



ANNUAL STATEMENT
FOR THE YEAR ENDED DECEMBER 31, 2013
OF THE CONDITION AND AFFAIRS OF THE

Old Guard Insurance Company

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

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

Country of Domicile US

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

Statutory Home Office One Park Circle, Westfield Center, Ohio, US 44251
(Street and Number, City or Town, State, Country and Zip Code)

Main Administrative Office One Park Circle, Westfield Center, Ohio, US 44251-5001, 330-887-0101
(Street and Number, City or Town, State, Country and Zip Code) (Area Code) (Telephone Number)

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

Primary Location of Books and Records One Park Circle, Westfield Center, Ohio, US 44251-5001, 330-887-0101
(Street and Number, City or Town, State, Country and Zip Code) (Area Code) (Telephone Number)

Internet Website Address www.westfieldgrp.com

Statutory Statement Contact Bambi Ann Beshire, 330-887-0101
(Name) (Area Code) (Telephone Number) (Extension)

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

OFFICERS

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

OTHER OFFICERS

James Robert Clay (Chairman & CEO)
Dennis Paul Baus (National Surety Leader)
Bambi Ann Beshire (Group Finance & Accounting Leader)
Stephen Edward Lehecka (Group Actuarial Leader)
Heidi Storch Mack (National UW & Product Leader)
Martha Haskins Oakes (National Middle Market Leader)
Marianne Colette Parkinson (Group Customer & Marketing Leader)
Christopher Michael Paterakis (Group HR Leader)
David Campbell Peterson (National PL & SBA Leader)
Michael Joseph Prandi (National Claims Leader)
Elizabeth Margaret Riczko# (Group Analytics Leader)
Stuart Wayne Rosenberg (Group Administration Leader)
Peter Robert Schwanke (Group Risk Management Leader)
Stephen John Tien (Group IT Leader)
Craig David Welsh# (National Distribution Leader)
George Krieg Wiswesser (Group Investment Leader)

DIRECTORS OR TRUSTEES

Michael John Bernaski
Cheryl Lila Carlisle
James Robert Clay
Fariborz Ghadar
Gary Dean Hallman
Susan Jane Insley
Edward James Largent
Deborah Denine Pryce
John Lewis Watson
Thomas Eldon Workman

State of Ohio }
County of Medina } SS

The officers of this reporting entity being duly sworn, each depose and say that they are the described officers of said reporting entity, and that on the reporting period stated above, all of the herein described assets were the absolute property of the said reporting entity, free and clear from any liens or claims thereon, except as herein stated, and that this statement, together with related exhibits, schedules and explanations therein contained, annexed or referred to, is a full and true statement of all the assets and liabilities and of the condition and affairs of the said reporting entity as of the reporting period stated above, and of its income and deductions therefrom for the period ended, and have been completed in accordance with the NAIC Annual Statement Instructions and Accounting Practices and Procedures manual except to the extent that: (1) state law may differ; or, (2) that state rules or regulations require differences in reporting not related to accounting practices and procedures, according to the best of their information, knowledge and belief, respectively. Furthermore, the scope of this attestation by the described officers also includes the related corresponding electronic filing with the NAIC, when required, that is an exact copy (except for formatting differences due to electronic filing) of the enclosed statement. The electronic filing may be requested by various regulators in lieu of or in addition to the enclosed statement.

Edward James Largent
Westfield Insurance Leader & President

Joseph Christian Kohmann
Group Finance Leader & Treasurer

Frank Anthony Carrino
Group Legal Leader & Secretary

Subscribed and sworn to before me this
17th day of February, 2014

a. Is this an original filing? Yes (X) No ()

b. If no: 1. State the amendment number 0

2. Date filed

3. Number of pages attached 0

SUMMARY INVESTMENT SCHEDULE

Investment Categories	Gross Investment Holdings		Admitted Assets as Reported in Annual Statement			
	1 Amount	2 Percentage	3 Amount	4 Securities Lending Reinvested Collateral Amount	5 Total Amount (Col 3 + Col 4)	6 Percentage
1. Bonds:						
1.1 U.S. treasury securities	28,256,132	8.603	28,256,132	0	28,256,132	8.603
1.2 U.S. government agency obligations (excluding mortgage-backed securities):						
1.21 Issued by U.S. government agencies	43,393	0.013	43,393	0	43,393	0.013
1.22 Issued by U.S. government sponsored agencies	43,285,090	13.178	43,285,090	0	43,285,090	13.178
1.3 Non-U.S. government (including Canada, excluding mortgage-backed securities)	19,742,286	6.011	19,742,286	0	19,742,286	6.011
1.4 Securities issued by states, territories, and possessions and political subdivisions in the U.S.:						
1.41 States, territories and possessions general obligations	13,141,047	4.001	13,141,047	0	13,141,047	4.001
1.42 Political subdivisions of states, territories and possessions and political subdivision general obligations	15,402,474	4.689	15,402,474	0	15,402,474	4.689
1.43 Revenue and assessment obligations	33,362,990	10.158	33,362,990	0	33,362,990	10.158
1.44 Industrial development and similar obligations	0	0.000	0	0	0	0.000
1.5 Mortgage-backed securities (includes residential and commercial MBS):						
1.51 Pass-through securities:						
1.511 Issued or guaranteed by GNMA	2,682,427	0.817	2,682,427	0	2,682,427	0.817
1.512 Issued or guaranteed by FNMA and FHLMC	6,360,009	1.936	6,360,009	0	6,360,009	1.936
1.513 All other	0	0.000	0	0	0	0.000
1.52 CMOs and REMICs:						
1.521 Issued or guaranteed by GNMA, FNMA, FHLMC or VA	2,477,907	0.754	2,477,907	0	2,477,907	0.754
1.522 Issued by non-U.S. Government issuers and collateralized by mortgage-backed securities issued or guaranteed by agencies shown in Line 1.521	0	0.000	0	0	0	0.000
1.523 All other	0	0.000	0	0	0	0.000
2. Other debt and other fixed income securities (excluding short term):						
2.1 Unaffiliated domestic securities (includes credit tenant loans and hybrid securities)	48,072,964	14.636	48,072,964	0	48,072,964	14.636
2.2 Unaffiliated non-U.S. securities (including Canada)	877,343	0.267	877,343	0	877,343	0.267
2.3 Affiliated securities	0	0.000	0	0	0	0.000
3. Equity interests:						
3.1 Investments in mutual funds	0	0.000	0	0	0	0.000
3.2 Preferred stocks:						
3.21 Affiliated	0	0.000	0	0	0	0.000
3.22 Unaffiliated	0	0.000	0	0	0	0.000
3.3 Publically traded equity securities (excluding preferred stocks):						
3.31 Affiliated	0	0.000	0	0	0	0.000
3.32 Unaffiliated	109,381,014	33.302	109,381,014	0	109,381,014	33.302
3.4 Other equity securities:						
3.41 Affiliated	0	0.000	0	0	0	0.000
3.42 Unaffiliated	0	0.000	0	0	0	0.000
3.5 Other equity interests including tangible personal property under lease:						
3.51 Affiliated	0	0.000	0	0	0	0.000
3.52 Unaffiliated	0	0.000	0	0	0	0.000
4. Mortgage loans:						
4.1 Construction and land development	0	0.000	0	0	0	0.000
4.2 Agricultural	0	0.000	0	0	0	0.000
4.3 Single family residential properties	0	0.000	0	0	0	0.000
4.4 Multifamily residential properties	0	0.000	0	0	0	0.000
4.5 Commercial loans	0	0.000	0	0	0	0.000
4.6 Mezzanine real estate loans	0	0.000	0	0	0	0.000
5. Real estate investments:						
5.1 Property occupied by company	0	0.000	0	0	0	0.000
5.2 Property held for production of income (including \$ 0 of property acquired in satisfaction of debt)	0	0.000	0	0	0	0.000
5.3 Property held for sale (including \$ 0 property acquired in satisfaction of debt)	0	0.000	0	0	0	0.000
6. Contract loans	0	0.000	0	0	0	0.000
7. Derivatives	0	0.000	0	0	0	0.000
8. Receivables for securities	0	0.000	0	0	0	0.000
9. Securities Lending (Line 10, Asset page reinvested collateral)	0	0.000	0	X X X	X X X	X X X
10. Cash, cash equivalents and short-term investments	1,737,395	0.529	1,737,395	0	1,737,395	0.529
11. Other invested assets	3,632,876	1.106	3,632,876	0	3,632,876	1.106
12. Total invested assets	328,455,347	100.000	328,455,347	0	328,455,347	100.000

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Schedule A, Verification Between Years
NONE

Schedule B, Verification Between Years
NONE

SCHEDULE BA - VERIFICATION BETWEEN YEARS
Other Long-Term Invested Assets

1.	Book/adjusted carrying value, December 31 of prior year		3,283,594
2.	Cost of acquired:		
2.1	Actual cost at time of acquisition (Part 2, Column 8)	0	
2.2	Additional investment made after acquisition (Part 2, Column 9)	0	0
3.	Capitalized deferred interest and other		
3.1	Totals, Part 1, Column 16	0	
3.2	Totals, Part 3, Column 12	0	0
4.	Accrual of discount		0
5.	Unrealized valuation increase (decrease):		
5.1	Totals, Part 1, Column 13	349,282	
5.2	Totals, Part 3, Column 9	0	349,282
6.	Total gain (loss) on disposals, Part 3, Column 19		0
7.	Deduct amounts received on disposals, Part 3, Column 16		0
• 8.	Deduct amortization of premium and depreciation		0
9.	Total foreign exchange change in book/adjusted carrying value:		
9.1	Totals, Part 1, Column 17	0	
9.2	Totals, Part 3, Column 14	0	0
10.	Deduct current year's other-than-temporary impairment recognized:		
10.1	Totals, Part 1, Column 15	0	
10.2	Totals, Part 3, Column 11	0	0
11.	Book/adjusted carrying value at the end of current period (Line 1 plus Line 2 plus Line 3 plus Line 4 plus Line 5 plus Line 6 minus Line 7 minus Line 8 plus Line 9 minus Line 10)		3,632,876
12.	Deduct total nonadmitted amounts		0
13.	Statement value at end of current period (Line 11 minus Line 12)		3,632,876

SCHEDULE D - VERIFICATION BETWEEN YEARS
Bonds and Stocks

1.	Book/adjusted carrying value, December 31 of prior year		294,142,883
2.	Cost of bonds and stocks acquired, Part 3, Column 7		70,009,371
3.	Accrual of discount		13,111
4.	Unrealized valuation increase (decrease):		
4.1	Part 1, Column 12	0	
4.2	Part 2, Section 1, Column 15	0	
4.3	Part 2, Section 2, Column 13	20,509,105	
4.4	Part 4, Column 11	(8,003,476)	12,505,629
5.	Total gain (loss) on disposals, Part 4, Column 19		10,255,716
6.	Deduction consideration for bonds and stocks disposed of, Part 4, Column 7		60,655,137
7.	Deduct amortization of premium		3,095,652
8.	Total foreign exchange change in book/adjusted carrying value:		
8.1	Part 1, Column 15	0	
8.2	Part 2, Section 1, Column 19	0	
8.3	Part 2, Section 2, Column 16	0	
8.4	Part 4, Column 15	0	0
9.	Deduct current year's other-than-temporary impairment recognized:		
9.1	Part 1, Column 14	0	
9.2	Part 2, Section 1, Column 17	0	
9.3	Part 2, Section 2, Column 14	90,845	
9.4	Part 4, Column 13	0	90,845
10.	Book/adjusted carrying value at end of current period (Line 1 plus Line 2 plus Line 3 plus Line 4 plus Line 5 minus Line 6 minus Line 7 plus Line 8 minus Line 9)		323,085,076
11.	Deduct total nonadmitted amounts		0
12.	Statement value at end of current period (Line 10 minus Line 11)		323,085,076

SCHEDULE D - SUMMARY BY COUNTRY

Long-Term Bonds and Stocks OWNED December 31 of Current Year

Description		1	2	3	4
		Book/Adjusted Carrying Value	Fair Value	Actual Cost	Par Value of Bonds
BONDS Governments (Including all obligations guaranteed by governments)	1. United States	30,981,953	34,154,992	32,273,679	26,892,385
	2. Canada	9,275,034	9,325,454	9,526,235	7,400,000
	3. Other Countries	10,467,252	10,632,230	10,802,420	9,000,000
	4. Totals	50,724,239	54,112,676	52,602,334	43,292,385
U. S. States, Territories and Possessions (Direct and guaranteed)	5. Totals	13,141,047	13,088,285	13,644,000	11,250,000
U. S. Political Subdivisions of States, Territories and Possessions (Direct and guaranteed)	6. Totals	15,402,474	15,015,146	16,029,721	12,825,000
U. S. Special revenue and special assessment obligations and all non-guaranteed obligations of agencies and authorities of governments and their political subdivisions	7. Totals	85,485,996	88,029,370	88,056,485	73,374,448
Industrial and Miscellaneous and Hybrid Securities (unaffiliated)	8. United States	48,072,964	53,139,384	50,628,206	42,636,000
	9. Canada	0	0	0	0
	10. Other Countries	877,343	853,328	879,201	675,000
	11. Totals	48,950,307	53,992,712	51,507,407	43,311,000
Parent, Subsidiaries and Affiliates	12. Totals	0	0	0	0
	13. Total Bonds	213,704,063	224,238,189	221,839,947	184,052,833
PREFERRED STOCKS Industrial and Miscellaneous (unaffiliated)	14. United States	0	0	0	
	15. Canada	0	0	0	
	16. Other Countries	0	0	0	
	17. Totals	0	0	0	
Parent, Subsidiaries and Affiliates	18. Totals	0	0	0	
	19. Total Preferred Stocks	0	0	0	
COMMON STOCKS Industrial and Miscellaneous (unaffiliated)	20. United States	97,500,159	97,500,159	67,619,838	
	21. Canada	0	0	0	
	22. Other Countries	11,880,855	11,880,855	9,660,755	
	23. Totals	109,381,014	109,381,014	77,280,593	
Parent, Subsidiaries and Affiliates	24. Totals	0	0	0	
	25. Total Common Stocks	109,381,014	109,381,014	77,280,593	
	26. Total Stocks	109,381,014	109,381,014	77,280,593	
	27. Total Bonds and Stocks	323,085,077	333,619,203	299,120,540	

ANNUAL STATEMENT FOR THE YEAR 2013 OF THE Old Guard Insurance Company

SCHEDULE D - PART 1A - SECTION 1

Quality and Maturity Distribution of All Bonds Owned December 31 , at Book/Adjusted Carrying Values by Major Types of Issues and NAIC Designations

Quality Rating per the NAIC Designation	1 1 Year or Less	2 Over 1 Year Through 5 Years	3 Over 5 Years Through 10 Years	4 Over 10 Years Through 20 Years	5 Over 20 Years	6 Total Current Year	7 Column 6 as a % of Line 9.7	8 Total from Column 6 Prior Year	9 % From Column 7 Prior Year	10 Total Publicly Traded	11 Total Privately Placed (a)
1. U.S. Governments											
1.1 NAIC 1	2,684,696	3,817,348	15,122,210	11,092,720	2,374	32,719,348	15.2	32,103,283	16.2	32,719,348	0
1.2 NAIC 2	0	0	0	0	0	0	0.0	0	0.0	0	0
1.3 NAIC 3	0	0	0	0	0	0	0.0	0	0.0	0	0
1.4 NAIC 4	0	0	0	0	0	0	0.0	0	0.0	0	0
1.5 NAIC 5	0	0	0	0	0	0	0.0	0	0.0	0	0
1.6 NAIC 6	0	0	0	0	0	0	0.0	0	0.0	0	0
1.7 Totals	2,684,696	3,817,348	15,122,210	11,092,720	2,374	32,719,348	15.2	32,103,283	16.2	32,719,348	0
2. All Other Governments											
2.1 NAIC 1	0	0	11,717,727	8,024,559	0	19,742,286	9.2	15,513,663	7.8	19,742,286	0
2.2 NAIC 2	0	0	0	0	0	0	0.0	0	0.0	0	0
2.3 NAIC 3	0	0	0	0	0	0	0.0	0	0.0	0	0
2.4 NAIC 4	0	0	0	0	0	0	0.0	0	0.0	0	0
2.5 NAIC 5	0	0	0	0	0	0	0.0	0	0.0	0	0
2.6 NAIC 6	0	0	0	0	0	0	0.0	0	0.0	0	0
2.7 Totals	0	0	11,717,727	8,024,559	0	19,742,286	9.2	15,513,663	7.8	19,742,286	0
3. U.S. States, Territories and Possessions etc. , Guaranteed											
3.1 NAIC 1	0	2,899,561	10,241,486	0	0	13,141,047	6.1	12,202,293	6.1	13,141,047	0
3.2 NAIC 2	0	0	0	0	0	0	0.0	0	0.0	0	0
3.3 NAIC 3	0	0	0	0	0	0	0.0	0	0.0	0	0
3.4 NAIC 4	0	0	0	0	0	0	0.0	0	0.0	0	0
3.5 NAIC 5	0	0	0	0	0	0	0.0	0	0.0	0	0
3.6 NAIC 6	0	0	0	0	0	0	0.0	0	0.0	0	0
3.7 Totals	0	2,899,561	10,241,486	0	0	13,141,047	6.1	12,202,293	6.1	13,141,047	0
4. U.S. Political Subdivisions of States, Territories and Possessions, Guaranteed											
4.1 NAIC 1	0	10,324,314	0	5,078,160	0	15,402,474	7.1	15,141,248	7.6	15,402,474	0
4.2 NAIC 2	0	0	0	0	0	0	0.0	0	0.0	0	0
4.3 NAIC 3	0	0	0	0	0	0	0.0	0	0.0	0	0
4.4 NAIC 4	0	0	0	0	0	0	0.0	0	0.0	0	0
4.5 NAIC 5	0	0	0	0	0	0	0.0	0	0.0	0	0
4.6 NAIC 6	0	0	0	0	0	0	0.0	0	0.0	0	0
4.7 Totals	0	10,324,314	0	5,078,160	0	15,402,474	7.1	15,141,248	7.6	15,402,474	0
5. U.S. Special Revenue and Special Assessment Obligations etc. , Non-Guaranteed											
5.1 NAIC 1	3,839,264	11,639,228	32,966,568	37,035,967	4,970	85,485,997	39.7	79,619,439	40.1	85,485,996	0
5.2 NAIC 2	0	0	0	0	0	0	0.0	0	0.0	0	0
5.3 NAIC 3	0	0	0	0	0	0	0.0	0	0.0	0	0
5.4 NAIC 4	0	0	0	0	0	0	0.0	0	0.0	0	0
5.5 NAIC 5	0	0	0	0	0	0	0.0	0	0.0	0	0
5.6 NAIC 6	0	0	0	0	0	0	0.0	0	0.0	0	0
5.7 Totals	3,839,264	11,639,228	32,966,568	37,035,967	4,970	85,485,997	39.7	79,619,439	40.1	85,485,996	0

ANNUAL STATEMENT FOR THE YEAR 2013 OF THE Old Guard Insurance Company

SCHEDULE D - PART 1A - SECTION 1 (continued)

Quality and Maturity Distribution of All Bonds Owned December 31 , at Book/Adjusted Carrying Values by Major Types of Issues and NAIC Designations

Quality Rating per the NAIC Designation	1 1 Year or Less	2 Over 1 Year Through 5 Years	3 Over 5 Years Through 10 Years	4 Over 10 Years Through 20 Years	5 Over 20 Years	6 Total Current Year	7 Column 6 as a % of Line 9.7	8 Total from Column 6 Prior Year	9 % From Column 7 Prior Year	10 Total Publicly Traded	11 Total Privately Placed (a)
6. Industrial and Miscellaneous (Unaffiliated)											
6.1 NAIC 1	0	11,938,923	15,889,987	19,748,651	0	47,577,561	22.1	41,993,575	21.1	45,365,599	2,211,962
6.2 NAIC 2	0	1,372,746	0	0	0	1,372,746	0.6	2,168,585	1.1	1,372,746	0
6.3 NAIC 3	0	0	0	0	0	0	0.0	0	0.0	0	0
6.4 NAIC 4	0	0	0	0	0	0	0.0	0	0.0	0	0
6.5 NAIC 5	0	0	0	0	0	0	0.0	0	0.0	0	0
6.6 NAIC 6	0	0	0	0	0	0	0.0	0	0.0	0	0
6.7 Totals	0	13,311,669	15,889,987	19,748,651	0	48,950,307	22.7	44,162,160	22.2	46,738,345	2,211,962
7. Hybrid Securities											
7.1 NAIC 1	0	0	0	0	0	0	0.0	0	0.0	0	0
7.2 NAIC 2	0	0	0	0	0	0	0.0	0	0.0	0	0
7.3 NAIC 3	0	0	0	0	0	0	0.0	0	0.0	0	0
7.4 NAIC 4	0	0	0	0	0	0	0.0	0	0.0	0	0
7.5 NAIC 5	0	0	0	0	0	0	0.0	0	0.0	0	0
7.6 NAIC 6	0	0	0	0	0	0	0.0	0	0.0	0	0
7.7 Totals	0	0	0	0	0	0	0.0	0	0.0	0	0
8. Parent, Subsidiaries and Affiliates											
8.1 NAIC 1	0	0	0	0	0	0	0.0	0	0.0	0	0
8.2 NAIC 2	0	0	0	0	0	0	0.0	0	0.0	0	0
8.3 NAIC 3	0	0	0	0	0	0	0.0	0	0.0	0	0
8.4 NAIC 4	0	0	0	0	0	0	0.0	0	0.0	0	0
8.5 NAIC 5	0	0	0	0	0	0	0.0	0	0.0	0	0
8.6 NAIC 6	0	0	0	0	0	0	0.0	0	0.0	0	0
8.7 Totals	0	0	0	0	0	0	0.0	0	0.0	0	0

ANNUAL STATEMENT FOR THE YEAR 2013 OF THE Old Guard Insurance Company

SCHEDULE D - PART 1A - SECTION 1 (continued)

Quality and Maturity Distribution of All Bonds Owned December 31 , at Book/Adjusted Carrying Values by Major Types of Issues and NAIC Designations

	1	2	3	4	5	6	7	8	9	10	11
Quality Rating per the NAIC Designation	1 Year or Less	Over 1 Year Through 5 Years	Over 5 Years Through 10 Years	Over 10 Years Through 20 Years	Over 20 Years	Total Current Year	Column 6 as a % of Line 9. 7	Total from Column 6 Prior Year	% From Column 7 Prior Year	Total Publicly Traded	Total Privately Placed (a)
9. Total Bonds Current Year											
9.1 NAIC 1	(d) 6,523,960	40,619,374	85,937,978	80,980,057	7,344	214,068,713	99.4	X X X	X X X	211,856,750	2,211,962
9.2 NAIC 2	(d) 0	1,372,746	0	0	0	1,372,746	0.6	X X X	X X X	1,372,746	0
9.3 NAIC 3	(d) 0	0	0	0	0	0	0.0	X X X	X X X	0	0
9.4 NAIC 4	(d) 0	0	0	0	0	0	0.0	X X X	X X X	0	0
9.5 NAIC 5	(d) 0	0	0	0	0	(c) 0	0.0	X X X	X X X	0	0
9.6 NAIC 6	(d) 0	0	0	0	0	(c) 0	0.0	X X X	X X X	0	0
9.7 Totals	6,523,960	41,992,120	85,937,978	80,980,057	7,344	(b) 215,441,459	100.0	X X X	X X X	213,229,496	2,211,962
9.8 Line 9.7 as a % of Column 6	3.0	19.5	39.9	37.6	0.0	100.0	X X X	X X X	X X X	99.0	1.0
10. Total Bonds Prior Year											
10.1 NAIC 1	8,959,411	14,548,308	87,175,511	85,882,820	7,451	X X X	X X X	196,573,501	98.9	194,325,103	2,248,399
10.2 NAIC 2	0	1,406,124	762,461	0	0	X X X	X X X	2,168,585	1.1	2,168,585	0
10.3 NAIC 3	0	0	0	0	0	X X X	X X X	0	0.0	0	0
10.4 NAIC 4	0	0	0	0	0	X X X	X X X	0	0.0	0	0
10.5 NAIC 5	0	0	0	0	0	X X X	X X X	(c) 0	0.0	0	0
10.6 NAIC 6	0	0	0	0	0	X X X	X X X	(c) 0	0.0	0	0
10.7 Totals	8,959,411	15,954,432	87,937,972	85,882,820	7,451	X X X	X X X	(b) 198,742,086	100.0	196,493,688	2,248,399
10.8 Line 10.7 as a % of Column 8	4.5	8.0	44.2	43.2	0.0	X X X	X X X	100.0	X X X	98.9	1.1
11. Total Publicly Traded Bonds											
11.1 NAIC 1	6,523,960	40,619,373	83,726,015	80,980,058	7,344	211,856,750	98.3	194,325,102	97.8	211,856,750	X X X
11.2 NAIC 2	0	1,372,746	0	0	0	1,372,746	0.6	2,168,585	1.1	1,372,746	X X X
11.3 NAIC 3	0	0	0	0	0	0	0.0	0	0.0	0	X X X
11.4 NAIC 4	0	0	0	0	0	0	0.0	0	0.0	0	X X X
11.5 NAIC 5	0	0	0	0	0	0	0.0	0	0.0	0	X X X
11.6 NAIC 6	0	0	0	0	0	0	0.0	0	0.0	0	X X X
11.7 Totals	6,523,960	41,992,119	83,726,015	80,980,058	7,344	213,229,496	99.0	196,493,687	98.9	213,229,496	X X X
11.8 Line 11.7 as a % of Column 6	3.1	19.7	39.3	38.0	0.0	100.0	X X X	X X X	X X X	100.0	X X X
11.9 Line 11.7 as a % of Line 9.7, Column 6, Section 9	3.0	19.5	38.9	37.6	0.0	99.0	X X X	X X X	X X X	99.0	X X X
12. Total Privately Placed Bonds											
12.1 NAIC 1	0	0	2,211,962	0	0	2,211,962	1.0	2,248,399	1.1	X X X	2,211,962
12.2 NAIC 2	0	0	0	0	0	0	0.0	0	0.0	X X X	0
12.3 NAIC 3	0	0	0	0	0	0	0.0	0	0.0	X X X	0
12.4 NAIC 4	0	0	0	0	0	0	0.0	0	0.0	X X X	0
12.5 NAIC 5	0	0	0	0	0	0	0.0	0	0.0	X X X	0
12.6 NAIC 6	0	0	0	0	0	0	0.0	0	0.0	X X X	0
12.7 Totals	0	0	2,211,962	0	0	2,211,962	1.0	2,248,399	1.1	X X X	2,211,962
12.8 Line 12.7 as a % of Column 6	0.0	0.0	100.0	0.0	0.0	100.0	X X X	X X X	X X X	X X X	100.0
12.9 Line 12.7 as a % of Line 9.7, Column 6, Section 9	0.0	0.0	1.0	0.0	0.0	1.0	X X X	X X X	X X X	X X X	1.0

(a) Includes \$ 2,211,962 freely tradable under SEC Rule 144 or qualified for resale under SEC Rule 144A.
(b) Includes \$ 0 current year, \$ 0 prior year of bonds with Z designations and \$ 0 current year, \$ 0 prior year of bonds with Z* designations. The letter "Z" means the NAIC designation was not assigned by the Securities Valuation Office (SVO) at the date of the statement. "Z*" means the SVO could not evaluate the obligation because valuation procedures for the security class is under regulatory review.
(c) Includes \$ 0 current year, \$ 0 prior year of bonds with 5* designations and \$ 0 current year, \$ 0 prior year of bonds with 6* designations. "5*" means the NAIC designation was assigned by the SVO in reliance on the insurer's certification that the issuer is current in all principal and interest payments. "6*" means the NAIC designation was assigned by the SVO due to inadequate certification of principal and interest payments.
(d) Includes the following amount of non-rated short-term and cash equivalent bonds by NAIC designation: NAIC 1 \$ 1,737,395 ; NAIC 2 \$ 0 ; NAIC 3 \$ 0 ; NAIC 4 \$ 0 ; NAIC 5 \$ 0 ; NAIC 6 \$ 0

ANNUAL STATEMENT FOR THE YEAR 2013 OF THE Old Guard Insurance Company

SCHEDULE D - PART 1A - SECTION 2

Maturity Distribution of All Bonds Owned December 31 , At Book /Adjusted Carrying Values by Major Type and Subtype of Issues

Distribution by Type		1	2	3	4	5	6	7	8	9	10	11
		1 Year or Less	Over 1 Year Through 5 Years	Over 5 Years Through 10 Years	Over 10 Years Through 20 Years	Over 20 Years	Total Current Year	Column 6 as a % of Line 9.5	Total From Column 6 Prior Year	% From Column 7 Prior Year	Total Publicly Traded	Total Privately Placed
1. U.S. Governments												
1.1 Issuer Obligations		1,752,537	2,446,438	14,812,548	11,025,398	0	30,036,921	13.9	28,004,902	14.1	30,036,921	0
1.2 Residential Mortgage-Backed Securities		932,159	1,370,910	309,662	67,322	2,374	2,682,427	1.2	4,098,382	2.1	2,682,427	0
1.3 Commercial Mortgage-Backed Securities		0	0	0	0	0	0	0.0	0	0.0	0	0
1.4 Other Loan-Backed and Structured Securities		0	0	0	0	0	0	0.0	0	0.0	0	0
1.5 Totals		2,684,696	3,817,348	15,122,210	11,092,720	2,374	32,719,348	15.2	32,103,284	16.2	32,719,348	0
2. All Other Governments												
2.1 Issuer Obligations		0	0	11,717,727	8,024,559	0	19,742,286	9.2	15,513,663	7.8	19,742,286	0
2.2 Residential Mortgage-Backed Securities		0	0	0	0	0	0	0.0	0	0.0	0	0
2.3 Commercial Mortgage-Backed Securities		0	0	0	0	0	0	0.0	0	0.0	0	0
2.4 Other Loan-Backed and Structured Securities		0	0	0	0	0	0	0.0	0	0.0	0	0
2.5 Totals		0	0	11,717,727	8,024,559	0	19,742,286	9.2	15,513,663	7.8	19,742,286	0
3. U.S. States, Territories and Possessions, Guaranteed												
3.1 Issuer Obligations		0	2,899,561	10,241,486	0	0	13,141,047	6.1	12,202,293	6.1	13,141,047	0
3.2 Residential Mortgage-Backed Securities		0	0	0	0	0	0	0.0	0	0.0	0	0
3.3 Commercial Mortgage-Backed Securities		0	0	0	0	0	0	0.0	0	0.0	0	0
3.4 Other Loan-Backed and Structured Securities		0	0	0	0	0	0	0.0	0	0.0	0	0
3.5 Totals		0	2,899,561	10,241,486	0	0	13,141,047	6.1	12,202,293	6.1	13,141,047	0
4. U.S. Political Subdivisions of States, Territories and Possessions, Guaranteed												
4.1 Issuer Obligations		0	10,324,314	0	5,078,160	0	15,402,474	7.1	15,141,248	7.6	15,402,474	0
4.2 Residential Mortgage-Backed Securities		0	0	0	0	0	0	0.0	0	0.0	0	0
4.3 Commercial Mortgage-Backed Securities		0	0	0	0	0	0	0.0	0	0.0	0	0
4.4 Other Loan-Backed and Structured Securities		0	0	0	0	0	0	0.0	0	0.0	0	0
4.5 Totals		0	10,324,314	0	5,078,160	0	15,402,474	7.1	15,141,248	7.6	15,402,474	0
5. U.S. Special Revenue and Special Assessment Obligations etc. , Non-Guaranteed												
5.1 Issuer Obligations		0	7,978,383	32,063,129	36,606,569	0	76,648,081	35.6	63,952,060	32.2	76,648,081	0
5.2 Residential Mortgage-Backed Securities		3,839,264	3,660,845	903,439	429,398	4,970	8,837,916	4.1	15,667,379	7.9	8,837,916	0
5.3 Commercial Mortgage-Backed Securities		0	0	0	0	0	0	0.0	0	0.0	0	0
5.4 Other Loan-Backed and Structured Securities		0	0	0	0	0	0	0.0	0	0.0	0	0
5.5 Totals		3,839,264	11,639,228	32,966,568	37,035,967	4,970	85,485,997	39.7	79,619,439	40.1	85,485,997	0
6. Industrial and Miscellaneous												
6.1 Issuer Obligations		0	13,311,669	15,889,987	19,748,651	0	48,950,307	22.7	44,162,159	22.2	46,738,345	2,211,962
6.2 Residential Mortgage-Backed Securities		0	0	0	0	0	0	0.0	0	0.0	0	0
6.3 Commercial Mortgage-Backed Securities		0	0	0	0	0	0	0.0	0	0.0	0	0
6.4 Other Loan-Backed and Structured Securities		0	0	0	0	0	0	0.0	0	0.0	0	0
6.5 Totals		0	13,311,669	15,889,987	19,748,651	0	48,950,307	22.7	44,162,159	22.2	46,738,345	2,211,962
7. Hybrid Securities												
7.1 Issuer Obligations		0	0	0	0	0	0	0.0	0	0.0	0	0
7.2 Residential Mortgage-Backed Securities		0	0	0	0	0	0	0.0	0	0.0	0	0
7.3 Commercial Mortgage-Backed Securities		0	0	0	0	0	0	0.0	0	0.0	0	0
7.4 Other Loan-Backed and Structured Securities		0	0	0	0	0	0	0.0	0	0.0	0	0
7.5 Totals		0	0	0	0	0	0	0.0	0	0.0	0	0
8. Parent, Subsidiaries and Affiliates												
8.1 Issuer Obligations		0	0	0	0	0	0	0.0	0	0.0	0	0
8.2 Residential Mortgage-Backed Securities		0	0	0	0	0	0	0.0	0	0.0	0	0
8.3 Commercial Mortgage-Backed Securities		0	0	0	0	0	0	0.0	0	0.0	0	0
8.4 Other Loan-Backed and Structured Securities		0	0	0	0	0	0	0.0	0	0.0	0	0
8.5 Totals		0	0	0	0	0	0	0.0	0	0.0	0	0

ANNUAL STATEMENT FOR THE YEAR 2013 OF THE Old Guard Insurance Company

SCHEDULE D - PART 1A - SECTION 2 (continued)

Maturity Distribution of All Bonds Owned December 31, At Book/Adjusted Carrying Values by Major Type and Subtype of Issues

Distribution by Type	1 1 Year or Less	2 Over 1 Year Through 5 Years	3 Over 5 Years Through 10 Years	4 Over 10 Years Through 20 Years	5 Over 20 Years	6 Total Current Year	7 Column 6 as a % of Line 9.5	8 Total From Column 6 Prior Year	9 % From Column 7 Prior Year	10 Total Publicly Traded	11 Total Privately Placed
9. Total Bonds Current Year											
9.1 Issuer Obligations	1,752,537	36,960,365	84,724,877	80,483,337	0	203,921,116	94.7	X X X	X X X	201,709,154	2,211,962
9.2 Residential Mortgage-Backed Securities	4,771,423	5,031,755	1,213,101	496,720	7,344	11,520,343	5.3	X X X	X X X	11,520,343	0
9.3 Commercial Mortgage-Backed Securities	0	0	0	0	0	0	0.0	X X X	X X X	0	0
9.4 Other Loan-Backed and Structured Securities	0	0	0	0	0	0	0.0	X X X	X X X	0	0
9.5 Totals	6,523,960	41,992,120	85,937,978	80,980,057	7,344	215,441,459	100.0	X X X	X X X	213,229,497	2,211,962
9.6 Line 9.5 as a % of Column 6	3.0	19.5	39.9	37.6	0.0	100.0	X X X	X X X	X X X	99.0	1.0
10. Total Bonds Prior Year											
10.1 Issuer Obligations	737,312	6,767,377	86,111,958	85,359,678	0	X X X	X X X	178,976,325	90.1	176,727,927	2,248,399
10.2 Residential Mortgage-Backed Securities	8,222,099	9,187,054	1,826,014	523,143	7,451	X X X	X X X	19,765,761	9.9	19,765,761	0
10.3 Commercial Mortgage-Backed Securities	0	0	0	0	0	X X X	X X X	0	0.0	0	0
10.4 Other Loan-Backed and Structured Securities	0	0	0	0	0	X X X	X X X	0	0.0	0	0
10.5 Totals	8,959,411	15,954,431	87,937,972	85,882,821	7,451	X X X	X X X	198,742,086	100.0	196,493,688	2,248,399
10.6 Line 10.5 as a % of Column 8	4.5	8.0	44.2	43.2	0.0	X X X	X X X	100.0	X X X	98.9	1.1
11. Total Publicly Traded Bonds											
11.1 Issuer Obligations	1,752,537	36,960,364	82,512,914	80,483,338	0	201,709,153	93.6	176,727,927	88.9	201,709,154	X X X
11.2 Residential Mortgage-Backed Securities	4,771,423	5,031,755	1,213,101	496,720	7,344	11,520,343	5.3	19,765,761	9.9	11,520,343	X X X
11.3 Commercial Mortgage-Backed Securities	0	0	0	0	0	0	0.0	0	0.0	0	X X X
11.4 Other Loan-Backed and Structured Securities	0	0	0	0	0	0	0.0	0	0.0	0	X X X
11.5 Totals	6,523,960	41,992,119	83,726,015	80,980,058	7,344	213,229,496	99.0	196,493,688	98.8	213,229,497	X X X
11.6 Line 11.5 as a % of Column 6	3.1	19.7	39.3	38.0	0.0	100.0	X X X	X X X	X X X	100.0	X X X
11.7 Line 11.5 as a % of Line 9.5, Column 6, Section 9	3.0	19.5	38.9	37.6	0.0	99.0	X X X	X X X	X X X	99.0	X X X
12. Total Privately Placed Bonds											
12.1 Issuer Obligations	0	0	2,211,962	0	0	2,211,962	1.0	2,248,399	1.1	X X X	2,211,962
12.2 Residential Mortgage-Backed Securities	0	0	0	0	0	0	0.0	0	0.0	X X X	0
12.3 Commercial Mortgage-Backed Securities	0	0	0	0	0	0	0.0	0	0.0	X X X	0
12.4 Other Loan-Backed and Structured Securities	0	0	0	0	0	0	0.0	0	0.0	X X X	0
12.5 Totals	0	0	2,211,962	0	0	2,211,962	1.0	2,248,399	1.1	X X X	2,211,962
12.6 Line 12.5 as a % of Column 6	0.0	0.0	100.0	0.0	0.0	100.0	X X X	X X X	X X X	X X X	100.0
12.7 Line 12.5 as a % of Line 9.5, Column 6, Section 9	0.0	0.0	1.0	0.0	0.0	1.0	X X X	X X X	X X X	X X X	1.0

SCHEDULE DA - VERIFICATION BETWEEN YEARS

Short-Term Investments

	1	2	3	4	5
	Total	Bonds	Mortgage Loans	Other Short-term Investment Assets (a)	Investments in Parent, Subsidiaries and Affiliates
1. Book/adjusted carrying value, December 31 of prior year	716,009	716,009	0	0	0
2. Cost of short-term investments acquired	13,624,345	13,624,345	0	0	0
3. Accrual of discount	0	0	0	0	0
4. Unrealized valuation increase (decrease)	0	0	0	0	0
5. Total gain (loss) on disposals	0	0	0	0	0
6. Deduct consideration received on disposals	12,602,959	12,602,959	0	0	0
7. Deduct amortization of premium	0	0	0	0	0
8. Total foreign exchange change in book/adjusted carrying value	0	0	0	0	0
9. Deduct current year's other-than-temporary impairment recognized	0	0	0	0	0
10. Book/adjusted carrying value at the end of current period (Lines 1 plus 2 plus 3 plus 4 plus 5 minus 6 minus 7 plus 8 minus 9)	1,737,395	1,737,395	0	0	0
11. Deduct total nonadmitted amounts	0	0	0	0	0
12. Statement value of end of current period (Line 10 minus Line 11)	1,737,395	1,737,395	0	0	0

(a) Indicate the category of such assets, for example, joint ventures, transportation equipment:

Page SI11

Schedule DB, Part A, Verification Between Years
NONE

Schedule DB, Part B, Verification Between Years
NONE

Page SI12

Schedule DB, Part C, Section 1
NONE

Page SI13

Schedule DB, Part C, Section 2
NONE

Page SI14

Schedule DB, Verification
NONE

Page SI15

Schedule E Verification Between Years
NONE

Page E01

Schedule A, Pt. 1, Real Estate Owned
NONE

Page E02

Schedule A, Pt. 2, Real Estate Acquired
NONE

Page E03

Schedule A, Pt. 3, Real Estate Sold
NONE

Page E04

Schedule B, Pt. 1, Mortgage Loans Owned
NONE

Page E05

Schedule B, Pt. 2, Mortgage Loans Acquired
NONE

Page E06

Schedule B, Pt. 3, Mortgage Loans Disposed
NONE

SCHEDULE BA - PART 1

Showing Other Long-Term Invested Assets OWNED December 31 of Current Year

1	2	3	Location		6	7	8	9	10	11	12	Change in Book / Adjusted Carrying Value					18	19	20
			4	5								13	14	15	16	17			
CUSIP Identification	Name or Description	Code	City	State	Name of Vendor or General Partner	NAIC Designation	Date Originally Acquired	Type and Strategy	Actual Cost	Fair Value	Book / Adjusted Carrying Value Less Encumbrances	Unrealized Valuation Increase (Decrease)	Current Year's (Depreciation) or (Amortization) / Accretion	Current Year's Other-Than- Temporary Impairment Recognized	Capitalized Deferred Interest and Other	Total Foreign Exchange Change in B. / A. C. V.	Investment Income	Commitment for Additional Investment	Percentage of Ownership
Joint Venture, Partnership or Limited Liability Company Interests that have the Underlying Characteristics of Common Stocks - Unaffiliated																			
293792-10-7	ENTERPRISE PRODS PARTNERS L P COM UNIT	DE			Jeffries & Co Inc	000000	04/27/2010		722,764	1,326,000	1,326,000	324,400	0	0	0	0	54,000	0	0.000
494550-10-6	KINDER MORGAN ENERGY PARTNERS UNIT LTD P	DE			Wachovia Securities	000000	08/23/2006		1,277,267	2,306,876	2,306,876	24,882	0	0	0	0	150,436	0	0.000
1599999	Subtotal - Joint Venture, Partnership or Limited Liability Company Interests that have the Underlying Characteristics of Common Stocks - Unaffiliated								2,000,031	3,632,876	3,632,876	349,282	0	0	0	0	204,436	0	
4499999	Subtotal - Unaffiliated								2,000,031	3,632,876	3,632,876	349,282	0	0	0	0	204,436	0	
4699999	TOTALS								2,000,031	3,632,876	3,632,876	349,282	0	0	0	0	204,436	0	

Page E08

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

Page E09

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

ANNUAL STATEMENT FOR THE YEAR 2013 OF THE Old Guard Insurance Company

SCHEDULE D - PART 1

Showing all Long-Term BONDS Owned December 31 of Current Year

1	2	Codes			6	7	Fair Value		10	11	Change in Book Adjusted Carrying Value				Interest					Dates	
		3	4	5			8	9			12	13	14	15	16	17	18	19	20	21	22
CUSIP Identification	Description	Code	Foreign	Bond CHAR	NAIC Designation	Actual Cost	Rate Used To Obtain Fair Value	Fair Value	Par Value	Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amortization) / Accretion	Current Year's Other-Than- Temporary Impairment Recognized	Total Foreign Exchange Change in B./A.C.V.	Rate of	Effective Rate of	When Paid	Admitted Amount Due and Accrued	Amount Received During Year	Acquired	Stated Contractual Maturity Date
U. S. Governments - Issuer Obligations																					
83162C-FF-5	SMALL BUSINESS ADMIN GTD PASSTHRU 1994 2		2		1FE	2,222	101.556	2,128	2,096	2,099	0	(7)	0	0	7.700	6.883	AO	40	161	12/19/1995	04/01/2014
83162C-GN-7	SMALL BUSINESS ADMIN GTD PASSTHRU 1996 2		2		1FE	18,816	103.371	19,451	18,816	18,816	0	0	0	0	6.375	6.393	FA	500	1,200	02/07/1996	02/01/2016
83162C-HH-9	SMALL BUSINESS ADMIN GTD PASSTHRU 1997 2		2		1FE	22,478	106.274	23,888	22,478	22,478	0	0	0	0	7.150	7.150	MS	536	1,607	03/04/1997	03/01/2017
912810-DX-3	UNITED STATES TREAS BDS	SD		1		236,836	119.156	238,312	200,000	212,805	0	(4,087)	0	0	7.500	5.061	MN	1,948	15,000	04/24/2007	11/15/2016
912810-DX-3	UNITED STATES TREAS BDS			1		1,421,015	119.156	1,429,872	1,200,000	1,276,829	0	(24,525)	0	0	7.500	5.061	MN	11,685	90,000	04/24/2007	11/15/2016
912810-EM-6	UNITED STATES TREAS BDS			1		6,106,702	135.125	6,756,250	5,000,000	5,874,860	0	(48,265)	0	0	7.250	4.693	FA	136,923	290,000	12/30/2013	08/15/2022
912810-EQ-7	UNITED STATES TREAS BDS	SD		1		448,437	128.453	449,586	350,000	425,604	0	(6,536)	0	0	6.250	3.565	FA	8,263	21,875	09/30/2010	08/15/2023
912810-EQ-7	UNITED STATES TREAS BDS			1		8,968,735	128.453	8,991,710	7,000,000	8,512,083	0	(130,723)	0	0	6.250	3.565	FA	165,251	437,500	09/30/2010	08/15/2023
912810-EW-4	UNITED STATES TREAS BDS	SD		1		3,395,209	127.656	3,733,938	2,925,000	3,292,381	0	(22,921)	0	0	6.000	4.612	FA	66,289	175,500	11/30/2009	02/15/2026
912810-EW-4	UNITED STATES TREAS BDS			1		4,817,134	127.656	5,297,724	4,150,000	4,671,242	0	(32,519)	0	0	6.000	4.612	FA	94,052	249,000	11/30/2009	02/15/2026
912810-FB-9	UNITED STATES TREAS BDS			1		3,119,922	130.125	3,253,125	2,500,000	3,012,555	0	(26,845)	0	0	6.125	4.164	MN	19,881	153,125	09/22/2009	11/15/2027
912810-FE-3	UNITED STATES TREAS BDS			1		48,914	123.266	61,633	50,000	49,219	0	33	0	0	5.500	5.658	FA	1,039	2,750	09/24/2001	08/15/2028
912828-EN-6	UNITED STATES TREAS NTS			1		981,703	107.730	969,570	900,000	928,552	0	(14,694)	0	0	4.500	2.746	MN	5,258	40,500	03/30/2010	11/15/2015
0199999	U. S. Governments - Issuer Obligations					29,588,123		31,227,187	24,318,390	28,299,523	0	(311,089)	0	0				511,665	1,478,218		
U. S. Governments - Residential Mortgage-Backed Securities																					
36202E-3J-6	GNMA GTD PASS THRU POOL 004001		2	1		410,019	112.774	437,640	388,069	409,407	0	(105)	0	0	6.500	4.354	MON	2,102	25,225	04/15/2009	03/20/2039
36202E-5K-1	GNMA GTD PASS THRU POOL 004450		2	1		263,757	114.029	283,235	248,388	263,153	0	(42)	0	0	6.500	4.831	MON	1,345	16,145	06/05/2009	05/20/2039
36202E-PC-7	GNMA GTD PASS THRU POOL 004019		2	1		260,755	117.188	294,175	251,028	260,388	0	12	0	0	7.000	5.532	MON	1,464	17,572	10/16/2007	08/20/2037
36202E-PP-8	GNMA GTD PASS THRU POOL 004030		2	1		233,237	115.648	260,220	225,010	233,043	0	20	0	0	7.000	5.273	MON	1,313	15,751	09/25/2007	09/20/2037
36202E-SD-2	GNMA GTD PASS THRU POOL 004116		2	1		635,021	112.695	686,257	608,951	634,319	0	(67)	0	0	6.500	4.404	MON	3,298	39,582	09/08/2008	04/20/2038
36294S-DJ-3	GNMA GTD PASS THRU POOL 658105		2	1		144,939	112.716	159,482	141,490	144,870	0	13	0	0	6.500	4.904	MON	766	9,197	01/24/2007	09/15/2036
36294S-EP-8	GNMA GTD PASS THRU POOL 658142		2	1		534,564	113.662	587,137	516,565	534,130	0	(59)	0	0	7.000	4.712	MON	3,013	36,160	10/23/2006	10/15/2036
36295H-R9-3	GNMA GTD PASS THRU POOL 671112		2	1		80,809	115.138	90,058	78,218	80,714	0	(4)	0	0	6.500	5.402	MON	424	5,084	11/19/2007	08/15/2037
36296U-NG-1	GNMA GTD PASS THRU POOL 701591		2	1		122,453	111.460	129,601	116,276	122,403	0	4	0	0	6.500	0.719	MON	630	7,558	03/25/2009	01/15/2039
0299999	U. S. Governments - Residential Mortgage-Backed Securities					2,685,554		2,927,805	2,573,995	2,682,427	0	(228)	0	0				14,355	172,274		
0599999	Subtotal - U. S. Governments					32,273,677		34,154,992	26,892,385	30,981,950	0	(311,317)	0	0				526,020	1,650,492		
All Other Governments - Issuer Obligations																					
110709-DL-3	BRITISH COLUMBIA PROV CDA BD	I			1FE	5,656,865	124.936	5,497,184	4,400,000	5,597,724	0	(25,283)	0	0	6.500	3.675	JJ	131,878	65,000	10/17/2013	01/15/2026
748148-PB-3	QUEBEC PROV CDA DEB	A			1FE	3,869,370	127.609	3,828,270	3,000,000	3,677,310	0	(55,588)	0	0	7.500	4.555	JJ	103,750	225,000	04/27/2010	07/15/2023
458182-BV-3	INTER AMERICAN DEV BANK	F			1FE	2,523,360	128.324	2,566,480	2,000,000	2,426,835	0	(27,790)	0	0	7.000	4.584	JD	6,222	140,000	04/19/2010	06/15/2025
46513E-GV-8	AID ISRAEL GTD NT CL 1 A	R			1FE	8,279,060	115.225	8,065,750	7,000,000	8,040,417	0	(85,471)	0	0	5.500	3.696	JD	28,875	385,000	05/09/2011	12/04/2023
0699999	All Other Governments - Issuer Obligations					20,328,655		19,957,684	16,400,000	19,742,286	0	(194,132)	0	0				270,725	815,000		
1099999	Subtotal - All Other Governments					20,328,655		19,957,684	16,400,000	19,742,286	0	(194,132)	0	0				270,725	815,000		
U. S. States, Territories and Possessions (Direct and Guaranteed) - Issuer Obligations																					
20772G-V7-0	CONNECTICUT ST SER C GO	1			1FE	1,198,240	116.571	1,165,710	1,000,000	1,136,320	0	(26,058)	0	0	5.750	2.720	MN	9,583	57,500	07/26/2011	11/01/2023
246381-AP-2	DELAWARE ST GO	1			1FE	2,055,795	113.362	1,983,835	1,750,000	1,988,556	0	(33,149)	0	0	5.000	2.699	JJ	43,750	87,500	12/06/2011	07/01/2025
373384-WR-3	GEORGIA ST REF SER J 1 GO	1			1FE	3,636,510	115.584	3,467,520	3,000,000	3,509,892	0	(61,085)	0	0	5.000	2.501	JJ	75,000	150,000	11/21/2011	07/01/2023
574192-UU-2	MARYLAND ST CAP IMPT ST & LOC FAC 1ST A				1FE	607,365	117.189	585,945	500,000	571,747	0	(16,495)	0	0	5.250	1.670	MS	8,750	26,250	10/21/2011	03/01/2018

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ANNUAL STATEMENT FOR THE YEAR 2013 OF THE Old Guard Insurance Company

SCHEDULE D - PART 1

Showing all Long-Term BONDS Owned December 31 of Current Year

1	2	Codes			6	7	Fair Value		10	11	Change in Book Adjusted Carrying Value				Interest					Dates	
		3	4	5			8	9			12	13	14	15	16	17	18	19	20	21	22
CUSIP Identification	Description	Code	Foreign	Bond CHAR	NAIC Designation	Actual Cost	Rate Used To Obtain Fair Value	Fair Value	Par Value	Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amortization) / Accretion	Current Year's Other-Than- Temporary Impairment Recognized	Total Foreign Exchange Change in B./A.C.V.	Rate of	Effective Rate of	When Paid	Admitted Amount Due and Accrued	Amount Received During Year	Acquired	Stated Contractual Maturity Date
U. S. States, Territories and Possessions (Direct and Guaranteed) - Issuer Obligations (continued)																					
574192-W7-1	MARYLAND ST ST & LOCAL FAC 2ND SER B GO				1FE	1,194,750	118.283	1,182,830	1,000,000	1,191,494	0	(3,256)	0	0	5.250	1.000	FA	19,833	0	11/26/2013	08/15/2018
649791-DM-9	NEW YORK ST SER A GO		1		1FE	1,827,315	114.733	1,720,995	1,500,000	1,761,127	0	(33,027)	0	0	5.250	2.560	FA	29,750	78,750	12/15/2011	02/15/2025
709141-W2-7	PENNSYLVANIA ST THIRD REF GO				1FE	3,124,025	119.258	2,981,450	2,500,000	2,981,911	0	(82,928)	0	0	5.375	1.690	JJ	67,188	134,375	04/04/2012	07/01/2019
1199999	U. S. States, Territories and Possessions (Direct and Guaranteed) - Issuer Obligations					13,644,000		13,088,285	11,250,000	13,141,047	0	(255,998)	0	0				253,854	534,375		
1799999	Subtotal - U. S. States, Territories and Possessions (Direct and Guaranteed)					13,644,000		13,088,285	11,250,000	13,141,047	0	(255,998)	0	0				253,854	534,375		
U. S. Political Subdivisions of States, Territories and Possessions (Direct and Guaranteed) - Issuer Obligations																					
235308-QG-1	DALLAS TX INDPT SCH DIST REF SER B GO				1FE	1,877,235	117.749	1,766,235	1,500,000	1,769,909	0	(63,776)	0	0	5.500	1.030	FA	31,167	82,500	04/18/2012	02/15/2018
414018-3E-9	HARRIS CNTY TX FLOOD CNTL DIST REF SER A				1FE	2,486,160	117.510	2,350,200	2,000,000	2,371,839	0	(75,611)	0	0	5.250	1.210	AO	26,250	105,000	06/20/2012	10/01/2018
442331-QG-2	HOUSTON TEXAS REF PUB IMPT SER A GO		1		1FE	1,194,030	113.519	1,135,190	1,000,000	1,171,117	0	(22,913)	0	0	5.500	1.270	MS	18,333	27,500	05/30/2013	03/01/2025
584002-QZ-5	MECKLENBURG CNTY NC REF SER C GO				1FE	2,716,193	121.114	2,452,559	2,025,000	2,651,281	0	(50,642)	0	0	5.250	2.070	JD	8,859	106,313	09/13/2012	12/01/2024
613340-X7-8	MONTGOMERY CNTY MD CONS PUBLIC IMPT SER				1FE	2,144,839	118.682	2,017,594	1,700,000	2,058,831	0	(72,605)	0	0	5.250	0.790	MN	14,875	90,985	10/16/2012	11/01/2018
681712-PP-4	OMAHA NE REF OMAHA CONVENTION CTR GO				1FE	2,497,400	118.499	2,369,980	2,000,000	2,426,879	0	(31,480)	0	0	5.250	3.000	AO	26,250	105,000	09/15/2011	04/01/2025
796237-SJ-5	SAN ANTONIO TX GEN IMPT GO		1		1FE	3,113,864	112.438	2,923,388	2,600,000	2,952,619	0	(72,036)	0	0	5.500	2.360	FA	59,583	143,000	09/20/2011	08/01/2025
1899999	U. S. Political Subdivisions of States, Territories and Possessions (Direct and Guaranteed) - Issuer Obligations					16,029,721		15,015,146	12,825,000	15,402,475	0	(389,063)	0	0				185,317	660,298		
2499999	Subtotal - U. S. Political Subdivisions of States, Territories and Possessions (Direct and Guaranteed)					16,029,721		15,015,146	12,825,000	15,402,475	0	(389,063)	0	0				185,317	660,298		
U. S. Special Revenue and Special Assessment Obligations and all Non-Guaranteed Obligations of Agencies and Authorities of Governments and Their Political Subdivisions - Issuer Obligations																					
240523-WG-1	DE KALB CNTY GA WTR & SWR REV SER A		1		1FE	5,946,950	109.704	5,485,200	5,000,000	5,779,797	0	(88,240)	0	0	5.250	2.981	AO	65,625	262,500	01/26/2012	10/01/2027
31331H-2S-5	FEDERAL FARM CR BKS				1	1,278,510	127.403	1,274,030	1,000,000	1,217,987	0	(13,922)	0	0	6.890	4.475	MS	20,861	68,900	04/15/2009	09/12/2025
31331L-JL-3	FEDERAL FARM CR BKS				1	1,193,920	127.234	1,272,340	1,000,000	1,169,377	0	(5,827)	0	0	6.750	5.254	JD	4,688	67,500	05/20/2009	06/06/2031
31331V-YZ-6	FEDERAL FARM CR BKS				1	1,116,000	116.936	1,169,360	1,000,000	1,081,856	0	(8,930)	0	0	5.500	4.232	FA	20,625	55,000	12/03/2009	08/16/2021
3133M5-5N-6	FEDERAL HOME LN BKS		1		1	2,292,790	118.629	2,372,580	2,000,000	2,172,757	0	(33,725)	0	0	6.025	3.948	FA	49,539	120,500	03/29/2010	08/03/2018
3133MA-RM-3	FEDERAL HOME LN BKS				1	3,706,914	128.117	3,843,510	3,000,000	3,447,511	0	(62,362)	0	0	7.450	4.611	FA	91,883	223,500	07/01/2009	02/03/2020
3133MA-WE-5	FEDERAL HOME LN BKS				1	3,809,307	131.184	3,935,520	3,000,000	3,689,466	0	(27,237)	0	0	7.125	5.027	FA	80,750	213,750	03/04/2009	02/15/2030
3133ME-AB-7	FEDERAL HOME LN BKS		1		1	1,152,690	111.531	1,115,310	1,000,000	1,057,317	0	(25,832)	0	0	6.000	3.173	FA	22,667	60,000	02/19/2010	02/12/2016
3133XF-KF-2	FEDERAL HOME LN BKS				1	4,145,761	117.697	4,178,244	3,550,000	4,009,548	0	(52,898)	0	0	5.625	3.625	JD	11,094	199,688	05/05/2011	06/11/2021
3133XG-6E-9	FEDERAL HOME LN BKS				1	1,717,815	116.449	1,746,735	1,500,000	1,686,777	0	(11,037)	0	0	5.750	4.437	JD	4,552	86,250	01/21/2011	06/12/2026
3134A3-U4-6	FEDERAL HOME LN MTG CORP				1	8,721,280	131.954	9,236,780	7,000,000	8,489,942	0	(62,409)	0	0	6.750	4.803	MS	139,125	472,500	05/12/2010	09/15/2029
31359M-EU-3	FEDERAL NATL MTG ASSN				1	5,736,015	125.364	5,641,380	4,500,000	5,728,284	0	(7,731)	0	0	6.250	3.876	MN	35,938	0	11/14/2013	05/15/2029
31364A-6J-6	FEDERAL NATL MTG ASSN MTN				1	2,027,340	139.655	2,094,825	1,500,000	1,924,772	0	(28,427)	0	0	8.280	4.921	JJ	58,995	124,200	02/18/2010	01/10/2025
31364B-EP-1	FEDERAL NATL MTG ASSN MTN				1	1,328,250	130.524	1,305,240	1,000,000	1,327,346	0	(904)	0	0	7.020	3.527	JD	1,560	35,100	12/16/2013	06/23/2025
31364F-KW-0	FEDERAL NATL MTG ASSN				1	3,979,987	122.724	4,044,983	3,296,000	3,871,198	0	(29,349)	0	0	6.320	4.598	JD	6,365	208,307	08/17/2010	12/20/2027
495289-ZY-9	KING CNTY WA SWR REV REF SER B		1		1FE	5,747,200	112.343	5,617,150	5,000,000	5,588,043	0	(73,387)	0	0	5.250	3.351	JJ	131,250	262,500	10/13/2011	01/01/2026
51166F-CH-0	LAKELAND FL ENERGY SYS REV REF SER B				1FE	1,273,560	110.514	1,105,140	1,000,000	1,248,867	0	(13,100)	0	0	5.250	3.130	AO	13,125	52,500	01/31/2012	10/01/2028
546398-DH-8	LOUISIANA ST PUB FACS AUTH REV PJ SER B		1		1FE	2,444,500	121.042	2,420,840	2,000,000	2,437,066	0	(7,434)	0	0	5.500	3.330	MN	14,056	55,000	09/24/2013	05/15/2027
546398-DJ-4	LOUISIANA ST PUB FACS AUTH REV PJ SER B				1	1,981,007	121.746	2,008,809	1,650,000	1,979,735	0	(1,272)	0	0	5.500	3.496	MN	11,596	0	12/05/2013	05/15/2032
57586E-DC-2	MASSACHUSETTS ST HLTH & EDL FAC REV HARV		1		1FE	1,242,230	114.723	1,147,230	1,000,000	1,186,659	0	(36,894)	0	0	5.250	1.285	MN	6,708	52,500	06/22/2012	11/15/2023
(continues)																					

ANNUAL STATEMENT FOR THE YEAR 2013 OF THE Old Guard Insurance Company

SCHEDULE D - PART 1

Showing all Long-Term BONDS Owned December 31 of Current Year

1	2	Codes			6	7	Fair Value		10	11	Change in Book Adjusted Carrying Value				Interest					Dates	
		3	4	5			8	9			12	13	14	15	16	17	18	19	20	21	22
CUSIP Identification	Description	Code	Foreign	Bond CHAR	NAIC Designation	Actual Cost	Rate Used To Obtain Fair Value	Fair Value	Par Value	Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amortization) / Accretion	Current Year's Other-Than-Temporary Impairment Recognized	Total Foreign Exchange Change in B./A.C.V.	Rate of	Effective Rate of	When Paid	Admitted Amount Due and Accrued	Amount Received During Year	Acquired	Stated Contractual Maturity Date
U. S. Special Revenue and Special Assessment Obligations and all Non-Guaranteed Obligations of Agencies and Authorities of Governments and Their Political Subdivisions - Issuer Obligations (continued)																					
645791-LJ-1	NEW JERSEY ST ENVIR INFR TR SER A REV	1		1FE		63,805		119,400	65,670	55,000	62,483	0	(1,322)	0	5.500	2.400	MS	1,008	3,025	02/14/2013	09/01/2023
645791-LY-8	NEW JERSEY ST ENVIR INFR TR SER A REV	1		1FE		2,256,384		116,392	2,263,824	1,945,000	2,209,617	0	(46,767)	0	5.500	2.400	MS	35,658	106,975	02/14/2013	09/01/2023
64972F-YH-3	NEW YORK CITY NY WTR & SWR REV SER DD	1		1FE		717,114		118,242	709,452	600,000	714,350	0	(2,764)	0	5.750	1.330	JD	1,533	17,250	11/18/2013	06/15/2025
662903-MS-9	N TEXAS ST MUNI WTR DIST REF & IMPT REV			1FE		3,795,570		118,461	3,553,830	3,000,000	3,642,654	0	(108,477)	0	5.250	1.314	MS	52,500	190,750	07/18/2012	09/01/2019
662903-MT-7	N TEXAS ST MUNI WTR DIST REF & IMPT REV			1FE		2,033,642		118,777	1,900,432	1,600,000	1,971,458	0	(51,490)	0	5.250	1.567	MS	28,000	101,733	01/14/2013	09/01/2020
796253-R6-1	SAN ANTONIO TX ELEC & GAS REF SER A REV	1		1FE		6,089,800		116,643	5,832,150	5,000,000	5,826,357	0	(153,762)	0	5.250	1.830	FA	109,375	262,500	04/04/2012	02/01/2020
880591-CJ-9	TENNESSEE VALLEY AUTH PWR BD			1		1,908,885		126,620	1,899,300	1,500,000	1,835,752	0	(21,358)	0	6.750	4.314	MN	16,875	101,250	05/19/2010	11/01/2025
880591-CU-4	TENNESSEE VALLEY AUTH PWR BD			1		632,505		118,336	591,680	500,000	575,199	0	(17,980)	0	6.250	2.254	JD	1,389	31,250	09/23/2010	12/15/2017
92817L-FA-6	VIRGINIA ST RESOURCES AUTH CLEAN WTR REV			1FE		716,950		121,215	715,169	590,000	715,905	0	(1,046)	0	5.500	1.600	AO	8,113	0	12/10/2013	10/01/2019
2599999 - U. S. Special Revenue and Special Assessment Obligations and all Non-Guaranteed Obligations of Agencies and Authorities of Governments and Their Political Subdivisions - Issuer Obligations						79,056,681		78,546,713	64,786,000	76,648,080	0	(995,883)	0	0				1,045,453	3,434,928		
U. S. Special Revenue and Special Assessment Obligations and all Non-Guaranteed Obligations of Agencies and Authorities of Governments and Their Political Subdivisions - Residential Mortgage-Backed Securities																					
31287N-CF-3	FHLMC 30 YR GOLD PC GRP POOL C62770	2		1		737,869		116,670	815,750	699,194	731,397	0	(3,276)	0	7.000	6.162	MON	4,079	48,944	07/08/2005	01/01/2032
3128M4-AX-1	FHLMC 30 YR GOLD PC GRP POOL G02422	2		1		290,244		110,918	302,195	272,449	289,695	0	(44)	0	6.000	1.848	MON	1,362	16,347	10/14/2009	12/01/2036
31337L-V5-4	FHLMC REMIC SER T 18 A3 SEQ	2		1		38,335		108,156	41,462	38,335	38,332	0	0	0	7.790	7.865	MON	249	2,957	12/31/1999	08/15/2029
31371K-L7-4	FNMA PASS THRU POOL 254250	2		1		363,095		115,024	393,888	342,441	360,630	0	(42)	0	7.500	6.242	MON	2,140	25,683	10/21/2005	03/01/2032
31388T-Q6-3	FNMA PASS THRU POOL 614377	2		1		296,221		103,736	291,701	281,195	295,431	0	150	0	7.000	3.140	MON	1,640	19,684	08/11/2005	02/01/2032
31392M-HL-9	FHLMC REMIC SER 2465 PG PAC	2		1		335,256		111,593	364,997	327,079	334,789	0	39	0	6.500	5.435	MON	1,772	21,260	03/21/2006	06/15/2032
31397J-2R-4	FHLMC REMIC SER 3331 EP	2		1		2,231,424		103,160	2,147,256	2,081,491	2,104,787	0	(9,446)	0	5.500	3.393	MON	9,540	114,482	02/10/2010	02/15/2036
31406D-7A-8	FNMA PASS THRU POOL 807389	2		1		156,626		113,845	172,803	151,788	156,418	0	(30)	0	6.500	4.531	MON	822	9,866	10/19/2005	08/01/2032
31409A-X3-8	FNMA PASS THRU POOL 865698	2		1		478,986		113,228	527,028	465,459	478,403	0	(386)	0	7.000	5.976	MON	2,715	32,582	05/24/2006	02/01/2036
31410B-GT-5	FNMA PASS THRU POOL 884110	2		1		100,236		109,467	105,102	96,013	81,939	0	(15)	0	7.000	2.914	MON	560	6,721	05/18/2006	05/01/2036
31410G-KU-6	FNMA PASS THRU POOL 888707	2		1		645,919		111,859	687,294	614,430	644,691	0	(205)	0	7.500	4.508	MON	3,840	46,082	11/07/2008	10/01/2037
31410G-RK-1	FNMA PASS THRU POOL 888890	2		1		665,800		111,097	714,777	643,382	664,754	0	(133)	0	6.500	4.216	MON	3,485	41,820	09/04/2008	10/01/2037
31410K-CX-0	FNMA PASS THRU POOL 889386	2		1		201,114		110,624	205,318	185,599	200,788	0	(62)	0	6.000	(0.419)	MON	928	11,136	08/19/2010	03/01/2038
31410S-PW-1	FNMA PASS THRU POOL 896037	2		1		933,939		116,728	1,057,931	906,324	932,467	0	(381)	0	7.000	6.043	MON	5,287	63,443	09/14/2006	08/01/2036
31410X-B9-6	FNMA PASS THRU POOL 900164	2		1		323,412		111,035	351,870	316,901	323,129	0	(41)	0	6.500	2.986	MON	1,717	20,599	04/18/2007	08/01/2036
31412F-H4-8	FNMA PASS THRU POOL 923751	2		1		105,862		116,573	120,109	103,033	105,674	0	(129)	0	7.000	6.413	MON	601	7,212	06/21/2007	04/01/2037
31412M-A2-4	FNMA PASS THRU POOL 928925	2		1		429,056		111,103	459,602	413,673	428,733	0	(89)	0	6.500	4.578	MON	2,241	26,889	05/22/2008	12/01/2037
31413Q-U3-0	FNMA PASS THRU POOL 952502	2		1		666,412		111,377	723,574	649,663	665,859	0	(65)	0	6.500	5.109	MON	3,519	42,228	11/14/2008	09/01/2037
2699999 - U. S. Special Revenue and Special Assessment Obligations and all Non-Guaranteed Obligations of Agencies and Authorities of Governments and Their Political Subdivisions - Residential Mortgage-Backed Securities						8,999,806		9,482,657	8,588,449	8,837,916	0	(14,155)	0	0				46,497	557,935		
3199999 - Subtotal - U. S. Special Revenue and Special Assessment Obligations and all Non-Guaranteed Obligations of Agencies and Authorities of Governments and Their Political Subdivisions						88,056,487		88,029,370	73,374,449	85,485,996	0	(1,010,038)	0	0				1,091,950	3,992,863		
Industrial and Miscellaneous (Unaffiliated) - Issuer Obligations																					
00209A-AF-3	AT&T WIRELESS SVCS INC SR NT			1FE		1,795,065		141,474	2,122,110	1,500,000	1,740,468	0	(7,004)	0	8.750	7.116	MS	43,750	131,250	04/21/2003	03/01/2031
059438-AK-7	BANC ONE CORP SUB NT			1FE		6,836,444		127,716	7,726,818	6,050,000	6,713,465	0	(31,535)	0	8.000	6.717	AO	83,356	484,000	12/14/2011	04/29/2027
079857-AH-1	BELLSOUTH CAP FDG CORP DEB			1FE		1,030,703		117,529	1,175,290	1,000,000	1,024,238	0	(752)	0	7.875	7.610	FA	29,750	78,750	03/15/2001	02/15/2030
(continues)																					

ANNUAL STATEMENT FOR THE YEAR 2013 OF THE Old Guard Insurance Company

SCHEDULE D - PART 1

Showing all Long-Term BONDS Owned December 31 of Current Year

1	2	Codes			6	7	Fair Value		10	11	Change in Book Adjusted Carrying Value				Interest					Dates	
		3	4	5			8	9			12	13	14	15	16	17	18	19	20	21	22
CUSIP Identification	Description	Code	Foreign	Bond CHAR	NAIC Designation	Actual Cost	Rate Used To Obtain Fair Value	Fair Value	Par Value	Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amortization) / Accretion	Current Year's Other-Than- Temporary Impairment Recognized	Total Foreign Exchange Change in B./A.C.V.	Rate of	Effective Rate of	When Paid	Admitted Amount Due and Accrued	Amount Received During Year	Acquired	Stated Contractual Maturity Date
Industrial and Miscellaneous (Unaffiliated) - Issuer Obligations (continued)																					
097023-AM-7	BOEING CO DEB				1FE	2,339,855	125.461	2,640,954	2,105,000	2,265,102	0	(9,303)	0	0	7.250	6.307	JD	6,783	152,613	04/23/2003	06/15/2025
141784-DK-1	CARGILL INC NT 144A				1FE	1,179,165	121.042	1,210,420	1,000,000	1,112,579	0	(18,861)	0	0	7.350	4.852	MS	23,479	73,500	07/08/2010	03/06/2019
149123-BQ-3	CATERPILLAR INC NT				1FE	896,488	125.332	1,002,656	800,000	857,023	0	(9,564)	0	0	7.900	6.206	JD	2,809	63,200	05/22/2009	12/15/2018
191219-AP-9	COCA COLA ENTERPRISES INC DEB				1FE	1,974,750	129.546	1,943,190	1,500,000	1,848,864	0	(34,322)	0	0	8.500	4.970	FA	53,125	127,500	01/20/2010	02/01/2022
38141E-A2-5	GOLDMAN SACHS GROUP INC				1FE	2,633,310	121.797	2,740,433	2,250,000	2,493,214	0	(40,666)	0	0	7.500	5.075	FA	63,750	168,750	09/15/2010	02/15/2019
459200-AG-6	INTERNATL BUSINESS MACHS CORP				1FE	3,611,940	130.242	3,907,260	3,000,000	3,285,485	0	(39,319)	0	0	8.375	6.392	MN	41,875	251,250	10/15/2002	11/01/2019
478160-AF-1	JOHNSON & JOHNSON DEB				1FE	3,449,880	125.079	3,752,370	3,000,000	3,389,935	0	(16,396)	0	0	6.730	5.010	MN	25,798	168,250	09/05/2013	11/15/2023
478160-AJ-3	JOHNSON & JOHNSON NT				1FE	2,424,340	131.389	2,627,780	2,000,000	2,364,368	0	(14,730)	0	0	6.950	5.231	MS	46,333	139,000	07/21/2009	09/01/2029
494368-BD-4	KIMBERLY CLARK CORP SR NT				1FE	2,489,130	123.958	2,479,160	2,000,000	2,290,499	0	(53,265)	0	0	7.500	4.150	MN	25,000	150,000	04/21/2010	11/01/2018
532457-AM-0	LILLY ELI & CO NT				1FE	3,009,265	126.655	3,078,983	2,431,000	2,977,413	0	(9,568)	0	0	7.125	4.553	JD	14,434	119,771	11/21/2013	06/01/2025
637432-CG-8	NATL RURAL UTIL COOP FIN SER T				1FE	537,746	119.129	536,081	450,000	533,417	0	(4,328)	0	0	6.550	2.458	MN	4,913	14,738	09/20/2013	11/01/2018
655844-AE-8	NORFOLK SOUTHN CORP NT				2FE	1,537,525	118.695	1,483,688	1,250,000	1,372,746	0	(33,378)	0	0	7.700	4.507	MN	12,299	96,250	08/24/2010	05/15/2017
69349L-AM-0	PNC BANK			1	1FE	1,490,275	96.984	1,454,760	1,500,000	1,490,581	0	306	0	0	3.800	3.879	JJ	24,700	0	08/06/2013	07/25/2023
713448-BJ-6	PEPSICO INC SR NT				1FE	632,885	124.998	624,990	500,000	581,286	0	(14,903)	0	0	7.900	4.151	MN	6,583	39,500	05/04/2010	11/01/2018
71713U-AQ-5	PHARMACIA CORP DEB				1FE	3,418,356	120.189	3,365,292	2,800,000	3,043,703	0	(43,449)	0	0	6.500	4.504	JD	15,167	182,000	09/23/2003	12/01/2018
740816-AE-3	PRES & FELLOWS OF HARVARD 144A				1FE	1,159,800	117.267	1,172,670	1,000,000	1,099,383	0	(17,575)	0	0	6.000	3.813	JJ	27,667	60,000	05/18/2010	01/15/2019
911308-AA-2	UNITED PARCEL SERVICE INC DEB				1FE	1,291,350	129.364	1,293,640	1,000,000	1,169,945	0	(22,533)	0	0	8.375	5.157	AO	20,938	83,750	11/16/2007	04/01/2020
931142-BF-9	WAL MART STORES INC				1FE	1,849,335	134.620	2,019,300	1,500,000	1,786,255	0	(10,593)	0	0	7.550	5.721	FA	42,783	113,250	12/21/2006	02/15/2030
98385X-AL-0	XTO ENERGY INC SR NT				1FE	1,244,130	115.403	1,154,030	1,000,000	1,133,030	0	(35,182)	0	0	6.250	2.356	FA	26,042	62,500	09/29/2010	08/01/2017
98385X-AT-3	XTO ENERGY INC SR NT				1FE	3,796,470	120.917	3,627,510	3,000,000	3,499,964	0	(92,624)	0	0	6.500	2.868	JD	8,667	195,000	09/07/2010	12/15/2018
656531-AD-2	NORSK HYDRO A S DEB		R		1FE	879,201	126.419	853,328	675,000	877,343	0	(1,858)	0	0	7.150	3.960	MN	6,167	24,131	11/06/2013	11/15/2025
3299999	- Industrial and Miscellaneous (Unaffiliated) - Issuer Obligations					51,507,408		53,992,713	43,311,000	48,950,306	0	(561,402)	0	0				656,168	2,978,953		
3899999	- Subtotal - Industrial and Miscellaneous (Unaffiliated)					51,507,408		53,992,713	43,311,000	48,950,306	0	(561,402)	0	0				656,168	2,978,953		
7799999	- Total Bonds - Subtotal - Issuer Obligations					210,154,588		211,827,728	172,890,390	202,183,717	0	(2,707,567)	0	0				2,923,182	9,901,772		
7899999	- Total Bonds - Subtotal - Residential Mortgage-Backed Securities					11,685,360		12,410,462	11,162,444	11,520,343	0	(14,383)	0	0				60,852	730,209		
8399999	- Subtotal - Total Bonds					221,839,948		224,238,190	184,052,834	213,704,060	0	(2,721,950)	0	0				2,984,034	10,631,981		

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Sch. D, Pt. 2, Sn. 1, Preferred Stocks Owned

NONE

SCHEDULE D - PART 2 - SECTION 2

Showing all COMMON STOCKS Owned December 31 of Current Year

1	2	Codes		5	6	Fair Value		9	Dividends			Changes in Book/Adjusted Carrying Value				17	18
		3	4			7	8		10	11	12	13	14	15	16		
CUSIP Identification	Description	Code	Foreign	Number of Shares	Book/Adjusted Carrying Value	Rate Per Share Used to Obtain Fair Value	Fair Value	Actual Cost	Declared but Unpaid	Amount Received During Year	Nonadmitted Declared But Unpaid	Unrealized Valuation Increase/ (Decrease)	Current Year's Other-Than-Temporary Impairment Recognized	Total Change in B./A.C.V. (13 - 14)	Total Foreign Exchange Change in B./A.C.V.	NAIC Market Indicator (a)	Date Acquired
Industrial and Miscellaneous (Unaffiliated)																	
00206R-10-2	AT&T INC			62,800,000	2,208,048	35.160	2,208,048	2,084,844	0	113,040	0	91,060	0	91,060	0	L	01/21/2010
00287Y-10-9	ABBVIE INC COM			53,000,000	2,798,930	52.810	2,798,930	867,088	0	84,800	0	1,931,842	0	1,931,842	0	L	01/02/2013
038222-10-5	APPLIED MATLS INC			125,000,000	2,210,000	17.680	2,210,000	1,430,000	0	48,750	0	780,000	0	780,000	0	L	11/23/2010
053015-10-3	AUTOMATIC DATA PROC			10,700,000	864,549	80.799	864,549	205,093	5,136	18,618	0	255,398	0	255,398	0	L	07/29/1997
075887-10-9	BECTON DICKINSON & CO			14,000,000	1,546,860	110.490	1,546,860	999,251	0	28,420	0	452,200	0	452,200	0	L	05/21/2010
09247X-10-1	BLACKROCK INC COM			16,000,000	5,063,520	316.470	5,063,520	3,023,517	0	107,520	0	1,756,160	0	1,756,160	0	L	03/25/2011
156700-10-6	CENTURYLINK INC			33,000,000	1,051,050	31.850	1,051,050	1,051,050	0	71,280	0	(149,065)	90,845	(239,910)	0	L	06/29/2012
17243V-10-2	CINEMARK HOLDINGS INC			45,000,000	1,499,850	33.330	1,499,850	1,006,587	0	41,400	0	330,750	0	330,750	0	L	03/28/2012
17275R-10-2	CISCO SYSTEMS INC			55,500,000	1,244,865	22.430	1,244,865	1,111,775	0	28,305	0	116,985	0	116,985	0	L	03/25/2013
191216-10-0	COCA COLA CO			32,000,000	1,321,920	41.310	1,321,920	685,939	0	35,840	0	161,920	0	161,920	0	L	05/21/2010
20825C-10-4	CONOCOPHILLIPS			34,300,000	2,423,295	70.650	2,423,295	1,999,656	0	92,610	0	434,238	0	434,238	0	L	10/18/2012
263534-10-9	DU PONT E I DE NEMOURS & CO			15,000,000	974,550	64.970	974,550	678,011	0	26,700	0	299,873	0	299,873	0	L	10/25/2012
278865-10-0	ECOLAB INC			10,000,000	1,042,700	104.270	1,042,700	645,530	2,750	6,900	0	323,700	0	323,700	0	L	08/30/2012
291011-10-4	EMERSON ELECTRIC CO			30,000,000	2,105,400	70.180	2,105,400	1,049,434	0	49,800	0	516,600	0	516,600	0	L	08/03/2011
31679F-10-1	FIFTH STREET FINANCE SENIOR FLOATING			44,300,000	586,532	13.240	586,532	664,500	8,860	443	0	(77,968)	0	(77,968)	0	L	07/11/2013
371901-10-9	GENTEX CORP			81,800,000	2,697,764	32.980	2,697,764	1,966,517	0	18,704	0	731,247	0	731,247	0	L	10/01/2013
372460-10-5	GENUINE PARTS CO			6,000,000	499,140	83.190	499,140	256,652	3,225	12,645	0	117,660	0	117,660	0	L	08/24/2010
452308-10-9	ILLINOIS TOOL WKS INC			50,162,000	4,217,621	84.080	4,217,621	1,416,009	21,068	59,191	0	1,167,270	0	1,167,270	0	L	12/14/2001
458140-10-0	INTEL CORP			67,000,000	1,738,985	25.955	1,738,985	1,331,459	0	60,300	0	357,445	0	357,445	0	L	09/10/2010
462846-10-6	IRON MTN INC PA			73,251,000	2,223,168	30.350	2,223,168	2,336,375	19,778	79,111	0	(51,275)	0	(51,275)	0	L	11/27/2012
464286-65-7	ISHARES MSCI BRIC IDX FD			19,500,000	734,955	37.690	734,955	444,940	0	0	0	(61,425)	0	(61,425)	0	L	01/30/2009
464286-66-5	ISHARES MSCI PACIFIC EX JAPAN IDX FD			60,000,000	2,803,800	46.730	2,803,800	1,336,605	4,946	109,509	0	(24,600)	0	(24,600)	0	L	01/30/2009
464287-23-4	ISHARES MSCI EMERGING MKT IDX FD			2,000,000	83,590	41.795	83,590	74,000	0	1,745	0	(5,110)	0	(5,110)	0	L	02/05/2010
464287-46-5	ISHARES MSCI EAFE IDX FUND			24,000,000	1,610,280	67.095	1,610,280	912,377	0	40,877	0	245,640	0	245,640	0	L	11/19/2008
464288-87-7	ISHARES MSCI EAFE VALUE IDX FD			42,000,000	2,402,400	57.200	2,402,400	2,019,465	0	76,538	0	359,520	0	359,520	0	L	09/23/2010
464288-88-5	ISHARES MSCI EAFE GROWTH IDX FD			10,000,000	714,800	71.480	714,800	505,931	0	13,294	0	114,400	0	114,400	0	L	06/24/2010
50076Q-10-6	KRAFT FOODS GROUP INC			90,000,000	4,851,900	53.910	4,851,900	4,028,224	47,250	182,250	0	759,600	0	759,600	0	L	11/27/2012
535678-10-6	LINEAR TECHNOLOGY CORP			18,400,000	838,120	45.550	838,120	368,984	0	14,352	0	207,000	0	207,000	0	L	11/19/2008
56585A-10-2	MARATHON PETE CORP			7,500,000	687,975	91.730	687,975	220,026	0	11,550	0	215,475	0	215,475	0	L	07/01/2011
577081-10-2	MATTEL INC			112,000,000	5,328,960	47.580	5,328,960	5,026,348	0	80,640	0	302,612	0	302,612	0	L	06/27/2013
580135-10-1	MCDONALDS CORP			7,400,000	718,022	97.030	718,022	113,072	0	23,088	0	65,268	0	65,268	0	L	01/23/2003
585055-10-6	MEDTRONIC INC			40,500,000	2,324,295	57.390	2,324,295	1,407,240	11,340	33,210	0	662,985	0	662,985	0	L	12/21/2010
58933Y-10-5	MERCK & CO INC			34,000,000	1,701,700	50.050	1,701,700	1,240,376	14,960	58,480	0	309,740	0	309,740	0	L	12/17/2010
594918-10-4	MICROSOFT CORP			82,800,000	3,097,548	37.410	3,097,548	1,871,382	0	80,316	0	885,985	0	885,985	0	L	11/27/2012
713448-10-8	PEPSICO INC			20,000,000	1,658,800	82.940	1,658,800	986,256	11,350	44,200	0	290,200	0	290,200	0	L	01/23/2009
717081-10-3	PFIZER INC			30,000,000	918,900	30.630	918,900	512,700	0	28,800	0	166,521	0	166,521	0	L	12/20/2010
74005P-10-4	PRAXAIR INC			10,600,000	1,378,318	130.030	1,378,318	411,598	0	25,440	0	218,148	0	218,148	0	L	07/23/2004
74144T-10-8	PRICE T ROWE GROUP INC			11,700,000	980,109	83.770	980,109	639,065	0	17,784	0	218,239	0	218,239	0	L	08/30/2012
742718-10-9	PROCTER & GAMBLE CO			5,000,000	407,050	81.410	407,050	161,079	0	11,833	0	67,600	0	67,600	0	L	03/15/2001
747525-10-3	QUALCOMM INC			60,000,000	4,455,000	74.250	4,455,000	3,679,269	0	78,000	0	743,424	0	743,424	0	L	12/14/2012
755111-50-7	RAYTHEON CO			22,000,000	1,995,400	90.700	1,995,400	1,000,701	12,100	47,300	0	729,080	0	729,080	0	L	12/20/2010
78463X-87-1	SPDR INDEX SHS FDS S & P INTL SMALL CAP			8,000,000	268,560	33.570	268,560	134,401	6,619	5,549	0	40,960	0	40,960	0	L	01/30/2009
806857-10-8	SCHLUMBERGER LTD			32,300,000	2,910,553	90.110	2,910,553	2,201,165	10,094	39,164	0	672,208	0	672,208	0	L	05/24/2012
842587-10-7	SOUTHERN CO			34,500,000	1,418,295	41.110	1,418,295	1,183,901	0	69,431	0	(58,650)	0	(58,650)	0	L	07/16/2008
871829-10-7	SYSCO CORP			95,000,000	3,429,500	36.100	3,429,500	2,976,915	27,550	106,400	0	421,800	0	421,800	0	L	03/22/2006
88579Y-10-1	3M CO			7,000,000	981,750	140.250	981,750	434,132	0	17,780	0	331,800	0	331,800	0	L	10/07/2008
(continues)																	

(a) For all common stocks bearing the NAIC market indicator "U" provide: the number of such issues 0 , the total \$ value (included in Column 8) of all such issues \$ 0 .

SCHEDULE D - PART 2 - SECTION 2

Showing all COMMON STOCKS Owned December 31 of Current Year

1	2	Codes		5	6	Fair Value		9	Dividends			Changes in Book/Adjusted Carrying Value				17	18
		3	4			7	8		10	11	12	13	14	15	16		
CUSIP Identification	Description	Code	Foreign	Number of Shares	Book/Adjusted Carrying Value	Rate Per Share Used to Obtain Fair Value	Fair Value	Actual Cost	Declared but Unpaid	Amount Received During Year	Nonadmitted Declared But Unpaid	Unrealized Valuation Increase/ (Decrease)	Current Year's Other-Than- Temporary Impairment Recognized	Total Change in B./A.C.V. (13 - 14)	Total Foreign Exchange Change in B./A.C.V.	NAIC Market Indicator (a)	Date Acquired
Industrial and Miscellaneous (Unaffiliated) (continued)																	
902973-30-4	US BANCORP DEL			71,000,000	2,868,400	40.400	2,868,400	2,342,349	16,330	50,430	0	514,470	0	514,470	0	L	08/23/2013
913017-10-9	UNITED TECHNOLOGIES CORP COM			15,500,000	1,763,900	113.800	1,763,900	1,617,905	0	9,145	0	145,995	0	145,995	0	L	10/21/2013
922042-77-5	VANGUARD FTSE ALL WORLD EX U			5,500,000	279,015	50.730	279,015	246,483	0	7,425	0	27,390	0	27,390	0	L	01/15/2010
922042-85-8	VANGUARD EMERGING MARKET ETF			25,000,000	1,028,500	41.140	1,028,500	1,097,000	0	28,125	0	(84,750)	0	(84,750)	0	L	12/14/2012
92343V-10-4	VERIZON COMMUNICATIONS			22,759,000	1,118,377	49.140	1,118,377	847,626	0	26,475	0	60,896	0	60,896	0	L	10/21/2013
931422-10-9	WALGREEN CO			10,500,000	603,120	57.440	603,120	310,590	0	12,390	0	214,515	0	214,515	0	L	07/26/2011
949746-10-1	WELLS FARGO & CO NEW			41,800,000	1,897,720	45.400	1,897,720	1,488,788	0	41,470	0	395,676	0	395,676	0	L	06/20/2013
97717W-28-1	WISDOMTREE EMERGING MKTS SMALL CAP			20,000,000	921,800	46.090	921,800	969,660	0	31,817	0	(68,410)	0	(68,410)	0	L	01/28/2013
000375-20-4	ABB LTD ADR	R		49,000,000	1,301,440	26.560	1,301,440	1,070,804	0	0	0	230,636	0	230,636	0	L	08/28/2013
055622-10-4	BP PLC SPS ADR	R		46,000,000	2,236,060	48.610	2,236,060	1,998,263	0	100,740	0	320,620	0	320,620	0	L	10/18/2012
37733W-10-5	GLAXOSMITHKLINE PLC SPS ADR	R		11,000,000	587,290	53.390	587,290	500,458	6,777	26,091	0	109,120	0	109,120	0	L	10/26/2012
780259-20-6	ROYAL DUTCH SHELL PLC SPS ADR	F		12,000,000	855,240	71.270	855,240	498,212	0	42,720	0	27,840	0	27,840	0	L	07/20/2005
G29183-10-3	EATON CORP PLC	R		58,000,000	4,414,960	76.120	4,414,960	3,025,280	0	97,440	0	1,272,520	0	1,272,520	0	L	12/04/2012
G9456A-10-0	GOLAR LNG LTD	R		68,500,000	2,485,865	36.290	2,485,865	2,567,738	0	87,975	0	(81,873)	0	(81,873)	0	L	08/14/2013
9099999	Industrial and Miscellaneous (Unaffiliated)				109,381,014		109,381,014	77,280,595	230,133	2,782,230	0	20,509,105	90,845	20,418,260	0		
9799999	- Total Common Stocks				109,381,014		109,381,014	77,280,595	230,133	2,782,230	0	20,509,105	90,845	20,418,260	0		
9899999	- Total Preferred and Common Stocks				109,381,014		109,381,014	77,280,595	230,133	2,782,230	0	20,509,105	90,845	20,418,260	0		

ANNUAL STATEMENT FOR THE YEAR 2013 OF THE Old Guard Insurance Company

SCHEDULE D - PART 3

Showing all Long-Term Bonds and Stocks ACQUIRED During Current Year

1	2	3	4	5	6	7	8	9
CUSIP Identification	Description	Foreign	Date Acquired	Name of Vendor	Number of Shares of Stock	Actual Cost	Par Value	Paid for Accrued Interest and Dividends
Bonds - U. S. Governments								
912810-EM-6	UNITED STATES TREAS BDS		12/30/2013	KeyBanc Capital Mkts		1,354,844	1,000,000.00	27,188
0599999	Subtotal - Bonds - U. S. Governments					1,354,844	1,000,000.00	27,188
Bonds - All Other Governments								
110709-DL-3	BRITISH COLUMBIA PROV CDA BD	I	10/17/2013	Various		4,422,755	3,400,000.00	56,568
1099999	Subtotal - Bonds - All Other Governments					4,422,755	3,400,000.00	56,568
Bonds - U. S. States, Territories and Possessions (Direct and Guaranteed)								
574192-W7-1	MARYLAND ST ST & LOCAL FAC 2ND SER B GO		11/26/2013	Southwest Securities Inc		1,194,750	1,000,000.00	15,604
1799999	Subtotal - Bonds - U. S. States, Territories and Possessions (Direct and Guaranteed)					1,194,750	1,000,000.00	15,604
Bonds - U. S. Political Subdivisions of States, Territories and Possessions (Direct and Guaranteed)								
442331-QG-2	HOUSTON TEXAS REF PUB IMPT SER A GO		05/30/2013	Cantor Fitzgerald		1,194,030	1,000,000.00	14,208
2499999	Subtotal - Bonds - U. S. Political Subdivisions of States, Territories and Possessions (Direct and Guaranteed)					1,194,030	1,000,000.00	14,208
Bonds - U. S. Special Revenue and Special Assessment Obligations and all Non-Guaranteed Obligations of Agencies and Authorities of Governments and Their Political Subdivisions								
31359M-EU-3	FEDERAL NATL MTG ASSN		11/14/2013	KeyBanc Capital Mkts		5,736,015	4,500,000.00	0
31364B-EP-1	FEDERAL NATL MTG ASSN MTN		12/16/2013	KeyBanc Capital Mkts		1,328,250	1,000,000.00	33,930
546398-DH-8	LOUISIANA ST PUB FACS AUTH REV PJ SER B		09/24/2013	RBC Dain Rauscher		2,444,500	2,000,000.00	40,333
546398-DJ-4	LOUISIANA ST PUB FACS AUTH REV PJ SER B		12/05/2013	RBC Dain Rauscher		1,981,007	1,650,000.00	6,302
645791-LJ-1	NEW JERSEY ST ENVIR INFR TR SER A REV		02/14/2013	Tax Free Exchange		63,805	55,000.00	1,370
645791-LY-8	NEW JERSEY ST ENVIR INFR TR SER A REV		02/14/2013	Tax Free Exchange		2,256,384	1,945,000.00	48,436
64972F-YH-3	NEW YORK CITY NY WTR & SWR REV SER DD		11/18/2013	KeyBanc Capital Mkts		717,114	600,000.00	14,950
662903-MT-7	N TEXAS ST MUNI WTR DIST REF & IMPT REV		01/14/2013	Sterne Agee		774,462	600,000.00	18,550
92817L-FA-6	VIRGINIA ST RESOURCES AUTH CLEAN WTR REV		12/10/2013	RBC Dain Rauscher		716,950	590,000.00	6,490
3199999	Subtotal - Bonds - U. S. Special Revenue and Special Assessment Obligations and all Non-Guaranteed Obligations of Agencies and Authorities of Governments and Their Political Subdivisions					16,018,487	12,940,000.00	170,361
Bonds - Industrial and Miscellaneous (Unaffiliated)								
478160-AF-1	JOHNSON & JOHNSON DEB		09/05/2013	Wells Fargo		1,263,280	1,000,000.00	21,499
532457-AM-0	LILLY ELI & CO NT		11/21/2013	Southwest Securities Inc		1,941,510	1,500,000.00	51,953
637432-CG-8	NATL RURAL UTIL COOP FIN SER T		09/20/2013	KeyBanc Capital Mkts		537,746	450,000.00	11,790
69349L-AM-0	PNC BANK		08/06/2013	KeyBanc Capital Mkts		1,490,275	1,500,000.00	1,372
656531-AD-2	NORSK HYDRO A S DEB	R	11/06/2013	RBC Dain Rauscher		879,201	675,000.00	23,729
3899999	Subtotal - Bonds - Industrial and Miscellaneous (Unaffiliated)					6,112,012	5,125,000.00	110,343
8399997	Subtotal - Bonds - Part 3					30,296,878	24,465,000.00	394,272
8399998	Summary Item from Part 5 for Bonds					23,479,878	22,298,143.60	134,223
8399999	Subtotal - Bonds					53,776,756	46,763,143.60	528,495
Common Stocks - Industrial and Miscellaneous (Unaffiliated)								
00287Y-10-9	ABBVIE INC COM		01/02/2013	Spin Off	53,000.000	867,088		0
17275R-10-2	CISCO SYSTEMS INC		03/25/2013	Merrill Lynch	29,500.000	616,995		0
31679F-10-1	FIFTH STREET FINANCE SENIOR FLOATING		07/11/2013	UBS PaineWebber Inc	44,300.000	664,500		0
371901-10-9	GENTEX CORP		10/01/2013	Jeffries & Co Inc	81,800.000	1,966,517		0
577081-10-2	MATTEL INC		06/27/2013	Jeffries & Co Inc	112,000.000	5,026,348		0
902973-30-4	US BANCORP DEL		08/23/2013	KeyBanc Capital Mkts	16,000.000	597,230		0
913017-10-9	UNITED TECHNOLOGIES CORP COM		10/21/2013	Various	15,500.000	1,617,905		0
92343V-10-4	VERIZON COMMUNICATIONS		10/21/2013	Strategas Research Partners	10,000.000	505,400		0
949746-10-1	WELLS FARGO & CO NEW		06/20/2013	Strategas Research Partners	12,000.000	483,480		0
(continues)								

SCHEDULE D - PART 3

Showing all Long-Term Bonds and Stocks ACQUIRED During Current Year

1	2	3	4	5	6	7	8	9
CUSIP Identification	Description	Foreign	Date Acquired	Name of Vendor	Number of Shares of Stock	Actual Cost	Par Value	Paid for Accrued Interest and Dividends
Common Stocks - Industrial and Miscellaneous (Unaffiliated) (continued)								
97717W-28-1	WISDOMTREE EMERGING MKTS SMALL CAP		01/28/2013	Wells Fargo	5,000.000	248,610		0
000375-20-4	ABB LTD ADR	R	08/28/2013	William Blair & Co	49,000.000	1,070,804		0
G9456A-10-0	GOLAR LNG LTD	R	08/14/2013	Various	68,500.000	2,567,738		0
9099999	Subtotal - Common Stocks - Industrial and Miscellaneous (Unaffiliated)					16,232,615		0
9799997	Subtotal - Common Stocks - Part 3					16,232,615		0
9799999	Subtotal - Common Stocks					16,232,615		0
9899999	Subtotal - Preferred and Common Stocks					16,232,615		0
9999999	TOTALS					70,009,371		528,495

ANNUAL STATEMENT FOR THE YEAR 2013 OF THE Old Guard Insurance Company

SCHEDULE D - PART 4

Showing all Long-Term Bonds and Stocks SOLD , REDEEMED or Otherwise DISPOSED OF During Current Year

1	2	3 F o r e i g n	4	5	6	7	8	9	10	Change In Book/Adjusted Carrying Value					16	17	18	19	20	21
										11	12	13	14	15						
CUSIP Identifi- cation	Description		Disposal Date	Name of Purchaser	Number of Shares of Stock	Consideration	Par Value	Actual Cost	Prior Year Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year (Amorti- zation) / Accretion	Current Year's Other-Than- Temporary Impairment Recognized	Total Change in B. /A. C. V. (11+12-13)	Total Foreign Exchange Change in B. /A. C. V.	Book/Adjusted Carrying Value at Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/ Stock Dividends Received During Year	Stated Contractual Maturity Date
Bonds - U.S. Governments																				
36202E-3J-6	GNMA GTD PASS THRU POOL 004401		12/01/2013	Paydown		138,734	138,734.00	146,581	146,399	0	(7,666)	0	(7,666)	0	138,734	0	0	0	4,669	03/20/2039
36202E-5K-1	GNMA GTD PASS THRU POOL 004450		12/01/2013	Paydown		103,098	103,098.00	109,478	109,244	0	(6,146)	0	(6,146)	0	103,098	0	0	0	2,942	05/20/2039
36202E-PC-7	GNMA GTD PASS THRU POOL 004019		12/01/2013	Paydown		97,187	97,187.00	100,953	100,806	0	(3,619)	0	(3,619)	0	97,187	0	0	0	3,040	08/20/2037
36202E-PP-8	GNMA GTD PASS THRU POOL 004030		12/01/2013	Paydown		94,349	94,349.00	97,799	97,709	0	(3,360)	0	(3,360)	0	94,349	0	0	0	3,271	09/20/2037
36202E-SD-2	GNMA GTD PASS THRU POOL 004116		12/01/2013	Paydown		251,503	251,503.00	262,271	262,009	0	(10,505)	0	(10,505)	0	251,503	0	0	0	8,428	04/20/2038
36294S-DJ-3	GNMA GTD PASS THRU POOL 658105		12/01/2013	Paydown		132,141	132,141.00	135,362	135,285	0	(3,144)	0	(3,144)	0	132,141	0	0	0	3,615	09/15/2036
36294S-EP-8	GNMA GTD PASS THRU POOL 658142		12/01/2013	Paydown		410,980	410,980.00	425,300	425,002	0	(14,022)	0	(14,022)	0	410,980	0	0	0	10,105	10/15/2036
36295H-R9-3	GNMA GTD PASS THRU POOL 671112		12/01/2013	Paydown		34,453	34,453.00	35,594	35,554	0	(1,101)	0	(1,101)	0	34,453	0	0	0	961	08/15/2037
36296U-NG-1	GNMA GTD PASS THRU POOL 701591		12/01/2013	Paydown		98,530	98,530.00	103,764	103,718	0	(5,188)	0	(5,188)	0	98,530	0	0	0	3,762	01/15/2039
83162C-FF-5	SMALL BUSINESS ADMIN GTD PASSTHRU 1994 2		10/01/2013	Paydown		6,545	6,545.00	6,938	6,575	0	(30)	0	(30)	0	6,545	0	0	0	344	04/01/2014
83162C-GN-7	SMALL BUSINESS ADMIN GTD PASSTHRU 1996 2		08/01/2013	Paydown		15,719	15,719.00	15,719	15,719	0	0	0	0	0	15,719	0	0	0	610	02/01/2016
83162C-HH-9	SMALL BUSINESS ADMIN GTD PASSTHRU 1997 2		09/01/2013	Paydown		10,829	10,829.00	10,829	10,829	0	0	0	0	0	10,829	0	0	0	617	03/01/2017
0599999	- Subtotal - Bonds - U. S. Governments					1,394,068	1,394,068.00	1,450,588	1,448,849	0	(54,781)	0	(54,781)	0	1,394,068	0	0	0	42,364	
Bonds - U. S. Political Subdivisions of States, Territories and Possessions (Direct and Guaranteed)																				
64966H-QB-9	NEW YORK NY SER C GO		09/05/2013	Cantor Fitzgerald		545,585	500,000.00	552,955	543,742	0	(4,145)	0	(4,145)	0	539,597	0	5,988	5,988	27,708	08/01/2024
2499999	- Subtotal - Bonds - U. S. Political Subdivisions of States, Territories and Possessions (Direct and Guaranteed)					545,585	500,000.00	552,955	543,742	0	(4,145)	0	(4,145)	0	539,597	0	5,988	5,988	27,708	
Bonds - U.S Special Revenue and Special Assessment Obligations and all Non-Guaranteed Obligations of Agencies and Authorities of Governments and Their Political Subdivisions																				
31287N-CF-3	FHLMC 30 YR GOLD PC GRP POOL C62770		12/01/2013	Paydown		90,144	90,144.00	95,131	94,718	0	(4,574)	0	(4,574)	0	90,144	0	0	0	2,283	01/01/2032
3128MA-AX-1	FHLMC 30 YR GOLD PC GRP POOL G02422		12/01/2013	Paydown		249,492	249,492.00	265,787	265,325	0	(15,833)	0	(15,833)	0	249,492	0	0	0	7,209	12/01/2036
3133TL-V5-4	FHLMC REMIC SER T 18 A3 SEQ		12/01/2013	Paydown		9,905	9,905.00	9,905	9,904	0	1	0	1	0	9,905	0	0	0	347	08/15/2029
31371K-L7-4	FNMA PASS THRU POOL 254250		12/01/2013	Paydown		108,622	108,622.00	115,173	114,405	0	(5,783)	0	(5,783)	0	108,622	0	0	0	3,827	03/01/2032
31388T-Q6-3	FNMA PASS THRU POOL 614377		12/01/2013	Paydown		145,302	145,302.00	153,067	152,581	0	(7,279)	0	(7,279)	0	145,302	0	0	0	6,834	02/01/2032
31392M-HL-9	FHLMC REMIC SER 2465 PG PAC		12/01/2013	Paydown		149,657	149,657.00	153,399	153,167	0	(3,510)	0	(3,510)	0	149,657	0	0	0	5,228	06/15/2032
31397J-2R-4	FHLMC REMIC SER 3331 EP		12/01/2013	Paydown		3,439,539	3,439,539.00	3,687,293	3,493,642	0	(54,103)	0	(54,103)	0	3,439,539	0	0	0	87,525	02/15/2036
31406D-7A-8	FNMA PASS THRU POOL 807389		12/01/2013	Paydown		40,409	40,409.00	41,697	41,650	0	(1,241)	0	(1,241)	0	40,409	0	0	0	1,778	08/01/2032
31409A-X3-8	FNMA PASS THRU POOL 865698		12/01/2013	Paydown		145,793	145,793.00	150,030	149,968	0	(4,175)	0	(4,175)	0	145,793	0	0	0	6,592	02/01/2036
31410B-GT-5	FNMA PASS THRU POOL 884110		12/01/2013	Paydown		45,468	45,468.00	47,468	38,810	0	6,658	0	6,658	0	45,468	0	0	0	1,845	05/01/2036
31410G-KU-6	FNMA PASS THRU POOL 888707		12/01/2013	Paydown		341,545	341,545.00	359,049	358,481	0	(16,936)	0	(16,936)	0	341,545	0	0	0	13,604	10/01/2037
31410G-RK-1	FNMA PASS THRU POOL 888890		12/01/2013	Paydown		495,389	495,389.00	512,650	511,947	0	(16,558)	0	(16,558)	0	495,389	0	0	0	15,805	10/01/2037
31410K-CX-0	FNMA PASS THRU POOL 889386		12/01/2013	Paydown		188,097	188,097.00	203,820	203,553	0	(15,456)	0	(15,456)	0	188,097	0	0	0	5,424	03/01/2038
31410S-PW-1	FNMA PASS THRU POOL 896037		12/01/2013	Paydown		198,902	198,902.00	204,962	204,723	0	(5,821)	0	(5,821)	0	198,902	0	0	0	5,721	08/01/2036
31410X-B9-6	FNMA PASS THRU POOL 900164		12/01/2013	Paydown		441,321	441,321.00	450,389	450,052	0	(8,731)	0	(8,731)	0	441,321	0	0	0	16,521	08/01/2036
31412F-H4-8	FNMA PASS THRU POOL 923751		12/01/2013	Paydown		16,432	16,432.00	16,883	16,874	0	(442)	0	(442)	0	16,432	0	0	0	495	04/01/2037
31412M-A2-4	FNMA PASS THRU POOL 928925		12/01/2013	Paydown		298,943	298,943.00	310,060	309,891	0	(10,948)	0	(10,948)	0	298,943	0	0	0	9,037	12/01/2037
31413Q-U3-0	FNMA PASS THRU POOL 952502		12/01/2013	Paydown		239,618	239,618.00	245,796	245,616	0	(5,998)	0	(5,998)	0	239,618	0	0	0	8,727	09/01/2037
645788-F4-7	NEW JERSEY ST ENVIR INFR TR SER A REV		02/14/2013	Tax Free Exchange		2,320,189	2,000,000.00	2,390,280	2,326,584	0	(6,395)	0	(6,395)	0	2,320,189	0	0	0	49,806	09/01/2023
3199999	- Subtotal - Bonds - U. S Special Revenue and Special Assessment Obligations and all Non-Guaranteed Obligations of Agencies and Authorities of Governments and Their Political Subdivisions					8,964,767	8,644,578.00	9,412,839	9,141,891	0	(177,124)	0	(177,124)	0	8,964,767	0	0	0	248,608	
Bonds - Industrial and Miscellaneous (Unaffiliated)																				
054303-AW-2	AVON PRODS INC		10/07/2013	RBC Dain Rauscher		784,623	700,000.00	789,516	762,461	0	(6,874)	0	(6,874)	0	755,587	0	29,036	29,036	50,429	03/01/2019
3899999	- Subtotal - Bonds - Industrial and Miscellaneous (Unaffiliated)					784,623	700,000.00	789,516	762,461	0	(6,874)	0	(6,874)	0	755,587	0	29,036	29,036	50,429	
8399997	- Subtotal - Bonds - Part 4					11,689,043	11,238,646.00	12,205,898	11,896,943	0	(242,924)	0	(242,924)	0	11,654,019	0	35,024	35,024	369,109	
8399998	- Summary Item from Part 5 for Bonds					23,161,492	22,298,143.60	23,479,878	0	0	(117,669)	0	(117,669)	0	23,362,210	0	(200,718)	(200,718)	397,626	

SCHEDULE D - PART 4

Showing all Long-Term Bonds and Stocks SOLD , REDEEMED or Otherwise DISPOSED OF During Current Year

1	2	3 F o r e i g n	4	5	6	7	8	9	10	Change In Book/Adjusted Carrying Value					16	17	18	19	20	21
										11	12	13	14	15						
CUSIP Identifi- cation	Description		Disposal Date	Name of Purchaser	Number of Shares of Stock	Consideration	Par Value	Actual Cost	Prior Year Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year (Amorti- zation) / Accretion	Current Year's Other-Than- Temporary Impairment Recognized	Total Change in B. /A. C. V. (11+12-13)	Total Foreign Exchange Change in B. /A. C. V.	Book/Adjusted Carrying Value at Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/ Stock Dividends Received During Year	Stated Contractual Maturity Date
8399999 - Subtotal - Bonds						34,850,535	33,536,789.60	35,685,776	11,896,943	0	(360,593)	0	(360,593)	0	35,016,229	0	(165,694)	(165,694)	766,735	
Common Stocks - Industrial and Miscellaneous (Unaffiliated)																				
002824-10-0	ABBOTT LABS		05/10/2013	Jeffries & Co Inc	53,000.000	1,909,152		799,591	1,665,456	(865,865)	0	0	(865,865)	0	799,591	0	1,109,562	1,109,562	14,840	
002824-10-0	ABBOTT LABS		01/02/2013	Spin Off	0.000	867,088		867,088	1,806,044	(938,957)	0	0	(938,957)	0	867,088	0	0	0	0	
038222-10-5	APPLIED MATLS INC		11/21/2013	Various	65,000.000	1,090,331		743,600	743,600	0	0	0	0	0	743,600	0	346,731	346,731	23,350	
053015-10-3	AUTOMATIC DATA PROC		03/04/2013	UBS PaineWebber Inc	4,000.000	244,879		167,969	227,720	(59,751)	0	0	(59,751)	0	167,969	0	76,910	76,910	1,740	
156700-10-6	CENTURYLINK INC		09/25/2013	Various	55,000.000	1,795,473		2,181,505	2,151,600	29,905	0	0	29,905	0	2,181,505	0	(386,031)	(386,031)	72,900	
372460-10-5	GENUINE PARTS CO		07/25/2013	Jeffries & Co Inc	1,000.000	81,662		42,775	63,580	(20,805)	0	0	(20,805)	0	42,775	0	38,886	38,886	1,570	
423074-10-3	HEINZ H J CO		06/10/2013	Merger	77,200.000	5,597,000		2,852,002	4,452,896	(1,600,894)	0	0	(1,600,894)	0	2,852,002	0	2,744,998	2,744,998	39,758	
459200-10-1	INTERNATL BUSINESS MACHS CORP		03/04/2013	Morgan Stanley Dean Witter	1,500.000	305,643		115,595	287,325	(171,731)	0	0	(171,731)	0	115,595	0	190,048	190,048	1,275	
478160-10-4	JOHNSON & JOHNSON		11/21/2013	Sanford C Bernstein & Co Inc	19,000.000	1,780,682		762,764	1,331,900	(569,136)	0	0	(569,136)	0	762,764	0	1,017,918	1,017,918	36,670	
580135-10-1	MCDONALDS CORP		12/18/2013	DONATION	33,800.000	3,190,044		905,840	2,981,498	(2,075,658)	0	0	(2,075,658)	0	905,840	0	2,284,204	2,284,204	105,456	
637071-10-1	NATIONAL OILWELL VARCO INC		05/17/2013	Morgan Stanley Dean Witter	20,000.000	1,362,021		1,520,700	1,367,000	153,700	0	0	153,700	0	1,520,700	0	(158,679)	(158,679)	2,600	
74144T-10-8	PRICE T ROWE GROUP INC		03/04/2013	UBS PaineWebber Inc	11,700.000	839,330		730,086	761,870	(31,784)	0	0	(31,784)	0	730,086	0	109,244	109,244	0	
748356-10-2	QUESTAR CORP		08/27/2013	Various	106,549.000	2,478,893		1,515,358	2,105,408	(590,050)	0	0	(590,050)	0	1,515,358	0	963,535	963,535	35,321	
824348-10-6	SHERWIN WILLIAMS CO		02/26/2013	Sanford C Bernstein & Co Inc	6,100.000	951,365		134,390	938,302	(803,912)	0	0	(803,912)	0	134,390	0	816,975	816,975	3,050	
88579Y-10-1	3M CO		09/19/2013	UBS PaineWebber Inc	1,000.000	121,628		62,019	92,850	(30,831)	0	0	(30,831)	0	62,019	0	59,609	59,609	1,905	
92343V-10-4	VERIZON COMMUNICATIONS		03/11/2013	Strategas Research Partners	14,000.000	666,524		466,443	605,780	(139,337)	0	0	(139,337)	0	466,443	0	200,080	200,080	7,210	
931422-10-9	WALGREEN CO		10/01/2013	Various	38,650.000	2,149,347		1,143,267	1,430,437	(287,170)	0	0	(287,170)	0	1,143,267	0	1,006,080	1,006,080	33,432	
881624-20-9	TEVA PHARMACEUTICAL INDS LTD ADR	F	09/18/2013	Cowen & Company LLC	10,000.000	373,540		372,200	373,400	(1,200)	0	0	(1,200)	0	372,200	0	1,340	1,340	9,515	
9099999 - Subtotal - Common Stocks - Industrial and Miscellaneous (Unaffiliated)						25,804,602		15,383,192	23,386,666	(8,003,476)	0	0	(8,003,476)	0	15,383,192	0	10,421,410	10,421,410	390,592	
9799997 - Subtotal - Common Stocks - Part 4						25,804,602		15,383,192	23,386,666	(8,003,476)	0	0	(8,003,476)	0	15,383,192	0	10,421,410	10,421,410	390,592	
9799999 - Subtotal - Common Stocks						25,804,602		15,383,192	23,386,666	(8,003,476)	0	0	(8,003,476)	0	15,383,192	0	10,421,410	10,421,410	390,592	
9899999 - Subtotal - Preferred and Common Stocks						25,804,602		15,383,192	23,386,666	(8,003,476)	0	0	(8,003,476)	0	15,383,192	0	10,421,410	10,421,410	390,592	
9999999 - TOTALS						60,655,137		51,068,968	35,283,609	(8,003,476)	(360,593)	0	(8,364,069)	0	50,399,421	0	10,255,716	10,255,716	1,157,327	

SCHEDULE D - PART 5

Showing all Long-Term Bonds and Stocks ACQUIRED During Year and Fully DISPOSED OF During Current Year

1	2	3	4	5	6	7	8	9	10	11	Change in Book/Adjusted Carrying Value					17	18	19	20	21
											12	13	14	15	16					
CUSIP Identifi- cation	Description	F o r e i g n	Date Acquired	Name of Vendor	Disposal Date	Name of Purchaser	Par Value (Bonds) or Number of Shares (Stocks)	Actual Cost	Consideration	Book/Adjusted Carrying Value at Disposal	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amortization) / Accretion	Current Year's Other-Than- Temporary Impairment Recognized	Total Change in B./A.C.V. (12+13-14)	Total Foreign Exchange Change in B./A.C.V.	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Interest and Dividends Received During Year	Paid for Accrued Interest and Dividends
Bonds - U. S. Special Revenue and Special Assessment Obligations and all Non-Guaranteed Obligations of Agencies and Authorities of Governments and Their Political Subdivisions																				
3133EC-WM-2	FEDERAL FARM CR BKS		08/07/2013	KeyBanc Capital Mkts	11/14/2013	KeyBanc Capital Mkts	5,900,000.000	5,848,945	5,764,300	5,849,681	0	736	0	736	0	0	(85,381)	(85,381)	56,378	258
3138EH-JW-3	FNMA PASS THRU POOL AL1176		04/23/2013	KeyBanc Capital Mkts	07/15/2013	RBC Dain Rauscher	3,201,151.380	3,575,286	3,539,273	3,580,100	0	4,814	0	4,814	0	0	(40,827)	(40,827)	61,844	14,450
3138EH-JW-3	FNMA PASS THRU POOL AL1176		04/23/2013	KeyBanc Capital Mkts	07/01/2013	Paydown	601,959.820	672,314	601,960	601,960	0	(70,354)	0	(70,354)	0	0	0	0	6,282	2,717
31416V-KM-5	FNMA PASS THRU POOL AB0299		05/20/2013	Sterne Agee	07/22/2013	RBC Dain Rauscher	4,024,093.000	4,431,532	4,400,723	4,429,960	0	(1,573)	0	(1,573)	0	0	(29,237)	(29,237)	56,337	14,755
31416V-KM-5	FNMA PASS THRU POOL AB0299		05/20/2013	Sterne Agee	07/01/2013	Paydown	395,939.400	436,028	395,939	395,939	0	(40,089)	0	(40,089)	0	0	0	0	3,019	1,452
3199999	Subtotal - Bonds - U. S. Special Revenue and Special Assessment Obligations and all Non-Guaranteed Obligations of Agencies and Authorities of Governments and Their Political Subdivisions						14,123,143.600	14,964,105	14,702,195	14,857,640	0	(106,466)	0	(106,466)	0	0	(155,445)	(155,445)	183,860	33,632
Bonds - Industrial and Miscellaneous (Unaffiliated)																				
61747W-AF-6	MORGAN STANLEY		07/15/2013	RBC Dain Rauscher	10/07/2013	KeyBanc Capital Mkts	2,175,000.000	2,386,323	2,431,607	2,380,715	0	(5,608)	0	(5,608)	0	0	50,892	50,892	88,586	60,099
718546-AC-8	PHILLIPS 66 COM		07/19/2013	RBC Dain Rauscher	12/19/2013	KeyBanc Capital Mkts	3,000,000.000	3,134,580	3,060,570	3,129,039	0	(5,541)	0	(5,541)	0	0	(68,469)	(68,469)	94,242	40,492
94974B-FN-5	WELLS FARGO & CO		08/08/2013	Cantor Fitzgerald	11/14/2013	KeyBanc Capital Mkts	3,000,000.000	2,994,870	2,967,120	2,994,816	0	(54)	0	(54)	0	0	(27,696)	(27,696)	30,938	0
3899999	Subtotal - Bonds - Industrial and Miscellaneous (Unaffiliated)						8,175,000.000	8,515,773	8,459,297	8,504,570	0	(11,203)	0	(11,203)	0	0	(45,273)	(45,273)	213,766	100,591
8399998	Subtotal - Bonds						22,298,143.600	23,479,878	23,161,492	23,362,210	0	(117,669)	0	(117,669)	0	0	(200,718)	(200,718)	397,626	134,223
9999999	TOTALS							23,479,878	23,161,492	23,362,210	0	(117,669)	0	(117,669)	0	0	(200,718)	(200,718)	397,626	134,223

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Sch. D, Pt. 6, Sn. 1, Valuation of Shares
NONE

Sch. D, Pt. 6, Sn. 2, Valuation of Shares
NONE

SCHEDULE DA - PART 1

Showing all SHORT-TERM INVESTMENTS Owned December 31 of Current Year

1	2	Codes		5	6	7	8	Change In Book/Adjusted Carrying Value				13	14	Interest						21
		3	4					9	10	11	12			15	16	17	18	19	20	
CUSIP Identification	Description	Code	Foreign	Date Acquired	Name of Vendor	Maturity Date	Book/Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amortization) / Accretion	Current Year's Other-Than- Temporary Impairment Recognized	Total Foreign Exchange Change in B./A.C.V.	Par Value	Actual Cost	Amount Due and Accrued Dec. 31 of Current Year on Bond Not in Default	Non-Admitted Due and Accrued	Rate of	Effective Rate of	When Paid	Amount Received During Year	Paid for Accrued Interest
Exempt Money Market Mutual Funds																				
4812C0-66-2	JPMORGAN US GOVT AGENCY SHARES			12/31/2013	Direct		1,737,395	0	0	0	0	0	1,737,395	0	0	0.010	0.010		205	0
8899999	- Subtotal - Exempt Money Market Mutual Funds						1,737,395	0	0	0	0		1,737,395	0	0				205	0
9199999	- TOTAL Short-Term Investments						1,737,395	0	0	0	0		1,737,395	0	0				205	0

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Schedule DB, Part A, Section 1
NONE

Description of Hedged Risk (s)
NONE

Financial or Economic Impact of the Hedge
NONE

Page E19

Schedule DB, Part A, Section 2
NONE

Description of Hedged Risk (s)
NONE

Financial or Economic Impact of the Hedge
NONE

Page E20

Schedule DB, Part B, Section 1
NONE

Broker Name
NONE

Description of Hedged Risk (s)
NONE

Financial or Economic Impact of the Hedge
NONE

Page E21

Schedule DB, Part B, Section 2
NONE

Description of Hedged Risk (s)
NONE

Financial or Economic Impact of the Hedge
NONE

Page E22

Schedule DB, Part D, Section 1
NONE

Page E23

Schedule DB, Part D, Section 2, Collateral Pledged By
NONE

Schedule DB, Part D, Section 2, Collateral Pledged To
NONE

Page E24

Schedule DL, Part 1, Securities Lending Collateral Assets
NONE

Page E25

Schedule DL, Part 2, Securities Lending Collateral Assets
NONE

Page E26

Schedule E, Part 1, Cash

NONE

Page E27

Schedule E, Part 2, Cash Equivalents

NONE

SCHEDULE E - PART 3 - SPECIAL DEPOSITS

		1	2	Deposits For the Benefit of All Policyholders		All Other Special Deposits	
		Type of Deposit	Purpose of Deposit	3 Book/Adjusted Carrying Value	4 Fair Value	5 Book/Adjusted Carrying Value	6 Fair Value
States, Etc.							
1.	Alabama	AL		0	0	0	0
2.	Alaska	AK		0	0	0	0
3.	Arizona	AZ		0	0	0	0
4.	Arkansas	AR		0	0	0	0
5.	California	CA		0	0	0	0
6.	Colorado	CO		0	0	0	0
7.	Connecticut	CT		0	0	0	0
8.	Delaware	DE	B Multiple Purposes	0	0	323,102	352,250
9.	District of Columbia	DC		0	0	0	0
10.	Florida	FL		0	0	0	0
11.	Georgia	GA		0	0	0	0
12.	Hawaii	HI		0	0	0	0
13.	Idaho	ID		0	0	0	0
14.	Illinois	IL		0	0	0	0
15.	Indiana	IN		0	0	0	0
16.	Iowa	IA		0	0	0	0
17.	Kansas	KS		0	0	0	0
18.	Kentucky	KY		0	0	0	0
19.	Louisiana	LA		0	0	0	0
20.	Maine	ME		0	0	0	0
21.	Maryland	MD		0	0	0	0
22.	Massachusetts	MA		0	0	0	0
23.	Michigan	MI		0	0	0	0
24.	Minnesota	MN		0	0	0	0
25.	Mississippi	MS		0	0	0	0
26.	Missouri	MO		0	0	0	0
27.	Montana	MT		0	0	0	0
28.	Nebraska	NE		0	0	0	0
29.	Nevada	NV		0	0	0	0
30.	New Hampshire	NH		0	0	0	0
31.	New Jersey	NJ		0	0	0	0
32.	New Mexico	NM		0	0	0	0
33.	New York	NY		0	0	0	0
34.	North Carolina	NC		0	0	0	0
35.	North Dakota	ND		0	0	0	0
36.	Ohio	OH	B Multiple Purposes	2,819,768	3,175,994	0	0
37.	Oklahoma	OK		0	0	0	0
38.	Oregon	OR		0	0	0	0
39.	Pennsylvania	PA		0	0	0	0
40.	Rhode Island	RI		0	0	0	0
41.	South Carolina	SC		0	0	0	0
42.	South Dakota	SD		0	0	0	0
43.	Tennessee	TN		0	0	0	0
44.	Texas	TX		0	0	0	0
45.	Utah	UT		0	0	0	0
46.	Vermont	VT		0	0	0	0
47.	Virginia	VA	B Multiple Purposes	0	0	787,920	893,592
48.	Washington	WA		0	0	0	0
49.	West Virginia	WV		0	0	0	0
50.	Wisconsin	WI		0	0	0	0
51.	Wyoming	WY		0	0	0	0
52.	American Samoa	AS		0	0	0	0
53.	Guam	GU		0	0	0	0
54.	Puerto Rico	PR		0	0	0	0
55.	U. S. Virgin Islands	VI		0	0	0	0
56.	Northern Mariana Islands	MP		0	0	0	0
57.	Canada	CAN		0	0	0	0
58.	Aggregate Alien and Other	OT	X X X	0	0	0	0
59.	Total	X X X	X X X	2,819,768	3,175,994	1,111,022	1,245,842
DETAILS OF WRITE-INS							
5801.				0	0	0	0
5802.				0	0	0	0
5803.				0	0	0	0
5898.	Sum of remaining write-ins for Line 58 from overflow page	X X X	X X X	0	0	0	0
5899.	Total (Line 5801 through Line 5803 plus Line 5898) (Line 58 above)	X X X	X X X	0	0	0	0

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