



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 0280 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, Lima, OH, US 45801-2305
(Street and Number) (City or Town, State, Country and Zip Code)
Main Administrative Office 6101 Anacapri Boulevard
(Street and Number) Lansing, MI, US 48917-3968, 517-323-1200
(City or Town, State, Country and Zip Code) (Area Code) (Telephone Number)
Mail Address P.O. Box 30660, Lansing, MI, US 48909-8160
(Street and Number or P.O. Box) (City or Town, State, Country and Zip Code)
Primary Location of Books and Records 6101 Anacapri Boulevard
(Street and Number) Lansing, MI, US 48917-3968, 517-323-1200
(City or Town, State, Country and Zip Code) (Area Code) (Telephone Number)
Internet Website Address www.auto-owners.com
Statutory Statement Contact Paul Ray Otto, 517-323-1200
(Name) aoacctg@aoins.net, 517-323-8796
(E-mail Address) (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

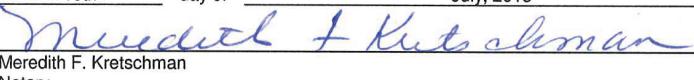
State of Michigan SS: Eaton

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

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	\$ 941,950	\$ 941,950
Total Bonds		941,950		941,950
Common stocks				
Industrial and Miscellaneous	\$ 210,563,991	\$ 210,563,991	\$ 210,563,991	\$ 210,563,991
Mutual Funds	\$ 24,066,727	\$ 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 41,365	Transfers into Level 3	Transfers out of Level 3	Total gains/		Purchases	Issuances	Sales	Settlements	Balance at 6/30/2013
				(losses) included in Net Income	(losses) included in Surplus					
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			Not Practicable (Carrying Value)	
		Assets	Level 1	Level 2	Level 3	
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 [X]

1.2 If yes, has the report been filed with the domiciliary state? Yes [] No []

2.1 Has any change been made during the year of this statement in the charter, by-laws, articles of incorporation, or deed of settlement of the reporting entity? Yes [] No [X]

2.2 If yes, date of change: _____

3.1 Have there been any substantial changes in the organizational chart since the prior quarter end? Yes [] No [X]

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 [X]

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 [X] N/A [] If yes, attach an explanation.

6.1 State as of what date the latest financial examination of the reporting entity was made or is being made. 12/31/2010

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 [X]

6.6 Have all of the recommendations within the latest financial examination report been complied with? Yes [] No [] N/A [X]

7.1 Has this reporting entity had any Certificates of Authority, licenses or registrations (including corporate registration, if applicable) suspended or revoked by any governmental entity during the reporting period? Yes [] No [X]

7.2 If yes, give full information:

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

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

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

8.4 If 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? Yes [] No []
 (a) Honest and ethical conduct, including the ethical handling of actual or apparent conflicts of interest between personal and professional relationships;
 (b) Full, fair, accurate, timely and understandable disclosure in the periodic reports required to be filed by the reporting entity;
 (c) Compliance with applicable governmental laws, rules and regulations;
 (d) The prompt internal reporting of violations to an appropriate person or persons identified in the code; and
 (e) Accountability for adherence to the code.

9.11 If the response to 9.1 is No, please explain:

9.2 Has the code of ethics for senior managers been amended? Yes [] No []

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 []

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 []

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 []

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 []

14.2 If yes, please complete the following:

	1 Prior Year-End Book/Adjusted Carrying Value	2 Current Quarter Book/Adjusted Carrying Value
14.21 Bonds	\$ _____	\$ _____
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 []

15.2 If yes, has a comprehensive description of the hedging program been made available to the domiciliary state? Yes [] No []
 If no, attach a description with this statement.

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 [] 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 []

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 [] No []

18.2 If no, list exceptions:

STATEMENT AS OF JUNE 30, 2013 OF THE OWNERS INSURANCE COMPANY
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? Yes [] No [] N/A [X]
 If yes, attach an explanation.

2. Has the reporting entity reinsured any risk with any other reporting entity and agreed to release such entity from liability, in whole or in part, from any loss that may occur on the risk, or portion thereof, reinsured? Yes [] No [X]
 If yes, attach an explanation.

3.1 Have any of the reporting entity's primary reinsurance contracts been canceled? Yes [] No [X]

3.2 If yes, give full and complete information thereto.

4.1 Are any of the liabilities for unpaid losses and loss adjustment expenses other than certain workers' compensation tabular reserves (see Annual Statement Instructions pertaining to disclosure of discounting for definition of "tabular reserves") discounted at a rate of interest greater than zero? Yes [] No [X]

4.2 If yes, complete the following schedule:

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

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	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
4. Arkansas	AR	L	4,549,628	3,453,229	2,323,292	1,319,567	3,871,683
5. California	CA	N					
6. Colorado	CO	L	31,213,574	28,050,862	15,789,282	17,461,634	32,256,232
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
11. Georgia	GA	L	111,668,712	103,229,797	72,317,618	51,374,335	139,066,506
12. Hawaii	HI	N					116,776,341
13. Idaho	ID	L	2,672,474	2,301,270	893,229	1,388,025	2,578,115
14. Illinois	IL	L	78,478,385	73,775,219	40,555,298	51,778,608	130,173,732
15. Indiana	IN	L	27,564,716	26,549,304	15,005,343	20,307,438	21,724,677
16. Iowa	IA	L	37,015,896	35,340,988	17,280,396	19,809,493	32,697,798
17. Kansas	KS	L	3,569,011	2,658,228	1,640,079	987,704	5,105,336
18. Kentucky	KY	L	34,483,319	32,793,831	17,283,487	32,973,894	34,539,408
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
25. Mississippi	MS	L					129,283,421
26. Missouri	MO	L	26,343,880	25,938,951	12,619,299	17,598,160	38,513,403
27. Montana	MT	N					47,872,759
28. Nebraska	NE	L	13,443,617	12,591,510	9,694,806	10,410,401	12,320,230
29. Nevada	NV	L					17,359,134
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
35. North Dakota	ND	L	13,582,618	13,189,167	4,627,264	4,167,666	12,844,186
36. Ohio	OH	L	50,672,988	49,381,666	23,483,741	26,320,430	50,105,388
37. Oklahoma	OK	N					
38. Oregon	OR	L					
39. Pennsylvania	PA	L	1,679,092	895,472	213,313	310,598	1,508,182
40. Rhode Island	RI	N					1,129,722
41. South Carolina	SC	L	51,453,712	45,401,433	23,700,705	28,924,262	56,637,906
42. South Dakota	SD	L	12,489,534	11,470,726	4,632,301	6,382,731	16,554,365
43. Tennessee	TN	L	24,944,267	21,151,303	10,982,254	19,145,773	31,861,974
44. Texas	TX	N					32,541,033
45. Utah	UT	L	26,883,815	23,846,820	14,182,036	11,556,318	37,866,781
46. Vermont	VT	N					40,103,435
47. Virginia	VA	L	12,577,611	11,065,077	6,137,856	6,348,388	11,285,310
48. Washington	WA	L					12,028,105
49. West Virginia	WV	N					
50. Wisconsin	WI	L	43,110,903	39,210,992	24,333,270	18,565,995	51,008,622
51. Wyoming	WY	N					48,729,123
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
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					

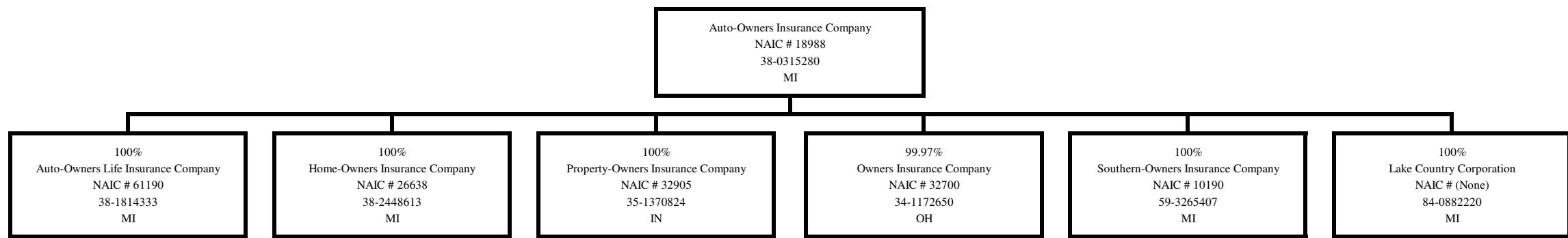
(L) Licensed or Chartered - Licensed Insurance Carrier or Domiciled RRG; (R) Registered - Non-domiciled RRGs; (Q) Qualified - Qualified or Accredited Reinsurer; (E) Eligible - Reporting Entities eligible or approved to write Surplus Lines in the state; (N) None of the above - Not allowed to write business in the state.

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

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

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

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 Current Quarter	2 Current Year to Date	3 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

Years in Which Losses Occurred	1 Prior Year-End Known Case Loss and LAE Reserves	2 Prior Year-End IBNR Loss and LAE Reserves (Cols. 1+2)	3 Total Prior Year-End Loss and LAE Reserves (Cols. 1+2)	4 2013 Loss and LAE Payments on Claims Reported as of Prior Year-End	5 2013 Loss and LAE Payments on Claims Unreported as of Prior Year-End	6 Total 2013 Loss and LAE Payments (Cols. 4+5)	7 Q.S. Date Known Case Loss and LAE Reserves on Claims Reported and Open as of Prior Year End	8 Q.S. Date Known Case Loss and LAE Reserves on Claims Reported or Reopened Subsequent to Prior Year End	9 Q.S. Date IBNR Loss and LAE Reserves (Cols. 7+8+9)	10 Total Q.S. Loss and LAE Reserves (Cols. 7+8+9)	11 Prior Year-End Known Case Loss and LAE Reserves Developed (Savings)/ Deficiency (Cols. 4+7 minus Col. 1)	12 Prior Year-End IBNR Loss and LAE Reserves Developed (Savings)/ Deficiency (Cols. 5+8+9 minus Col. 2)	13 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:

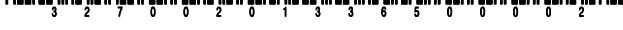
1. Trusteed Surplus Statement [Document Identifier 490]



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 Year to Date	2 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)		

NONE

SCHEDULE B - VERIFICATION

Mortgage Loans

	1 Year to Date	2 Prior Year Ended December 31
1. Book value/recorded investment excluding accrued interest, December 31 of prior year		
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 commitments		
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)		

NONE

SCHEDULE BA - VERIFICATION

Other Long-Term Invested Assets

	1 Year to Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year	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 Year to Date	2 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	.552
0399999. Transportation Equipment - Unaffiliated								1,486,283			513,717	XXX
	MIDWEST BANC FUND VIII 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
	MESIROW PRIVATE EQUITY FUND IV	CHICAGO	IL	MESIROW FINANCIAL		03/25/2008	3		40,000		500,000	0.220
	MESIROW PRIVATE EQUITY FUND V	CHICAGO	IL	MESIROW 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	
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								1,941,283	1,523,747		10,506,425	XXX
4199999 - Totals												

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 Foreign Exchange Gain (Loss) on Disposal	17 Realized Gain (Loss) on Disposal	18 Total Gain (Loss) on Disposal	19 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 Tempo- rary 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	51,668	.172
	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	51,668	6,972
3999999. Total - Unaffiliated							7,215,044						8,726,753	1,619,051	51,668	51,668	51,668	6,972
4099999. Total - Affiliated																		
4199999 - Totals							7,215,044						8,726,753	1,619,051	51,668	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 CUSIP Identification	2 Description	3 Foreign	4 Date Acquired	5 Name of Vendor	6 Number of Shares of Stock	7 Actual Cost	8 Par Value	9 Paid for Accrued Interest and Dividends	10 NAIC Desig- nation or Market Indicator (a)
Bonds - U.S. Governments									
30217T-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...
709604-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...
912828-HA-1	U. S. TREASURY NOTES		.06/04/2013	UBS Finl Serv		232,711	.200,000	.2,887	1...
92242P-AA-7	VCH 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 #40 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-GG-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 Pipe Jaffray		1,062,230	1,000,000		1FE...
26951P-FK-9	EAGLE GARFIELD & ROTT 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 #3 (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-JI-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 CUSIP Identification	2 Description	3 Foreign	4 Date Acquired	5 Name of Vendor	6 Number of Shares of Stock	7 Actual Cost	8 Par Value	9 Paid for Accrued Interest and Dividends	10 NAIC Desig- nation 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 CCOT 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	Arbco 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	PBS 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	
633034-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	PBC Dain Rauscher	2,072,800	2,000,000		.11,917	1FE	
9612E0-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	
2027A0-GV-5	COMMONWEALTH BK AUSTRALIA FLTG MTN	R.	.06/01/2013	First Tennessee Bank	.600,000	.600,000			1FE	
6325C0-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
8399999. Total - Bonds						185,235,098	178,985,448		344,805	XXX
8999997. Total - Preferred Stocks - Part 3								XXX	XXX	XXX
8999998. Total - Preferred Stocks - Part 5								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				
037411-10-5	APACHE CORPORATION		.04/22/2013	First Dallas Securities	11,400,000	784,135				
064058-10-0	BANK OF NEW YORK MELLON CORP		.05/08/2013	First Dallas Securities	33,900,000	961,414				
12541W-20-9	C H ROBINSON WORLDWIDE INC		.06/07/2013	Morgan Stanley	14,300,000	817,018				
268648-10-2	EMC CORPORATION		.04/23/2013	Wells Fargo Brokerage	26,800,000	599,666				
37045V-10-0	GENERAL MOTORS CORPORATION		.04/29/2013	First Dallas Securities	32,500,000	1,002,154				
406216-10-1	HALLIBURTON CO		.04/19/2013	Wells Fargo Brokerage	10,900,000	404,338				
806857-10-8	SCHLUMBERGER LTD		.04/24/2013	First Dallas Securities	5,100,000	373,777				
867224-10-7	SUNCOR ENERGY INC	L.	.05/01/2013	First Dallas Securities	25,000,000	761,753				
03938L-10-4	ARCELORMITTAL SA ADR	R.	.04/24/2013	First Dallas Securities	56,600,000	695,439				
767204-10-0	RIO TINTO PLACE 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
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 issues 1

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	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 Other Than Temporary Impairment Recognized	Current Year's Amor-tization/Accre-tion	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 Designa-tion or Market In-icator (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						.332	08/21/2021	1
.143690-AA-3	CAROBIA LEASING LLC SKG FUND EX-IM		06/07/2013	Sink PMT @ 100.0000000			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						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						681	12/05/2021	1
.266893-AA-4	DURRAH MSN 35603 SKG FUND (EX-IM)		04/22/2013	CALLED @ 100.0000000			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						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)		(282)	36,520						278	03/16/2039	1
.38374T-ZQ-0	GNMA CMO GNR 2009-31 MA		06/20/2013	PRINCIPAL RECEIPT			73,050	73,050	74,534	74,016		(966)		(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	48,258			537		48,795							864	01/20/2029	1
.38374B-BD-4	GNMA GNR 2003-49 AB		04/16/2013	PRINCIPAL RECEIPT			181,980	181,980	178,113	177,655		4,325		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)		(846)	147,176						3,054	11/20/2033	1
.38374L-YS-4	GNMA GNR 2005 51 0C		06/20/2013	PRINCIPAL RECEIPT			39,351	39,351	38,986	39,242		109		109	39,351						736	07/20/2035	1
.38374L-IQ-0	GNMA GNR 2005 54 CM		06/20/2013	PRINCIPAL RECEIPT			50,370	50,370	50,549	50,407		(37)		(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)		(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)		(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		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		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		741	58,990						1,352	01/20/2037	1
.38375J-2H-7	GNMA GNR 2007-27 PB		06/20/2013	PRINCIPAL RECEIPT			35,312	35,312	35,384	35,380		(68)		(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		32	61,321						1,282	10/20/2035	1
.38373M-R4-4	GNMA GNR 2008-14 B		06/17/2013	PRINCIPAL RECEIPT			516,250	516,250	543,112	538,152		(21,901)		(21,901)	516,250						10,340	10/16/2042	1
.38373M-U3-2	GNMA GNR 2008-22 C		06/17/2013	PRINCIPAL RECEIPT			616,151	616,151	632,902	627,648		(11,497)		(11,497)	616,151						14,596	05/16/2048	1
.38373M-S5-3	GNMA GNR 2008-28 PB REMC		06/17/2013	PRINCIPAL RECEIPT			115,136	115,136	116,341	115,649		(514)		(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
.383750-X7-9	GNMA GNR 2008-51 PE CMO PAC		06/20/2013	PRINCIPAL RECEIPT			64,532	64,532	63,534	63,724		808		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		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		5,515	249,237						6,477	10/16/2038	1
.38373M-BK-9	GNMA GNR 2009-08 A		06/17/2013	PRINCIPAL RECEIPT			806,771	806,771	814,839	810,325		(3,554)		(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)		(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)		(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)		(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)		(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)		(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)		(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		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)		(12,562)	3,017,578						44,324	07/16/2035	1
.38373M-8B-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)		(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)		(2,625)	948,988						15,651	03/16/2035	1
.38377J-LK-7	GNMA GNR 2010-107 NQ		06/20/2013	PRINCIPAL RECEIPT			55,855	55,855	58,430	57,900		(2,045)		(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)		(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)		(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	1,190,901		(9,648)		(9,648)	1,181,254						8,949	10/16/2032	1
.38376G-XA-3	GNMA GNR 2010-141 B		06/17/2013	PRINCIPAL RECEIPT			966,235	966,235	971,822	970,906		(4,670)		(4,670)	966,235						10,155	02/16/2044	1
.38376G-YC-8	GNMA GNR 2010-155 A		06/17/2013	PRINCIPAL RECEIPT			955,142	955,142	964,694	963,615		(8,473)		(8,473)	955,142						6,231	07/16/2035	1
.38376G-DL-1	GNMA GNR 2010-1 A		06/17/2013	PRINCIPAL RECEIPT			3,378,430	3,378,430</td															

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 CUSIP Ident- ification	2 Description	3 For- eign	4 Disposal Date	5 Name of Purchaser	6 Number of Shares of Stock	7 Consid- eration	8 Par Value	9 Actual Cost	10 Prior Year Book/ Adjusted Carrying Value	Change In Book/Adjusted Carrying Value					16 Book/ Adjusted Carrying Value at Disposal Date	17 Foreign Exchange Gain /Loss on Disposal	18 Realized Gain (Loss) on Disposal	19 Total Gain (Loss) on Disposal	20 Bond Interest/ Stock Dividends Received During Year	21 Stated Con- tractual Maturity Date	22 NAIC Design- ation or Market In- dicator (a)	
										11 Unrealized Valuation Increase/ Decrease)	12 Current Year's (Amor- tization)/ Accretion	13 Current Year's Other Than Temporary Impairment Recogn- ized	14 Total Change in Book/ Adjusted Carrying Value (11 + 12 - 13)	15 Total Foreign Exchange Change in Book /Adjusted Carrying Value								
.383766-S9-6	GNMA GNR 2010-83 A		06/17/2013	PRINCIPAL RECEIPT		.4,368,636	.4,368,636	.4,368,636							.4,368,636					39,993	10/16/2050	1
.383766-C2-4	GNMA GNR 2011-020A		06/17/2013	PRINCIPAL RECEIPT		.308,501	.308,501	.308,846							.308,501					2,420	04/16/2032	1
.383766-G2-0	GNMA GNR 2011-033 A		06/17/2013	PRINCIPAL RECEIPT		.319,959	.319,959	.322,619							.319,959					3,683	08/16/2034	1
.383766-H5-2	GNMA GNR 2011-042 AC		06/17/2013	PRINCIPAL RECEIPT		.278,188	.278,188	.280,736							.278,188					2,639	05/15/2053	1
.383770-3J-5	GNMA GNR 2011-063BA		06/20/2013	PRINCIPAL RECEIPT		.667,008	.667,008	.677,534							.667,008					5,567	04/20/2038	1
.383766-4R-8	GNMA GNR 2011-121 A		06/17/2013	PRINCIPAL RECEIPT		.26,484	.26,484	.26,638							.26,484					240	05/16/2039	1
.383766-4V-9	GNMA GNR 2011-121 FA FLTG RATE		06/17/2013	PRINCIPAL RECEIPT		.6,580	.6,580	.6,569							.6,580					17	03/16/2043	1FE
.383766-4E-7	GNMA GNR 2011-126 AB		06/17/2013	PRINCIPAL RECEIPT		.30,912	.31,222	.31,012							.30,912					245	06/16/2035	1
.383766-1I2-1	GNMA GNR 2011-129K REMIC		06/20/2013	PRINCIPAL RECEIPT		.353,908	.353,908	.363,646							.353,908					2,938	02/20/2041	1
.383766-SR-7	GNMA GNR 2011-142 A		06/17/2013	PRINCIPAL RECEIPT		.76,648	.76,648	.77,030							.76,648					840	10/16/2040	1
.383766-E3-0	GNMA GNR 2011-15A		06/17/2013	PRINCIPAL RECEIPT		.76,077	.76,077	.76,250							.76,077					689	12/16/2014	1
.383766-K3-3	GNMA GNR 2011-38 AC		06/17/2013	PRINCIPAL RECEIPT		.103,055	.103,055	.104,086							.103,055					1,096	02/16/2043	1
.383766-P4-6	GNMA GNR 2011-49 A		06/17/2013	PRINCIPAL RECEIPT		.288,601	.291,487	.289,245							.288,601					2,941	07/16/2038	1
.383766-N4-8	GNMA GNR 2011-53 A		06/17/2013	PRINCIPAL RECEIPT		.1,648,907	.1,648,907	.1,663,593							.1,648,907					19,378	12/16/2034	1
.383766-M5-6	GNMA GNR 2011-58 A		06/17/2013	PRINCIPAL RECEIPT		.245,050	.245,050	.245,931							.245,050					2,591	06/16/2052	1
.383766-G9-1	GNMA GNR 2011-6 AB		06/17/2013	PRINCIPAL RECEIPT		.368,710	.368,710	.373,319							.368,710					3,155	12/16/2037	1
.383766-S9-2	GNMA GNR 2011-64 AD		06/17/2013	PRINCIPAL RECEIPT		.1,411,430	.1,411,430	.1,433,484							.1,411,430					17,059	11/16/2038	1
.383766-O5-2	GNMA GNR 2011-65 A		06/17/2013	PRINCIPAL RECEIPT		.757,647	.757,647	.757,639							.757,647					6,804	06/16/2032	1
.383766-R3-6	GNMA GNR 2011-67 AB		06/17/2013	PRINCIPAL RECEIPT		.79,266	.79,266	.80,058							.79,266					701	10/16/2033	1
.383777-U5-3	GNMA GNR 2011-68 MF FLTG RATE		06/17/2013	PRINCIPAL RECEIPT		.329,859	.329,859	.330,993							.329,859					757	05/16/2041	1FE
.383766-T7-5	GNMA GNR 2011-77 A		06/17/2013	PRINCIPAL RECEIPT		.2,356,974	.2,356,974	.2,380,544							.2,356,974					24,163	04/16/2033	1
.383766-U8-1	GNMA GNR 2011-78 AC		06/17/2013	PRINCIPAL RECEIPT		.1,048,832	.1,048,832	.1,065,876							.1,048,832					12,157	12/16/2044	1
.383766-ZS-2	GNMA GNR 2011-9 A		06/17/2013	PRINCIPAL RECEIPT		.566,091	.566,091	.573,167							.566,091					5,431	10/16/2033	1
.383780-VY-9	GNMA GNR 2012-036 NJ REMIC		06/17/2013	PRINCIPAL RECEIPT		.117,567	.117,567	.120,579							.117,567					1,106	01/16/2040	1
.383788-E2-1	GNMA GNR 2012-114A		06/17/2013	PRINCIPAL RECEIPT		.45,221	.45,221	.46,083							.45,221					396	01/16/2053	1
.383788-M4-8	GNMA GNR 2012-120 A		06/17/2013	PRINCIPAL RECEIPT		.44,267	.44,267	.45,153							.44,267					351	02/16/2053	1
.383788-P7-8	GNMA GNR 2012-125 AB		06/17/2013	PRINCIPAL RECEIPT		.39,057	.39,057	.40,147							.39,057					345	02/16/2053	1
.383788-V9-7	GNMA GNR 2012-131 A		06/17/2013	PRINCIPAL RECEIPT		.55,292	.55,292	.56,320							.55,292					438	02/16/2053	1
.383788-2T-5	GNMA GNR 2012-150A		06/17/2013	PRINCIPAL RECEIPT		.54,137	.54,137	.55,034							.54,137					343	11/16/2052	1
.383788-RT-8	GNMA GNR 2012-44 A		06/17/2013	PRINCIPAL RECEIPT		.41,616	.41,616	.42,448							.41,616					376	07/16/2041	1
.383788-SP-5	GNMA GNR 2012-46 AB		06/17/2013	PRINCIPAL RECEIPT		.167,020	.167,020	.168,690							.167,020					1,056	11/16/2038	1
.383788-UK-3	GNMA GNR 2012-70 AB		06/17/2013	PRINCIPAL RECEIPT		.12,164	.12,164	.12,286							.12,164					110	08/16/2052	1
.383788-IR-6	GNMA GNR 2012-83 AC		06/17/2013	PRINCIPAL RECEIPT		.7,307	.7,307	.7,265							.7,307					10	05/16/2045	1
.383788-VV-5	GNMA GNR 2012-85 AB PROJECT LOAN		06/17/2013	PRINCIPAL RECEIPT		.15,271	.15,271	.15,632							.15,271					147	09/16/2052	1
.383788-YZ-7	GNMA GNR 2012-86 AC PROJECT LOAN		06/17/2013	PRINCIPAL RECEIPT		.20,968	.20,968	.21,149							.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							.52,804					251	09/16/2053	1
.383788-GN-4	GNMA GNR 2013-13 AB		06/17/2013	PRINCIPAL RECEIPT		.33,370	.33,370	.33,378							.33,370					167	04/16/2046	1
.383788-3T-4	GNMA GNR 2013-2 AB		06/17/2013	PRINCIPAL RECEIPT		.37,212	.37,212	.38,700							.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							.12,746					30	01/16/2042	1
.383788-4F-3	GNMA GNR 2013-7 AC		06/17/2013	PRINCIPAL RECEIPT		.69,344	.69,344	.70,649							.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							.13,143					17	05/16/2046	1
.383788-TV-1	GNMA GNR REMIC 2012-067 CL AB		06/17/2013	PRINCIPAL RECEIPT		.286,921	.286,921	.289,790							.286,921					2,172	06/16/2039	1
.36179M-GW-4	GNMA II PASS-THRU POOL G2 MA0213		06/20/2013	PRINCIPAL RECEIPT		.10,400	.10,400	.10,809							.10,400					130	07/20/2042	1
.362040-GN-2B	GNMA PASS THRU GN 726478		06/17/2013	PRINCIPAL RECEIPT		.138,430	.138,430	.140,138							.138,430							

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 CUSIP Ident- ification	2 Description	3 For- eign	4 Disposal Date	5 Name of Purchaser	6 Number of Shares of Stock	7 Consid- eration	8 Par Value	9 Actual Cost	10 Prior Year Book/ Adjusted Carrying Value	Change In Book/Adjusted Carrying Value					16 Book/ Adjusted Carrying Value at Disposal Date	17 Foreign Exchange Gain Value at Disposal Date	18 Realized Gain (Loss) on Disposal	19 Total Gain (Loss) on Disposal	20 Bond Interest/ Stock Dividends Received During Year	21 Stated Con- tractual Maturity Date	22 NAIC Design- ation or Market In- dicator (a)	
										11 Unrealized Valuation Increase/ (Decrease)	12 Current Year's (Amor- tization)/ Accretion	13 Current Year's Other Than Temporary Impairment Recogn- ized	14 Total Change in Book/ Adjusted Carrying Value (11 + 12 - 13)	15 Total Foreign Exchange Change in Book/ Adjusted Carrying Value								
.746388-AA-5	PURPLE CHEN 2011 LLC SINKING FUND		.05/01/2013	Sink PMT @ 100.0000000			.285,335	.285,335	.285,335							.285,335				.3,902	08/01/2023	1
.786574-AC-3	SAFINA LTD KSG FUND US GOVT GTD		.04/15/2013	Sink PMT @ 100.0000000			.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				1,156	11/12/2022	1
.797224-AB-8	SAN CLEMENTE LSG US GOTV GTD SKG		.06/07/2013	Sink PMT @ 100.0000000			.57,196	.57,196	.57,196							.57,196				1,958	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				210	11/03/2024	1
.831641-6A-6	SBA POOL 508965 FLTG RATE		.06/25/2013	PRINCIPAL RECEIPT			.41,091	.41,091	.44,738	.43,939						.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				1,042	08/10/2018	1
.831620-LU-5	SM BUS ADMIN SBA SBAP 2001-20J		.04/01/2013	PRINCIPAL RECEIPT			.172,807	.172,807	.172,807	.196						.172,807				4,977	10/01/2021	1
.831620-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
.831620-MG-5	SM BUS ADMIN SBA SBAP 2002-20F		.06/03/2013	PRINCIPAL RECEIPT			.112,828	.112,828	.112,756	.112,794		.34				.112,828				3,272	06/01/2022	1
.831620-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				.241,098				6,037	10/01/2023	1
.831620-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
.831620-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)				.113,309				3,121	04/01/2028	1
.831620-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
.831620-SL-8	SM BUS ADMIN SBA SBAP 2009-20D 1		.04/01/2013	PRINCIPAL RECEIPT			.162,462	.162,462	.165,012	.(2,550)						.162,462				3,613	04/01/2029	1
.831620-SV-6	SM BUS ADMIN SBA SBAP 2009-20J		.04/01/2013	PRINCIPAL RECEIPT			.48,523	.48,523	.49,918	.49,691		.(1,168)				.48,523				958	10/01/2029	1
.831620-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
.831620-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
.831620-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
.831620-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
.831620-TG-8	SM BUS ADMIN SBA SBAP 2010-20E 1		.05/01/2013	PRINCIPAL RECEIPT			.976,115	.976,115	.985,042	.984,317		.(8,202)				.976,115				20,816	05/01/2030	1
.831620-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
.831620-TP-2	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
.831620-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
.831620-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
.831620-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)				.215,004				4,199	05/01/2031	1
.831620-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)				.965,003				13,727	10/01/2031	1
.831620-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
.831620-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
.831620-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
.831620-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 2003-10B		.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
.886096-AC-6	TRICAHUE LEASING US GOTV 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
.886096-AB-8	TRICAHUE LSG LLC GOTV GTD SKG		.05/28/2013	Sink PMT @ 100.0000000			.18,573	.18,573	.18,769	.18,713		.(140)				.18,573				348	02/26/2022	1
.909025-AA-6	UNION 12 LEASING GOV GTD SINA 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
.917908-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...	.06/1																			

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 CUSIP Ident- ification	2 Description	3 For- eign	4 Disposal Date	5 Name of Purchaser	6 Number of Shares of Stock	7 Consid- eration	8 Par Value	9 Actual Cost	10 Prior Year Book/ Adjusted Carrying Value	Change In Book/Adjusted Carrying Value					16 Book/ Adjusted Carrying Value at Disposal Date	17 Foreign Exchange Gain (Loss) on Disposal	18 Realized Gain (Loss) on Disposal	19 Total Gain (Loss) on Disposal	20 Bond Interest/ Stock Dividends Received During Year	21 Stated Con- tractual Maturity Date	22 NAIC Design- ation or Market In- dicator (a)			
										11 Unrealized Valuation Increase/ (Decrease)	12 Current Year's (Amor- tization)/ Accretion	13 Current Year's Other Than Temporary Impairment Recogn- ized	14 Total Change in Book/ Adjusted Carrying Value (11 + 12 - 13)	15 Total Foreign Exchange Change in Book/ Adjusted Carrying Value										
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 (NAMPA) SD UTGO RF			05/15/2013	Mesirow Financial		1,091,080	1,000,000	1,098,560	1,047,420		(3,546)		(3,546)		1,043,875					40,278	07/30/2021	2FE		
..199491-G5-4 COLUMBUS OHIO UTGO SER C			06/17/2013	CALLED @ 100.0000000		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 @ 100.0000000		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 @ 100.0000000		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 @ 100.0000000		775,000	775,000	822,353	776,437		(1,437)		(1,437)		775,000					19,375	04/01/2018	1FE		
..435866-NK-1 HOLLY MI SD UTGO SCH BLDG & SITE			05/01/2013	CALLED @ 100.0000000		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 @ 100.0000000		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		
..613664-K2-6 MONTGOMERY CO TENN UTGO RFDG (FSA)			05/01/2013	CALLED @ 100.0000000		1,300,000	1,300,000	1,290,042	1,296,954		289		289		1,297,243					23,563	05/01/2016	1FE		
..613664-H6-1 MONTGOMERY CO TENN UTGO RFDG (FSA)			05/01/2013	CALLED @ 100.0000000		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 @ 100.0000000		1,000,000	1,000,000	992,980	996,870		220		220		997,090					2,910	06/01/2018	1FE		
..917661-XQ-8 UTICA MICH SCH UTGO RFDG			05/01/2013	CALLED @ 100.0000000		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 ILLINOIS MTG REV 2A AMT			06/03/2013	CALLED @ 100.0000000		255,000	255,000	260,419	255,000						255,000					4,202	06/01/2039	1FE		
..196479-QJ-9 COLORADO HSG & FIN AUTH REV SKG			05/01/2013	Sink PMT @ 100.0000000		100,000	100,000	102,615	100,000						100,000					11,000	11/01/2029	1FE		
..235416-F6-6 DALLAS TEXAS WATERWORKS REV RFDG			04/01/2013	CALLED @ 100.0000000		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 @ 100.0000000		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 @ 100.0000000		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-6 DENVER COL WATER REV SER B (FSA)			06/03/2013	CALLED @ 100.0000000		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 @ 100.0000000		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	112,582	112,582						113,075					2,364	12/15/2017	1		
..31393K-GM-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		
..31393I-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-ZP-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 IJ			05/15/2013	PRINCIPAL RECEIPT		43,907	43,907	43,532	43,855		52		52		43,907					896	09/15/2024	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-IQ-2 FHLMC FHR 4130 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		
..31388G-GF-0 FNMA AGES 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</																				

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 CUSIP Ident- ification	2 Description	3 For- eign	4 Disposal Date	5 Name of Purchaser	6 Number of Shares of Stock	7 Consid- eration	8 Par Value	9 Actual Cost	10 Prior Year Book/ Adjusted Carrying Value	Change In Book/Adjusted Carrying Value					16 Book/ Adjusted Carrying Value at Disposal Date	17 Foreign Exchange Gain (Loss) on Disposal	18 Realized Gain (Loss) on Disposal	19 Total Gain (Loss) on Disposal	20 Bond Interest/ Stock Dividends Received During Year	21 Stated Con- tractual Maturity Date	22 NAIC Design- ation or Market In- dicator (a)					
										11 Unrealized Valuation Increase/ (Decrease)	12 Current Year's (Amor- tization)/ Accretion	13 Current Year's Other Than Temporary Impairment Recogn- ized	14 Total Change in Book/ Adjusted Carrying Value (11 + 12 - 13)	15 Total Foreign Exchange Change in Book /Adjusted Carrying Value												
.914353-PZ-4	UNIV OF ILL UNIV REV (AMBAC)		04/01/2013	CALLED @ 100.000000			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		
.649538-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	1,677,345	1,765,860	1,765,860			12,848		12,848		1,778,708					5,911	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-3	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-CO-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	2,271,565			(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	64,830	67,316			(2,486)		(2,486)		64,830					.593	04/25/2023	1FE		
.86185F-AA-0	STONEHENGE CAPCO FUND ALABAMA (MBI)		05/15/2013	CALLED @ 100.000000			28,576	28,576	28,576	28,576						28,576					.656	03/01/2014	1			
.861884-AA-7	STONEHENGE CAPCO FUND ALABAMA II		05/31/2013	Sink PMT @ 100.000000			2,132	2,132	2,132	2,132						2,132					.82	03/01/2019	1			
.86190*-AA-7	STONEHENGE CAPCO FUND ILLINOIS I		04/15/2013	Sink PMT @ 100.000000			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 @ 100.000000			153,895	153,895	153,895	153,895						153,895					.3,369	10/15/2015	1			
.784428-AD-6	STUDENT LOAN SLCLT 2006-2 A4 FLTG		06/17/2013	PRINCIPAL RECEIPT			244,299	244,299	242,306	242,306			.993		.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	
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																					
8999998. Total - Preferred Stocks - Part 5					XXX																					
8999999. Total - Preferred Stocks					XXX																					
Common Stocks - Industrial and Miscellaneous (Unaffiliated)																										
.00724F-10-1	ADBE SYSTEMS INC		04/23/2013	Morgan Stanley			161,942	161,942	117,263	135,648			(18,385)		(18,385)		117,263					44,679	44,679	L		
.904767-70-4	ADR UNILEVER PLC SPONSORED ADR NE		04/29/2013	First Dallas Securities			2,279,483	1,453,483	2,032,800	(579,317)			(579,317)		1,453,483		826,000					826,000	16,994	L		
.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)		650,803					192,171	192,171	L		
.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	L		
.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	L		
.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	L		
.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	L		
.494368-10-3	KIMBERLY-CLARK		04/26/2013	Wells Fargo Brokerage			13,300,000	1,372,376	688,141	1,122,919			(434,778)		(434,778)		688,141					684,235	684,235	L		
.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	L		
.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</									

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

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

SCHEDULE E - PART 1 - CASH

Month End Depository Balances

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

SCHEDULE E - PART 2 - CASH EQUIVALENTS

Show Investments Owned End of Current Quarter

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 Code 0280

NAIC Company Code 32700

Company Name OWNERS 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 [] 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 [] 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)