

STATEMENT AS OF MARCH 31 , 2012 OF THE Old Guard Insurance Company

AMENDED EXPLANATION COVER

To correct missing required line NOTES TO FINANCIAL STATEMENT 21G02B due to software issue.



QUARTERLY STATEMENT
AS OF MARCH 31, 2012
OF THE CONDITION AND AFFAIRS OF THE
Old Guard Insurance Company

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

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 One Park Circle, Westfield Center, Ohio 44251-5001
(Street and Number, City or Town, State and Zip Code)

Main Administrative Office One Park Circle, Westfield Center, Ohio 44251-5001 330-887-0101
(Street and Number, City or Town, State and Zip Code) (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 One Park Circle, 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
(Name) (Area Code) (Telephone Number) (Extension)
FinancialReporting@westfieldgrp.com 330-887-0840
(E-Mail Address) (Fax Number)

OFFICERS

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

OTHER OFFICERS

James Robert Clay# (Chairman & CEO)
Dennis Paul Baus# (National Surety Leader)
Bambi Ann Beshire (Group Finance & Accounting 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
Edward James Largent#
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.

<u>Edward James Largent</u> Westfield Insurance Leader & President	<u>Joseph Christian Kohmann</u> Group Finance Leader & Treasurer	<u>Frank Anthony Carrino</u> Group Legal Leader & Secretary
Subscribed and sworn to before me this 15th day of April, 2012		a. Is this an original filing? Yes (X) No ()
		b. If no: 1. State the amendment number <u>0</u>
		2. Date filed _____
		3. Number of pages attached <u>0</u>

ASSETS

	Current Statement Date			4
	1	2	3	
	Assets	Nonadmitted Assets	Net Admitted Assets (Col. 1 minus Col. 2)	December 31 Prior Year Net Admitted Assets
1. Bonds	214,112,445	0	214,112,445	208,641,412
2. Stocks:				
2.1 Preferred stocks	0	0	0	0
2.2 Common stocks	71,484,374	0	71,484,374	71,251,133
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 (\$ 44,112)	44,112	0	44,112	470,465
6. Contract loans (including \$ 0 premium notes)	0	0	0	0
7. Derivatives	0	0	0	0
8. Other invested assets	3,376,050	0	3,376,050	3,357,170
9. Receivables for securities	0	0	0	3,315
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)	289,016,981	0	289,016,981	283,723,495
13. Title plants less \$ 0 charged off (for Title insurers only)	0	0	0	0
14. Investment income due and accrued	2,649,100	0	2,649,100	2,783,729
15. Premiums and considerations:				
15.1 Uncollected premiums and agents' balances in the course of collection	7,778,054	965,373	6,812,681	6,948,427
15.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due (including \$ 0 earned but unbilled premiums)	42,225,980	0	42,225,980	41,779,189
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	2,566,945	1,862,192	704,753	2,034,944
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	1,968,561	0	1,968,561	0
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)	346,205,621	2,827,565	343,378,056	337,269,784
27. From Separate Accounts, Segregated Accounts and Protected Cell Accounts	0	0	0	0
28. Totals (Line 26 and Line 27)	346,205,621	2,827,565	343,378,056	337,269,784
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

STATEMENT AS OF MARCH 31 , 2012 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 \$ 14,428,334)	102,495,658	106,817,538
2. Reinsurance payable on paid losses and loss adjustment expenses	0	0
3. Loss adjustment expenses	30,291,241	29,567,900
4. Commissions payable, contingent commissions and other similar charges	7,185,830	8,048,192
5. Other expenses (excluding taxes, licenses and fees)	4,342,267	3,992,409
6. Taxes, licenses and fees (excluding federal and foreign income taxes)	2,119,496	2,213,009
7.1 Current federal and foreign income taxes (including \$ 0 on realized capital gains (losses))	1,977,716	165,833
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 and accrued accident and health experience rating refunds including \$ 0 for medical loss ratio rebate per the Public Health Service Act)	68,684,868	66,650,773
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)	212,589	695,403
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	955,677
20. Derivatives	0	0
21. Payable for securities	1,396,166	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)	218,705,831	219,106,734
27. Protected cell liabilities	0	0
28. Total liabilities (Line 26 and Line 27)	218,705,831	219,106,734
29. Aggregate write-ins for special surplus funds	23,419,143	19,623,908
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	1,019,559	1,019,559
33. Surplus notes	0	0
34. Gross paid in and contributed surplus	31,870,940	31,870,940
35. Unassigned funds (surplus)	65,862,583	63,148,643
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)	124,672,225	118,163,050
38. Totals (Page 2, Line 28, Column 3)	343,378,056	337,269,784
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	23,419,143	19,623,908
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)	23,419,143	19,623,908
3201. Increased amount of surplus due to SSAP 10R, paragraph 10.e.	1,019,559	1,019,559
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)	1,019,559	1,019,559

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 \$ 0)	0	0	14,758
1.2 Assumed (written \$ 37,007,571)	34,973,477	32,963,406	135,680,788
1.3 Ceded (written \$ 0)	0	1,187	24,255
1.4 Net (written \$ 37,007,571)	34,973,477	32,962,219	135,671,291
DEDUCTIONS:			
2. Losses incurred (current accident year \$ 20,275,921):			
2.1 Direct	(8,292)	84,533	399,215
2.2 Assumed	16,474,207	24,475,997	91,493,056
2.3 Ceded	(5,404)	70,131	372,976
2.4 Net	16,471,319	24,490,399	91,519,295
3. Loss adjustment expenses incurred	4,073,327	3,345,125	16,015,662
4. Other underwriting expenses incurred	12,476,578	11,206,572	44,819,073
5. Aggregate write-ins for underwriting deductions	0	0	0
6. Total underwriting deductions (Line 2 through Line 5)	33,021,224	39,042,096	152,354,030
7. Net income of protected cells	0	0	0
8. Net underwriting gain (loss) (Line 1 minus Line 6 plus Line 7)	1,952,253	(6,079,877)	(16,682,739)
INVESTMENT INCOME			
9. Net investment income earned	2,853,202	2,874,610	11,654,538
10. Net realized capital gains (losses) less capital gains tax of \$ 492,681	920,288	800,328	1,627,510
11. Net investment gain (loss) (Line 9 plus Line 10)	3,773,490	3,674,938	13,282,048
OTHER INCOME			
12. Net gain or (loss) from agents' or premium balances charged off (amount recovered \$ 121,189 amount charged off \$ 186,842)	(65,653)	(41,997)	(202,255)
13. Finance and service charges not included in premiums	0	0	0
14. Aggregate write-ins for miscellaneous income	0	591	12,135
15. Total other income (Line 12 through Line 14)	(65,653)	(41,406)	(190,120)
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)	5,660,090	(2,446,345)	(3,590,811)
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)	5,660,090	(2,446,345)	(3,590,811)
19. Federal and foreign income taxes incurred	1,437,472	(1,090,247)	(2,270,145)
20. Net income (Line 18 minus Line 19) (to Line 22)	4,222,618	(1,356,098)	(1,320,666)
CAPITAL AND SURPLUS ACCOUNT			
21. Surplus as regards policyholders, December 31 prior year	118,163,050	121,887,972	121,887,972
22. Net income (from Line 20)	4,222,618	(1,356,098)	(1,320,666)
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 \$ 1,330,191	2,465,045	44,660	(377,759)
25. Change in net unrealized foreign exchange capital gain (loss)	0	0	0
26. Change in net deferred income tax	0	28,827	(142,740)
27. Change in nonadmitted assets	(178,488)	(4,921,202)	(1,883,757)
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)	6,509,175	(6,203,813)	(3,724,922)
39. Surplus as regards policyholders, as of statement date (Line 21 plus Line 38)	124,672,225	115,684,159	118,163,050
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	0	591	12,135
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)	0	591	12,135
3701. Increased amount of nonadmitted asset reported on line 27, due to SSAP 10R, paragraph 10.e.	0	548,808	308,426
3702. Decreased amount of surplus due to SSAP 10R, paragraph 10.e.	0	(548,808)	(308,426)
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	2	3
	Current Year To Date	Prior Year To Date	Prior Year Ended December 31
Cash from Operations			
1. Premiums collected net of reinsurance	36,035,225	31,800,557	136,358,998
2. Net investment income	3,554,496	3,578,324	13,647,894
3. Miscellaneous income	(65,653)	(41,406)	(190,119)
4. Total (Line 1 through Line 3)	39,524,068	35,337,475	149,816,773
5. Benefit and loss related payments	20,793,199	16,169,847	82,642,024
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	16,435,593	16,845,148	58,293,939
8. Dividends paid to policyholders	0	0	0
9. Federal and foreign income taxes paid (recovered) net of \$ 492,681 tax on capital gains (losses)	118,269	577,968	(981,658)
10. Total (Line 5 through Line9)	37,347,061	33,592,963	139,954,305
11. Net cash from operations (Line 4 minus Line 10)	2,177,007	1,744,512	9,862,468
Cash from Investments			
12. Proceeds from investments sold, matured or repaid:			
12.1 Bonds	1,185,823	2,935,115	43,933,117
12.2 Stocks	8,109,228	3,866,088	5,359,723
12.3 Mortgage loans	0	0	0
12.4 Real estate	0	0	0
12.5 Other invested assets	0	1,743,006	1,743,006
12.6 Net gains or (losses) on cash, cash equivalants and short-term investments	0	0	0
12.7 Miscellaneous proceeds	1,399,482	0	0
12.8 Total investment proceeds (Line 12.1 through Line 12.7)	10,694,533	8,544,209	51,035,846
13. Cost of investments acquired (long-term only):			
13.1 Bonds	7,220,510	4,600,303	54,735,643
13.2 Stocks	3,153,145	3,023,517	7,917,027
13.3 Mortgage loans	0	0	0
13.4 Real estate	0	0	0
13.5 Other invested assets	0	0	0
13.6 Miscellaneous applications	0	0	3,315
13.7 Total investments acquired (Line 13.1 through Line 13.6)	10,373,655	7,623,820	62,655,985
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)	320,878	920,389	(11,620,139)
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)	(2,924,238)	(1,229,195)	1,104,640
17. Net cash from financing and miscellaneous sources (Line 16.1 through Line 16.4 minus Line 16.5 plus Line 16.6)	(2,924,238)	(1,229,195)	1,104,640
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)	(426,353)	1,435,706	(653,031)
19. Cash, cash equivalents and short-term investments:			
19.1 Beginning of year	470,465	1,123,496	1,123,496
19.2 End of period (Line 18 plus Line 19.1)	44,112	2,559,202	470,465

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

STATEMENT AS OF MARCH 31 , 2012 OF THE Old Guard Insurance Company

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) was adopted as a component of prescribed or permitted practices by the State of Ohio.
- The Company has no 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. through 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 March 31, 2012.
- (5) In concluding that the impairments are not other-than-temporary, the Company has considered the following general categories of information:
- Length of time and extent to which the fair value has been less than cost
 - Issuer credit quality
 - Industry sector considerations
 - General interest rate environment
 - Probability of collecting future cash flows
- E. through G. - No significant change
6. Joint Ventures, Partnerships, and Limited Liability Companies- No significant change
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. and C. - No significant change
- D. Affiliated Balances due to and from Old Guard Insurance Company at 3/31/2012 and 12/31/2011 respectively were:

	3/31/2012	12/31/2011
Ohio Farmers Insurance Company	\$ 1,968,561	\$ 0
Affiliated Receivable	\$ 1,968,561	\$ 0
Ohio Farmers Insurance Company	\$ 0	\$ 955,677
Affiliated Payable	\$ 0	\$ 955,677

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

- E. through 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, 2012, 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	
	2012	2011	2012	2011
Eligibility cost	\$ 2,671,927	\$ 2,248,535	\$ 356,127	\$ 686,373
Interest cost	3,693,068	3,462,848	320,915	613,093
Expected return on plan assets	(5,142,891)	(4,663,655)	(542,122)	(1,032,267)
Amortization of prior service cost	250,202	234,107	(107,946)	(194,146)
Amortization of net (gain) / loss	1,323,741	891,915	88,624	115,447
Net periodic benefit cost	\$ 2,796,047	\$ 2,173,750	\$ 115,598	\$ 188,500

OFIC contributed \$8.9 million to its pension plan in March 2012. OFIC does not expect to make any additional contributions during the remainder of fiscal 2012.

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

STATEMENT AS OF MARCH 31 , 2012 OF THE Old Guard Insurance Company

NOTES TO FINANCIAL STATEMENTS

- 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 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 .

The Company has no liabilities that are measured at fair value in the statement of financial position .

(1) Fair Value Measurements at March 31 , 2012

Description	(1)	(2)	(3)	(4)	(5)
	(Level 1)	(Level 2)	(Level 3)	Total	
Assets at Fair Value:					
Common Stock					
Industrial and Miscellaneous	\$ 71,484,374	\$ 0	\$ 0	\$ 71,484,374	
Total Common Stocks	\$ 71,484,374	\$ 0	\$ 0	\$ 71,484,374	
Other Invested Assets					
Joint Venture, Ptr or LLC , char. of Com Stks - Unaffiliated	\$ 3,376,050	\$ 0	\$ 0	\$ 3,376,050	
Total Other Invested Assets	\$ 3,376,050	\$ 0	\$ 0	\$ 3,376,050	
Total Assets at Fair Value	\$ 74,860,424	\$ 0	\$ 0	\$ 74,860,424	

- (2) At March 31 , 2012 , the Company held no investments in assets or liabilities measured and reported at fair value that were classified as Level 3 .

- (3) The Company's policy for determining when transfers between levels 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 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 , 2012 .

- (4) As of March 31 , 2012 , the Company held no investments in assets or liabilities measured and reported at fair value that were classified as Level 2 or Level 3 . Historically , fair values in the Level 2 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 . Estimated fair values of investments categorized as Level 3 generally include inputs for which no readily observable inputs are available and require management judgment .

- (5) As of March 31 , 2012 , the Company had no holdings classified as either a derivative asset or liability .

- B. Combining Fair Value Information- Not required

- C. The method (s) and significant assumptions used to estimate the fair value of financial instruments are as follows:

Investment Securities -Fair values for bonds , are based on the values prescribed by an independent pricing service or from brokers . For bonds that are not actively traded , estimated fair values are based on values of bonds of comparable yield and credit quality . The fair values for common stocks are based on quoted market prices , where available , which are provided to the Company by an independent pricing service .

Short-term investments , Uncollected premiums and agents' balances in the course of collection , Deferred premiums , Agents' balances and installments booked but deferred and not yet due , and Payable for securities - The carrying amounts reported as admitted assets or liabilities for these financial instruments approximate their fair values due to the short-term nature of these financial instruments .

Other Invested Assets - The estimated fair value of publicly traded limited partnerships is based on the values prescribed by an independent pricing service .

Type of Financial Instrument	Aggregate Fair Value	Admitted Assets	(Level 1)	(Level 2)	(Level 3)	(Carrying Value)
a. Financial Assets:						
Bonds	\$ 237,306,669	\$ 214,112,445	\$ 0	\$ 237,306,669	\$ 0	\$ 0
Common stocks	71,484,374	71,484,374	71,484,374	0	0	0
Short-term investments	44,112	44,112	0	44,112	0	0
Other invested assets	3,376,050	3,376,050	3,376,050	0	0	0
Uncollected premiums and agents' balances in the course of collection	6,812,681	6,812,681	0	6,812,681	0	0
Deferred premiums , agents' balances and installments booked but deferred and not yet due	42,225,980	42,225,980	0	42,225,980	0	0
b. Financial Liabilities:						
Payable for securities	\$ 1,396,166	\$ 1,396,166	\$ 0	\$ 1,396,166	\$ 0	\$ 0

- D. Fair Value Estimating- Not applicable

STATEMENT AS OF MARCH 31 , 2012 OF THE Old Guard Insurance Company

NOTES TO FINANCIAL STATEMENTS

21. Other Items- No significant change
22. Events Subsequent-
Subsequent events have been considered through April 23, 2012 for the statutory statements issued as of March 31 , 2012. 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 , 2011 were \$136.4 million. In calendar year 2012, \$17.5 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 \$115.4 million. Therefore, there has been a \$3.5 million favorable prior-year development from December 31 , 2011 to March 31 , 2012. 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 , other liability 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-
A.through F. - No significant change
- G. Affiliated Balances due to and from Old Guard Insurance Company at 3/31/2012 and 12/31/2011 respectively were:

	3/31/2012	12/31/2011
Ohio Farmers Insurance Company*	\$ 1,968,561	\$ 0
Affiliated Receivable	\$ 1,968,561	\$ 0
Ohio Farmers Insurance Company*	\$ 0	\$ 955,677
Affiliated Payable	\$ 0	\$ 955,677

*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?

Yes () No (X)
- 1.2

If yes, has the report been filed with the domiciliary state?

Yes () No ()
- 2.1

Has any change been made during the year of this statement in the charter , by-laws , articles of incorporation , or deed of settlement of the reporting entity?

Yes () No (X)
- 2.2

If yes, date of change:

.....
3.

Have there been any substantial changes in the organizational chart since the prior quarter end?

Yes () No (X)
- 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)
- 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 is a thrift 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 Federal Deposit Insurance Corporation (FDIC) and the Securities Exchange Commission (SEC)] and identify the affiliate's primary federal regulator .

1 Affiliate Name	2 Location (City, State)	3 FRB	4 OCC	5 FDIC	6 SEC
Ohio Farmers Insurance Company	Westfield Center , Ohio	Y	N	N	N
Westfield Insurance Company	Westfield Center , Ohio	Y	N	N	N
Westfield Bancorp	Westfield Center , Ohio	Y	N	N	N

GENERAL INTERROGATORIES (continued)

PART 1 - COMMON INTERROGATORIES

GENERAL

- 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?
(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.

Yes (X) No ()
- 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:

\$ 1,968,561

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:
- | | <div><div>1</div><div>Prior Year-End Book/
Adjusted Carrying Value</div></div> | <div><div>2</div><div>Current Quarter Book/
Adjusted Carrying Value</div></div> |
|---|--|---|
| 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.

Yes () No ()

GENERAL INTERROGATORIES (continued)

PART 1 - COMMON INTERROGATORIES

INVESTMENT

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 1, III - General Examination Consideration, F - Outsourcing of Critical Functions, 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)

If response to 4. 1 is yes , provide the name of entity , NAIC Company Code , and the 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
--------------------------------	-----------------------------------	-----------------------------------

GENERAL INTERROGATORIES - Line 8.4 (Continued)

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 Federal Deposit Insurance Corporation (FDIC) and the Securities Exchange Commission (SEC) and identify the affiliate's primary federal regulator.)

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

Westfield Bank, FSB Westfield Center, Ohio N Y N N

GENERAL INTERROGATORIES - Line 16.1 (continued)

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

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

GENERAL INTERROGATORIES - Line 16.2 (continued)

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

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

GENERAL INTERROGATORIES - Line 16.4 (continued)

If response to 16.3 is yes , give full and complete information relating thereto:

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

GENERAL INTERROGATORIES - Line 16.5 (continued)

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

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

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?

If yes, attach an explanation.

Yes () No (X) N/A ()

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?

If yes, attach an explanation.

Yes () No (X)

3.1

Have any of the reporting entity's primary reinsurance contracts been canceled?

Yes () No (X)

3.2

If yes, give full and complete information thereto
.....
.....
.....

4.1

Are any of the liabilities for unpaid losses and loss adjustment expenses other than certain workers' compensation tabular reserves (see Annual Statement Instructions pertaining to disclosure of discounting for definition of "tabular reserves") discounted at a rate of interest greater than zero?

Yes () No (X)

4.2

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

0199999 - Affiliates

0299999 - U. S. Insurers

0399999 - Pools and Associations

All Other Insurers

00000 AA-1127861 Lloyd's of London Syndicate #1861 GB Yes

0499999 - All Other Insurers

SCHEDULE T - EXHIBIT OF PREMIUMS WRITTEN

Current Year to Date - Allocated by States and Territories

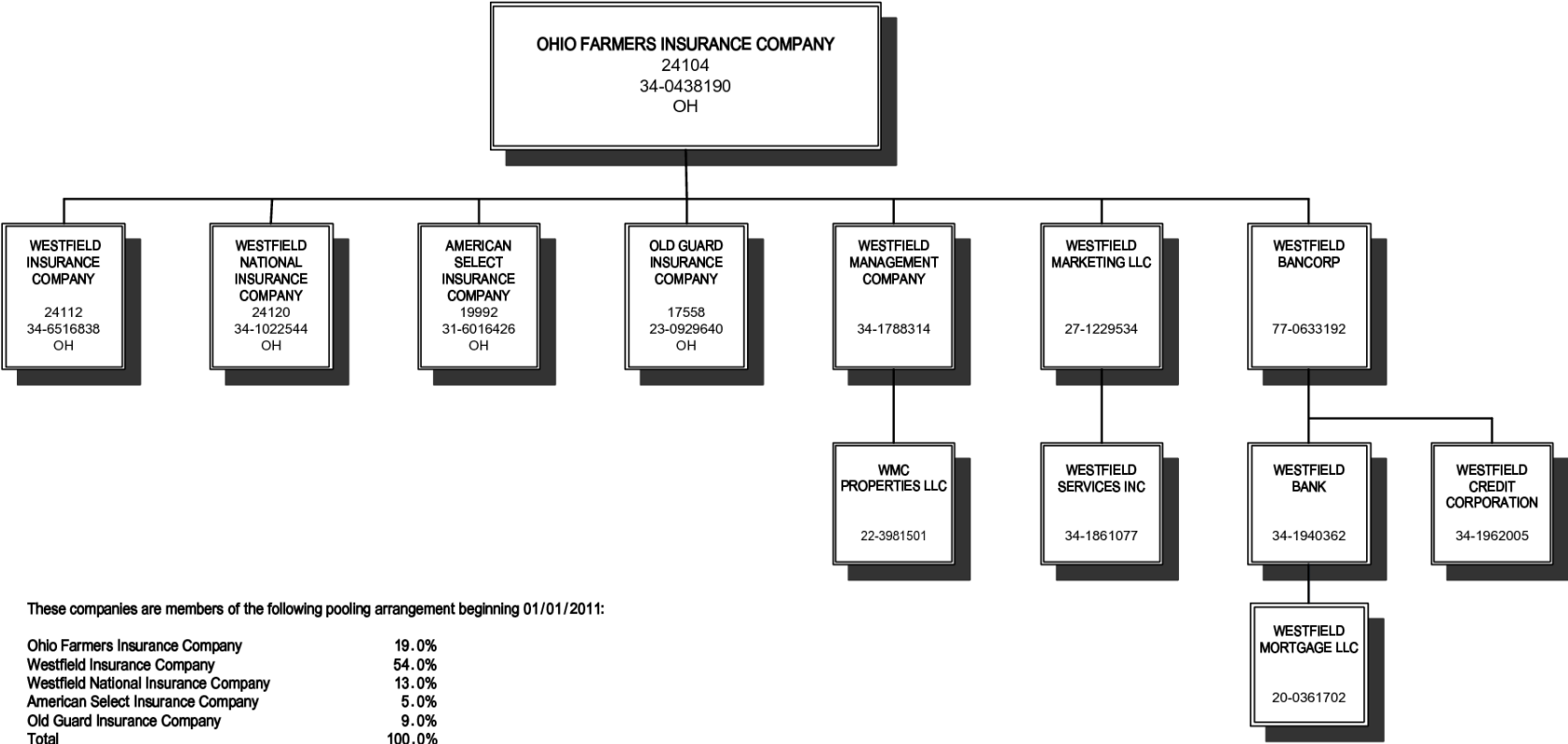
States, etc.	1		Direct Premiums Written		Direct Losses Paid (Deducting Salvage)		Direct Losses Unpaid	
	Active Status		2 Current Year To Date	3 Prior Year To Date	4 Current Year To Date	5 Prior Year To Date	6 Current Year To Date	7 Prior Year To Date
1. Alabama	AL	N	0	0	0	0	0	0
2. Alaska	AK	N	0	0	0	0	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	29,976	37,261	1,821,974	2,262,242
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	(606)	0	101,053	147,469
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	(60,067)	77,193	4,520,008	5,276,327
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	(30,697)	114,454	6,443,035	7,686,038
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



SCHEDULE Y

PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Group Code	Group Name	NAIC Company Code	Federal ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Names of Parent, Subsidiaries or Affiliates	Domiciliary Location	Relationship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	If Control is Ownership Provide Percentage	Ultimate Controlling Entity(ies) /Person(s)	*
0228	Ohio Farmers Insurance Company	24104	34-0438190				Ohio Farmers Insurance Company	OH	UDP	NA	NA	0.000	NA	*
0228	Ohio Farmers Insurance Company	24112	34-6516838				Westfield Insurance Company	OH	IA	Ohio Farmers Insurance Company	Ownership	100.000	Ohio Farmers Insurance Company	
0228	Ohio Farmers Insurance Company	24120	34-1022544				Westfield National Insurance Company	OH	IA	Ohio Farmers Insurance Company	Ownership	100.000	Ohio Farmers Insurance Company	
0228	Ohio Farmers Insurance Company	19992	31-6016426				American Select Insurance Company	OH	IA	Ohio Farmers Insurance Company	Ownership	100.000	Ohio Farmers Insurance Company	
0228	Ohio Farmers Insurance Company	17558	23-0929640				Old Guard Insurance Company	OH		Ohio Farmers Insurance Company	Ownership	100.000	Ohio Farmers Insurance Company	
		00000	34-1788314				Westfield Management Company	OH	NA	Ohio Farmers Insurance Company	Ownership	85.000	Ohio Farmers Insurance Company	
		00000	22-3981501				WMC Properties LLC	OH	NA	Westfield Management Company	Ownership	100.000	Ohio Farmers Insurance Company	
		00000	27-1229534				Westfield Marketing LLC	OH	NA	Ohio Farmers Insurance Company	Ownership	100.000	Ohio Farmers Insurance Company	
		00000	34-1861077				Westfield Services Inc	OH	NA	Westfield Marketing LLC	Ownership	100.000	Ohio Farmers Insurance Company	
		00000	77-0633192				Westfield Bancorp	OH	NA	Ohio Farmers Insurance Company	Ownership	100.000	Ohio Farmers Insurance Company	
		00000	34-1962005				Westfield Credit Corporation	OH	NA	Westfield Bancorp	Ownership	100.000	Ohio Farmers Insurance Company	
		00000	34-1940362				Westfield Bank	OH	NA	Westfield Bancorp	Ownership	100.000	Ohio Farmers Insurance Company	
		00000	20-0361702				Westfield Mortgage Company LLC	OH	NA	Westfield Bank	Ownership	100.000	Ohio Farmers Insurance Company	

Asterisk	Explanation
----------	-------------

1 No Entity(ies) or Person(s) has control of Ohio Farmers Insurance Company

PART 1 - LOSS EXPERIENCE

Line of Business	Current Year to Date			4
	1 Direct Premiums Earned	2 Direct Losses Incurred	3 Direct Loss Percentage	Prior Year to Date Direct Loss Percentage
1. Fire	0	(486)	0.0	0.0
2. Allied lines	0	(331)	0.0	0.0
3. Farmowners multiple peril	0	(729)	0.0	0.0
4. Homeowners multiple peril	0	(1,351)	0.0	0.0
5. Commercial multiple peril	0	1,200	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	(9,904)	0.0	0.0
17.1 Other liability-occurrence	0	(23,083)	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	27,781	0.0	0.0
19.3, 19.4 Commercial auto liability	0	521	0.0	0.0
21. Auto physical damage	0	(1,912)	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	(8,293)	0.0	0.0
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	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
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

PART 3 (000 Omitted)

LOSS AND LOSS ADJUSTMENT EXPENSE RESERVES SCHEDULE

	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	2012 Loss and LAE Payments on Claims Reported as of Prior Year-End	2012 Loss and LAE Payments on Claims Unreported as of Prior Year-End	Total 2012 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	Q. S. Date IBNR Loss and LAE Reserves	Total Q. S. Loss and LAE Reserves (Column 7 plus Column 8 plus Column 9)	Prior Year- End Known Case Loss and LAE Reserves Developed (Savings) / Deficiency (Column 4 plus Column 7 minus Column 1)	Prior-Year-End IBNR Loss and LAE Reserves Developed (Savings) / Deficiency (Column 5 plus Column 8 plus Column 9 minus Column 2)	Prior Year-End Total Loss and LAE Reserve Developed (Savings) / Deficiency (Column 11 plus Column 12
1. 2009 + Prior	 26,428	 23,651	 50,079	 3,115	 213	 3,328	 22,952	 359	 21,759	 45,070	 (361)	 (1,320)	 (1,681)
2. 2010	 16,802	 11,179	 27,981	 2,208	 352	 2,560	 14,365	 510	 10,031	 24,906	 (229)	 (286)	 (515)
3. Subtotals 2010 + prior	 43,230	 34,830	 78,060	 5,323	 565	 5,888	 37,317	 869	 31,790	 69,976	 (590)	 (1,606)	 (2,196)
4. 2011	 30,948	 27,378	 58,326	 8,356	 3,306	 11,662	 24,379	 2,043	 19,004	 45,426	 1,787	 (3,025)	 (1,238)
5. Subtotals 2011 + prior	 74,178	 62,208	 136,386	 13,679	 3,871	 17,550	 61,696	 2,912	 50,794	 115,402	 1,197	 (4,631)	 (3,434)
6. 2012	X X X	X X X	X X X	X X X	 6,593	 6,593	X X X	 6,620	 10,765	 17,385	X X X	X X X	X X X
7. Totals	 74,178	 62,208	 136,386	 13,679	 10,464	 24,143	 61,696	 9,532	 61,559	 132,787	 1,197	 (4,631)	 (3,434)
8. Prior Year- End Surplus As Regards Policy- holders	 118,163										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. 1.6 %	2. (7.4) %	3. (2.5) %
													Column 13, Line 7 Line 8
													4. (2.9) %

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	2
	Year To Date	Prior Year Ended December 31
1. Book/adjusted carrying value, December	0	0
2. Cost of acquired:		
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 current period (Line 1 plus Line 2 plus Line 3 plus Line 4 minus		
Line 5 plus Line 6 minus Line 7 minus 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

SCHEDULE B - VERIFICATION

Mortgage Loans

	1	2
	Year To Date	Prior Year Ended December 31
1. Book value/recorded investment excluding	0	0
2. Cost of acquired:		
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		
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	2
	Year To Date	Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year	3,357,170	4,712,702
2. Cost of acquired:		
2.1 Actual cost at time of acquisition	0	0
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)	18,880	401,279
6. Total gain (loss) on disposals	0	(13,805)
7. Deduct amounts received on disposals	0	1,743,006
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		
Line 5 plus Line 6 minus Line 7 minus Line 8 plus Line 9 minus Line 10)	3,376,050	3,357,170
12. Deduct total nonadmitted amounts	0	0
13. Statement value at end of current period (Line 11 minus Line 12)	3,376,050	3,357,170

SCHEDULE D - VERIFICATION

Bonds and Stocks

	1	2
	Year To Date	Prior Year Ended December 31
1. Book/adjusted carrying value of bonds and stocks, December 31 of prior year	279,892,545	266,993,350
2. Cost of bonds and stocks acquired	10,373,655	62,652,670
3. Accrual of discount	8,099	13,122
4. Unrealized valuation increase (decrease)	3,776,355	(1,000,596)
5. Total gain (loss) on disposals	1,767,758	2,658,162
6. Deduct consideration for bonds and stocks disposed of	9,295,051	49,292,840
7. Deduct amortization of premium	571,753	1,990,830
8. Total foreign exchange change in book/adjusted carrying value	0	0
9. Deduct current year's other than temporary impairment recognized	354,789	140,493
10. Book/adjusted carrying value at end of current period (Line 1 plus Line 2 plus Line 3 plus Line 4 plus		
Line 5 minus Line 6 minus Line 7 plus Line 8 minus Line 9)	285,596,819	279,892,545
11. Deduct total nonadmitted amounts	0	0
12. Statement value at end of current period (Line 10 minus Line 11)	285,596,819	279,892,545

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	2	3	4	5	6	7	8
	Book/Adjusted Carrying Value Beginning of Current Quarter	Acquisitions During Current Quarter	Dispositions During Current Quarter	Non-Trading Activity During Current Quarter	Book/Adjusted Carrying Value End of First Quarter	Book/Adjusted Carrying Value End of Second Quarter	Book/Adjusted Carrying Value End of Third Quarter	Book/Adjusted Carrying Value December 31 Prior Year
BONDS								
1. Class 1 (a)	206,902,683	8,760,921	3,152,586	(553,684)	211,957,334	0	0	206,902,683
2. Class 2 (a)	2,209,193	0	0	(9,971)	2,199,222	0	0	2,209,193
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	209,111,876	8,760,921	3,152,586	(563,655)	214,156,556	0	0	209,111,876
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	209,111,876	8,760,921	3,152,586	(563,655)	214,156,556	0	0	209,111,876

(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 \$ 44,112 ; NAIC 2 \$ 0 ; NAIC 3 \$ 0 ; NAIC 4 \$ 0 ; NAIC 5 \$ 0 ; NAIC 6 \$ 0

SCHEDULE DA - PART 1

Short-Term Investments

	1	2	3	4	5
	Book/Adjusted Carrying Value	Par Value	Actual Cost	Interest Collected Year To Date	Paid for Accrued Interest Year To Date
9199999 Totals	44,112	X X X	44,112	0	0

SCHEDULE DA - VERIFICATION

Short-Term Investments

	1	2
	Year To Date	Prior Year Ended December 31
1. Book / adjusted carrying value, December 31 of prior year	470,465	1,123,496
2. Cost of short-term investments acquired	1,540,410	10,371,204
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	1,966,763	11,024,235
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)	44,112	470,465
11. Deduct total nonadmitted amounts	0	0
12. Statement value at end of current period (Line 10 minus Line 11)	44,112	470,465

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	2
	Year To Date	Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year	0	0
2. Cost of cash equivalents acquired	0	0
3. Accrual of discount	0	0
4. Unrealized valuation incr		0
5. Total gain (loss) on dispo		0
6. Deduct consideration rec		0
7. Deduct amortization of pi		0
8. Total foreign exchange cl		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

NONE

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

SCHEDULE D - PART 3

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

1	2	3	4	5	6	7	8	9	10
CUSIP Identification	Description	Foreign	Date Acquired	Name of Vendor	Number of Shares of Stock	Actual Cost	Par Value	Paid for Accrued Interest and Dividends	NAIC Designation or Market Indicator (a)
Bonds - U. S. Special Revenue and Special Assessment and all Non-Guaranteed Obligations of Agencies and Authorities of Governments and Their Political Subdivisions									
240523-WG-1	DE KALB CNTY GA WTR REV 5.250% 10/01/27		01/26/2012	Morgan Keegan		5,946,950	5,000,000.00	34,271	1FE
51166F-CH-0	LAKELAND FL ENERGY REV 5.250% 10/01/28		01/31/2012	Morgan Keegan		1,273,560	1,000,000.00	17,792	1FE
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					7,220,510	6,000,000.00	52,063	
8399997	Subtotal - Bonds - Part 3					7,220,510	6,000,000.00	52,063	
8399999	Subtotal - Bonds					7,220,510	6,000,000.00	52,063	
Common Stocks - Industrial and Miscellaneous (Unaffiliated)									
17243V-10-2	CINEMARK HOLDINGS INC		03/28/2012	Strategas Research Partners	45,000.000	1,006,587		0	L
278058-10-2	EATON CORP		03/29/2012	Various	43,000.000	2,146,558		0	L
9099999	Subtotal - Common Stocks - Industrial and Miscellaneous (Unaffiliated)					3,153,145		0	
9799997	Subtotal - Common Stocks - Part 3					3,153,145		0	
9799999	Subtotal - Common Stocks					3,153,145		0	
9899999	Subtotal - Preferred and Common Stocks					3,153,145		0	
9999999	TOTALS					10,373,655		52,063	

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

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	2	3	4	5	6	7	8	9	10	Change In Book/Adjusted Carrying Value					16	17	18	19	20	21	22
										11	12	13	14	15							
CUSIP Identifi- cation	Description	Foreign	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consideration	Par Value	Actual Cost	Prior Year Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amort- ization)/ Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Change in B./A.C.V. (11+12-13)	Total Foreign Exchange Change in B./A.C.V.	Book/Adjusted Carrying Value at Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/ Stock Dividends Received During Year	Stated Contractual Maturity Date	NAIC Designa- tion or Market Indi- cator (a)
Common Stocks - Industrial and Miscellaneous (Unaffiliated) (continued)																					
98419M-10-0	XYLEM INC		03/21/2012	Various	22,600,000	617,134		617,536	580,594	36,942	0	0	36,942	0	617,536	0	(402)	(402)	2,287		L
9099999	- Subtotal - Common Stocks - Industrial and Miscellaneous (Unaffiliated)					8,109,228		6,341,470	7,709,303	(1,367,833)	0	0	(1,367,833)	0	6,341,470	0	1,767,758	1,767,758	33,042		
9799997	- Subtotal - Common Stocks - Part 4					8,109,228		6,341,470	7,709,303	(1,367,833)	0	0	(1,367,833)	0	6,341,470	0	1,767,758	1,767,758	33,042		
9799999	- Subtotal - Common Stocks					8,109,228		6,341,470	7,709,303	(1,367,833)	0	0	(1,367,833)	0	6,341,470	0	1,767,758	1,767,758	33,042		
9899999	- Subtotal - Preferred and Common Stocks					8,109,228		6,341,470	7,709,303	(1,367,833)	0	0	(1,367,833)	0	6,341,470	0	1,767,758	1,767,758	33,042		
9999999	- TOTALS					9,295,051		7,575,045	8,932,292	(1,367,833)	(37,166)	0	(1,404,999)	0	7,527,291	0	1,767,758	1,767,758	46,494		

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