



PROPERTY AND CASUALTY COMPANIES - ASSOCIATION EDITION

QUARTERLY STATEMENT
AS OF JUNE 30, 2013
OF THE CONDITION AND AFFAIRS OF THE
Owners Insurance Company

NAIC Group Code	0280 (Current)	0280 (Prior)	NAIC Company Code	32700	Employer's ID Number	34-1172650
Organized under the Laws of	Ohio		State of Domicile or Port of Entry		Ohio	
Country of Domicile	United States of America					
Incorporated/Organized	05/13/1975		Commenced Business		12/31/1975	
Statutory Home Office	2325 North Cole Street (Street and Number)		Lima , OH, US 45801-2305 (City or Town, State, Country and Zip Code)			
Main Administrative Office	6101 Anacapi Boulevard (Street and Number)		Lansing , MI, US 48917-3968 (City or Town, State, Country and Zip Code)			
			517-323-1200 (Area Code) (Telephone Number)			
Mail Address	P.O. Box 30660 (Street and Number or P.O. Box)		Lansing , MI, US 48909-8160 (City or Town, State, Country and Zip Code)			
Primary Location of Books and Records	6101 Anacapi Boulevard (Street and Number)		517-323-1200 (Area Code) (Telephone Number)			
	Lansing , MI, US 48917-3968 (City or Town, State, Country and Zip Code)					
Internet Website Address	www.auto-owners.com					
Statutory Statement Contact	Paul Ray Otto (Name)		517-323-1200 (Area Code) (Telephone Number)			
	aoacctg@aoinc.net (E-mail Address)		517-323-8796 (FAX Number)			

OFFICERS

Chairman & CEO	Jeffrey Francis Harrold	Senior Vice President, Treasurer & CFO	Eileen Kay Phaner
Senior Vice President, Secretary & General Counsel	William Finch Woodbury		

OTHER

Jeffrey Scott Tagsold President	Rodney Jay Rupp Executive Vice President	Robert Irwin Buchanan Sr. Vice President
Katherine Maidlow Noirot Sr. Vice President	Jonathan Robert Riekse Sr. Vice President	Kenneth Richard Schroeder Sr. Vice President
Daniel Jerome Thelen Sr. Vice President	Ian Robert Ward Sr. Vice President	

DIRECTORS OR TRUSTEES

Jeffrey Francis Harrold (CHM)	Herman Joseph Arends	Daniel Jerome Thelen #
Jeffrey Scott Tagsold	William Finch Woodbury	John William Abbott
Rodney Jay Rupp	Stuart Roy Birn	James Franklin Anderton IV
Ronald Herman Simon	Gregg Lynn Cornell	Mark Edward Hooper
Roger Lee Looyenga	Katherine Maidlow Noirot	Lori Ann McAllister

State of Michigan
County of Eaton 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.

Jeffrey Scott Tagsold President	William Finch Woodbury Senior Vice President, Secretary & General Counsel	Eileen Kay Phaner Senior Vice President, Treasurer & CFO

Subscribed and sworn to before me this
19th day of July, 2013

Meredith F. Kretschman
Notary
10/21/2017

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

MEREDITH F. KRETSCHMAN
NOTARY PUBLIC - STATE OF MICHIGAN
COUNTY OF INGHAM
My Commission Expires Oct. 21, 2017
Acting in the County of Eaton

STATEMENT AS OF JUNE 30, 2013 OF THE OWNERS INSURANCE COMPANY

ASSETS

	Current Statement Date			4 December 31 Prior Year Net Admitted Assets
	1 Assets	2 Nonadmitted Assets	3 Net Admitted Assets (Cols. 1 - 2)	
1. Bonds	2,613,069,862		2,613,069,862	2,485,406,317
2. Stocks:				
2.1 Preferred stocks				
2.2 Common stocks	284,837,461		284,837,461	267,544,723
3. Mortgage loans on real estate:				
3.1 First liens				
3.2 Other than first liens.....				
4. Real estate:				
4.1 Properties occupied by the company (less \$ encumbrances)				
4.2 Properties held for the production of income (less \$ encumbrances)				
4.3 Properties held for sale (less \$ encumbrances)				
5. Cash (\$27,120,683), cash equivalents (\$) and short-term investments (\$)	27,120,683		27,120,683	21,119,132
6. Contract loans (including \$ premium notes)				
7. Derivatives				
8. Other invested assets	23,570,727		23,570,727	20,221,388
9. Receivables for securities				
10. Securities lending reinvested collateral assets				
11. Aggregate write-ins for invested assets				
12. Subtotals, cash and invested assets (Lines 1 to 11)	2,948,598,733		2,948,598,733	2,794,291,559
13. Title plants less \$ charged off (for Title insurers only)				
14. Investment income due and accrued	23,740,947		23,740,947	23,694,925
15. Premiums and considerations:				
15.1 Uncollected premiums and agents' balances in the course of collection	19,087,668	8,532,548	10,555,120	10,237,333
15.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due (including \$ (490,749) earned but unbilled premiums)	314,328,115		314,328,115	276,853,075
15.3 Accrued retrospective premiums				
16. Reinsurance:				
16.1 Amounts recoverable from reinsurers	4,891,622		4,891,622	7,009,368
16.2 Funds held by or deposited with reinsured companies				
16.3 Other amounts receivable under reinsurance contracts				
17. Amounts receivable relating to uninsured plans				
18.1 Current federal and foreign income tax recoverable and interest thereon	2,651,214		2,651,214	
18.2 Net deferred tax asset	65,483,533		65,483,533	67,250,268
19. Guaranty funds receivable or on deposit	219,252		219,252	294,570
20. Electronic data processing equipment and software				
21. Furniture and equipment, including health care delivery assets (\$)				
22. Net adjustment in assets and liabilities due to foreign exchange rates				
23. Receivables from parent, subsidiaries and affiliates				291,626
24. Health care (\$) and other amounts receivable				
25. Aggregate write-ins for other than invested assets	11,919,360		11,919,360	11,785,635
26. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 12 to 25)	3,390,920,444	8,532,548	3,382,387,896	3,191,708,360
27. From Separate Accounts, Segregated Accounts and Protected Cell Accounts				
28. Total (Lines 26 and 27)	3,390,920,444	8,532,548	3,382,387,896	3,191,708,360
DETAILS OF WRITE-INS				
1101.				
1102.				
1103.				
1198. Summary of remaining write-ins for Line 11 from overflow page				
1199. Totals (Lines 1101 through 1103 plus 1198)(Line 11 above)				
2501. Miscellaneous Assets	5,897,099		5,897,099	5,648,427
2502. Equities and Deposits in Pools and Associations	4,064,505		4,064,505	4,120,526
2503. Group Annuity	1,409,483		1,409,483	1,382,185
2598. Summary of remaining write-ins for Line 25 from overflow page	548,273		548,273	634,498
2599. Totals (Lines 2501 through 2503 plus 2598)(Line 25 above)	11,919,360		11,919,360	11,785,635

STATEMENT AS OF JUNE 30, 2013 OF THE OWNERS INSURANCE COMPANY

LIABILITIES, SURPLUS AND OTHER FUNDS

	1 Current Statement Date	2 December 31, Prior Year
1. Losses (current accident year \$ 249,492,817)	873,056,112	829,184,390
2. Reinsurance payable on paid losses and loss adjustment expenses		
3. Loss adjustment expenses	256,726,893	239,304,645
4. Commissions payable, contingent commissions and other similar charges	35,772,215	48,484,925
5. Other expenses (excluding taxes, licenses and fees)	2,854,428	2,509,200
6. Taxes, licenses and fees (excluding federal and foreign income taxes)	16,836,794	16,014,248
7.1 Current federal and foreign income taxes (including \$ on realized capital gains (losses))		310,420
7.2 Net deferred tax liability		
8. Borrowed money \$ and interest thereon \$		
9. Unearned premiums (after deducting unearned premiums for ceded reinsurance of \$ 23,038,823 and including warranty reserves of \$ and accrued accident and health experience rating refunds including \$ for medical loss ratio rebate per the Public Health Service Act)	803,283,738	759,197,177
10. Advance premium	20,464,787	16,511,395
11. Dividends declared and unpaid:		
11.1 Stockholders		
11.2 Policyholders		
12. Ceded reinsurance premiums payable (net of ceding commissions)	30,243,700	27,842,854
13. Funds held by company under reinsurance treaties		
14. Amounts withheld or retained by company for account of others	5,869,857	5,203,364
15. Remittances and items not allocated		
16. Provision for reinsurance (including \$ certified)		
17. Net adjustments in assets and liabilities due to foreign exchange rates		
18. Drafts outstanding		
19. Payable to parent, subsidiaries and affiliates	123,871,232	107,063,350
20. Derivatives		
21. Payable for securities	9,314,762	
22. Payable for securities lending		
23. Liability for amounts held under uninsured plans		
24. Capital notes \$ and interest thereon \$		
25. Aggregate write-ins for liabilities	1,203,078	779,579
26. Total liabilities excluding protected cell liabilities (Lines 1 through 25)	2,179,497,597	2,052,405,548
27. Protected cell liabilities		
28. Total liabilities (Lines 26 and 27)	2,179,497,597	2,052,405,548
29. Aggregate write-ins for special surplus funds		
30. Common capital stock	6,500,000	6,500,000
31. Preferred capital stock		
32. Aggregate write-ins for other than special surplus funds		
33. Surplus notes		
34. Gross paid in and contributed surplus	220,998,592	220,998,592
35. Unassigned funds (surplus)	975,391,706	911,804,221
36. Less treasury stock, at cost:		
36.1 shares common (value included in Line 30 \$)		
36.2 shares preferred (value included in Line 31 \$)		
37. Surplus as regards policyholders (Lines 29 to 35, less 36)	1,202,890,298	1,139,302,813
38. Totals (Page 2, Line 28, Col. 3)	3,382,387,896	3,191,708,360
DETAILS OF WRITE-INS		
2501. Miscellaneous liabilities	1,203,078	779,579
2502.		
2503.		
2598. Summary of remaining write-ins for Line 25 from overflow page		
2599. Totals (Lines 2501 through 2503 plus 2598)(Line 25 above)	1,203,078	779,579
2901.		
2902.		
2903.		
2998. Summary of remaining write-ins for Line 29 from overflow page		
2999. Totals (Lines 2901 through 2903 plus 2998)(Line 29 above)		
3201.		
3202.		
3203.		
3298. Summary of remaining write-ins for Line 32 from overflow page		
3299. Totals (Lines 3201 through 3203 plus 3298)(Line 32 above)		

STATEMENT AS OF JUNE 30, 2013 OF THE OWNERS INSURANCE COMPANY

STATEMENT OF INCOME

	1 Current Year to Date	2 Prior Year to Date	3 Prior Year Ended December 31
UNDERWRITING INCOME			
1. Premiums earned:			
1.1 Direct (written \$902,814,975)	856,586,140	793,454,177	1,620,940,825
1.2 Assumed (written \$14,828)	14,704	406,547	1,665,879
1.3 Ceded (written \$88,475,139)	86,332,741	77,184,855	158,163,095
1.4 Net (written \$814,354,665)	770,268,104	716,675,870	1,464,443,609
DEDUCTIONS:			
2. Losses incurred (current accident year \$457,873,219):			
2.1 Direct	496,070,458	530,513,354	1,031,876,598
2.2 Assumed	12,076	129,784	767,554
2.3 Ceded	34,432,642	61,298,284	101,586,305
2.4 Net	461,649,891	469,344,853	931,057,847
3. Loss adjustment expenses incurred	74,487,622	33,005,012	98,095,484
4. Other underwriting expenses incurred	219,787,011	202,833,636	410,489,287
5. Aggregate write-ins for underwriting deductions			
6. Total underwriting deductions (Lines 2 through 5)	755,924,524	705,183,502	1,439,642,619
7. Net income of protected cells			
8. Net underwriting gain or (loss) (Line 1 minus Line 6 + Line 7)	14,343,579	11,492,368	24,800,990
INVESTMENT INCOME			
9. Net investment income earned	44,126,586	46,931,016	93,235,877
10. Net realized capital gains (losses) less capital gains tax of \$3,194,929	5,716,193	370,503	4,829,198
11. Net investment gain (loss) (Lines 9 + 10)	49,842,779	47,301,519	98,065,075
OTHER INCOME			
12. Net gain or (loss) from agents' or premium balances charged off (amount recovered \$ amount charged off \$1,181,538)	(1,181,538)	(1,125,350)	(2,311,944)
13. Finance and service charges not included in premiums		1,834,886	3,634,443
14. Aggregate write-ins for miscellaneous income	2,468,646	253,028	187,558
15. Total other income (Lines 12 through 14)	1,287,108	962,563	1,510,057
16. Net income before dividends to policyholders, after capital gains tax and before all other federal and foreign income taxes (Lines 8 + 11 + 15)	65,473,466	59,756,451	124,376,122
17. Dividends to policyholders	375,707	368,045	940,225
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)	65,097,759	59,388,406	123,435,897
19. Federal and foreign income taxes incurred	19,549,452	18,140,682	30,929,839
20. Net income (Line 18 minus Line 19)(to Line 22)	45,548,307	41,247,724	92,506,058
CAPITAL AND SURPLUS ACCOUNT			
21. Surplus as regards policyholders, December 31 prior year	1,139,302,813	1,016,698,490	1,016,698,490
22. Net income (from Line 20)	45,548,307	41,247,724	92,506,058
23. Net transfers (to) from Protected Cell accounts			
24. Change in net unrealized capital gains (losses) less capital gains tax of \$7,389,504	13,723,364	8,091,258	15,498,673
25. Change in net unrealized foreign exchange capital gain (loss)			
26. Change in net deferred income tax	5,622,769	4,939,189	3,050,505
27. Change in nonadmitted assets	(1,306,954)	(824,834)	11,549,087
28. Change in provision for reinsurance			
29. Change in surplus notes			
30. Surplus (contributed to) withdrawn from protected cells			
31. Cumulative effect of changes in accounting principles			
32. Capital changes:			
32.1 Paid in			
32.2 Transferred from surplus (Stock Dividend)			
32.3 Transferred to surplus			
33. Surplus adjustments:			
33.1 Paid in			
33.2 Transferred to capital (Stock Dividend)			
33.3 Transferred from capital			
34. Net remittances from or (to) Home Office			
35. Dividends to stockholders			
36. Change in treasury stock			
37. Aggregate write-ins for gains and losses in surplus			
38. Change in surplus as regards policyholders (Lines 22 through 37)	63,587,486	53,453,338	122,604,323
39. Surplus as regards policyholders, as of statement date (Lines 21 plus 38)	1,202,890,298	1,070,151,828	1,139,302,813
DETAILS OF WRITE-INS			
0501.			
0502.			
0503.			
0598. Summary of remaining write-ins for Line 5 from overflow page			
0599. Totals (Lines 0501 through 0503 plus 0598)(Line 5 above)			
1401. Miscellaneous income and expense	2,468,646	253,028	187,558
1402.			
1403.			
1498. Summary of remaining write-ins for Line 14 from overflow page			
1499. Totals (Lines 1401 through 1403 plus 1498)(Line 14 above)	2,468,646	253,028	187,558
3701.			
3702.			
3703.			
3798. Summary of remaining write-ins for Line 37 from overflow page			
3799. Totals (Lines 3701 through 3703 plus 3798)(Line 37 above)			

STATEMENT AS OF JUNE 30, 2013 OF THE OWNERS INSURANCE COMPANY

CASH FLOW

	1 Current Year To Date	2 Prior Year To Date	3 Prior Year Ended December 31
Cash from Operations			
1. Premiums collected net of reinsurance	781,609,123	742,852,987	1,487,108,734
2. Net investment income	49,782,939	51,354,545	102,614,489
3. Miscellaneous income	1,287,108	962,563	1,510,057
4. Total (Lines 1 to 3)	832,679,170	795,170,095	1,591,233,280
5. Benefit and loss related payments	415,660,423	441,878,178	906,612,295
6. Net transfers to Separate Accounts, Segregated Accounts and Protected Cell Accounts			
7. Commissions, expenses paid and aggregate write-ins for deductions	288,322,003	262,020,475	509,514,495
8. Dividends paid to policyholders	375,707	368,045	940,225
9. Federal and foreign income taxes paid (recovered) net of \$ tax on capital gains (losses)	25,706,014	21,661,933	21,427,967
10. Total (Lines 5 through 9)	730,064,147	725,928,631	1,438,494,981
11. Net cash from operations (Line 4 minus Line 10)	102,615,023	69,241,464	152,738,299
Cash from Investments			
12. Proceeds from investments sold, matured or repaid:			
12.1 Bonds	243,235,951	154,982,445	359,981,435
12.2 Stocks	20,899,781	945,194	14,898,748
12.3 Mortgage loans			
12.4 Real estate			
12.5 Other invested assets	2,149,524	676,630	883,684
12.6 Net gains or (losses) on cash, cash equivalents and short-term investments			
12.7 Miscellaneous proceeds	9,314,762	22,376,191	
12.8 Total investment proceeds (Lines 12.1 to 12.7)	275,600,019	178,980,461	375,763,867
13. Cost of investments acquired (long-term only):			
13.1 Bonds	376,329,209	219,172,968	467,284,870
13.2 Stocks	9,323,804	15,577,718	28,398,966
13.3 Mortgage loans			
13.4 Real estate			
13.5 Other invested assets	4,616,254	2,800,531	7,010,535
13.6 Miscellaneous applications			
13.7 Total investments acquired (Lines 13.1 to 13.6)	390,269,266	237,551,218	502,694,371
14. Net increase (or decrease) in contract loans and premium notes			
15. Net cash from investments (Line 12.8 minus Line 13.7 and Line 14)	(114,669,248)	(58,570,757)	(126,930,504)
Cash from Financing and Miscellaneous Sources			
16. Cash provided (applied):			
16.1 Surplus notes, capital notes			
16.2 Capital and paid in surplus, less treasury stock			
16.3 Borrowed funds			
16.4 Net deposits on deposit-type contracts and other insurance liabilities			
16.5 Dividends to stockholders			
16.6 Other cash provided (applied)	18,055,776	23,089,068	(6,838,140)
17. Net cash from financing and miscellaneous sources (Line 16.1 through Line 16.4 minus Line 16.5 plus Line 16.6)	18,055,776	23,089,068	(6,838,140)
RECONCILIATION OF CASH, CASH EQUIVALENTS AND SHORT-TERM INVESTMENTS			
18. Net change in cash, cash equivalents and short-term investments (Line 11, plus Lines 15 and 17)	6,001,551	33,759,775	18,969,654
19. Cash, cash equivalents and short-term investments:			
19.1 Beginning of year	21,119,132	2,149,477	2,149,477
19.2 End of period (Line 18 plus Line 19.1)	27,120,683	35,909,253	21,119,132

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

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STATEMENT AS OF JUNE 30, 2013 OF THE OWNERS INSURANCE COMPANY

1. Summary of Significant Accounting Policies
- A. The financial statements of Owners Insurance Company have been completed in accordance with the prescribed practices of the Ohio Department of Insurance and the *Accounting Practices and Procedures Manual*.

B. No Significant Changes

C. No Significant Changes
2. Accounting Changes and Corrections of Errors
- No Significant Changes
3. Business Combinations and Goodwill
- N/A
4. Discontinued Operations
- N/A
5. Investments
- A. N/A

B. N/A

C. N/A

D. Loan-Backed Securities

1. Prepayment assumptions for loan-backed bonds and structured securities are obtained from the Bloomberg Financial System. These assumptions are consistent with the current interest rate environment.

2. Owners Insurance Company has no loan-backed securities with an other-than-temporary impairment.

3. Owners Insurance Company has no loan-backed securities with an other-than-temporary impairment.

4. Aggregate value of loan-backed securities with unrealized losses at June 30, 2013.

a. The aggregate amount of unrealized losses:

1. Less than 12 Months

\$

6,658,000

2. 12 Months or Longer

\$

0

b. The aggregate related fair value of securities with unrealized losses:

1. Less than 12 Months

\$

254,679,121

2. 12 Months or Longer

\$

0

5. Owners Insurance Company evaluates factors such as payment performance, the length of time and the extent of which the fair value has been less than cost, and the intent and ability of the Company to hold securities for a period of time sufficient to allow for any anticipated recovery in fair value.

E. N/A

F. N/A

G. N/A

6. Joint Ventures, Partnerships and Limited Liability Companies

No Significant Changes

7. Investment Income

No Significant Changes

8. Derivative Instruments

N/A

9. Income Taxes

No Significant Changes

10. Information Concerning Parent, Subsidiaries and Affiliates

No Significant Changes

11. Debt

N/A

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

N/A

13. Capital & Surplus, Dividend Restrictions and Quasi-Reorganizations

No Significant Changes

14. Contingencies

No Significant Changes

15. Leases

N/A

16. Information about Financial Instruments with Off-Balance Sheet Risk and Financial Instruments with Concentrations of Credit Risk

N/A

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

N/A

18. Gain or Loss to the Reporting Entity from Uninsured Plans and the Uninsured Portion of Partially Insured Plans

N/A
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STATEMENT AS OF JUNE 30, 2013 OF THE OWNERS INSURANCE COMPANY

19. Direct Premium Written/Produced by Managing General Agents/Third Party Administrators
N/A

20. Fair Value Measurements
A.

(1) Fair Value measurements at June 30, 2013:

Description	Level 1		Level 2		Level 3		Total
Assets at fair value							
Bonds							
U.S. Special Revenue and Assessments	\$		\$	941,950	\$		\$ 941,950
Total Bonds				941,950			941,950
Common stocks							
Industrial and Miscellaneous	\$	210,563,991	\$		\$		\$ 210,563,991
Mutual Funds	\$		\$	24,066,727	\$	50,206,743	\$ 74,273,470
Total Common Stocks	\$	210,563,991	\$	24,066,727	\$	50,206,743	\$ 284,837,461
TOTAL ASSETS AT FAIR VALUE	\$	210,563,991	\$	25,008,677	\$	50,206,743	\$ 285,779,411

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

	Balance at 4/1/13	Transfers into Level 3	Transfers out of Level 3	Total gains/ (losses) included in Net Income	Total gains/ (losses) included in Surplus	Purchases	Issuances	Sales	Settlements	Balance at 6/30/2013
Common Stocks - Unaffiliated										
Mutual Funds	\$ 50,539,326	\$	\$	\$	\$ (332,583)	\$	\$	\$	\$	\$ 50,206,743
Total	\$ 50,539,326	\$	\$	\$	\$ (332,583)	\$	\$	\$	\$	\$ 50,206,743

(3) The Company’s policy is to recognize transfers in and transfers out as of the actual date of the event or change in circumstances that caused the transfer.

(4) Level 1 Measurements
Level 1 assets include actively-traded exchange-listed equity securities valued based on unadjusted quoted exchange prices. Cash and uncollected premiums are valued at carrying value, which is a reasonable estimate of fair value.

Level 2 Measurements
Level 2 assets include bonds reported at amortized cost with the exception of below investment grade bonds reported at the lower of amortized cost or fair market value. An evaluated price is provided, through the Company’s custodian bank, by a pricing vendor based on observable inputs, including quoted prices for similar securities in active markets, quoted prices for identical or similar securities in inactive markets, and models that derive valuations from observable inputs in active markets. Common stock mutual fund assets are valued based on quoted net asset value.

Level 3 Measurements
Level 3 assets consist of mutual funds that do not trade on an exchange, with fair values obtained directly from the issuer. The fair value of other invested assets is based upon the underlying GAAP equity in the investee. Assets reported at amortized cost include certain bonds that are infrequently traded; fair values are derived through comparison to similar securities or obtained directly from the issuer.

(5) N/A

B. N/A

C.

Type of Financial Instrument	Aggregate Fair Value	Admitted Assets	Level 1	Level 2	Level 3	Not Practicable (Carrying Value)
Bonds	\$ 2,687,765,851	\$ 2,613,069,862	\$	\$ 2,624,990,134	\$ 62,775,717	\$
Common Stock	284,837,461	284,837,461	210,563,991	24,066,727	50,206,743	
Cash	27,120,683	27,120,683	27,120,683			
Uncollected premiums	324,883,235	324,883,235	324,883,235			
Other invested assets	23,570,727	23,570,727			23,570,727	

D. N/A

21. Other Items
No Significant Changes

22. Events Subsequent
N/A

23. Reinsurance
No Significant Changes

24. Retrospectively Rated Contracts & Contracts Subject to Redetermination
N/A

STATEMENT AS OF JUNE 30, 2013 OF THE OWNERS INSURANCE COMPANY

25. Change in Incurred Losses and Loss Adjustment Expenses

	2013	2012
Reserves, beginning of year	\$1,068,489,035	\$1,057,047,706
Incurred losses:		
Current Year	538,783,784	568,356,796
Prior Years	(2,646,271)	(66,006,931)
Paid Losses:		
Current Year	234,545,107	258,700,517
Prior Years	240,298,436	222,762,257
Reserves, end of period	\$1,129,783,005	\$1,077,934,797

Reserves for incurred losses and loss adjustment expenses attributable to insured events of prior years have changed as the result of ongoing analysis of recent loss development trends.

26. Intercompany Pooling Arrangements
N/A

27. Structured Settlements
No Significant Changes

28. Health Care Receivables
N/A

29. Participating Policies
N/A

30. Premium Deficiency Reserves
No Significant Changes

31. High Deductibles
N/A

32. Discounting of Liabilities for Unpaid Losses or Unpaid Loss Adjustment Expenses
No Significant Changes

33. Asbestos/Environmental Reserves
No Significant Changes

34. Subscriber Savings Accounts
N/A

35. Multiple Peril Crop Insurance
N/A

36. Financial Guaranty Insurance
N/A

STATEMENT AS OF JUNE 30, 2013 OF THE OWNERS INSURANCE COMPANY

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 [☒]
- 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 [☒]
- 2.2

If yes, date of change:
- 3.1

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

Yes [☐] No [☒]
- 3.2

If the response to 3.1 is yes, provide a brief description of those changes.
- 4.1

Has the reporting entity been a party to a merger or consolidation during the period covered by this statement?

Yes [☐] No [☒]
- 4.2

If yes, provide the name of the 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 [☐]
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.

12/31/2010
- 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.

12/31/2010
- 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).

04/09/2012
- 6.4

By what department or departments?
Ohio Department of Insurance
- 6.5

Have all financial statement adjustments within the latest financial examination report been accounted for in a subsequent financial statement filed with Departments?

Yes [☐] No [☐] N/A [☒]
- 6.6

Have all of the recommendations within the latest financial examination report been complied with?

Yes [☐] No [☐] N/A [☒]
- 7.1

Has this reporting entity had any Certificates of Authority, licenses or registrations (including corporate registration, if applicable) suspended or revoked by any governmental entity during the reporting period?

Yes [☐] No [☒]
- 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 [☐] 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 [☐] 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

STATEMENT AS OF JUNE 30, 2013 OF THE OWNERS INSURANCE COMPANY

GENERAL INTERROGATORIES

- 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 [] No [X]
- 10.2

If yes, indicate any amounts receivable from parent included in the Page 2 amount:

\$

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:

\$ 4,586,869
13.

Amount of real estate and mortgages held in short-term investments:

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

STATEMENT AS OF JUNE 30, 2013 OF THE OWNERS INSURANCE COMPANY

GENERAL INTERROGATORIES

16. For the reporting entity's security lending program, state the amount of the following as of the current statement date:
- 16.1 Total fair value of reinvested collateral assets reported on Schedule DL, Parts 1 and 2.

16.2 Total book adjusted/carrying value of reinvested collateral assets reported on Schedule DL, Parts 1 and 2

16.3 Total payable for securities lending reported on the liability page.
- \$

\$

\$

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

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

1 Name of Custodian(s)	2 Custodian Address
The Northern Trust Company	50 South LaSalle Street, Chicago, IL 60675

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

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

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

- 17.4 If yes, give full information relating thereto:

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

- 17.5 Identify all investment advisors, brokers/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

- 18.1 Have all the filing requirements of the Purposes and Procedures Manual of the NAIC Securities Valuation Office been followed?
- Yes [X] No []

- 18.2 If no, list exceptions:

GENERAL INTERROGATORIES

PART 2 - PROPERTY & CASUALTY INTERROGATORIES

1.

If the reporting entity is a member of a pooling arrangement, did the agreement or the reporting entity's participation change?
If yes, attach an explanation.

Yes [] No [] N/A [X]
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 following schedule:

			TOTAL DISCOUNT				DISCOUNT TAKEN DURING PERIOD			
1	2	3	4	5	6	7	8	9	10	11
Line of Business	Maximum Interest	Discount Rate	Unpaid Losses	Unpaid LAE	IBNR	TOTAL	Unpaid Losses	Unpaid LAE	IBNR	TOTAL
TOTAL										

5.

Operating Percentages:

5.1 A&H loss percent %

5.2 A&H cost containment percent %

5.3 A&H expense percent excluding cost containment expenses %
- 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\$.....
- 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\$.....

STATEMENT AS OF JUNE 30, 2013 OF THE OWNERS INSURANCE COMPANY

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				

STATEMENT AS OF JUNE 30, 2013 OF THE OWNERS INSURANCE COMPANY

SCHEDULE T - EXHIBIT OF PREMIUMS WRITTEN

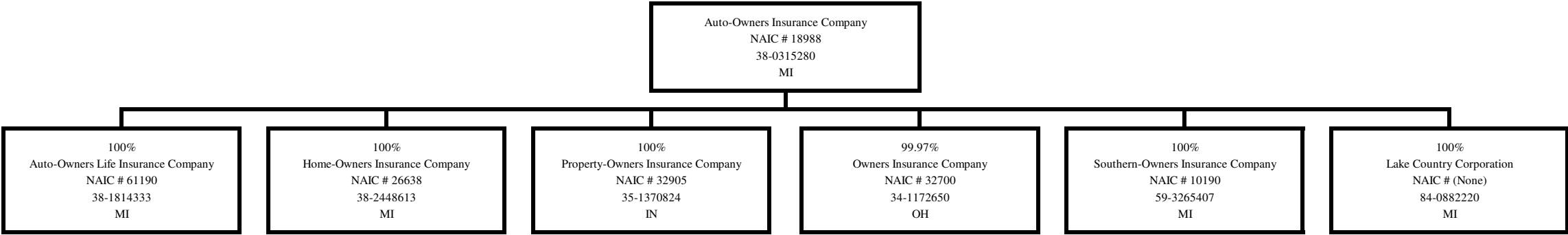
Current Year to Date - Allocated by States and Territories								
States, etc.	1 Active Status	Direct Premiums Written		Direct Losses Paid (Deducting Salvage)		Direct Losses Unpaid		
		2 Current Year To Date	3 Prior Year To Date	4 Current Year To Date	5 Prior Year To Date	6 Current Year To Date	7 Prior Year To Date	
1. Alabama AL	L	47,350,860	46,069,009	26,242,778	26,784,384	48,232,068	55,293,127	
2. Alaska AK	N							
3. Arizona AZ	L	22,027,020	22,158,990	13,386,657	12,569,210	21,793,880	22,755,088	
4. Arkansas AR	L	4,549,628	3,453,229	2,323,292	1,319,567	3,871,683	2,922,278	
5. California CA	N							
6. Colorado CO	L	31,213,574	28,050,862	15,789,282	17,461,634	32,256,232	28,485,926	
7. Connecticut CT	N							
8. Delaware DE	N							
9. District of Columbia DC	N							
10. Florida FL	L	42,034,398	37,138,579	27,472,168	26,464,037	56,672,114	60,184,433	
11. Georgia GA	L	111,668,712	103,229,797	72,317,618	51,374,335	139,066,506	116,776,341	
12. Hawaii HI	N							
13. Idaho ID	L	2,672,474	2,301,270	893,229	1,388,025	2,578,115	3,261,309	
14. Illinois IL	L	78,478,385	73,775,219	40,555,298	51,778,608	130,173,732	134,501,465	
15. Indiana IN	L	27,564,716	26,549,304	15,005,343	20,307,438	21,724,677	23,524,185	
16. Iowa IA	L	37,015,896	35,340,988	17,280,396	19,809,493	32,697,798	28,962,416	
17. Kansas KS	L	3,569,011	2,658,228	1,640,079	987,704	5,105,336	7,387,606	
18. Kentucky KY	L	34,483,319	32,793,831	17,283,487	32,973,894	34,539,408	42,604,272	
19. Louisiana LA	N							
20. Maine ME	N							
21. Maryland MD	N							
22. Massachusetts MA	N							
23. Michigan MI	L							
24. Minnesota MN	L	126,723,116	120,307,649	52,980,154	63,504,517	123,031,627	129,283,421	
25. Mississippi MS	L							
26. Missouri MO	L	26,343,880	25,938,951	12,619,299	17,598,160	38,513,403	47,872,759	
27. Montana MT	N							
28. Nebraska NE	L	13,443,617	12,591,510	9,694,806	10,410,401	12,320,230	17,359,134	
29. Nevada NV	L							
30. New Hampshire NH	N							
31. New Jersey NJ	N							
32. New Mexico NM	L							
33. New York NY	N							
34. North Carolina NC	L	56,281,828	53,708,548	21,721,921	30,473,550	61,120,628	53,455,995	
35. North Dakota ND	L	13,582,618	13,189,167	4,627,264	4,167,666	12,844,186	8,771,156	
36. Ohio OH	L	50,672,988	49,381,666	23,483,741	26,320,430	50,105,388	55,529,023	
37. Oklahoma OK	N							
38. Oregon OR	L							
39. Pennsylvania PA	L	1,679,092	895,472	213,313	310,598	1,508,182	1,129,722	
40. Rhode Island RI	N							
41. South Carolina SC	L	51,453,712	45,401,433	23,700,705	28,924,262	56,637,906	42,345,415	
42. South Dakota SD	L	12,489,534	11,470,726	4,632,301	6,382,731	16,554,365	16,555,113	
43. Tennessee TN	L	24,944,267	21,151,303	10,982,254	19,145,773	31,861,974	32,541,033	
44. Texas TX	N							
45. Utah UT	L	26,883,815	23,846,820	14,182,036	11,556,318	37,866,781	40,103,435	
46. Vermont VT	N							
47. Virginia VA	L	12,577,611	11,065,077	6,137,856	6,348,388	11,285,310	12,028,105	
48. Washington WA	L							
49. West Virginia WV	N							
50. Wisconsin WI	L	43,110,903	39,210,992	24,333,270	18,565,995	51,008,622	48,729,123	
51. Wyoming WY	N							
52. American Samoa AS	N							
53. Guam GU	N							
54. Puerto Rico PR	N							
55. U.S. Virgin Islands VI	N							
56. Northern Mariana Islands MP	N							
57. Canada CAN	N							
58. Aggregate Other Alien OT	XXX							
59. Totals	(a) 31	902,814,975	841,678,618	459,498,546	506,927,116	1,033,370,151	1,032,361,881	
DETAILS OF WRITE-INS								
58001.	XXX							
58002.	XXX							
58003.	XXX							
58998. Summary of remaining write-ins for Line 58 from overflow page	XXX							
58999. Totals (Lines 58001 through 58003 plus 58998)(Line 58 above)	XXX							

(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 GROUP

PART 1 - ORGANIZATIONAL CHART



STATEMENT AS OF JUNE 30, 2013 OF THE OWNERS INSURANCE COMPANY

SCHEDULE Y

PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

[illegible]

Asterisk	Explanation

STATEMENT AS OF JUNE 30, 2013 OF THE OWNERS INSURANCE COMPANY

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	1,790,231	2,023,753	113.0	14.5
2.	Allied Lines	2,304,864	1,874,868	81.3	107.4
3.	Farmowners multiple peril	2,921,991	1,219,154	41.7	90.1
4.	Homeowners multiple peril	196,403,875	123,997,011	63.1	90.3
5.	Commercial multiple peril	170,465,667	75,090,214	44.1	52.2
6.	Mortgage guaranty				
8.	Ocean marine				
9.	Inland marine	19,882,297	8,634,733	43.4	39.6
10.	Financial guaranty				
11.1	Medical professional liability - occurrence				
11.2	Medical professional liability - claims-made				
12.	Earthquake	3,580,154	1,082	0.0	
13.	Group accident and health				
14.	Credit accident and health				
15.	Other accident and health				
16.	Workers' compensation	65,435,638	49,931,525	76.3	66.8
17.1	Other liability - occurrence	28,217,271	6,274,717	22.2	61.8
17.2	Other liability - claims-made				
17.3	Excess workers' compensation				
18.1	Products liability - occurrence				
18.2	Products liability - claims-made				
19.1,19.2	Private passenger auto liability	149,237,613	110,879,089	74.3	65.3
19.3,19.4	Commercial auto liability	66,873,614	34,750,258	52.0	61.6
21.	Auto physical damage	148,844,254	80,814,901	54.3	62.6
22.	Aircraft (all perils)				
23.	Fidelity	446,687	565,288	126.6	2.7
24.	Surety				
26.	Burglary and theft	181,986	13,865	7.6	39.7
27.	Boiler and machinery				
28.	Credit				
29.	International				
30.	Warranty				
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				
35.	Totals	856,586,140	496,070,458	57.9	66.9
DETAILS OF WRITE-INS					
3401.	.....			
3402.	.....			
3403.	.....			
3498.	Summary of remaining write-ins for Line 34 from overflow page				
3499.	Totals (Lines 3401 through 3403 plus 3498)(Line 34 above)				

PART 2 - DIRECT PREMIUMS WRITTEN

Line of Business		1	2	3
		Current Quarter	Current Year to Date	Prior Year Year to Date
1.	Fire	1,000,247	1,907,787	1,682,120
2.	Allied Lines	1,360,101	2,598,029	2,227,532
3.	Farmowners multiple peril	1,842,966	3,416,295	2,745,257
4.	Homeowners multiple peril	112,451,339	197,967,380	187,903,294
5.	Commercial multiple peril	93,529,686	185,328,844	163,156,922
6.	Mortgage guaranty			
8.	Ocean marine			
9.	Inland marine	11,696,744	21,705,930	20,613,482
10.	Financial guaranty			
11.1	Medical professional liability - occurrence			
11.2	Medical professional liability - claims-made			
12.	Earthquake	1,975,980	3,654,267	3,644,133
13.	Group accident and health			
14.	Credit accident and health			
15.	Other accident and health			
16.	Workers' compensation	34,988,815	73,845,591	66,425,652
17.1	Other liability - occurrence	16,336,111	31,391,944	27,399,478
17.2	Other liability - claims-made			
17.3	Excess workers' compensation			
18.1	Products liability - occurrence			
18.2	Products liability - claims-made			
19.1,19.2	Private passenger auto liability	78,322,343	151,940,575	146,733,306
19.3,19.4	Commercial auto liability	36,871,680	74,212,403	68,450,184
21.	Auto physical damage	79,391,323	154,153,232	150,069,630
22.	Aircraft (all perils)			
23.	Fidelity	252,178	493,844	444,515
24.	Surety			
26.	Burglary and theft	116,062	198,855	183,114
27.	Boiler and machinery			
28.	Credit			
29.	International			
30.	Warranty			
31.	Reinsurance - Nonproportional Assumed Property	XXX	XXX	XXX
32.	Reinsurance - Nonproportional Assumed Liability	XXX	XXX	XXX
33.	Reinsurance - Nonproportional Assumed Financial Lines	XXX	XXX	XXX
34.	Aggregate write-ins for other lines of business			
35.	Totals	470,135,575	902,814,975	841,678,618
DETAILS OF WRITE-INS				
3401.	.....		
3402.	.....		
3403.	.....		
3498.	Summary of remaining write-ins for Line 34 from overflow page			
3499.	Totals (Lines 3401 through 3403 plus 3498)(Line 34 above)			

STATEMENT AS OF JUNE 30, 2013 OF THE OWNERS INSURANCE COMPANY

PART 3 (000 omitted)

LOSS AND LOSS ADJUSTMENT EXPENSE RESERVES SCHEDULE

	1	2	3	4	5	6	7	8	9	10	11	12	13									
Years in Which Losses Occurred	Prior Year-End Known Case Loss and LAE Reserves	Prior Year-End IBNR Loss and LAE Reserves	Total Prior Year-End Loss and LAE Reserves (Cols. 1+2)	2013 Loss and LAE Payments on Claims Reported as of Prior Year-End	2013 Loss and LAE Payments on Claims Unreported as of Prior Year-End	Total 2013 Loss and LAE Payments (Cols. 4+5)	Q.S. Date Known Case Loss and LAE Reserves on Claims Reported and Open as of Prior Year End	Q.S. Date Known Case Loss and LAE Reserves on Claims Reported or Reopened Subsequent to Prior Year End	Q.S. Date IBNR Loss and LAE Reserves	Total Q.S. Loss and LAE Reserves (Cols.7+8+9)	Prior Year-End Known Case Loss and LAE Reserves Developed (Savings)/ Deficiency (Cols.4+7 minus Col. 1)	Prior Year-End IBNR Loss and LAE Reserves Developed (Savings)/ Deficiency (Cols. 5+8+9 minus Col. 2)	Prior Year-End Total Loss and LAE Reserve Developed (Savings)/ Deficiency (Cols. 11+12)									
1. 2010 + Prior	284,140	94,588	378,728	52,073	2,872	54,945	227,448	10,987	73,312	311,748	(4,619)	(7,417)	(12,036)									
2. 2011	167,289	78,218	245,507	44,064	4,050	48,114	137,535	15,630	46,926	200,090	14,309	(11,612)	2,697									
3. Subtotals 2011 + Prior	451,429	172,806	624,235	96,137	6,922	103,059	364,983	26,617	120,238	511,838	9,691	(19,029)	(9,339)									
4. 2012	244,353	199,894	444,247	109,450	32,673	142,123	160,963	38,445	114,298	313,706	26,061	(14,478)	11,582									
5. Subtotals 2012 + Prior	695,782	372,700	1,068,482	205,587	39,594	245,181	525,946	65,062	234,536	825,544	35,751	(33,507)	2,244									
6. 2013	XXX	XXX	XXX	XXX	229,662	229,662	XXX	182,083	122,156	304,239	XXX	XXX	XXX									
7. Totals	695,782	372,700	1,068,482	205,587	269,257	474,844	525,946	247,145	356,692	1,129,783	35,751	(33,507)	2,244									
8. Prior Year-End Surplus As Regards Policyholders	1,139,303										Col. 11, Line 7 As % of Col. 1 Line 7	Col. 12, Line 7 As % of Col. 2 Line 7	Col. 13, Line 7 As % of Col. 3 Line 7									
											1. 5.1	2. (9.0)	3. 0.2									
											Col. 13, Line 7 As a % of Col. 1 Line 8											
											4. 0.2											

STATEMENT AS OF JUNE 30, 2013 OF THE OWNERS INSURANCE COMPANY

SUPPLEMENTAL EXHIBITS AND SCHEDULES INTERROGATORIES

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

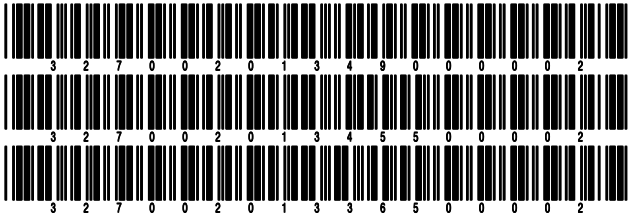
	Response
1. Will the Trusteed Surplus Statement be filed with the state of domicile and the NAIC with this statement?	NO
2. Will Supplement A to Schedule T (Medical Professional Liability Supplement) be filed with this statement?	NO
3. Will the Medicare Part D Coverage Supplement be filed with the state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

Explanations:

1. Not Required
2. Not Required
3. Not Required

Bar Codes:

1. Trusteed Surplus Statement [Document Identifier 490]
2. Supplement A to Schedule T [Document Identifier 455]
3. Medicare Part D Coverage Supplement [Document Identifier 365]



STATEMENT AS OF JUNE 30, 2013 OF THE OWNERS INSURANCE COMPANY

OVERFLOW PAGE FOR WRITE-INS

Additional Write-ins for Assets Line 25

		Current Statement Date			4 December 31 Prior Year Net Admitted Assets
		1 Assets	2 Nonadmitted Assets	3 Net Admitted Assets (Cols. 1 - 2)	
2504.	IGA Special Assessment	548,273		548,273	634,498
2597.	Summary of remaining write-ins for Line 25 from overflow page	548,273		548,273	634,498

NONE

STATEMENT AS OF JUNE 30, 2013 OF THE OWNERS INSURANCE COMPANY

SCHEDULE A - VERIFICATION

Real Estate

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

SCHEDULE B - VERIFICATION

Mortgage Loans

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

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	20,221,388	12,452,484
2. Cost of acquired:		
2.1 Actual cost at time of acquisition	1,941,283	1,610,590
2.2 Additional investment made after acquisition	2,674,970	5,399,945
3. Capitalized deferred interest and other		
4. Accrual of discount		
5. Unrealized valuation increase (decrease)	830,942	1,642,053
6. Total gain (loss) on disposals	51,668	
7. Deduct amounts received on disposals	2,149,524	883,684
8. Deduct amortization of premium and depreciation		
9. Total foreign exchange change in book/adjusted carrying value		
10. Deduct current year's other than temporary impairment recognized		
11. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5+6-7-8+9-10)	23,570,727	20,221,388
12. Deduct total nonadmitted amounts		
13. Statement value at end of current period (Line 11 minus Line 12)	23,570,727	20,221,388

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	2,752,951,039	2,611,769,980
2. Cost of bonds and stocks acquired	385,653,013	495,683,836
3. Accrual of discount	434,818	1,004,581
4. Unrealized valuation increase (decrease)	20,281,926	21,486,958
5. Total gain (loss) on disposals	8,859,453	7,677,849
6. Deduct consideration for bonds and stocks disposed of	264,135,732	374,880,183
7. Deduct amortization of premium	6,137,193	9,791,983
8. Total foreign exchange change in book/adjusted carrying value		
9. Deduct current year's other than temporary impairment recognized		
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9)	2,897,907,323	2,752,951,039
11. Deduct total nonadmitted amounts		
12. Statement value at end of current period (Line 10 minus Line 11)	2,897,907,323	2,752,951,039

STATEMENT AS OF JUNE 30, 2013 OF THE OWNERS INSURANCE COMPANY

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)	2,362,442,060	176,548,758	106,517,329	(3,326,316)	2,362,442,059	2,429,147,173		2,320,025,197
2. Class 2 (a)	176,924,008	8,686,340	5,047,583	418,351	176,924,008	180,981,116		159,621,108
3. Class 3 (a)	1,999,564			59	1,999,564	1,999,623		1,999,506
4. Class 4 (a)								2,811,255
5. Class 5 (a)	951,080			(9,130)	951,080	941,950		949,250
6. Class 6 (a)								
7. Total Bonds	2,542,316,712	185,235,098	111,564,912	(2,917,035)	2,542,316,712	2,613,069,862		2,485,406,317
PREFERRED STOCK								
8. Class 1								
9. Class 2								
10. Class 3								
11. Class 4								
12. Class 5								
13. Class 6								
14. Total Preferred Stock								
15. Total Bonds and Preferred Stock	2,542,316,712	185,235,098	111,564,912	(2,917,035)	2,542,316,712	2,613,069,862		2,485,406,317

(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 \$; NAIC 2 \$; NAIC 3 \$;
NAIC 4 \$; NAIC 5 \$; NAIC 6 \$

Schedule DA - Part 1 - Short-Term Investments
N O N E

Schedule DA - Verification - Short-Term Investments
N O N E

Schedule DB - Part A - Verification - Options, Caps, Floors, Collars, Swaps and Forwards
N O N E

Schedule DB - Part B - Verification - Futures Contracts
N O N E

Schedule DB - Part C - Section 1 - Replication (Synthetic Asset) Transactions (RSATs) Open
N O N E

Schedule DB-Part C-Section 2-Reconciliation of Replication (Synthetic Asset) Transactions Open
N O N E

Schedule DB - Verification - Book/Adjusted Carrying Value, Fair Value and Potential Exposure of
Derivatives
N O N E

Schedule E - Verification - Cash Equivalents
N O N E

Schedule A - Part 2 - Real Estate Acquired and Additions Made
N O N E

Schedule A - Part 3 - Real Estate Disposed
N O N E

Schedule B - Part 2 - Mortgage Loans Acquired
N O N E

Schedule B - Part 3 - Mortgage Loans Disposed, Transferred or Repaid
N O N E

STATEMENT AS OF JUNE 30, 2013 OF THE OWNERS INSURANCE COMPANY

SCHEDULE BA - PART 2

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

1 CUSIP Identification	2 Name or Description	Location		5 Name of Vendor or General Partner	6 NAIC Designation	7 Date Originally Acquired	8 Type and Strategy	9 Actual Cost at Time of Acquisition	10 Additional Investment Made After Acquisition	11 Amount of Encumbrances	12 Commitment for Additional Investment	13 Percentage of Ownership
		3 City	4 State									
	NAPIER PARK RAILCAR LEASE FUND	NEW YORK	NY	NAPIER PARK CAPITAL MANAGEMENT		01/08/2013		1,486,283			513,717	0.552
0399999.	Transportation Equipment - Unaffiliated							1,486,283				XXX
	MIDWEST BANC FUNDVII LIMITED PARTNERSHIP	CHICAGO	IL	THE BANC FUNDS COMPANY, L.L.C.		02/13/2008			180,000		380,000	0.308
1599999.	Joint Venture Interests - Common Stock - Unaffiliated								180,000		380,000	XXX
	BREP VII COMMERCIAL REAL ESTATE TRUST	TROY	MI	MERRILL LYNCH		08/30/2012			200,000		1,240,000	0.630
	FREO ACCESS, LP	NEW YORK	NY	GOLDMAN SACHS ASSET MANAGEMENT		10/01/2012			666,007		613,217	0.290
1799999.	Joint Venture Interests - Real Estate - Unaffiliated								866,007		1,853,217	XXX
	APOLLO EUROPEAN CREDIT FUND	NEW YORK	NY	UBS FINANCIAL SERVICES INC		12/20/2011	3		105,997		806,971	0.680
	NB CROSSROADS 2010	NEW YORK	NY	UBS FINANCIAL SERVICES INC		09/01/2010	3		45,000		1,725,000	0.420
	NB STRATEGIC CO-INVESTMENT PARTNERS II LP	NEW YORK	NY	UBS FINANCIAL SERVICES INC		09/20/2012			61,743		1,562,520	0.180
	MESROW PRIVATE EQUITY FUND IV	CHICAGO	IL	MESROW FINANCIAL		03/25/2008	3		40,000		500,000	0.220
	MESROW PRIVATE EQUITY FUND V	CHICAGO	IL	MESROW FINANCIAL		03/11/2009	3		60,000		1,220,000	0.240
	FORT WASHINGTON PEO FUND II	CINCINNATI	OH	FORT WASHINGTON PRIVATE EQUITY		03/11/2009	1		130,000		315,000	1.830
	WARBURG	NEW YORK	NY	WARBURG PINCUS		04/18/2013	3	455,000	35,000		1,630,000	
1999999.	Joint Venture Interests - Other - Unaffiliated							455,000	477,740		7,759,491	XXX
3999999.	Total - Unaffiliated							1,941,283	1,523,747		10,506,425	XXX
4099999.	Total - Affiliated											XXX
4199999 - Totals								1,941,283	1,523,747		10,506,425	XXX

SCHEDULE BA - PART 3

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

1 CUSIP Identification	2 Name or Description	Location		5 Name of Purchaser or Nature of Disposal	6 Date Originally Acquired	7 Disposal Date	8 Book/ Adjusted Carrying Value Less Encum- brances, Prior Year	Change in Book/Adjusted Carrying Value						15 Book/ Adjusted Carrying Value Less Encum- brances on Disposal	16 Consid- eration	17 Foreign Exchange Gain (Loss) on Disposal	18 Realized Gain (Loss) on Disposal	19 Total Gain (Loss) on Disposal	20 Invest- ment Income
		3 City	4 State					9 Unrealized Valuation Increase (De- crease)	10 Current Year's (Depre- ciation) or (Amorti- zation)/ Accretion	11 Current Year's Other Than Temporary Impair- ment Recog- nized	12 Capital- ized Deferred Interest and Other	13 Total Change in Book/ Adjusted Carrying Value (9+10- 11+12)	14 Total Foreign Exchange Change in Book/ Adjusted Carrying Value						
	RIALTO REAL ESTATE	NEW YORK .....	..NY	UBS FINANCIAL SERVICES INC	08/11/2011	06/13/2013	3,667,755							3,593,575	1,119,000			
	FREO ACCESS, LP	NEW YORK .....	..NY	GOLDMAN SACHS ASSET MANAGEMENT	10/01/2012	05/06/2013	833,675							1,597,518	245,223			
1799999. Joint Venture Interests - Real Estate - Unaffiliated								4,501,430						5,191,093	1,364,223				
	UBS SELECT SERIES III, LLC	NEW YORK .....	..NY	UBS FINANCIAL SERVICES INC	05/15/2008	05/21/2013	1,265,925							1,461,584	30,000			
	STEPSTONE PEP III	NEW YORK .....	..NY	CITIGROUP GLOBAL MARKETS, INC	05/15/2008	06/03/2013	1,447,689							1,584,076	104,828		51,668	51,668
	WARBURG	NEW YORK .....	..NY	WARBURG PINCUS	04/18/2013	05/31/2013								490,000	120,000			6,800
1999999. Joint Venture Interests - Other - Unaffiliated								2,713,614						3,535,660	254,828		51,668	51,668	6,972
3999999. Total - Unaffiliated								7,215,044						8,726,753	1,619,051		51,668	51,668	6,972
4099999. Total - Affiliated																			
				
				
				
				
4199999 - Totals								7,215,044						8,726,753	1,619,051		51,668	51,668	6,972

STATEMENT AS OF JUNE 30, 2013 OF THE OWNERS INSURANCE COMPANY

SCHEDULE D - PART 3

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

1	2	3	4	5	6	7	8	9	10
CUSIP Identification	Description	Foreign	Date Acquired	Name of Vendor	Number of Shares of Stock	Actual Cost	Par Value	Paid for Accrued Interest and Dividends	NAIC Designation or Market Indicator (a)
Bonds - U.S. Governments									
302177-AA-0	EXPORT LEASE TEN SKG FUND (EX-IM)		.05/01/2013	J P Morgan		12,000,000	12,000,000		1
313380-N9-4	FEDERAL HOME LOAN BANK BONDS		.04/22/2013	RBC Dain Rauscher		1,000,000	1,000,000	1,813	1
38378B-WR-6	GNMA GNR 2012-83 AC		.05/20/2013	Raymond James Assoc		3,898,247	3,920,914	4,118	1
38378K-AX-7	GNMA GNR 2013-32 AB		.04/22/2013	Banc of America Securitie		4,063,968	3,987,337	5,051	1
38378K-QF-9	GNMA GNR 2013-72 AB		.05/01/2013	Credit Suisse		8,012,500	8,000,000	10,098	1
38378K-TG-4	GNMA GNR 2013-95 A		.06/25/2013	Citigroup Global Mkts		6,748,438	7,000,000	10,500	1
38378K-TJ-8	GNMA GNR 2013-95 AC		.06/25/2013	Citigroup Global Mkts		4,891,016	5,000,000	8,438	1
42328B-AE-2	HELIOS LEASING I SKG FUND (EX-IM)		.05/20/2013	BNP Paribas		4,000,000	4,000,000		1
48249A-AA-5	KE EXPORT 2011-II (EX-IM) SKG FLTG		.06/01/2013	J P Morgan		4,000,000	4,000,000		1
48668H-AA-2	KE EXPORT LEASING 2013-A (EX-IM)		.05/02/2013	Citigroup Global Mkts		5,000,000	5,000,000		1
70960A-AA-0	PENTA AIRCRAFT LEASING (EX-IM BK)		.05/09/2013	BNP Paribas		5,000,000	5,000,000		1
83164K-XU-2	SM BUS ADMIN SBA SBAP #508791 FLTG		.05/01/2013	Cantor Fitzgerald		1,039,386	982,871	676	1
91282B-HA-1	U. S. TREASURY NOTES		.06/04/2013	UBS Finl Serv		232,711	200,000	2,887	1
92242P-AA-7	VOH LEASE SA (EX-IM BANK) SKG FUND		.05/07/2013	BNP Paribas		7,000,000	7,000,000		1
0599999. Subtotal - Bonds - U.S. Governments						66,886,264	67,091,122	43,579	XXX
Bonds - U.S. Political Subdivisions of States, Territories and Possessions									
013518-3F-0	ALBUQUERQUE NEW MEXICO UTGO		.05/01/2013	Hutchinson, Shockey		1,051,710	1,000,000		1FE
03588H-EL-6	ANNE ARUNDEL CO MD LTGO		.06/20/2013	Banc of America Securitie		1,381,214	1,270,000		1FE
03871L-BH-5	ARAPAHOE CO COLO WATER DIST UTGO		.05/07/2013	RBC Dain Rauscher		984,050	1,000,000	11,042	1FE
083023-NM-9	BENTON CO WASH SD #400 UTGO		.05/17/2013	D A Davidson & Co		1,682,325	1,500,000		1FE
126775-TV-7	CABARRUS CO NC UTGO RFDG		.05/01/2013	US Bancorp Piper Jaffray		1,683,219	1,525,000		1FE
145628-TJ-2	CARROLLTON-FARMERS BR TX ISD UTGO		.06/19/2013	Hutchinson, Shockey		1,164,177	1,060,000		1FE
239019-G6-3	DAVIS COUNTY, UTAH SCHOOL DISTRICT		.04/01/2013	Janney Montgomery Scott		1,330,112	1,280,000		1FE
248775-R2-6	DENTON CO TEX UTGO RFDG		.04/04/2013	Citigroup Global Mkts		1,173,470	1,050,000	1,167	1FE
258147-SQ-1	DORCHESTER CO SC UTGO RFDG SER A		.05/01/2013	Hutchinson, Shockey		1,622,482	1,545,000		1FE
259327-J5-4	DOUGLAS CO NEB SD #17 (MILLARD) GO		.05/01/2013	US Bancorp Piper Jaffray		1,062,230	1,000,000		1FE
26951P-FK-9	EAGLE GARFIELD & ROUTT CO, COLO SD		.05/17/2013	George K Baum		1,719,930	1,500,000		1FE
407324-4R-0	HAMILTON CO TENN UTGO SER A		.04/11/2013	Robert W Baird		1,929,951	1,940,000		1FE
442565-6D-4	HOWARD COUNTY, MARYLAND UTGO SER A		.04/01/2013	Citigroup Global Mkts		985,000	1,000,000		1FE
467486-US-3	JACKSON CO MO SD #R4 (BLUE SPGS)		.06/05/2013	George K Baum		1,013,730	1,000,000		1FE
678519-PP-8	OKLAHOMA CITY OKLAHOMA UTGO		.04/01/2013	Robert W Baird		994,900	1,000,000	4,097	1FE
679384-FC-6	OLATHE KX UTGO SER 222		.06/01/2013	Robert W Baird		1,372,792	1,395,000		1FE
690275-2V-3	OVERLAND PARK KAN UTGO SER C RFDG		.06/01/2013	Stifel Nicolaus		1,049,182	1,020,000		1FE
741701-U7-9	PRINCE GEORGES CO MD LTGO SER C		.05/21/2013	Banc of America Securitie		1,706,475	1,500,000		1FE
746673-XT-4	PUTNAM CO TENN UTGO		.06/01/2013	Robert W Baird		1,400,000	1,400,000		1FE
763227-JZ-9	RICHARDSON TEX LTGO RFDG		.04/01/2013	Stifel Nicolaus		1,252,870	1,135,000	4,414	1FE
763261-ZQ-0	RICHARDSON TX ISD UTGO		.06/01/2013	RBC Dain Rauscher		1,323,882	1,185,000		1FE
763682-E3-1	RICHLAND CO SC SD #002 SER B UTGO		.05/01/2013	Banc of America Securitie		1,145,030	1,000,000		1FE
777594-YG-1	ROSEMOUNT MINN ISD #196 UTGO SER A		.05/01/2013	Robert W Baird		1,007,154	1,015,000		1FE
795608-RL-4	SALT LAKE CITY UTAH SCH DIST UTGO		.06/12/2013	BMO Capital Market/Harris		1,245,283	1,130,000		1FE
801889-NJ-1	SANTA FE CO N M UTGO		.05/01/2013	First Tennessee Bank		1,000,000	1,000,000		1FE
802088-KX-1	SANTA FE NEW MEXICO UTGO PUB SCH		.05/01/2013	US Bancorp Piper Jaffray		1,599,435	1,500,000		1FE
791298-VN-9	ST LOUIS CO MO UTGO COURTHOUSE		.05/01/2013	US Bancorp Piper Jaffray		1,045,690	1,000,000		1FE
792895-F6-6	ST PAUL MINN ISD #625 UTGO SER B		.06/01/2013	Wells Fargo Brokerage		1,710,180	1,500,000		1FE
647293-PS-2	STATE OF NEW MEXICO UTGO		.04/01/2013	William Blair & Co		1,001,820	1,000,000		1FE
866407-H9-3	SUMNER CO TENN UTGO		.06/01/2013	Hutchinson, Shockey		1,030,270	1,000,000		1FE
89453P-KG-3	TRAVIS CO., TEXAS UTGO ROAD BONDS		.05/01/2013	Robert W Baird		1,022,605	1,030,000	2,189	1FE
930863-3U-7	WAKE CO., NC UTGO SER A		.05/01/2013	Citigroup Global Mkts		1,096,546	1,100,000		1FE
937751-3J-2	WASHINGTON CO MD UTGO RFDG		.05/08/2013	Robert W Baird		1,153,108	1,180,000		1FE
940157-VY-3	WASHINGTON MD SUB SAN DIST UTGO		.04/09/2013	Banc of America Securitie		970,510	1,000,000		1FE
943062-PB-9	WAUKESHA CO WISC UTGO PROM NOTE		.05/01/2013	William Blair & Co		1,003,160	1,000,000		1FE
2499999. Subtotal - Bonds - U.S. Political Subdivisions of States, Territories and Possessions						43,914,489	41,760,000	22,908	XXX
Bonds - U.S. Special Revenues									
253450-BJ-8	DICKSON CO TENN WATER AUTH REV		.05/08/2013	Robert W Baird		1,055,000	1,055,000		1FE
483856-GM-6	KANE COUNTY IL UTGO REV		.04/01/2013	Robert W Baird		1,546,410	1,500,000		1FE
545904-KW-3	LOUDOUN CO VA WATER & SEWER REV		.06/12/2013	William Blair & Co		1,103,875	1,020,000		1FE
796311-CT-3	SAN ANTONIO TX MUNI DRAIN UTIL REV		.05/01/2013	Stifel Nicolaus		1,125,800	1,000,000		1FE
882135-6N-1	TEXAS A & M UNIV REV SER B		.06/05/2013	Citigroup Global Mkts		1,684,455	1,500,000		1FE
885318-BD-6	THORNTON CO ENTERPRISES REV RFDG		.05/01/2013	Janney Montgomery Scott		1,202,398	1,045,000		1FE
890680-JY-8	TOPEKA KS UTILITY REV SER A		.05/01/2013	Hutchinson, Shockey		1,627,871	1,610,000		1FE

STATEMENT AS OF JUNE 30, 2013 OF THE OWNERS INSURANCE COMPANY

SCHEDULE D - PART 3

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

1	2	3	4	5	6	7	8	9	10
CUSIP Identification	Description	Foreign	Date Acquired	Name of Vendor	Number of Shares of Stock	Actual Cost	Par Value	Paid for Accrued Interest and Dividends	NAIC Designation or Market Indicator (a)
3199999. Subtotal - Bonds - U.S. Special Revenues						9,345,809	8,730,000		XXX
Bonds - Industrial and Miscellaneous (Unaffiliated)									
313305-AA-2	144A FEDEX CORP 2012 PASS THRU SKG		.06/26/2013	William Blair & Co		.758,222	.743,355	.8,998	2FE
30251B-AA-6	144A FMR CORPORATION		.04/24/2013	Sterne, Agee & Leach		1,188,300	1,000,000	24,372	1FE
134429-AT-6	CAMPBELL SOUP COMPANY		.04/23/2013	Robert W Baird		1,702,680	1,500,000	13,313	1FE
17305E-FA-8	CITIBANK CCOIT 2013-A2 FLTG RATE		.05/22/2013	Citigroup Global Mkts		5,000,000	5,000,000		1FE
126408-GM-9	CSX CORPORATION SR NOTES		.06/26/2013	Southwest Securities		1,176,390	1,000,000	18,403	2FE
260543-BX-0	DOW CHEMICAL CO. NOTES		.05/09/2013	Sterne, Agee & Leach		815,574	600,000	25,508	2FE
427866-AE-8	HERSHEY FOODS CO NOTES		.04/29/2013	Robert W Baird		1,512,987	1,064,000	20,027	1FE
594185-AQ-3	MICHIGAN BELL TELEPHONE CO (AT&T)		.04/29/2013	Robert W Baird		1,204,148	899,000	20,975	1FE
666807-BA-9	NORTHROP GRUMMAN SR NOTES		.04/23/2013	Arbor Research		2,365,280	2,000,000	23,847	2FE
713448-BJ-6	PEPSICO INC SR NOTES		.04/22/2013	First Tennessee Bank		1,337,700	1,000,000	38,183	1FE
717081-DF-7	PFIZER INC FLTG RATE		.05/28/2013	Citigroup Global Mkts		5,050,000	5,050,000		1FE
73651H-AV-3	PORTLAND GENERAL ELECTRIC 1ST MTG		.05/10/2013	Sterne, Agee & Leach		1,480,320	1,000,000	7,758	1FE
74005P-BH-6	PRAXAIR INC SR NOTES		.05/01/2013	RBS Greenwign Capital		5,547,669	5,550,000		1FE
74837H-AB-2	QUESTAR GAS COMPANY NOTES		.04/24/2013	Robert W Baird		2,238,741	1,845,000	9,041	1FE
833034-AH-4	SNAP ON INC		.04/22/2013	Citigroup Global Mkts		.570,874	.460,000	4,226	2FE
86196#-AA-7	STONEHENGE ALABAMA III SER 2013-B		.05/22/2013	Stonehenge Capital Corp		7,492,972	7,492,972		1FE
86802W-AX-6	SUNTRUST BANK FIXED TO FLTG		.05/23/2013	First Tennessee Bank		3,000,000	3,000,000		2FE
89236T-AH-8	TOYOTA MOTOR CREDIT FLTG RATE		.04/18/2013	Robert W Baird		4,600,000	4,600,000		1FE
913017-BQ-1	UNITED TECHNOLOGIES CORP		.06/26/2013	First Tennessee Bank		2,368,360	2,000,000	51,042	1FE
931142-DH-3	WAL-MART STORES INC		.04/11/2013	Morgan Stanley		2,005,520	2,000,000	708	1FE
931142-CZ-4	WALMART STORES INC		.06/26/2013	RBC Dain Rauscher		2,072,800	2,000,000	11,917	1FE
9612EO-CY-1	WESTPAC BANKING CORP FLTG RATE		.05/21/2013	Robert W Baird		6,000,000	6,000,000		1FE
05253J-AD-3	AUSTRALIA & NEW ZEALAND BANK FLTG	R	.05/09/2013	Citigroup Global Mkts		1,000,000	1,000,000		1FE
2027AO-GV-5	COMMONWILTH BK AUSTRALIA FLTG MTN	R	.06/01/2013	First Tennessee Bank		600,000	600,000		1FE
632500-CN-9	NATIONAL AUSTRALIA BK FLTG RATE	R	.04/12/2013	Robert W Baird		4,000,000	4,000,000		1FE
3899999. Subtotal - Bonds - Industrial and Miscellaneous (Unaffiliated)						65,088,536	61,404,326	278,317	XXX
8399997. Total - Bonds - Part 3						185,235,098	178,985,448	344,805	XXX
8399998. Total - Bonds - Part 5						XXX	XXX	XXX	XXX
8399999. Total - Bonds						185,235,098	178,985,448	344,805	XXX
8999997. Total - Preferred Stocks - Part 3							XXX		XXX
8999998. Total - Preferred Stocks - Part 5						XXX	XXX	XXX	XXX
8999999. Total - Preferred Stocks							XXX		XXX
Common Stocks - Industrial and Miscellaneous (Unaffiliated)									
013817-10-1	ALCOA INC		.04/26/2013	Wells Fargo Brokerage	.82,600.000	.687,951			L
037411-10-5	APACHE CORPORATION		.04/22/2013	First Dallas Securities	.11,400.000	.784,135			L
064058-10-0	BANK OF NEW YORK MELLON CORP		.05/08/2013	First Dallas Securities	.33,900.000	.961,414			L
12541W-20-9	C H ROBINSON WORLDWIDE INC		.06/07/2013	Morgan Stanley	.14,300.000	.817,018			L
268648-10-2	EMC CORPORATION		.04/23/2013	Wells Fargo Brokerage	.26,800.000	.599,666			L
37045V-10-0	GENERAL MOTORS CORPORATION		.04/29/2013	First Dallas Securities	.32,500.000	1,002,154			L
406216-10-1	HALLIBURTON CO		.04/19/2013	Wells Fargo Brokerage	.10,900.000	.404,338			L
806857-10-8	SCHLUMBERGER LTD		.04/24/2013	First Dallas Securities	.5,100.000	.373,777			L
867224-10-7	SUNCOR ENERGY INC	L	.05/01/2013	First Dallas Securities	.25,000.000	.761,753			L
03938L-10-4	ARCELORMITTAL SA ADR	R	.04/24/2013	First Dallas Securities	.56,600.000	.695,439			L
767204-10-0	RIO TINTO PLACC ADR	R	.05/01/2013	Wells Fargo Brokerage	6,400.000	291,869			U
9099999. Subtotal - Common Stocks - Industrial and Miscellaneous (Unaffiliated)						7,379,513	XXX		XXX
9799997. Total - Common Stocks - Part 3						7,379,513	XXX		XXX
9799998. Total - Common Stocks - Part 5						XXX	XXX	XXX	XXX
9799999. Total - Common Stocks						7,379,513	XXX		XXX
9899999. Total - Preferred and Common Stocks						7,379,513	XXX		XXX
9999999 - Totals						192,614,611	XXX	344,805	XXX

(a) For all common stock bearing the NAIC market indicator "U" provide: the number of such issues1

STATEMENT AS OF JUNE 30, 2013 OF THE OWNERS INSURANCE COMPANY

SCHEDULE D - PART 4

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

1	2	3	4	5	6	7	8	9	10	Change In Book/Adjusted Carrying Value					16	17	18	19	20	21	22
										11	12	13	14	15							
CUSIP Ident- ification	Description	For- eign	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consid- eration	Par Value	Actual Cost	Prior Year Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amor- tization)/ Accretion	Other Than Temporary Impairment Recogn- ized	Total Change in Book/ Adjusted Carrying Value (11 + 12 - 13)	Total Foreign Exchange Change in Book /Adjusted Carrying Value	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 Con- tractual Maturity Date	NAIC Desig- nation or Market In- dicator (a)
Bonds - U.S. Governments																					
..022650-AA-6	AMAL LTD SECURE NOTE		05/21/2013	Sink PMT @ 100.0000000		19,145	19,145	19,145	19,145						19,145				332	08/21/2021	1
..143690-AA-3	CAROB AO LEASNG LLC SKG FUND EX-M		06/07/2013	Sink PMT @ 100.0000000		208,333	208,333	208,333	208,333						208,333				1,905	09/07/2024	1
..217194-AA-7	COP I LLC SR SECURED NOTES		06/05/2013	Sink PMT @ 100.0000000		37,818	37,818	37,818	37,818						37,818				683	12/05/2021	1
..217194-AB-5	COP I LLC US GOVT GTD SKG		06/05/2013	Sink PMT @ 100.0000000		37,299	37,299	37,299	37,299						37,299				681	12/05/2021	1
..266893-AA-4	DURRAH MSN 35603 SKG FUND (EX-M)		04/22/2013	CALLED @ 100.0000000		171,481	171,481	171,481	171,481						171,481				754	01/22/2025	1
..29358B-AA-0	ENSCO OFFSHORE CO SKG FUND (GOVT G		06/03/2013	Sink PMT @ 100.0000000		133,326	133,326	147,766	133,326						133,326				4,240	12/01/2015	1
..313382-3Y-7	FEDERAL HOME LOAN BK STEP-UP CPN		05/22/2013	CALLED @ 100.0000000		4,000,000	4,000,000	4,000,000	4,000,000						4,000,000				10,000	02/22/2023	1
..38378B-DD-8	GNMA GNR 2012-019A		06/17/2013	PRINCIPAL RECEIPT		36,520	36,520	36,886	36,802				(282)		36,520				278	03/16/2039	1
..38374T-ZO-0	GNMA CMO GNR 2009-31 MA		06/20/2013	PRINCIPAL RECEIPT		73,050	73,050	74,534	74,016				(966)		73,050				1,367	08/20/2033	1
..38374E-DF-1	GNMA GNR 2003-102 MU		06/20/2013	PRINCIPAL RECEIPT		48,795	48,795	46,797	48,258				537		48,795				864	01/20/2033	1
..38374B-BD-4	GNMA GNR 2003-49 AB		04/16/2013	PRINCIPAL RECEIPT		181,980	181,980	178,113	177,655				4,325		181,980				2,018	03/16/2029	1
..38374G-CT-7	GNMA GNR 2004-28 PB		06/20/2013	PRINCIPAL RECEIPT		147,176	147,176	151,177	148,022				(846)		147,176				3,054	11/20/2033	1
..38374L-YS-4	GNMA GNR 2005 51 QC		06/20/2013	PRINCIPAL RECEIPT		39,351	39,351	38,986	39,242				109		39,351				736	07/20/2035	1
..38374L-WQ-0	GNMA GNR 2005 54 CM		06/20/2013	PRINCIPAL RECEIPT		50,370	50,370	50,549	50,407				(37)		50,370				995	07/20/2035	1
..38373M-NL-0	GNMA GNR 2005-12 C		06/17/2013	PRINCIPAL RECEIPT		266,602	266,602	272,143	269,197				(2,595)		266,602				4,316	12/16/2030	1
..38374L-ND-9	GNMA GNR 2005-39 KA		06/20/2013	PRINCIPAL RECEIPT		64,011	64,011	64,521	64,279				(268)		64,011				1,345	03/20/2034	1
..38373M-YF-1	GNMA GNR 2007-12 A		06/17/2013	PRINCIPAL RECEIPT		123,281	123,281	122,772	122,960				321		123,281				2,348	06/16/2031	1
..38373M-XX-3	GNMA GNR 2007-14 PA		06/20/2013	PRINCIPAL RECEIPT		59,791	59,791	59,753	59,762				28		59,791				1,340	05/20/2036	1
..38375K-CX-8	GNMA GNR 2007-26 MA		06/20/2013	PRINCIPAL RECEIPT		58,990	58,990	58,333	58,249				741		58,990				1,352	01/20/2037	1
..38375J-ZH-7	GNMA GNR 2007-27 PB		06/20/2013	PRINCIPAL RECEIPT		35,312	35,312	35,384	35,380				(68)		35,312				810	09/20/2036	1
..38375P-YA-3	GNMA GNR 2008-11 BA CMO		06/20/2013	PRINCIPAL RECEIPT		61,321	61,321	61,264	61,289				32		61,321				1,282	10/20/2035	1
..38373M-RA-4	GNMA GNR 2008-14 B		06/17/2013	PRINCIPAL RECEIPT		516,250	516,250	543,112	538,152				(21,901)		516,250				10,340	10/16/2042	1
..38373M-UG-2	GNMA GNR 2008-22 C		06/17/2013	PRINCIPAL RECEIPT		616,151	616,151	632,902	627,648				(11,497)		616,151				14,596	05/16/2048	1
..38373M-S3-5	GNMA GNR 2008-28 B REMC		06/17/2013	PRINCIPAL RECEIPT		115,136	115,136	116,341	115,649				(514)		115,136				2,263	08/16/2034	1
..38375X-GH-1	GNMA GNR 2008-49 PB CMO PAC		06/20/2013	PRINCIPAL RECEIPT		49,333	49,333	49,333	49,333						49,333				992	06/20/2038	1
..38375Q-X7-9	GNMA GNR 2008-51 PE CMO PAC		06/20/2013	PRINCIPAL RECEIPT		64,532	64,532	63,534	63,724				808		64,532				1,256	06/20/2038	1
..38373M-X2-1	GNMA GNR 2008-52 B		06/17/2013	PRINCIPAL RECEIPT		73,126	73,126	71,663	72,541				585		73,126				1,629	10/16/2032	1
..38373M-4E-7	GNMA GNR 2008-90 C		06/17/2013	PRINCIPAL RECEIPT		249,237	249,237	239,268	243,722				5,515		249,237				6,477	10/16/2038	1
..38373M-8K-9	GNMA GNR 2009-08 A		06/17/2013	PRINCIPAL RECEIPT		806,771	806,771	814,839	810,325				(3,554)		806,771				10,775	05/16/2041	1
..38376G-BC-3	GNMA GNR 2009-105 A		06/17/2013	PRINCIPAL RECEIPT		998,293	998,293	1,011,395	1,010,015				(11,722)		998,293				14,019	12/16/2050	1
..38376G-BL-3	GNMA GNR 2009-111 A		06/17/2013	PRINCIPAL RECEIPT		448,105	448,105	452,586	451,147				(3,042)		448,105				5,928	08/16/2039	1
..38373M-6A-3	GNMA GNR 2009-27 A		04/16/2013	PRINCIPAL RECEIPT		224,882	224,882	224,882	224,882						224,882				2,458	02/16/2035	1
..38374T-F5-8	GNMA GNR 2009-31 VP		06/20/2013	PRINCIPAL RECEIPT		20,901	20,901	21,316	21,202				(301)		20,901				392	06/20/2020	1
..38373M-6X-3	GNMA GNR 2009-37 A		06/17/2013	PRINCIPAL RECEIPT		359,928	359,928	361,728	361,245				(1,317)		359,928				5,440	03/16/2037	1
..38373M-7F-1	GNMA GNR 2009-39 AB		06/17/2013	PRINCIPAL RECEIPT		265,624	265,624	265,749	265,714				(90)		265,624				4,216	10/16/2038	1
..38373M-7G-9	GNMA GNR 2009-39 AD		06/17/2013	PRINCIPAL RECEIPT		1,029,221	1,029,221	1,077,466	1,072,831				(43,609)		1,029,221				19,381	06/16/2034	1
..38373M-7H-7	GNMA GNR 2009-39 AE		06/17/2013	PRINCIPAL RECEIPT		186,111	186,111	185,762	185,895				216		186,111				4,234	10/16/2038	1
..38373M-7P-9	GNMA GNR 2009-51 A		04/16/2013	PRINCIPAL RECEIPT		348,386	348,386	348,386	348,386						348,386				4,474	03/16/2036	1
..38376G-AA-8	GNMA GNR 2009-60 A		06/17/2013	PRINCIPAL RECEIPT		3,017,578	3,017,578	3,034,552	3,030,140				(12,562)		3,017,578				44,324	07/16/2035	1
..38373M-BB-9	GNMA GNR 2009-63 A		06/17/2013	PRINCIPAL RECEIPT		2,900,336	2,900,336	2,911,665	2,908,443				(8,107)		2,900,336				36,855	01/16/2038	1
..38373M-5E-6	GNMA GNR 2009-7A PROJECT LOAN		04/16/2013	PRINCIPAL RECEIPT		88,835	88,835	88,835	88,835						88,835				1,187	05/16/2037	1
..38376G-AN-0	GNMA GNR 2009-86 A		06/17/2013	PRINCIPAL RECEIPT		948,988	948,988	952,547	951,613				(2,625)		948,988				15,651	03/16/2035	1
..38377J-LK-7	GNMA GNR 2010-107 NO		06/20/2013	PRINCIPAL RECEIPT		55,855	55,855	58,430	57,900				(2,045)		55,855				814	03/20/2039	1
..38376G-UQ-1	GNMA GNR 2010-118 A		06/17/2013	PRINCIPAL RECEIPT		2,077,892	2,077,892	2,098,671	2,094,842				(16,950)		2,077,892				16,104	11/16/2032	1
..38376G-VY-3	GNMA GNR 2010-122 B		06/17/2013	PRINCIPAL RECEIPT		1,439,310	1,439,310	1,453,703	1,451,203				(11,894)		1,439,310				13,472	11/16/2037	1
..38376G-WF-3	GNMA GNR 2010-132 AB		06/17/2013	PRINCIPAL RECEIPT		1,181,254	1,181,254	1,193,066	1,190,90												

STATEMENT AS OF JUNE 30, 2013 OF THE OWNERS INSURANCE COMPANY

SCHEDULE D - PART 4

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

1	2	3	4	5	6	7	8	9	10	Change In Book/Adjusted Carrying Value					16	17	18	19	20	21	22
										11	12	13	14	15							
CUSIP Ident-ification	Description	For-foreign	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consid-eration	Par Value	Actual Cost	Prior Year Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amor-tization)/ Accretion	Current Year's Other Than Temporary Impairment Recogn-ized	Total Change in Book/ Adjusted Carrying Value (11 + 12 - 13)	Total Foreign Exchange Change in Book /Adjusted Carrying Value	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 Con-tractual Maturity Date	NAIC Design-ation or Market In-dicator (a)
38376G-SG-6	GNMA GNR 2010-83 A		06/17/2013	PRINCIPAL RECEIPT		4,368,636	4,368,636	4,368,636	4,368,636						4,368,636				39,993	10/16/2050	1
38376G-C2-4	GNMA GNR 2011-020A		06/17/2013	PRINCIPAL RECEIPT		308,501	308,501	308,892	308,846			(346)	(346)		308,501				2,420	04/16/2032	1
38376G-G2-0	GNMA GNR 2011-033 A		06/17/2013	PRINCIPAL RECEIPT		319,959	319,959	323,158	322,619			(2,660)	(2,660)		319,959				3,683	08/16/2034	1
38376G-H5-2	GNMA GNR 2011-042 AC		06/17/2013	PRINCIPAL RECEIPT		278,188	278,188	280,970	280,736			(2,548)	(2,548)		278,188				2,639	05/15/2053	1
38377U-3J-5	GNMA GNR 2011-063BA		06/20/2013	PRINCIPAL RECEIPT		667,008	667,008	677,534	681,039			(14,031)	(14,031)		667,008				5,567	05/20/2038	1
38376G-4R-8	GNMA GNR 2011-121 A		06/17/2013	PRINCIPAL RECEIPT		26,484	26,484	26,865	26,638			(154)	(154)		26,484				240	05/16/2039	1
38376G-4V-9	GNMA GNR 2011-121 FA FLTG RATE		06/17/2013	PRINCIPAL RECEIPT		6,580	6,580	6,564	6,569			.12	.12		6,580				17	03/16/2043	1FE
38376G-4E-7	GNMA GNR 2011-126 AB		06/17/2013	PRINCIPAL RECEIPT		30,912	30,912	31,222	31,012			(100)	(100)		30,912				245	06/16/2035	1
38376L-W2-1	GNMA GNR 2011-129K REMIC		06/20/2013	PRINCIPAL RECEIPT		353,908	353,908	363,862	363,646			(9,738)	(9,738)		353,908				2,938	02/20/2041	1
38376G-SR-7	GNMA GNR 2011-142 A		06/17/2013	PRINCIPAL RECEIPT		76,648	76,648	77,415	77,030			(381)	(381)		76,648				840	10/16/2040	1
38376G-E3-0	GNMA GNR 2011-15A		06/17/2013	PRINCIPAL RECEIPT		76,077	76,077	76,837	76,250			(172)	(172)		76,077				689	12/16/2014	1
38376G-K3-3	GNMA GNR 2011-38 AC		06/17/2013	PRINCIPAL RECEIPT		103,055	103,055	104,086	103,938			(882)	(882)		103,055				1,096	02/16/2043	1
38376G-P4-6	GNMA GNR 2011-49 A		06/17/2013	PRINCIPAL RECEIPT		288,601	288,601	291,487	289,245			(644)	(644)		288,601				2,941	07/16/2038	1
38376G-N4-8	GNMA GNR 2011-53 A		06/17/2013	PRINCIPAL RECEIPT		1,648,907	1,648,907	1,663,593	1,652,530			(3,622)	(3,622)		1,648,907				19,378	12/16/2034	1
38376G-M5-6	GNMA GNR 2011-58 A		06/17/2013	PRINCIPAL RECEIPT		245,050	245,050	245,931	245,244			(194)	(194)		245,050				2,591	06/16/2052	1
38376G-A9-1	GNMA GNR 2011-6 AB		06/17/2013	PRINCIPAL RECEIPT		368,710	368,710	373,319	369,229			(519)	(519)		368,710				3,155	12/16/2037	1
38376G-S9-2	GNMA GNR 2011-64 AD		06/17/2013	PRINCIPAL RECEIPT		1,411,430	1,411,430	1,433,484	1,416,024			(4,593)	(4,593)		1,411,430				17,059	11/16/2038	1
38376G-Q5-2	GNMA GNR 2011-65 A		06/17/2013	PRINCIPAL RECEIPT		757,647	757,647	757,639	757,647						757,647				6,804	06/16/2032	1
38376G-R3-6	GNMA GNR 2011-67 AB		06/17/2013	PRINCIPAL RECEIPT		79,266	79,266	80,058	79,423			(157)	(157)		79,266				701	10/16/2033	1
38377V-U5-3	GNMA GNR 2011-68 MF FLTG RATE		06/17/2013	PRINCIPAL RECEIPT		329,859	329,859	330,993	330,540			(682)	(682)		329,859				757	05/16/2041	1FE
38376G-I7-5	GNMA GNR 2011-77 A		06/17/2013	PRINCIPAL RECEIPT		2,356,974	2,356,974	2,380,544	2,362,163			(5,188)	(5,188)		2,356,974				24,163	04/16/2033	1
38376G-U8-1	GNMA GNR 2011-78 AC		06/17/2013	PRINCIPAL RECEIPT		1,048,832	1,048,832	1,065,876	1,055,143			(6,311)	(6,311)		1,048,832				12,157	12/16/2044	1
38376G-ZS-2	GNMA GNR 2011-9 A		06/17/2013	PRINCIPAL RECEIPT		566,091	566,091	573,167	567,213			(1,122)	(1,122)		566,091				5,431	10/16/2033	1
38378D-YE-9	GNMA GNR 2012-036 NJ REMIC		06/17/2013	PRINCIPAL RECEIPT		117,567	117,567	120,579	120,397			(2,831)	(2,831)		117,567				1,106	01/16/2040	1
38378B-E2-1	GNMA GNR 2012-114A		06/17/2013	PRINCIPAL RECEIPT		45,221	45,221	46,083	46,033			(812)	(812)		45,221				396	01/16/2053	1
38378B-M4-8	GNMA GNR 2012-120 A		06/17/2013	PRINCIPAL RECEIPT		44,267	44,267	45,153	45,111			(843)	(843)		44,267				351	02/16/2053	1
38378B-P7-8	GNMA GNR 2012-125 AB		06/17/2013	PRINCIPAL RECEIPT		39,057	39,057	40,147	40,095			(1,037)	(1,037)		39,057				345	02/16/2053	1
38378B-V9-7	GNMA GNR 2012-131 A		06/17/2013	PRINCIPAL RECEIPT		55,292	55,292	56,320	56,287			(995)	(995)		55,292				438	02/16/2053	1
38378B-2T-5	GNMA GNR 2012-150A		06/17/2013	PRINCIPAL RECEIPT		54,137	54,137	55,034	55,034			(897)	(897)		54,137				343	11/16/2052	1
38378B-RT-8	GNMA GNR 2012-44 A		06/17/2013	PRINCIPAL RECEIPT		41,616	41,616	42,448	42,296			(680)	(680)		41,616				376	07/16/2041	1
38378B-SP-5	GNMA GNR 2012-46 AB		06/17/2013	PRINCIPAL RECEIPT		167,020	167,020	168,690	168,339			(1,320)	(1,320)		167,020				1,056	11/16/2038	1
38378B-LK-3	GNMA GNR 2012-70 AB		06/17/2013	PRINCIPAL RECEIPT		12,164	12,164	12,286	12,271			(107)	(107)		12,164				110	08/16/2052	1
38378B-WR-6	GNMA GNR 2012-83 AC		06/17/2013	PRINCIPAL RECEIPT		7,307	7,307	7,265	7,265			.42	.42		7,307				10	05/16/2045	1
38378B-YV-5	GNMA GNR 2012-85 AB PROJECT LOAN		06/17/2013	PRINCIPAL RECEIPT		15,271	15,271	15,671	15,632			(361)	(361)		15,271				147	09/16/2052	1
38378B-XZ-7	GNMA GNR 2012-86 AC PROJECT LOAN		06/17/2013	PRINCIPAL RECEIPT		20,968	20,968	21,178	21,149			(181)	(181)		20,968				135	02/16/2044	1
38378K-BG-3	GNMA GNR 2013-03 AB		06/17/2013	PRINCIPAL RECEIPT		52,804	52,804	53,119	53,119			(316)	(316)		52,804				251	09/16/2053	1
38378B-6N-4	GNMA GNR 2013-13 AB		06/17/2013	PRINCIPAL RECEIPT		33,370	33,370	33,378	33,378			(8)	(8)		33,370				167	04/16/2046	1
38378B-3T-4	GNMA GNR 2013-2 AD		06/17/2013	PRINCIPAL RECEIPT		37,212	37,212	38,700	38,700			(1,488)	(1,488)		37,212				300	04/16/2053	1
38378K-AX-7	GNMA GNR 2013-32 AB		06/17/2013	PRINCIPAL RECEIPT		12,746	12,746	12,990	12,990			(245)	(245)		12,746				30	01/16/2042	1
38378B-4F-3	GNMA GNR 2013-7 AC		06/17/2013	PRINCIPAL RECEIPT		69,344	69,344	70,649	70,649			(1,306)	(1,306)		69,344				403	03/16/2047	1
38378K-QF-9	GNMA GNR 2013-72 AB		06/17/2013	PRINCIPAL RECEIPT		13,143	13,143	13,163	13,163			(21)	(21)		13,143				17	05/16/2046	1
38378B-TV-1	GNMA GNR REMIC 2012-067 CL AB		06/17/2013	PRINCIPAL RECEIPT		286,921	286,921	289,790	289,426			(2,505)	(2,505)		286,921				2,172	06/16/2039	1
36179M-GH-4	GNMA II PASS-THRU POOL G2 MA0213		06/20/2013	PRINCIPAL RECEIPT		10,400	10,400	10,809	10,783			(383)	(383)		10,400				130	07/20/2042	1
36296Q-ZB-4	GNMA PASS THRU GN 698370		06/17/2013	PRINCIPAL RECEIPT		138,430	138,430	140,138	139,880			(1,450)	(1,450)		138,430				2,667	07/15/2039	1
36297J-T5-3	GNMA PASS THRU GN 713472		06/17/2013	PRINCIPAL RECEIPT		142,381	142,381	145,229	144,871			(2,490)	(2,490)		142,						

STATEMENT AS OF JUNE 30, 2013 OF THE OWNERS INSURANCE COMPANY

SCHEDULE D - PART 4

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

1	2	3	4	5	6	7	8	9	10	Change In Book/Adjusted Carrying Value					16	17	18	19	20	21	22
										11	12	13	14	15							
CUSIP Identification	Description	For- eign	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consid- eration	Par Value	Actual Cost	Prior Year Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amor- tization)/ Accretion	Current Year's Other Than Temporary Impairment Recogn- ized	Total Change in Book/ Adjusted Carrying Value (11 + 12 - 13)	Total Foreign Exchange Change in Book /Adjusted Carrying Value	Book/ Adjusted 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 Con- tractual Maturity Date	NAIC Desig- nation or Market In- dicator (a)
746388-AA-5	PURPLE CHEN 2011 LLC SINKING FUND		05/01/2013	Sink PMT @ 100.0000000		285,335	285,335	285,335	285,335						285,335				3,902	08/01/2023	1
78657A-AC-3	SAFINA LTD KSG FUND US GOVT GTD		04/15/2013	Sink PMT @ 100.0000000		50,036	50,036	50,036	50,036						50,036				388	01/15/2022	1
797224-AC-6	SAN CLEMENTE LSG LLC SKG		05/22/2013	Sink PMT @ 100.0000000		76,306	76,306	76,306	76,306						76,306				1,156	11/22/2022	1
797224-AB-8	SAN CLEMENTE LSG US GOVT GTD SKG		06/07/2013	Sink PMT @ 100.0000000		57,196	57,196	57,196	57,196						57,196				958	06/07/2022	1
802722-AB-4	SANTA ROSA LEASING (EX-IM BANK)		05/03/2013	Sink PMT @ 100.0000000		38,010	38,010	38,010	38,010						38,010				210	11/03/2024	1
83164K-6A-6	SBA POOL 508965 FLTG RATE		06/25/2013	PRINCIPAL RECEIPT		41,091	41,091	44,738	43,939		(2,848)		(2,848)		41,091				605	11/25/2020	1
831641-EM-3	SM BUS ADMIN GTD PARTN CT		05/10/2013	PRINCIPAL RECEIPT		35,354	35,354	35,354	35,354						35,354				1,042	08/10/2018	1
83162C-LU-5	SM BUS ADMIN SBA SBAP 2001-20J		04/01/2013	PRINCIPAL RECEIPT		172,807	172,807	172,324	172,612		196		196		172,807				4,977	10/01/2021	1
83162C-MN-0	SM BUS ADMIN SBA SBAP 2002-20		04/01/2013	PRINCIPAL RECEIPT		107,787	107,787	103,206	107,787						107,787				2,560	10/01/2022	1
83162C-MG-5	SM BUS ADMIN SBA SBAP 2002-20F		06/03/2013	PRINCIPAL RECEIPT		112,828	112,828	112,756	112,794		34		34		3,272				3,272	06/01/2022	1
83162C-NG-4	SM BUS ADMIN SBA SBAP 2003-20 J 1		04/01/2013	PRINCIPAL RECEIPT		241,098	241,098	240,784	240,851		246		246		241,098				6,037	10/01/2023	1
83162C-SP-9	SM BUS ADMIN SBA SBAP 2003-20D		06/03/2013	PRINCIPAL RECEIPT		67,086	67,086	67,086	67,086						67,086				1,703	06/01/2029	1
83162C-RS-4	SM BUS ADMIN SBA SBAP 2008-20D 1		04/01/2013	PRINCIPAL RECEIPT		113,309	113,309	117,842	117,034		(3,724)		(3,724)		113,309				3,121	04/01/2028	1
83162C-SD-6	SM BUS ADMIN SBA SBAP 2008-20K		05/01/2013	PRINCIPAL RECEIPT		319,055	319,055	319,055	319,055						319,055				11,599	11/01/2028	1
83162C-SL-8	SM BUS ADMIN SBA SBAP 2009-20D 1		04/01/2013	PRINCIPAL RECEIPT		162,462	162,462	165,407	165,012		(2,550)		(2,550)		162,462				3,613	04/01/2029	1
83162C-SV-6	SM BUS ADMIN SBA SBAP 2009-20J		04/01/2013	PRINCIPAL RECEIPT		48,523	48,523	49,918	49,691		(1,168)		(1,168)		48,523				958	10/01/2029	1
83162C-SY-0	SM BUS ADMIN SBA SBAP 2009-20L		06/03/2013	PRINCIPAL RECEIPT		529,059	529,059	529,059	529,059						529,059				11,183	12/01/2029	1
83162C-TF-0	SM BUS ADMIN SBA SBAP 2010-10C 1		05/01/2013	PRINCIPAL RECEIPT		182,597	182,597	182,597	182,597						182,597				2,669	05/01/2020	1
83162C-TQ-6	SM BUS ADMIN SBA SBAP 2010-10F 1		05/01/2013	PRINCIPAL RECEIPT		347,381	347,381	347,381	347,381						347,381				3,172	11/01/2020	1
83162C-TE-3	SM BUS ADMIN SBA SBAP 2010-20D 1		04/01/2013	PRINCIPAL RECEIPT		328,058	328,058	328,058	328,058						328,058				7,437	04/01/2030	1
83162C-TG-8	SM BUS ADMIN SBA SBAP 2010-20E 1		05/01/2013	PRINCIPAL RECEIPT		976,115	985,042	984,317	984,317		(8,202)		(8,202)		976,115				20,816	05/01/2030	1
83162C-TH-6	SM BUS ADMIN SBA SBAP 2010-20F 1		06/03/2013	PRINCIPAL RECEIPT		344,826	344,826	344,826	344,826						344,826				6,777	06/01/2030	1
83162C-TP-8	SM BUS ADMIN SBA SBAP 2010-20J 1		04/01/2013	PRINCIPAL RECEIPT		120,748	120,748	120,748	120,748						120,748				1,902	10/01/2030	1
83162C-TZ-6	SM BUS ADMIN SBA SBAP 2011-10C 1		05/01/2013	PRINCIPAL RECEIPT		475,286	475,286	475,286	475,286						475,286				5,632	05/01/2021	1
83162C-UJ-0	SM BUS ADMIN SBA SBAP 2011-10F 1		05/01/2013	PRINCIPAL RECEIPT		449,626	449,626	449,626	449,626						449,626				3,417	05/01/2021	1
83162C-UA-9	SM BUS ADMIN SBA SBAP 2011-20E 1		05/01/2013	PRINCIPAL RECEIPT		215,004	215,004	219,365	218,297		(3,292)		(3,292)		215,004				4,199	05/01/2031	1
83162C-UH-4	SM BUS ADMIN SBA SBAP 2011-20J 1		04/01/2013	PRINCIPAL RECEIPT		965,003	965,003	967,907	967,334		(2,331)		(2,331)		965,003				13,727	10/01/2031	1
83162C-UL-5	SM BUS ADMIN SBA SBAP 2011-20L 1		06/03/2013	PRINCIPAL RECEIPT		380,017	380,017	380,017	380,017						380,017				5,519	12/01/2031	1
83162C-UT-8	SM BUS ADMIN SBA SBAP 2012-10C 1		05/01/2013	PRINCIPAL RECEIPT		52,806	52,806	52,806	52,806						52,806				331	05/01/2022	1
83162C-US-0	SM BUS ADMIN SBA SBAP 2012-20D 1		04/01/2013	PRINCIPAL RECEIPT		55,521	55,521	55,521	55,521						55,521				745	04/01/2032	1FE
83162C-UU-5	SM BUS ADMIN SBA SBAP 2012-20E 1		05/01/2013	PRINCIPAL RECEIPT		144,690	144,690	144,690	144,690						144,690				1,746	05/01/2032	1
831641-EP-6	SM BUS ADMIN SBA SBIC 09-P10A		05/10/2013	PRINCIPAL RECEIPT		197,278	197,278	197,278	197,278						197,278				4,624	02/10/2019	1
831641-DQ-5	SM BUS ADMIN SBA SBIC 2003-P10B		05/10/2013	PRINCIPAL RECEIPT		18,135	18,135	18,135	18,135						18,135				462	08/10/2013	1
831641-EC-5	SM BUS ADMIN SBA SBIC 2006-10B 1		05/10/2013	PRINCIPAL RECEIPT		39,691	39,691	39,691	39,691						39,691				1,118	08/10/2016	1
89609G-AC-6	TRICAHUE LEASING US GOVT GTD SKG		06/17/2013	Sink PMT @ 100.0000000		135,477	135,477	135,477	135,477						135,477				2,268	12/17/2021	1
89609G-AB-8	TRICAHUE LSG LLC GOVT GTD SKG		05/28/2013	Sink PMT @ 100.0000000		18,573	18,573	18,769	18,713		(140)		(140)		18,573				348	02/26/2022	1
909025-AA-6	UNION 12 LEASING GOV GTD SINK FUND		05/17/2013	Sink PMT @ 100.0000000		184,242	184,242	184,242	184,242						184,242				1,994	02/17/2024	1
908256-AA-8	UNION 16 LEASING (EX-IM BANK)		04/24/2013	CALLED @ 100.0000000		225,213	225,213	225,213	225,213						225,213				909	01/22/2025	1
91790B-AA-6	VCA LEASE (EX-IM BANK) SKG FUND		06/11/2013	Sink PMT @ 100.0000000		37,483	37,483	37,483	37,483						37,483				155	03/08/2025	1
0599999 Subtotal - Bonds - U.S. Governments						62,826,273	62,826,273	63,259,758	58,294,796		(295,946)		(295,946)		62,826,273				756,965	XXX	XXX
Bonds - All Other Governments																					
367333-AA-9	GATE CAPITAL CAYMAN TWO LTD SKG	R	06/11/2013	Sink PMT @ 100.0000000		198,119	198,119	198,119	198,119						198,119				3,517	06/11/2021	1
367333-AB-7	GATE CAPITAL CAYMAN TWO LTD SKG	R	05/20/2013	Sink PMT @ 100.0000000		216,575	216,575	216,575	216,575						216,575				3,553	11/18/2021	1
367333-AC-5	GATE CAPITAL CAYMAN TWO LTD SKG	R	05/20/2013	Sink PMT @ 100.0000000		214,668	214,668	214,668	214,668						214,668				3,478	11/18/2021	1
367333-AD-3	GATE CAPITAL CAYMAN TWO LTD SKG	R	06/03/2013	Sink PMT @ 100.0000000		204,238	204,238	204,238	204,238						204,238				2,693	12/02/2021	1
367333-AE-1	GATE CAPITAL CAYMAN TWO LTD SKG	R	06/11/2013	Sink PMT @ 100.0000000		172,930	172,930	172,930	172,930						172,930				2,083	06/11/2021	1
55002R-AA-0	LULUIA LTD EXPORT-IMPORT BK GTD	R	05/15/2013	CALLED @ 100.0000000		278,326	278,326	278,326	278,326						278,326				1,343	02/15/2025	1
71654Q-BD-3	PETROLEOS MEXICANOS SKG FUND	R	06/20/2013	Sink PMT @ 100.0000000		276,000	276,000	278,105	200,727		(2,105)		(2,105)		276,000				2,691	12/20/2022	1
71654Q-BF-8	PETROLEOS MEXICANOS SKG FUND	R	06/20/2013	Sink PMT @ 100.0000000		300,000	300,000	300,188	300,169		(169)		(169)		300,000				2,550	12/20/2022	1
81752J-AA-6	SERING LEASING LLC (EX-IM GTD)	R	05/06/2013	Sink PMT @ 100.0000000		250,000	250,000	250,000	250,000						250,000				1,838	11/06/2024	1
876780-AA-5	TAYARRA LTD US GOVT GTD SKG	R	05/15/2013	Sink PMT @ 100.0000000		225,948	225,948	225,948	225,948						225,948				4,099	02/15/2022	1
1099999 Subtotal - Bonds - All Other Governments						2,336,803	2,336,803	2,339,096	1,983,374		(2,274)		(2,274)		2,336,803				27,844	XXX	XXX
Bonds - U.S. States, Territories and Possessions																					
658256-PH-9	ST OF NORTH CAROLINA UTGO HIGHWAY		05/01/2013	CALLED @ 100.0000000		1,000,000	1,000,000	1,041,330	1,001,757		(1,757)		(1,757)		1,000,000				23,125	05/01/2018	1FE
658256-PJ-5	ST OF NORTH CAROLINA UTGO HWY IMP		05/01/2013	CALLED @ 100.0000000		2,200,000	2,200,000	2,244,994	2,202,070		(2,070)		(2,070)		2,200,000				49,500	05/01/2019	1FE
658256-ML-3	ST OF NORTH CAROLINA UTGO PUB IMP		04/01/2013	CALLED @ 100.0000000		1,000,000	1,000,000	1,022,460	1,000,988		(988)		(988)		1,000,000				22,500	04/01/2021	1FE

STATEMENT AS OF JUNE 30, 2013 OF THE OWNERS INSURANCE COMPANY

SCHEDULE D - PART 4

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

1	2	3	4	5	6	7	8	9	10	Change In Book/Adjusted Carrying Value					16	17	18	19	20	21	22	
										11	12	13	14	15								
CUSIP Ident- ification	Description	For- eign	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consid- eration	Par Value	Actual Cost	Prior Year Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amor- tization)/ Accretion	Other Than Temporary Impairment Recog- nized	Total Change in Book/ Adjusted Carrying Value (11 + 12 - 13)	Total Foreign Exchange Change in Book /Adjusted Carrying Value	Book/ Adjusted Carrying Value at Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Dividends Received During Year	Stated Con- tractual Maturity Date	NAIC Desig- nation or Market In- dicator (a)	
1799999. Subtotal - Bonds - U.S. States, Territories and Possessions						4,200,000	4,200,000	4,308,784	4,204,816			(4,816)		(4,816)		4,200,000				95,125	XXX	XXX
Bonds - U.S. Political Subdivisions of States, Territories and Possessions																						
118565-SB-7	BUCKS CO PENN UTGO		06/03/2013	MATURITY		1,000,000	1,000,000	1,098,820	1,006,076			(6,076)		(6,076)		1,000,000				25,000	06/01/2013	1FE
138789-JK-9	CANYON CO IDAHO (NAMP) SD UTGO RF		05/15/2013	Mesitrow Financial		1,091,080	1,000,000	1,098,560	1,047,420			(3,546)		(3,546)		1,043,875		47,205	47,205	40,278	07/30/2021	2FE
199491-G5-4	COLUMBUS OHIO UTGO SER C		06/17/2013	CALLED @ 100.00000000		1,000,000	1,000,000	1,000,000	1,000,000							1,000,000				47,959	07/01/2022	1FE
250092-B6-9	DES MOINES IA UTGO AMBAC		06/03/2013	CALLED @ 100.00000000		1,365,000	1,365,000	1,403,698	1,367,347			(2,347)		(2,347)		1,365,000				30,713	06/01/2018	1FE
262615-HR-1	DUPAGE COOK & WILL CO ILL UTGO		06/03/2013	CALLED @ 100.00000000		1,000,000	1,000,000	1,104,110	1,005,124			(5,124)		(5,124)		1,000,000				26,250	06/01/2014	1FE
354730-TJ-2	FRANKLIN TENN UTGO SER B		04/01/2013	CALLED @ 100.00000000		775,000	775,000	822,353	776,437			(1,437)		(1,437)		775,000				19,375	04/01/2018	1FE
435866-MK-1	HOLLY MI SD UTGO SCH BLDG & SITE		05/01/2013	CALLED @ 100.00000000		1,200,000	1,200,000	1,323,000	1,205,269			(5,269)		(5,269)		1,200,000				30,000	05/01/2017	1FE
516408-EQ-0	LANSING MI COMM COLL LTGO MBIA		05/01/2013	CALLED @ 100.00000000		1,000,000	1,000,000	1,054,060	1,002,202			(2,202)		(2,202)		1,000,000				25,000	05/01/2018	1FE
613684-K2-6	MONTGOMERY CO TENN UTGO (FGIC)		05/01/2013	CALLED @ 100.00000000		1,300,000	1,300,000	1,290,042	1,296,954			289		289		1,297,243		2,757	2,757	23,563	05/01/2016	1FE
613664-H6-1	MONTGOMERY CO TENN UTGO RFDG (FSA)		05/01/2013	CALLED @ 100.00000000		1,000,000	1,000,000	1,070,670	1,002,962			(2,962)		(2,962)		1,000,000				23,750	05/01/2015	1FE
783243-X3-7	RUTHERFORD CO TENN UTGO SER A		06/03/2013	CALLED @ 100.00000000		1,000,000	1,000,000	992,980	996,870			220		220		997,090		2,910	2,910	20,625	06/01/2018	1FE
917661-XQ-8	UTICA MICH SCH UTGO RFDG		05/01/2013	CALLED @ 100.00000000		750,000	750,000	814,965	752,586			(2,586)		(2,586)		750,000				19,688	05/01/2015	1FE
930863-XP-5	WAKE CO NC UTGO SER A		04/01/2013	MATURITY		1,000,000	1,000,000	1,031,580	1,000,938			(938)		(938)		1,000,000				20,000	04/01/2013	1FE
2499999. Subtotal - Bonds - U.S. Political Subdivisions of States, Territories and Possessions						13,481,080	13,390,000	14,104,837	13,460,187			(31,979)		(31,979)		13,428,208		52,872	52,872	352,200	XXX	XXX
Bonds - U.S. Special Revenues																						
167685-NT-9	CHICAGO ILLINOS MTG REV 2A AMT		06/03/2013	CALLED @ 100.00000000		255,000	255,000	260,419	255,000							255,000				4,202	06/01/2039	1FE
196479-QJ-1	COLORADO HSG & FIN AUTH REV SKG		05/01/2013	Sink PMT @ 100.00000000		100,000	100,000	102,615	100,000							100,000					11/01/2029	1FE
235416-F6-6	DALLAS TEXAS WATERWORKS REV RFDG (		04/01/2013	CALLED @ 100.00000000		1,000,000	1,000,000	1,080,210	1,002,584			(2,584)		(2,584)		1,000,000				26,875	10/01/2018	1FE
24916P-AL-1	DENVER COL CITY & CO REV (FSA)		06/03/2013	CALLED @ 100.00000000		1,140,000	1,140,000	1,139,989	1,139,998							1,139,998		2	2	19,950	12/01/2014	1FE
24916P-AS-6	DENVER COL CITY & CO REV (FSA)		06/03/2013	CALLED @ 100.00000000		1,000,000	1,000,000	1,028,750	1,001,840			(1,840)		(1,840)		1,000,000				23,750	12/01/2020	1FE
24916P-BL-0	DENVER COL WATER REV SER B (FSA)		06/03/2013	CALLED @ 100.00000000		1,000,000	1,000,000	1,075,330	1,003,888			(3,888)		(3,888)		1,000,000				25,000	12/01/2015	1FE
253450-AN-0	DICKSON CO TENN WATER AUTH REV (FG		06/05/2013	CALLED @ 100.00000000		900,000	900,000	926,730	900,000							900,000				23,000	12/01/2015	1FE
312965-DW-3	FHLMC FGB 12817		06/17/2013	PRINCIPAL RECEIPT		13,383	13,383	12,783	13,286			97		97		13,383				213	03/01/2014	1
31393G-MH-4	FHLMC FHR 2542 ES CMO		06/17/2013	PRINCIPAL RECEIPT		113,075	113,075	112,050	112,582			493		493		113,075				2,364	12/15/2017	1
31393K-6M-2	FHLMC FHR 2567 JK CMO		06/17/2013	PRINCIPAL RECEIPT		165,104	165,104	163,040	164,222			882		882		165,104				3,427	11/15/2018	1
31393W-6P-9	FHLMC FHR 2640 BG		06/17/2013	PRINCIPAL RECEIPT		83,905	83,905	83,004	83,553			352		352		83,905				1,743	02/15/2032	1
31394H-2P-5	FHLMC FHR 2662 DG		06/17/2013	PRINCIPAL RECEIPT		107,108	107,108	105,953	106,806			302		302		107,108				2,215	10/15/2022	1
31394K-PK-4	FHLMC FHR 2686 VJ		06/17/2013	PRINCIPAL RECEIPT		85,685	85,685	90,554	87,180			(1,494)		(1,494)		85,685				1,965	08/15/2014	1
31394R-NS-4	FHLMC FHR 2752 VM		04/15/2013	PRINCIPAL RECEIPT		104,767	104,767	107,058	104,767							104,767				1,921	01/15/2015	1
31395J-FV-3	FHLMC FHR 2882 HU		06/17/2013	PRINCIPAL RECEIPT		19,937	19,937	19,330	19,567			370		370		19,937				331	09/15/2034	1
31395L-AU-5	FHLMC FHR 2924 FA FLTG RATE		06/17/2013	PRINCIPAL RECEIPT		41,555	41,555	41,529	41,523			32		32		41,555				88	01/15/2035	1
31395K-YN-7	FHLMC FHR 2926 AB		05/15/2013	PRINCIPAL RECEIPT		17,548	17,548	17,096	17,495			53		53		17,548				325	01/15/2019	1
31395T-RZ-9	FHLMC FHR 2962 WJ		05/15/2013	PRINCIPAL RECEIPT		43,907	43,907	43,532	43,855			52		52		43,907				896	06/15/2024	1
31395U-BL-4	FHLMC FHR 2975 JA		06/17/2013	PRINCIPAL RECEIPT		44,687	44,687	43,863	43,971			716		716		44,687				874	05/15/2035	1
31397J-E7-5	FHLMC FHR 3325 JL		06/17/2013	PRINCIPAL RECEIPT		43,433	43,433	43,405	43,397			36		36		43,433				985	06/15/2037	1
3137AW-KQ-7	FHLMC FHR 4136 CL NJ		06/17/2013	PRINCIPAL RECEIPT		91,897	91,897	92,525	92,516			(619)		(619)		91,897				582	11/15/2027	1
3133TD-7D-2	FHLMC FHR PAC 1		06/17/2013	PRINCIPAL RECEIPT		9,046	9,046	8,702	8,958			88		88		9,046				201	02/15/2028	1
31398G-GF-0	FNMA ACES TRUST FNA 2009-M2 A1		06/25/2013	PRINCIPAL RECEIPT		1,255,640	1,255,640	1,273,307	1,272,546			(16,906)		(16,906)		1,255,640				27,846	01/25/2019	1
31402C-5S-7	FNMA DUS POOL 725457		06/25/2013	PRINCIPAL RECEIPT		6,136	6,136	5,895	6,101			36		36		6,136				119	04/01/2014	1
31402D-B5-8	FNMA DUS POOL 725560 (MEGA)		06/25/2013	PRINCIPAL RECEIPT		4,534	4,534	4,414	4,514			20		20		4,534				122	05/01/2014	1
31385X-NX-1	FNMA DUS POOL FN 555806		06/25/2013	PRINCIPAL RECEIPT		314,487	314,487	312,620	314,294			193		193		314,487				7,003	10/01/2013	1
31392C-HD-9	FNMA FNR 2002-18 PC		06/25/2013	PRINCIPAL RECEIPT		21,154	21,154	22,190	21,321			(167)		(167)		21,154				481	04/25/2017	1
31392F-PP-6	FNMA FNR 2002-74 PE		06/25/2013</																			

STATEMENT AS OF JUNE 30, 2013 OF THE OWNERS INSURANCE COMPANY

SCHEDULE D - PART 4

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

1	2	3	4	5	6	7	8	9	10	Change In Book/Adjusted Carrying Value					16	17	18	19	20	21	22
										11	12	13	14	15							
CUSIP Identification	Description	For- eign	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consid- eration	Par Value	Actual Cost	Prior Year Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amor- tization)/ Accretion	Current Year's Other Than Temporary Impairment Recogn- ized	Total Change in Book/ Adjusted Carrying Value (11 + 12 - 13)	Total Foreign Exchange Change in Book /Adjusted Carrying Value	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 Con- tractual Maturity Date	NAIC Desig- nation or Market In- dicator (a)
914353-PZ-4	UNIV OF ILL UNIV REV (AMBAC)		04/01/2013	CALLED @ 100.0000000		1,320,000	1,320,000	1,491,508	1,325,136		(5,136)		(5,136)		1,320,000				33,000	04/01/2014	1FE
3199999. Subtotal - Bonds - U.S. Special Revenues						15,374,100	15,374,100	16,355,153	15,439,865		(65,767)		(65,767)		15,374,099		2	2	360,076	XXX	XXX
Bonds - Industrial and Miscellaneous (Unaffiliated)																					
281379-AA-5	144A EDUSA 2010-1 A1 FLTG RATE		04/25/2013	PRINCIPAL RECEIPT		143,236	143,236	143,236	143,236						143,236				839	07/25/2023	1FE
64953B-AP-3	144A NEW YORK LIFE GLOBAL FDG		05/09/2013	MATURITY		1,000,000	1,000,000	998,240	999,861		139		139		1,000,000				23,250	05/09/2013	1FE
013817-AR-2	ALCOA INCORPORATED SR NOTES		06/28/2013	VARIOUS		1,784,620	1,780,000	1,677,345	1,765,860		12,848		12,848		1,778,708		5,911	5,911	101,757	07/15/2013	2FE
041150-DJ-9	ASLA 2010-1 A FLTG RATE ABS		05/28/2013	PRINCIPAL RECEIPT		109,501	109,501	107,722	107,978		1,523		1,523		109,501				668	11/25/2043	1FE
054303-AQ-5	AVON PRODUCTS INC NOTES		05/15/2013	MATURITY		1,325,000	1,325,000	1,301,661	1,323,780		1,220		1,220		1,325,000				30,641	05/15/2013	2FE
075887-AS-8	BECTON DICKINSON NOTES		04/15/2013	MATURITY		1,144,000	1,144,000	1,175,643	1,145,206		(1,206)		(1,206)		1,144,000				26,026	04/15/2013	1FE
10620N-CQ-8	BRAZOS HIGH ED AUTH BRHEA 2010-A1		05/28/2013	PRINCIPAL RECEIPT		78,499	78,499	79,058	79,096		(596)		(596)		78,499				479	11/25/2022	1FE
36962G-3T-9	G E CAPITAL CORP MTN		05/01/2013	MATURITY		200,000	200,000	199,582	199,969		31		31		200,000				4,800	05/01/2013	1FE
36966R-FR-2	G E CAPITAL CORP SR NOTES		06/17/2013	MATURITY		2,000,000	2,000,000	1,987,500	1,999,309		691		691		2,000,000				41,500	06/15/2013	1FE
427866-AQ-1	HERSHEY FOODS CO NOTES		04/01/2013	MATURITY		2,271,000	2,271,000	2,279,789	2,271,000		(565)		(565)		2,271,000				56,775	04/01/2013	1FE
587405-AB-7	MERCANTILE BANKSHARES SUB NOTES		04/15/2013	MATURITY		900,000	900,000	847,845	897,872		2,128		2,128		900,000				20,813	04/15/2013	2FE
655855-EH-3	NORFOLK SOUTHERN RAILWAY		04/01/2013	MATURITY		850,000	850,000	941,817	852,854		(2,854)		(2,854)		850,000				26,010	04/01/2013	1FE
78445X-AA-4	SLM SLMA 2010-1 A FLTG RATE		06/25/2013	PRINCIPAL RECEIPT		134,185	134,185	134,185	134,185						134,185				340	03/25/2025	1FE
78445J-AA-5	SLM STUDENT LOAN TR 2008-9 A FLTG		04/25/2013	PRINCIPAL RECEIPT		64,830	64,830	67,687	67,316		(2,486)		(2,486)		64,830				593	04/25/2023	1FE
86185#-AA-0	STONEHENGE CAPCO FUND ALABAMA I		05/15/2013	CALLED @ 100.0000000		28,576	28,576	28,576	28,576						28,576				656	03/01/2014	1
86188#-AA-7	STONEHENGE CAPCO FUND ALABAMA II		05/31/2013	Sink PMT @ 100.0000000		2,132	2,132	2,132	2,132						2,132				82	03/01/2019	1
86190#-AA-7	STONEHENGE CAPCO FUND ILLINOS I		04/15/2013	Sink PMT @ 100.0000000		181,670	181,670	181,670	181,670						181,670				3,133	12/15/2015	1
86191#-AA-6	STONEHENGE CAPCO FUND N CAROLINA I		04/15/2013	Sink PMT @ 100.0000000		153,895	153,895	153,895	153,895						153,895				3,369	10/15/2015	1
78442B-AD-6	STUDENT LOAN SLOLT 2008-2 A4 FLTG		06/17/2013	PRINCIPAL RECEIPT		244,299	244,299	242,009	242,299		1,993		1,993		244,299				461	06/15/2022	1FE
931142-AS-2	WAL-MART STORES INC		06/03/2013	MATURITY		790,000	790,000	1,015,340	801,227		(11,227)		(11,227)		790,000				28,638	06/01/2013	1FE
3899999. Subtotal - Bonds - Industrial and Miscellaneous (Unaffiliated)						13,405,441	13,400,821	13,564,928	13,397,892		1,638		1,638		13,399,530		5,911	5,911	370,827	XXX	XXX
8399997. Total - Bonds - Part 4						111,623,697	111,527,998	113,932,556	106,780,930		(399,144)		(399,144)		111,564,912		58,785	58,785	1,963,036	XXX	XXX
8399998. Total - Bonds - Part 5						XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX
8399999. Total - Bonds						111,623,697	111,527,998	113,932,556	106,780,930		(399,144)		(399,144)		111,564,912		58,785	58,785	1,963,036	XXX	XXX
8999997. Total - Preferred Stocks - Part 4							XXX													XXX	XXX
8999998. Total - Preferred Stocks - Part 5						XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX
8999999. Total - Preferred Stocks							XXX													XXX	XXX
Common Stocks - Industrial and Miscellaneous (Unaffiliated)																					
00724F-10-1	ADOBE SYSTEMS INC		04/23/2013	Morgan Stanley	3,600,000	161,942		117,263	135,648	(18,385)			(18,385)		117,263		44,679	44,679			
904767-70-4	ADR UNILEVER PLC SPONSORED ADR NE		04/29/2013	First Dallas Securities	52,500,000	2,279,483		1,453,483	2,032,800	(579,317)			(579,317)		1,453,483		826,000	826,000	16,994		
032654-10-5	ANALOG DEVICES INCORPORATED		04/29/2013	First Dallas Securities	19,300,000	842,974		650,803	811,758	(160,955)			(160,955)		812,171		192,171	192,171	6,562		
134429-10-9	CAMPBELL SOUP CO COM		04/23/2013	Wells Fargo Brokerage	32,300,000	1,506,471		1,171,224	1,126,947	44,277			44,277		1,171,224		335,247	335,247			
189054-10-9	CLOROX CO COM		05/01/2013	First Dallas Securities	11,200,000	957,110		573,183	820,064	(246,881)			(246,881)		573,183		383,927	383,927	13,632		
194162-10-3	COLGATE-PALMOLIVE CO COM		04/26/2013	VARIOUS	10,100,000	1,203,986		780,682	1,055,854	(275,172)			(275,172)		780,682		423,304	423,304	6,262		
487836-10-8	KELLOGG COMPANY		05/01/2013	Wells Fargo Brokerage	13,400,000	871,516		453,776	748,390	(294,614)			(294,614)		453,776		417,741	417,741	5,896		
494368-10-3	KIMBERLY-CLARK		04/26/2013	Wells Fargo Brokerage	13,300,000	688,141		1,372,376	1,122,919	(434,778)			(434,778)		688,141		684,235	684,235	20,615		
609207-10-5	MONDELEZ INTERNATIONAL INC		04/19/2013	Wells Fargo Brokerage	45,100,000	1,424,411		865,539	1,148,697	(283,158)			(283,158)		865,539		558,872	558,872	11,726		
617446-44-8	MORGAN STANLEY		06/01/2013	Wells Fargo Brokerage	50,300,000	1,312,767		845,240	961,736	(116,496)			(116,496)		845,240		467,527	467,527	5,030		
742718-10-9	PROCTER AND GAMBLE		05/09/2013	VARIOUS	32,450,000	2,530,929		596,999	2,203,031	(1,606,031)			(1,606,031)		596,999		1,933,929	1,933,929	36,041		
879369-10-6	TELEFLEX INC		05/06/2013	First Dallas Securities	21,400,000	1,673,291		912,709	1,526,034	(613,325)			(613,325)		912,709		760,581	760,581	7,276		
92240G-10-1	VECTREN CORP		05/02/2013	First Dallas Securities	23,300,000	854,752		580,269	685,020	(104,751)			(104,751)		580,269		274,483	274,483	8,272		
254687-10-6	WALT DISNEY CO		04/24/2013	First Dallas Securities	31,800,000	1,963,483		686,690	1,583,322	(896,632)			(896,632)		686,690		1,276,793	1,276,793			
9099999. Subtotal - Common Stocks - Industrial and Miscellaneous (Unaffiliated)						18,955,491	XXX	10,376,001	15,962,220	(5,586,219)			(5,586,219)		10,376,001		8,579,490	8,579,490	138,306	XXX	XXX
9799997. Total - Common Stocks - Part 4						18,955,491	XXX	10,376,001	15,962,220	(5,586,219)			(5,586,219)		10,376,001		8,579,490	8,579,490	138,306	XXX	XXX
9799998. Total - Common Stocks - Part 5						XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX
9799999. Total - Common Stocks						18,955,491	XXX	10,376,001	15,962,220	(5,586,219)			(5,586,219)		10,376,001		8,579,490	8,579,490	138,306	XXX	XXX
9899999. Total - Preferred and Common Stocks						18,955,491	XXX	10,376,001	15,962,220	(5,586,219)			(5,586,219)		10,376,001		8,579,490	8,579,490	138,306	XXX	XXX
9999999 - Totals						130,579,188	XXX	124,308,557	122,743,149	(5,586,219)	(399,144)		(5,985,363)		121,940,913		8,638,275	8,638,275	2,101,342	XXX	XXX

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

Schedule DB - Part A - Section 1 - Options, Caps, Floors, Collars, Swaps and Forwards Open
N O N E

Schedule DB - Part B - Section 1 - Futures Contracts Open
N O N E

Schedule DB - Part B - Section 1B - Brokers with whom cash deposits have been made
N O N E

Schedule DB - Part D - Section 1 - Counterparty Exposure for Derivative Instruments Open
N O N E

Schedule DB - Part D - Section 2 - Collateral for Derivative Instruments Open
N O N E

Schedule DB - Part D - Section 2 - Collateral for Derivative Instruments Open
N O N E

Schedule DL - Part 1 - Reinvested Collateral Assets Owned
N O N E

Schedule DL - Part 2 - Reinvested Collateral Assets Owned
N O N E

SCHEDULE E - PART 1 - CASH

[illegible]

STATEMENT AS OF JUNE 30, 2013 OF THE OWNERS INSURANCE COMPANY

SCHEDULE E - PART 2 - CASH EQUIVALENTS

Show Investments Owned End of Current Quarter

1	2	3	4	5	6	7	8
Description	Code	Date Acquired	Rate of Interest	Maturity Date	Book/Adjusted Carrying Value	Amount of Interest Due and Accrued	Amount Received During Year
NONE							
8699999 - Total Cash Equivalents							



SUPPLEMENT FOR THE QUARTER ENDING JUNE 30, 2013 OF THE OWNERS INSURANCE COMPANY

DIRECTOR AND OFFICER INSURANCE COVERAGE SUPPLEMENT

Year To Date For The Period Ended JUNE 30, 2013

NAIC Group Code0280NAIC Company Code32700

Company NameOWNERS INSURANCE COMPANY

If the reporting entity writes any director and officer (D&O) business, please provide the following:

1. Monoline Policies

1 Direct Written Premium	2 Direct Earned Premium	3 Direct Losses Incurred
\$	\$	\$

2. Commercial Multiple Peril (CMP) Packaged Policies

2.1 Does the reporting entity provide D&O liability coverage as part of a CMP packaged policy? Yes [X] No []

2.2 Can the direct premium earned for D&O liability coverage provided as part of a CMP packaged policy be quantified or estimated? Yes [X] No []

2.3 If the answer to question 2.2 is yes, provide the quantified or estimated direct premium earned amount for D&O liability coverage in CMP packaged policies

2.31 Amount quantified:\$671,835

2.32 Amount estimated using reasonable assumptions:\$

2.4 If the answer to question 2.1 is yes, provide direct losses incurred (losses paid plus change in case reserves) for the D&O liability coverage provided in CMP packaged policies.\$(67,701)