$ 9,458,247	\$ 2,471,041	\$ 11,929,288	\$ 8,561,092	\$ 3,191,753	\$ 11,752,845
4 Total gross deferred tax liabilities	398,665	4,877,397	5,276,062	519,731	7,414,794	7,934,525
5 Net deferred tax asset (liability)	\$ 9,059,582	\$ (2,406,356)	\$ 6,653,226	\$ 8,041,361	\$ (4,223,041)	\$ 3,818,320
6 Deferred tax assets nonadmitted	1,976,996	0	1,976,996	0	0	0
7 Net admitted deferred tax asset (liability)	\$ 7,082,586	\$ (2,406,356)	\$ 4,676,230	\$ 8,041,361	\$ (4,223,041)	\$ 3,818,320
8 (Increase) decrease in nonadmitted asset	\$ (1,976,996)	\$ 0	\$ (1,976,996)	\$ 801,946	\$ 0	\$ 801,946

The Company has elected to admit additional DTAs pursuant to SSAP10R, paragraph 10e for the current and prior periods.

9 The amount of each result or component of the calculation, by tax character, of SSAP10R, paragraphs 10 (a) , 10 (b) (i) , 10 (b) (ii) and 10 (c) :

	9/30/2011			12/31/2010		
	Ordinary	Capital	Total	Ordinary	Capital	Total
a Recovered through loss carrybacks (10a)	\$ 1,435,265	\$ 336,709	\$ 1,771,974	\$ 6,713,377	\$ 1,303,700	\$ 8,017,077
Lesser of:						
b Recognized within one year (10bi)	4,442,743	0	4,442,743	0	391,995	391,995
c 10% of adjusted capital and surplus (10bii)			11,424,799			11,163,519
d Adjusted gross DTAs offset with DTLs (10c)	398,666	2,273,314	2,671,980	519,731	1,496,058	2,015,789
e Total admission component	\$ 6,276,674	\$ 2,610,023	\$ 8,886,697	\$ 7,233,108	\$ 3,191,753	\$ 10,424,861

Risk-based capital level used in paragraph (10d):

f Total adjusted capital	\$ 120,559,987	\$ 120,559,987
g Authorized control level	\$ 15,343,826	\$ 15,343,826

10 The amount of each result or component of the calculation, by tax character, of SSAP10R, paragraphs 10 (e) (i) , 10 (e) (ii) (a) , 10 (e) (ii) (b) & 10 (e) (iii) :

	9/30/2011			12/31/2010		
	Ordinary	Capital	Total	Ordinary	Capital	Total
a Recovered through loss carrybacks (10ei)	\$ 1,435,265	\$ 878,697	\$ 2,313,962	\$ 7,728,014	\$ 1,303,700	\$ 9,031,714
Lesser of:						
b Recognized within three years (10eii (a))	5,647,321	541,988	6,189,309	556,673	396,870	953,543
c 15% of adjusted capital and surplus (10eii (b))			11,424,799			16,745,278
d Adjusted gross DTAs offset with DTLs (10eii)	398,666	1,050,357	1,449,023	276,405	1,491,183	1,767,588
e Total admission component	\$ 7,481,252	\$ 2,471,042	\$ 9,952,294	\$ 8,561,092	\$ 3,191,753	\$ 11,752,845

Risk-based capital level used in paragraph 10d:

f Total adjusted capital	\$ 121,887,972	\$ 121,887,972
g Authorized control level	\$ 15,343,826	\$ 15,343,826

NOTES TO FINANCIAL STATEMENTS

11 The following amounts resulting from the calculation in paragraphs 10a., 10b., and 10c:

	9/30/2011			12/31/2010		
	Ordinary	Capital	Total	Ordinary	Capital	Total
a Admitted DTAs	\$ 6,016,990	\$ (2,406,355)	\$ 3,610,635	\$ 6,713,377	\$ (4,223,042)	\$ 2,490,335
b Admitted assets	XXX	XXX	\$ 333,081,283	XXX	XXX	\$ 324,396,987
c Statutory surplus	XXX	XXX	\$ 110,356,939	XXX	XXX	\$ 118,059,989
d Total adjusted capital	XXX	XXX	\$ 110,356,939	XXX	XXX	\$ 120,559,989
Increases due to SSAP 10R, Para 10.e:						
e Admitted DTAs	\$ 1,204,578	\$ (138,982)	\$ 1,065,596	\$ 1,327,984	\$ 0	\$ 1,327,984
f Admitted assets	XXX	XXX	\$ 1,065,596	XXX	XXX	\$ 1,327,984
g Statutory surplus	XXX	XXX	\$ 1,065,596	XXX	XXX	\$ 1,327,984

12 The change in deferred income taxes reported in surplus before consideration of nonadmitted assets is comprised of the following components:

	9/30/11	12/31/10	Change
a Net deferred tax asset (liability)	\$ 6,653,226	\$ 3,818,320	\$ 2,834,906
b Tax-effect of unrealized gains and losses	(4,246,334)	(7,078,128)	2,831,794
c Net tax effect without unrealized gains and losses	\$ 10,899,560	\$ 10,896,448	\$ 3,112
d Change in deferred income tax			\$ 3,112

13 Impact of tax planning strategies:

	9/30/2011			12/31/2010		
	Ordinary %	Capital %	Total %	Ordinary %	Capital %	Total %
Adjusted gross DTA (% of total adjusted gross DTAs)	0.0%	0.0%	0.0%	0.0%	0.0%	0.0%
Net admitted adjusted gross DTAs (% of total net admitted adjusted gross DTAs)	5.7%	0.0%	5.7%	5.7%	0.0%	5.7%

B. Unrecognized deferred tax liabilities

1 There are no temporary differences for which deferred tax liabilities are not recognized.

C. Current income taxes incurred consist of the following major components:

	9/30/11	12/31/10
1 Current year federal tax expense (benefit) net of capital gains tax	\$ (2,499,385)	\$ 4,355,021
2 Prior year adjustments	(209,726)	114,299
3 Foreign tax paid	6,957	10,143
4 Federal and foreign income taxes incurred, net of capital gains tax (benefit)	\$ (2,702,154)	\$ 4,479,463
5 Federal income tax on net capital gains	726,891	809,571
6 Utilization of capital loss carry-forwards	0	0
7 Other	0	0
8 Federal and foreign income taxes incurred, gross of capital gains tax (benefit)	\$ (1,975,263)	\$ 5,289,034

Deferred tax assets:

	9/30/11	12/31/10	Change
a. Ordinary deferred tax assets:			
1 Loss reserve discounting	\$ 2,629,853	\$ 2,186,346	\$ 443,507
2 Unearned premium reserve	4,245,700	4,195,947	49,753
3 Investments	6,488	0	6,488
4 Guarantee fund accrual	0	0	0
5 Salvage and subrogation	1,317,643	1,297,179	20,464
6 Fixed assets	144,996	0	144,996
7 Deferred compensation	1,107,407	881,620	225,787
8 Pension accrual	0	0	(0)
9 Other assets	6,160	0	6,160
10 Total ordinary deferred tax assets	\$ 9,458,247	\$ 8,561,092	\$ 897,155
11 Nonadmitted ordinary deferred tax assets	1,976,996	0	1,976,996
12 Admitted ordinary deferred tax assets	\$ 7,481,251	\$ 8,561,092	\$ (1,079,841)

b. Capital deferred tax assets:

1 Investments	\$ 2,264,236	\$ 2,695,015	\$ (430,779)
2 Net capital loss carry-forward	0	0	0
3 Fixed assets	0	144,996	(144,996)
4 Other expenses	206,805	351,743	(144,938)
5 Total capital deferred tax assets	\$ 2,471,041	\$ 3,191,754	\$ (720,713)
6 Nonadmitted capital deferred tax assets	0	0	0
7 Admitted capital deferred tax assets	\$ 2,471,041	\$ 3,191,754	\$ (720,713)
Admitted deferred tax assets	\$ 9,952,292	\$ 11,752,846	\$ (1,800,554)

Deferred tax liabilities:

a. Ordinary deferred tax liabilities			
1 Investments	\$ 41,467	\$ 175,825	\$ (134,358)
2 Fixed assets	3,020	3,020	0
3 Deferred and uncollected premiums	27,518	24,183	3,335
4 Deferred compensation	260,712	259,292	1,420
5 Other	65,949	57,411	8,538
6 Total ordinary deferred tax liabilities	\$ 398,666	\$ 519,731	\$ (121,065)

NOTES TO FINANCIAL STATEMENTS

b. Capital deferred tax liabilities			
1 Unrealized gain/ (losses)	\$ 4,246,334	\$ 7,078,128	\$ (2,831,794)
2 Investments	631,062	336,667	294,395
3 Real estate	0	0	0
4 Other	0	0	0
5 Total capital deferred tax liabilities	<u>\$ 4,877,396</u>	<u>\$ 7,414,795</u>	<u>\$ (2,537,399)</u>
Deferred tax liabilities	<u>\$ 5,276,062</u>	<u>\$ 7,934,526</u>	<u>\$ (2,658,464)</u>
c. Net admitted deferred tax asset (liability)	<u>\$ 4,676,230</u>	<u>\$ 3,818,320</u>	<u>\$ 857,910</u>

D. The Company's income tax incurred and change in deferred income tax differs from the amount obtained by applying the federal statutory rate of 35% to income before income taxes as follows:

	9/30/11	12/31/10
1 Income taxes incurred, gross of capital gains tax (benefit)	\$ (1,975,263)	\$ 5,289,033
2 Change in deferred income tax (without tax on unrealized gains and losses)	(3,112)	(713,980)
3 Total income tax reported	<u>\$ (1,978,375)</u>	<u>\$ 4,575,053</u>
4 Statutory income before taxes, gross of capital gains tax (benefit)	\$ (5,181,966)	\$ 13,741,903
	35%	35%
5 Expected income tax expense (benefit) at 35% statutory rate	<u>\$ (1,813,688)</u>	<u>\$ 4,809,665</u>
6 Increase (decrease) in actual tax reported resulting from:		
a. Dividend received deduction	(338,103)	(332,658)
b. Nondeductible expenses for meals, penalties, and lobbying	36,777	50,546
c. Tax exempt interest	(55,667)	(12,085)
d. Prior period adjustment	(6,966)	26,352
e. Deferred tax benefit/ (esp) on nonadmitted assets	139,972	(146,822)
f. Appreciation on donated property	0	0
g. IRC 832(b) (5) adjustment	59,065	51,711
h. Other	235	128,343
7 Total federal income tax reported	<u>\$ (1,978,375)</u>	<u>\$ 4,575,052</u>

E. Operating loss carryforward

1 As of the end of the current period, there are no operating loss or tax credit carryforwards available for tax purposes.

2 The amount of federal income taxes incurred that are available for recoupment in the event of future net losses are:

	Ordinary	Capital	Total
2011	\$ 0	\$ 726,891	\$ 726,891
2010	\$ 1,435,265	\$ 448,665	\$ 1,883,930
2009	\$ 3,443,755	\$ 1,311,513	\$ 4,755,268

3 The Company did not have any protective tax deposits under Section 6603 of the Internal Revenue Code.

F. Consolidated Federal Income Tax Return

1 The Company's federal income tax return is consolidated with its affiliates. Ohio Farmers Insurance Company (OFIC) is the parent company of the consolidated return. The following subsidiaries will be included in the consolidated federal income tax return.

Westfield Insurance Company	Westfield Marketing, LLC
Westfield National Insurance Company	Westfield Services, Incorporated
American Select Insurance Company	Westfield Securities Company
Old Guard Insurance Company	Westfield Bancorp
Westfield Management Company	Westfield Bank, FSB
WMC Properties, LLC	Westfield Mortgage Company, LLC
Westfield Financial Corporation	Westfield Credit Corporation
Ward Financial Group, Incorporated	

2 Each company in the consolidation has agreed to share any tax or recovery of tax based on their individual taxable income or loss. Each company's current taxable income or loss will be adjusted by any prior taxable income or loss which can be carried forward to the current year.

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 and from Old Guard Insurance Company at 9/30/2011 and 12/31/2010 respectively were:

	9/30/2011	12/31/2010
Ohio Farmers Insurance Company	\$ 0	\$ 148,964
Affiliated Receivable	\$ 0	\$ 148,964
Ohio Farmers Insurance Company	\$ 415,235	\$ 0
Affiliated Payable	\$ 415,235	\$ 0

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

NOTES TO FINANCIAL STATEMENTS

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 September 30, 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	\$ 7,132,070	\$ 6,381,085	\$ 1,297,254	\$ 910,523
Interest cost	10,983,723	10,515,294	1,158,755	1,051,090
Expected return on plan assets	(14,792,532)	(13,498,406)	(1,950,998)	(1,667,204)
Amortization of prior service cost	742,559	741,743	(366,938)	(323,856)
Amortization of net (gain) / loss	2,829,043	2,650,131	218,195	260,590
Net periodic benefit cost	\$ 6,894,863	\$ 6,789,847	\$ 356,268	\$ 231,143

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

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 September 30, 2011.

Description	(1)	Fair Value Measurements at September 30, 2011			(5) Total
		(2) Level 1	(3) Level 2	(4) Level 3	
Assets at fair value:					
Common Stock	\$ 64,391,814	\$ 0	\$ 0	\$ 64,391,814	
Industrial and Miscellaneous	\$ 64,391,814	\$ 0	\$ 0	\$ 64,391,814	
Total Common Stocks	\$ 64,391,814	\$ 0	\$ 0	\$ 64,391,814	
Other Invested Assets					
Joint Venture, Pte or LLC, char. of Com Stks - Unaffiliated	\$ 2,758,668	\$ 0	\$ 0	\$ 2,758,668	
Total Other Invested Assets	\$ 2,758,668	\$ 0	\$ 0	\$ 2,758,668	
Total Assets at Fair Value	\$ 67,150,482	\$ 0	\$ 0	\$ 67,150,482	

NOTES TO FINANCIAL STATEMENTS

(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 through the end of the reporting period.

Fair Value Measurements in Level 3 of the Fair Value Hierarchy

	(1)	(2)	(3)	(4)	(5)	(6)	(7)
	Balance at 01/01/2011	Transfers in Level 3	Transfers out Level 3	Total gains and (losses) included in Net Income	Total gains and (losses) included in Surplus	Purchases, Issuances, Sales and Settlements	Balance at 9/30/2011
Common Stock - Unaffiliated	\$ 236,894	\$ 0	\$ 0	\$ 164,184	\$ (164,184)	\$ (236,894)	\$ 0
Total	<u>\$ 236,894</u>	<u>\$ 0</u>	<u>\$ 0</u>	<u>\$ 164,184</u>	<u>\$ (164,184)</u>	<u>\$ (236,894)</u>	<u>\$ 0</u>

(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 September 30, 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 September 30, 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 October 21, 2011 for the statutory statements issued as of September 30, 2011. No events or transactions have occurred that would give rise to a Type I or Type II subsequent event.

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, \$27.2 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 \$88.4 million. Therefore, there has been a \$9.2 million favorable prior-year development from December 31, 2010 to September 30, 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:

	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 and from Old Guard Insurance Company at 9/30/2011 and 12/31/2010 respectively were:

	9/30/2011	12/31/2010
Ohio Farmers Insurance Company*	\$ 0	\$ 148,964
Affiliated Receivable	\$ 0	\$ 148,964
Ohio Farmers Insurance Company*	\$ 415,235	\$ 0
Affiliated Payable	\$ 415,235	\$ 0

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

NOTES TO FINANCIAL STATEMENTS

- 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? Yes (X) No ()

1.2 If yes, has the report been filed with the domiciliary state? Yes (X) 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.
.....

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, Ohio	Y	N	Y	Y	N
Westfield Bank, FSB	Westfield Center, Ohio	Y	N	Y	Y	N
Ohio Farmers Insurance Company	Westfield Center, Ohio	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 () No (X)

10.2 If yes, indicate the amounts receivable from parent included in the Page 2 amount: \$ 0

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?

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

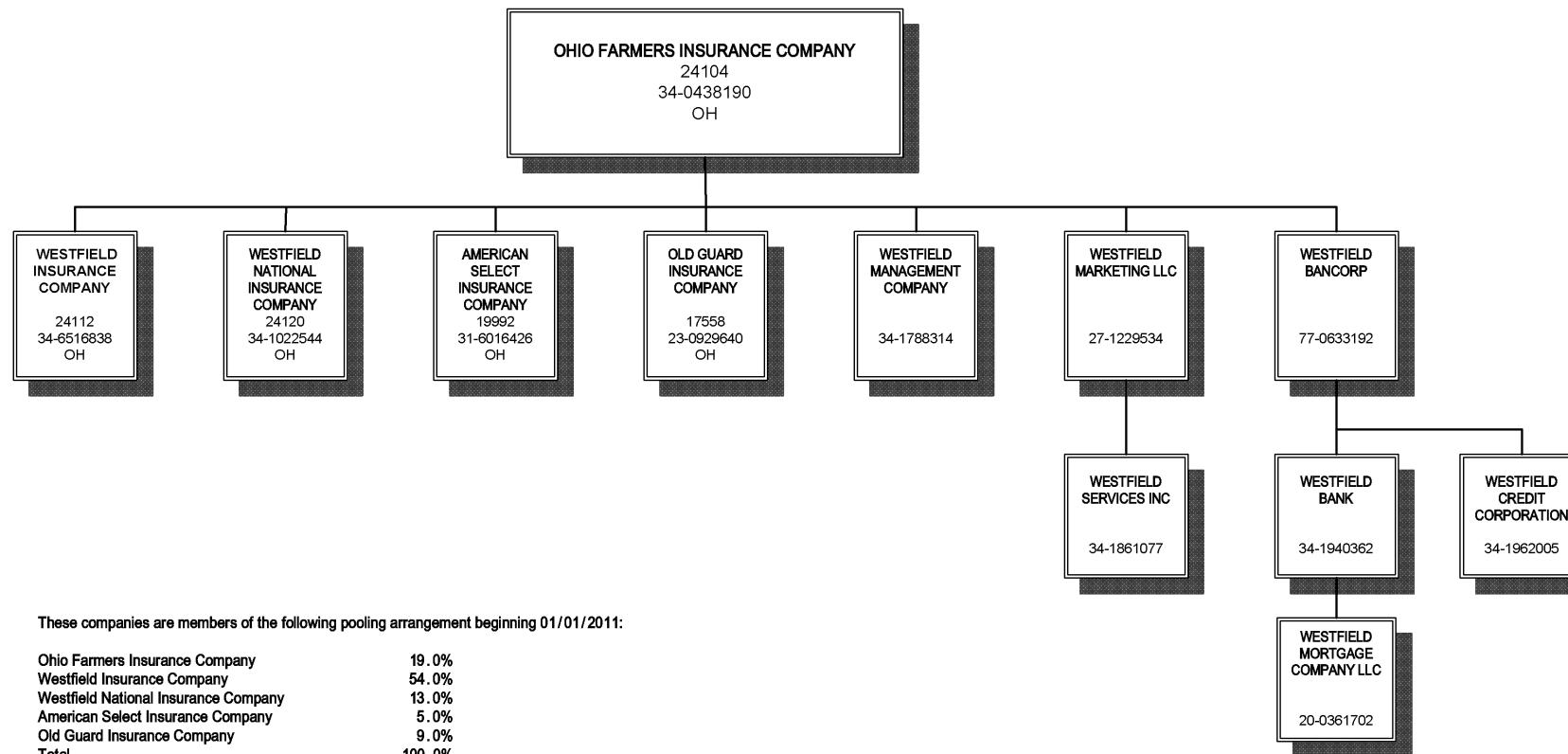
States, etc.	1 Active Status	Direct Premiums Written		Direct Losses Paid (Deducting Salvage)		Direct Losses Unpaid	
		2 Current Year To Date	3 Prior Year To Date	4 Current Year To Date	5 Prior Year To Date	6 Current Year To Date	7 Prior Year To Date
1. Alabama	AL N	0	0	0	0	0	0
2. Alaska	AK N	0	0	0	0	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	861,004	198,147	2,014,220	2,377,253
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	0	6,776	103,500	142,974
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	14,519	6,262	0	0	0	0
39. Pennsylvania	PA L	0	0	184,239	369,928	4,813,989	5,056,009
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	14,519	6,262	1,045,243	574,851	6,931,709	7,576,236
DETAILS OF WRITE-INS							
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



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	(1,537)	0.0	0.0
2. Allied lines	0	(596)	0.0	0.0
3. Farmowners multiple peril	0	(336,283)	0.0	0.0
4. Homeowners multiple peril	0	(95,214)	0.0	0.0
5. Commercial multiple peril	13,930	(65,783)	(472.2)	(1,039.4)
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	347	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	838,143	0.0	0.0
17.1 Other liability-occurrence	0	(76,660)	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	(1,186)	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	22,618	0.0	0.0
19.3, 19.4 Commercial auto liability	242	(20,333)	(8,402.1)	(5,466.9)
21. Auto physical damage	0	(2,177)	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	14,519	260,992	1,797.6	(26.4)
DETAILS OF WRITE-INS				
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	13,930	13,930	6,141
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	347	347	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	242	242	121
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	14,519	14,519	6,262
DETAILS OF WRITE-INS			
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 SEPTEMBER 30, 2011 OF THE Old Guard Insurance Company

PART 3 (000 Omitted)

LOSS AND LOSS ADJUSTMENT EXPENSE RESERVES SCHEDULE

Years in Which Losses Occurred	1	2	3	4	5	6	7	8	9	10	11	12	13
	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 Developed (Savings) / Deficiency (Column 7 plus Column 8 plus Column 9 minus Column 1)	Prior Year-End Total Loss and LAE Reserve Developed (Savings) / Deficiency (Column 11 plus Column 12)
1. 2008 + prior	24,123	23,280	47,403	7,223	490	7,713	17,421	858	17,861	36,140	521	(4,071)	(3,550)
2. 2009	14,978	11,356	26,334	5,032	525	5,557	9,451	1,001	7,681	18,133	(495)	(2,149)	(2,644)
3. Subtotals 2009 + prior	39,101	34,636	73,737	12,255	1,015	13,270	26,872	1,859	25,542	54,273	26	(6,220)	(6,194)
4. 2010	26,555	24,551	51,106	10,102	3,861	13,963	15,339	4,556	14,249	34,144	(1,114)	(1,885)	(2,999)
5. Subtotals 2010 + prior	65,656	59,187	124,843	22,357	4,876	27,233	42,211	6,415	39,791	88,417	(1,088)	(8,105)	(9,193)
6. 2011	XXX	XXX	XXX	XXX	42,164	42,164	XXX	24,810	25,048	49,858	XXX	XXX	XXX
7. Totals	65,656	59,187	124,843	22,357	47,040	69,397	42,211	31,225	64,839	138,275	(1,088)	(8,105)	(9,193)
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. (1.7)%	2. (13.7)%	3. (7.4)%
											Column 13, Line 7		
											Line 8		
											4. (7.5)%		

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:



2. Will Supplement A to Schedule T (Medical Professional Liability Supplement) be filed with this statement?

NO

EXPLANATION:

BARCODE:

Document Identifier 455:



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:



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:



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)	(197,223)	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	2,758,668	4,712,702
Line 5 plus Line 6 minus Line 7 minus Line 8 plus Line 9 minus Line 10)	2,758,668	4,712,702
12. Deduct total nonadmitted amounts	0	0
13. Statement value at end of current period (Line 11 minus Line 12)	2,758,668	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	42,827,060	95,441,488
3. Accrual of discount	13,145	10,029
4. Unrealized valuation increase (decrease)	(7,859,914)	5,742,510
5. Total gain (loss) on disposals	2,231,129	3,245,741
6. Deduct consideration for bonds and stocks disposed of	38,690,027	79,630,827
7. Deduct amortization of premium	1,474,888	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	140,493	964,207
10. Book/adjusted carrying value at end of current period (Line 1 plus Line 2 plus Line 3 plus Line 4 plus	263,899,362	266,993,350
Line 5 minus Line 6 minus Line 7 plus Line 8 minus Line 9)	263,899,362	266,993,350
11. Deduct total nonadmitted amounts	0	0
12. Statement value at end of current period (Line 10 minus Line 11)	263,899,362	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
BONDS								
1. Class 1 (a)	202,710,929	14,188,206	11,710,908	(508,344)	199,885,407	202,710,929	204,679,883	197,992,204
2. Class 2 (a)	2,228,881	0	0	(9,768)	2,238,600	2,228,881	2,219,113	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	204,939,810	14,188,206	11,710,908	(518,112)	202,124,007	204,939,810	206,898,996	199,461,265
PREFERRED STOCK								
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	204,939,810	14,188,206	11,710,908	(518,112)	202,124,007	204,939,810	206,898,996	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 \$ 7,391,448 ; 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	7,391,448	XXX	7,391,448	25	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	9,937,904	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	3,669,952	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)	7,391,448	1,123,496
11. Deduct total nonadmitted amounts	0	0
12. Statement value at end of current period (Line 10 minus Line 11)	7,391,448	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

Page E03

Sch. BA, Pt. 2, Other Long-Term Invested Assets Acquired
NONE

Sch. BA, Pt. 3, Other Long-Term Invested Assets Disposed
NONE

STATEMENT AS OF SEPTEMBER 30, 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. States, Territories and Possessions									
20772G-V7-0	CONN ST SER C GO . 5.750% 11/01/23		07/26/2011	KeyBanc Capital Mkts	1,198,240	1,000,000.00		14,056	1FE
1799999	Subtotal - Bonds - U.S. States, Territories and Possessions				1,198,240	1,000,000.00		14,056	
Bonds - U.S. Political Subdivisions of States, Territories and Possessions									
681712-PP-4	OMAHA NB REF CONV CTR GO 5.250% 04/21/25		09/15/2011	Sandler O'Neill Partners	2,497,400	2,000,000.00		49,292	1FE
796237-SJ-5	SAN ANTONIO TX GEN IM GO 5.500% 08/01/25		09/20/2011	KeyBanc Capital Mkts	3,113,864	2,600,000.00		20,656	1FE
2499999	Subtotal - Bonds - U.S. Political Subdivisions of States, Territories and Possessions				5,611,264	4,600,000.00		69,948	
8399997	Subtotal - Bonds - Part 3				6,809,504	5,600,000.00		84,004	
8399999	Subtotal - Bonds				6,809,504	5,600,000.00		84,004	
Common Stocks - Industrial and Miscellaneous (Unaffiliated)									
291011-10-4	EMERSON ELECTRIC CO		08/03/2011	Morgan Stanley Dean Witter	11,000,000	531,433		0	L
369604-10-3	GENERAL ELEC CO		08/03/2011	UBS PaineWebber Inc	60,000,000	1,046,376		0	L
56585A-10-2	MARATHON PETROLEUM CORP		07/01/2011	Spin Off	7,500,000	220,026		0	L
931422-10-9	WALGREEN CO		07/26/2011	Citigroup/MorganStanley	25,000,000	996,263		0	L
9099999	Subtotal - Common Stocks - Industrial and Miscellaneous (Unaffiliated)				2,794,098			0	
9799997	Subtotal - Common Stocks - Part 3				2,794,098			0	
9799999	Subtotal - Common Stocks				2,794,098			0	
9899999	Subtotal - Preferred and Common Stocks				2,794,098			0	
9999999	TOTALS				9,603,602			84,004	

E04

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

STATEMENT AS OF SEPTEMBER 30, 2011 OF THE Old Guard Insurance Company

<div[](https://www.irs.gov/efiling/images/efiling/schedule_d_part4_header.png)

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

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

STATEMENT AS OF SEPTEMBER 30, 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)																						
565849-10-6	MARATHON OIL CORP		07/01/2011	Spin Off	0.000	220,026		220,026	224,131	(4,105)	0	0	(4,105)	0	220,026	0	0	0	0	0	0	L
9099999	Subtotal - Common Stocks - Industrial and Miscellaneous (Unaffiliated)					220,026		220,026	224,131	(4,105)	0	0	(4,105)	0	220,026	0	0	0	0	0	0	
9799997	Subtotal - Common Stocks - Part 4					220,026		220,026	224,131	(4,105)	0	0	(4,105)	0	220,026	0	0	0	0	0	0	
9799999	Subtotal - Common Stocks					220,026		220,026	224,131	(4,105)	0	0	(4,105)	0	220,026	0	0	0	0	0	0	
9899999	Subtotal - Preferred and Common Stocks					220,026		220,026	224,131	(4,105)	0	0	(4,105)	0	220,026	0	0	0	0	0	0	
9999999	TOTALS				12,103,916		12,193,261	4,880,428	(4,105)	(135,270)	0	(139,375)	0	11,925,246	0	178,670	178,670	415,175				

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