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QUARTERLY STATEMENT

As of June 30, 2015

of the Condition and Affairs of the

PROGRESSIVE NORTHWESTERN INSURANCE COMPANY

NAIC Group Code.....155, 155 (Current Period) (Prior Period) | NAIC Company Code..... 42919 | Employer's ID Number..... 91-1187829

Organized under the Laws of OH | State of Domicile or Port of Entry OH | Country of Domicile US

Incorporated/Organized..... September 24, 1982 | Commenced Business..... September 26, 1983

Statutory Home Office: 6300 WILSON MILLS ROAD, W33….. CLEVELAND ..... OH ..... US 44143-2182
(Street and Number) (City or Town, State, Country and Zip Code)

Main Administrative Office: 6300 WILSON MILLS ROAD, W33….. CLEVELAND ..... OH ..... US 44143-2182 440-461-5000
(Street and Number) (City or Town, State, Country and Zip Code) (Area Code) (Telephone Number)

Mail Address: P.O. BOX 89490….. CLEVELAND ..... OH ..... US 44101-6490
(Street and Number or P. O. Box) (City or Town, State, Country and Zip Code)

Primary Location of Books and Records: 6300 WILSON MILLS ROAD, W33….. CLEVELAND ..... OH ..... US 44143-2182 440-395-4460
(Street and Number) (City or Town, State, Country and Zip Code) (Area Code) (Telephone Number)

Internet Web Site Address: PROGRESSIVE.COM

Statutory Statement Contact: MARY BETH ANDREANO 440-395-4460
(Name) (Area Code) (Telephone Number) (Extension)

FINANCIAL_REPORTING@PROGRESSIVE.COM 440-603-5500
(E-Mail Address) (Fax Number)

POLICYHOLDER SERVICES AND CLAIMS REPORTING -- 1-800-PROGRESSIVE (1-800-776-4737)

OFFICERS

Name	Title	Name	Title
MARK DONALD NIEHAUS	PRESIDENT	PETER JAMES ALBERT	SECRETARY
THOMAS ALFRED KING	TREASURER		

OTHER

PETER JAMES ALBERT	(VICE PRESIDENT)	MARY BETH ANDREANO	(VICE PRESIDENT)
KAREN BARONE BAILO	(VICE PRESIDENT)	KATHLEEN MARY CERNY	(ASST. SECRETARY)
JAMES LEE KUSMER	(ASST. TREASURER)		

DIRECTORS OR TRUSTEES

THOMAS HUDSON HOLLYER	KATHRYN MARGARET LEMIEUX	MARK DONALD NIEHAUS	DAVID LLOYD PRATT
DAVID JAMES SKOVE			

State of........ OHIO
County of..... CUYAHOGA

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.

(Signature)	(Signature)	(Signature)
MARK DONALD NIEHAUS	PETER JAMES ALBERT	THOMAS ALFRED KING
1. (Printed Name)	2. (Printed Name)	3. (Printed Name)
PRESIDENT	SECRETARY	TREASURER
(Title)	(Title)	(Title)

Subscribed and sworn to before me
This 11TH day of AUGUST, 2015

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

ASSETS

	Current Statement Date 1 Assets	2 Nonadmitted Assets	3 Net Admitted Assets (Cols. 1 - 2)	4 December 31 Prior Year Net Admitted Assets
1. Bonds	1,086,978,625		1,086,978,625	1,008,717,805
2. Stocks:				
2.1 Preferred stocks			0	
2.2 Common stocks	187,079,050		187,079,050	186,012,968
3. Mortgage loans on real estate:				
3.1 First liens			0	
3.2 Other than first liens			0	
4. Real estate:				
4.1 Properties occupied by the company (less $..........0 encumbrances)			0	
4.2 Properties held for the production of income (less $..........0 encumbrances)			0	
4.3 Properties held for sale (less $..........0 encumbrances)			0	
5. Cash ($.....20,329), cash equivalents ($.....4,899,873) and short-term investments ($.....178,339)	5,098,541		5,098,541	25,714,950
6. Contract loans (including $..........0 premium notes)			0	
7. Derivatives			0	
8. Other invested assets			0	
9. Receivables for securities			0	
10. Securities lending reinvested collateral assets			0	
11. Aggregate write-ins for invested assets	0	0	0	0
12. Subtotals, cash and invested assets (Lines 1 to 11)	1,279,156,216	0	1,279,156,216	1,220,445,723
13. Title plants less $..........0 charged off (for Title insurers only)			0	
14. Investment income due and accrued	5,733,558		5,733,558	4,998,936
15. Premiums and considerations:				
15.1 Uncollected premiums and agents' balances in the course of collection	20,834,347	1,936,869	18,897,478	3,361,738
15.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due (including $..........0 earned but unbilled premiums)	68,554,385		68,554,385	62,460,642
15.3 Accrued retrospective premiums			0	
16. Reinsurance:				
16.1 Amounts recoverable from reinsurers	4,242,859		4,242,859	3,018,535
16.2 Funds held by or deposited with reinsured companies			0	
16.3 Other amounts receivable under reinsurance contracts			0	
17. Amounts receivable relating to uninsured plans			0	
18.1 Current federal and foreign income tax recoverable and interest thereon			0	
18.2 Net deferred tax asset	2,780,402		2,780,402	
19. Guaranty funds receivable or on deposit			0	
20. Electronic data processing equipment and software			0	
21. Furniture and equipment, including health care delivery assets ($..........0)			0	
22. Net adjustment in assets and liabilities due to foreign exchange rates			0	
23. Receivables from parent, subsidiaries and affiliates	41,266,905		41,266,905	18,906,682
24. Health care ($..........0) and other amounts receivable			0	
25. Aggregate write-ins for other than invested assets	392,612	375,172	17,440	340,725
26. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 12 through 25)	1,422,961,284	2,312,041	1,420,649,243	1,313,532,981
27. From Separate Accounts, Segregated Accounts and Protected Cell Accounts			0	
28. Total (Lines 26 and 27)	1,422,961,284	2,312,041	1,420,649,243	1,313,532,981

DETAILS OF WRITE-INS

1101.			0	
1102.			0	
1103.			0	
1198. Summary of remaining write-ins for Line 11 from overflow page	0	0	0	0
1199. Totals (Lines 1101 thru 1103 plus 1198) (Line 11 above)	0	0	0	0
2501. STATE TAX CREDITS	17,440		17,440	340,725
2502. PREPAID EXPENSES	368,162	368,162	0	
2503. MISCELLANEOUS OTHER ASSETS	7,010	7,010	0	
2598. Summary of remaining write-ins for Line 25 from overflow page	0	0	0	0
2599. Totals (Lines 2501 thru 2503 plus 2598) (Line 25 above)	392,612	375,172	17,440	340,725

LIABILITIES, SURPLUS AND OTHER FUNDS

		1 Current Statement Date	2 December 31 Prior Year
1.	Losses (current accident year $.....162,010,176)	413,839,584	400,722,262
2.	Reinsurance payable on paid losses and loss adjustment expenses	9,897,771	6,562,778
3.	Loss adjustment expenses	85,155,442	82,233,083
4.	Commissions payable, contingent commissions and other similar charges	929,632	1,506,818
5.	Other expenses (excluding taxes, licenses and fees)	56,085,540	46,902,328
6.	Taxes, licenses and fees (excluding federal and foreign income taxes)	7,381,147	8,700,462
7.1	Current federal and foreign income taxes (including $.....1,218,674 on realized capital gains (losses))	22,992,303	12,057,395
7.2	Net deferred tax liability		566,707
8.	Borrowed money $.........0 and interest thereon $.........0		
9.	Unearned premiums (after deducting unearned premiums for ceded reinsurance of $.....160,174,870 and including warranty reserves of $.........0 and accrued accident and health experience rating refunds including $.........0 for medical loss ratio rebate per the Public Health Service Act	373,804,206	342,137,812
10.	Advance premium	5,068,355	3,205,883
11.	Dividends declared and unpaid:		
	11.1 Stockholders		
	11.2 Policyholders		
12.	Ceded reinsurance premiums payable (net of ceding commissions)	31,008	19,954
13.	Funds held by company under reinsurance treaties		
14.	Amounts withheld or retained by company for account of others		
15.	Remittances and items not allocated		
16.	Provision for reinsurance (including $.........0 certified)		
17.	Net adjustments in assets and liabilities due to foreign exchange rates		
18.	Drafts outstanding	17,427,103	19,065,003
19.	Payable to parent, subsidiaries and affiliates		
20.	Derivatives		
21.	Payable for securities	2,025	
22.	Payable for securities lending		
23.	Liability for amounts held under uninsured plans		
24.	Capital notes $.........0 and interest thereon $.........0		
25.	Aggregate write-ins for liabilities	2,260,946	2,259,573
26.	Total liabilities excluding protected cell liabilities (Lines 1 through 25)	994,875,062	925,940,058
27.	Protected cell liabilities		
28.	Total liabilities (Lines 26 and 27)	994,875,062	925,940,058
29.	Aggregate write-ins for special surplus funds	0	0
30.	Common capital stock	3,000,025	3,000,025
31.	Preferred capital stock		
32.	Aggregate write-ins for other than special surplus funds	0	0
33.	Surplus notes		
34.	Gross paid in and contributed surplus	146,299,975	146,299,975
35.	Unassigned funds (surplus)	276,474,181	238,292,923
36.	Less treasury stock, at cost:		
	36.1 ....0.000 shares common (value included in Line 30 $.........0)		
	36.2 ....0.000 shares preferred (value included in Line 31 $.........0)		
37.	Surplus as regards policyholders (Lines 29 to 35, less 36)	425,774,181	387,592,923
38.	Totals (Page 2, Line 28, Col. 3)	1,420,649,243	1,313,532,981

DETAILS OF WRITE-INS

2501.	STATE PLAN LIABILITY	2,095,565	2,064,303
2502.	OTHER LIABILITIES	88,061	83,576
2503.	ESCHEATABLE PROPERTY	77,047	103,146
2598.	Summary of remaining write-ins for Line 25 from overflow page	273	8,548
2599.	Totals (Lines 2501 thru 2503 plus 2598) (Line 25 above)	2,260,946	2,259,573
2901.			
2902.			
2903.			
2998.	Summary of remaining write-ins for Line 29 from overflow page	0	0
2999.	Totals (Lines 2901 thru 2903 plus 2998) (Line 29 above)	0	0
3201.			
3202.			
3203.			
3298.	Summary of remaining write-ins for Line 32 from overflow page	0	0
3299.	Totals (Lines 3201 thru 3203 plus 3298) (Line 32 above)	0	0

STATEMENT OF INCOME

	1 Current Year to Date	2 Prior Year to Date	3 Prior Year Ended December 31
UNDERWRITING INCOME			
1. Premiums earned:			
1.1 Direct (written $.....253,620,556)	238,666,248	237,796,123	486,432,840
1.2 Assumed (written $.....628,592,585)	596,926,191	581,502,270	1,191,365,224
1.3 Ceded (written $.....253,620,556)	238,666,248	237,796,123	486,432,840
1.4 Net (written $.....628,592,585)	596,926,191	581,502,270	1,191,365,224
DEDUCTIONS:			
2. Losses incurred (current accident year $.....376,277,103):			
2.1 Direct	131,849,986	142,298,678	289,300,387
2.2 Assumed	366,568,087	361,261,915	734,552,238
2.3 Ceded	131,849,986	142,298,678	289,300,387
2.4 Net	366,568,087	361,261,915	734,552,238
3. Loss adjustment expenses incurred	61,640,376	59,959,657	120,911,256
4. Other underwriting expenses incurred	127,068,627	125,068,458	247,025,605
5. Aggregate write-ins for underwriting deductions	0	0	0
6. Total underwriting deductions (Lines 2 through 5)	555,277,090	546,290,030	1,102,489,099
7. Net income of protected cells			
8. Net underwriting gain (loss) (Line 1 minus Line 6 + Line 7)	41,649,101	35,212,240	88,876,125
INVESTMENT INCOME			
9. Net investment income earned	12,786,060	13,023,774	25,425,341
10. Net realized capital gains (losses) less capital gains tax of $.....1,218,674	2,215,096	10,584,586	10,708,532
11. Net investment gain (loss) (Lines 9 + 10)	15,001,156	23,608,360	36,133,873
OTHER INCOME			
12. Net gain or (loss) from agents' or premium balances charged off (amount recovered $.....192,540 amount charged off $.....2,337,921)	(2,145,381)	(2,104,132)	(4,135,216)
13. Finance and service charges not included in premiums	4,460,495	4,683,680	9,534,212
14. Aggregate write-ins for miscellaneous income	515,648	493,377	2,092,763
15. Total other income (Lines 12 through 14)	2,830,762	3,072,925	7,491,759
16. Net income before dividends to policyholders, after capital gains tax and before all other federal and foreign income taxes (Lines 8 + 11 + 15)	59,481,019	61,893,525	132,501,757
17. Dividends to policyholders			
18. Net income after dividends to policyholders, after capital gains tax and before all other federal and foreign income taxes (Line 16 minus Line 17)	59,481,019	61,893,525	132,501,757
19. Federal and foreign income taxes incurred	21,773,512	18,392,828	39,619,240
20. Net income (Line 18 minus Line 19) (to Line 22)	37,707,507	43,500,697	92,882,517
CAPITAL AND SURPLUS ACCOUNT			
21. Surplus as regards policyholders, December 31 prior year	387,592,923	371,568,997	371,568,997
22. Net income (from Line 20)	37,707,507	43,500,697	92,882,517
23. Net transfers (to) from Protected Cell accounts			
24. Change in net unrealized capital gains or (losses) less capital gains tax of $.....(1,147,033)	(2,130,205)	527,576	5,548,899
25. Change in net unrealized foreign exchange capital gain (loss)			
26. Change in net deferred income tax	2,200,076	662,349	(2,010,206)
27. Change in nonadmitted assets	403,880	(19,992)	(197,284)
28. Change in provision for reinsurance			
29. Change in surplus notes			
30. Surplus (contributed to) withdrawn from protected cells			
31. Cumulative effect of changes in accounting principles			
32. Capital changes:			
32.1 Paid in			
32.2 Transferred from surplus (Stock Dividend)			
32.3 Transferred to surplus			
33. Surplus adjustments:			
33.1 Paid in			
33.2 Transferred to capital (Stock Dividend)			
33.3 Transferred from capital			
34. Net remittances from or (to) Home Office			
35. Dividends to stockholders			(80,200,000)
36. Change in treasury stock			
37. Aggregate write-ins for gains and losses in surplus	0	0	0
38. Change in surplus as regards policyholders (Lines 22 through 37)	38,181,258	44,670,630	16,023,926
39. Surplus as regards policyholders, as of statement date (Lines 21 plus 38)	425,774,181	416,239,627	387,592,923

DETAILS OF WRITE-INS

0501.			
0502.			
0503.			
0598. Summary of remaining write-ins for Line 5 from overflow page	0	0	0
0599. Totals (Lines 0501 thru 0503 plus 0598) (Line 5 above)	0	0	0
1401. MISCELLANEOUS INCOME	493,769	452,233	2,013,381
1402. SERVICE BUSINESS REVENUE	19,429	36,117	70,567
1403. INTEREST INCOME ON INTERCOMPANY BALANCES	2,450	5,027	8,815
1498. Summary of remaining write-ins for Line 14 from overflow page	0	0	0
1499. Totals (Lines 1401 thru 1403 plus 1498) (Line 14 above)	515,648	493,377	2,092,763
3701.			
3702.			
3703.			
3798. Summary of remaining write-ins for Line 37 from overflow page	0	0	0
3799. Totals (Lines 3701 thru 3703 plus 3798) (Line 37 above)	0	0	0

CASH FLOW

	1 Current Year to Date	2 Prior Year To Date	3 Prior Year Ended December 31
CASH FROM OPERATIONS			
1. Premiums collected net of reinsurance	609,385,640	578,733,269	1,194,142,281
2. Net investment income	14,042,419	15,955,899	31,042,859
3. Miscellaneous income	2,771,861	3,057,517	7,463,234
4. Total (Lines 1 through 3)	626,199,920	597,746,685	1,232,648,374
5. Benefit and loss related payments	351,340,096	352,255,420	730,649,484
6. Net transfers to Separate Accounts, Segregated Accounts and Protected Cell Accounts			
7. Commissions, expenses paid and aggregate write-ins for deductions	178,499,933	176,091,303	357,184,197
8. Dividends paid to policyholders			
9. Federal and foreign income taxes paid (recovered) net of $.....41,819 tax on capital gains (losses)	12,057,278	8,191,015	41,131,459
10. Total (Lines 5 through 9)	541,897,307	536,537,738	1,128,965,140
11. Net cash from operations (Line 4 minus Line 10)	84,302,613	61,208,947	103,683,234
CASH FROM INVESTMENTS			
12. Proceeds from investments sold, matured or repaid:			
12.1 Bonds	249,354,304	231,502,482	538,535,825
12.2 Stocks	2,773,105	38,546,184	39,882,672
12.3 Mortgage loans			
12.4 Real estate			
12.5 Other invested assets			
12.6 Net gains or (losses) on cash, cash equivalents and short-term investments			
12.7 Miscellaneous proceeds	2,025		
12.8 Total investment proceeds (Lines 12.1 to 12.7)	252,129,434	270,048,666	578,418,497
13. Cost of investments acquired (long-term only):			
13.1 Bonds	328,343,584	160,818,167	589,794,708
13.2 Stocks	4,945,173	3,201,426	6,195,870
13.3 Mortgage loans			
13.4 Real estate			
13.5 Other invested assets			
13.6 Miscellaneous applications		25,043,903	
13.7 Total investments acquired (Lines 13.1 to 13.6)	333,288,757	189,063,496	595,990,578
14. Net increase or (decrease) in contract loans and premium notes			
15. Net cash from investments (Line 12.8 minus Line 13.7 and Line 14)	(81,159,323)	80,985,170	(17,572,081)
CASH FROM FINANCING AND MISCELLANEOUS SOURCES			
16. Cash provided (applied):			
16.1 Surplus notes, capital notes			
16.2 Capital and paid in surplus, less treasury stock			
16.3 Borrowed funds			
16.4 Net deposits on deposit-type contracts and other insurance liabilities			
16.5 Dividends to stockholders			80,200,000
16.6 Other cash provided (applied)	(23,759,699)	(9,745,505)	3,932,528
17. Net cash from financing and miscellaneous sources (Lines 16.1 through 16.4 minus Line 16.5 plus Line 16.6)	(23,759,699)	(9,745,505)	(76,267,472)
RECONCILIATION OF CASH, CASH EQUIVALENTS AND SHORT-TERM INVESTMENTS			
18. Net change in cash, cash equivalents and short-term investments (Line 11 plus Line 15 plus Line 17)	(20,616,409)	132,448,612	9,843,681
19. Cash, cash equivalents and short-term investments:			
19.1 Beginning of year	25,714,950	15,871,269	15,871,269
19.2 End of period (Line 18 plus Line 19.1)	5,098,541	148,319,881	25,714,950

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

20.0001			

NOTES TO FINANCIAL STATEMENTS

1. Summary of Significant Accounting Policies

A. Accounting Practices

The accompanying statutory-basis financial statements of Progressive Northwestern Insurance Company (the "Company") were prepared on the basis of accounting practices prescribed or permitted by the Ohio Department of Insurance ("DOI").

The Ohio DOI requires insurance companies domiciled in the state of Ohio to prepare their statutory-basis financial statements in accordance with the National Association of Insurance Commissioners' ("NAIC") *Accounting Practices and Procedures Manual*, subject to any deviations prescribed or permitted by the Ohio DOI. No deviations from NAIC statutory accounting practices ("NAIC SAP") were used in preparing these statutory-basis financial statements as illustrated in the table below:

Description	State of Domicile	June 30, 2015	December 31, 2014
Net income			
(1) Net income, state basis	OH	$ 37,707,507	$ 92,882,517
(2) Effect of state prescribed practices		--	--
(3) Effect of state permitted practices		--	--
(4) Net income, NAIC SAP basis (1-2-3=4)	OH	$ 37,707,507	$ 92,882,517
Surplus			
(5) Policyholders' surplus, state basis	OH	$ 425,774,181	$ 387,592,923
(6) Effect of state prescribed practices		--	--
(7) Effect of state permitted practices		--	--
(8) Policyholders' surplus, NAIC SAP basis(5-6-7=8)	OH	$ 425,774,181	$ 387,592,923

C. Accounting Policies

6. Loan-backed securities

Loan-backed and structured securities are accounted for as prescribed by Statement of Statutory Accounting Principles No. 43R, Loan-backed and Structured Securities. These securities are generally stated at amortized cost as determined by the estimated value of future cash flows. Prepayment assumptions for loan-backed and structured debt securities are obtained from available market data, broker/dealers, and/or internal estimates, and are consistent with current interest rate and economic trends. See Note 5.D.

2. Accounting Changes and Corrections of Errors

No significant change

3. Business Combinations and Goodwill

No significant change

4. Discontinued Operations

No significant change

5. Investments

D. Loan-Backed Securities

1. The sources used to determine prepayment assumptions are derived from updated cash flows from widely utilized reputable industry sources. The Company's portfolio managers review the available cash flow data and prepayment assumptions and make adjustments based on current performance indicators on the underlying assets (e.g., delinquency rates, foreclosure rates, and default rates), credit support (via current levels of subordination), and historical credit ratings.

2. Intent to Sell or Inability to Hold Securities with a Recognized Other-Than-Temporary Impairment

Not applicable

3. As of June 30, 2015, the Company has not recorded an other-than-temporary impairment for loan-backed and structured debt securities during the current year.

4. As of June 30, 2015, the Company had $3,553,801 of gross unrealized losses in the Company's loan-backed and structured debt securities. The Company currently does not intend to sell the loan-backed and structured debt securities and determined that it is more likely than not that the Company will not be required to sell these securities for the period of time necessary to recover their cost basis. If the Company's strategy was to change and these securities were determined to be other-than-temporarily impaired, the Company would recognize a write-down in accordance with the Company's stated policy.

As of June 30, 2015, the composition of fair value and gross unrealized losses on loan-backed and structured debt securities by the length of time that individual securities have been in a continuous unrealized loss position is as follows:

Description	Amount
a. Aggregate amount of unrealized losses	
1. Less than twelve months	$ 2,278,366
2. Twelve months or longer	1,275,435
Total	$ 3,553,801
b. Aggregate fair value of securities with unrealized losses	
1. Less than twelve months	$ 248,831,493
2. Twelve months or longer	36,140,586
Total	$ 284,972,079

5. Under SSAP No. 43R, the Company analyzes its structured debt securities to determine if the Company intends to sell, or if it is more likely than not that the Company will be required to sell, the security prior to recovery and, if so, the Company writes down the security to its current fair market value with the entire amount of the write-down recorded as a realized loss. To the extent that it is more likely than not that the Company will hold the debt security until recovery (which could be maturity), the Company determines if any of the decline in value is due to a credit loss (i.e., where the present value of cash flows expected to be collected is lower than the amortized cost basis of the security) and, if so, the Company recognizes that portion of the impairment as a realized loss.

NOTES TO FINANCIAL STATEMENTS

E. Repurchase Agreements and/or Securities Lending Transactions

Not applicable

I. Working Capital Finance Investments

Not applicable

J. Offsetting and Netting of Assets and Liabilities

Not applicable

6. Joint Ventures, Partnerships and Limited Liability Companies

No significant change

7. Investment Income

No significant change

8. Derivative Instruments

No significant change

9. Income Taxes

No significant change

10. Information Concerning Parent, Subsidiaries, Affiliates and Other Related Parties

No significant change

11. Debt

B. Federal Home Loan Bank Agreements

Not applicable

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

A. Defined Benefit Plan

Not applicable

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

No significant change

14. Contingencies

G. All Other Contingencies

The Company routinely assesses the collectibility of premiums and agents' balances receivable and records a bad debt reserve for amounts exceeding the nonadmitted balance that the Company believes are uncollectible.

The Company is named as defendant in various lawsuits arising out of its insurance operations. All legal actions relating to claims made under insurance policies are considered by the Company in establishing its loss and loss adjustment expense ("LAE") reserves. The Company also has, on a net basis, potential exposure relating to lawsuits due to its participation in a 100% pooling reinsurance agreement for which it is allocated litigation expenses.

The following is a discussion of potentially significant pending cases at June 30, 2015. The Company does not consider a loss from these cases to be probable and is unable to estimate a range of loss, if any, at this time.

As of June 30, 2015, there was one putative class action lawsuit challenging the Company's use of certain automated database vendors or software to assist in the adjustment of bodily injury claims. Plaintiffs allege that these databases or software systematically undervalue the claims.

As of June 30, 2015, there were three cases consolidated into multi-district proceedings alleging that the Company improperly steers automobile repair work to certain auto body repair shops and challenging the labor rates the Company pays to auto body repair shops.

15. Leases

No significant change

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

No significant change

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

B. Transfer and Servicing of Financial Assets

Not applicable

C. Wash Sales

The Company had no wash sales of securities with a NAIC rating of 3 or below during the reporting period.

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

No significant change

19. Direct Premiums Written / Produced by Managing General Agents / Third Party Administrators

No significant change

NOTES TO FINANCIAL STATEMENTS

20. Fair Value Measurements

A. Inputs Used for Assets and Liabilities Measured at Fair Value in the Company's Financial Statements

1. Fair Value Measurements by Levels 1, 2 and 3

The Company categorizes its financial instruments, based on the degree of subjectivity inherent in the method by which they are valued, into a fair value hierarchy of three levels, as follows:

Level 1 - Inputs are unadjusted, quoted prices in active markets for identical instruments at the measurement date (e.g., active exchange-traded equity securities).

Level 2 - Inputs (other than quoted prices included within Level 1) that are observable for the instrument either directly or indirectly. This includes: (i) quoted prices for similar instruments in active markets, (ii) quoted prices for identical or similar instruments in markets that are not active, (iii) inputs other than quoted prices that are observable for the instruments, and (iv) inputs that are derived principally from or corroborated by observable market data by correlation or other means.

Level 3 - Inputs that are unobservable. Unobservable inputs reflect the Company's subjective evaluation about the assumptions market participants would use in pricing the financial instrument.

The Company's management evaluated whether the market was distressed or inactive in determining the fair value of the Company's securities and reviewed certain market level inputs to evaluate whether sufficient activity, volume, and new issuances existed to create an active market. Based on this evaluation, management concluded that there was sufficient activity in determining the fair market value of the Company's securities.

The valuations classified as either Level 1 or Level 2 in the table below are priced exclusively by external sources, including: pricing vendors, dealers/market makers, and exchange-quoted prices. The Company did not have any transfers between Level 1 and Level 2. At the end of each reporting period, the Company evaluates whether or not any event has occurred or circumstances have changed that would cause an instrument to be transferred into or out of Level 3.

Fair Value Measurements at June 30, 2015:

Asset Description	Level 1	Level 2	Level 3	Total
a. Assets on balance sheet at fair value				
Bonds Industrial & Miscellaneous	$ --	$ 32,180,617	$ --	$ 32,180,617
Common stock Industrial & Miscellaneous	187,079,050	--	--	187,079,050
Total assets at fair value	$ 187,079,050	$ 32,180,617	$ --	$ 219,259,667
b. Liabilities on balance sheet at fair value				
Derivative liabilities	$ --	$ --	$ --	$ --
Total liabilities at fair value	$ --	$ --	$ --	$ --

2. Roll forward of Level 3 Items

Not applicable

3. Policy on Transfers Into and Out of Level 3

At the end of each reporting period, the Company evaluates whether or not any event has occurred or circumstances have changed that would cause an instrument to be transferred into or out of Level 3.

4. Inputs and Techniques Used for Level 2 and Level 3 Fair Values

See Note 20.A above.

5. Derivative Fair Values

Not applicable

B. Other Fair Value Disclosures

Not applicable

C. Fair Values for all Financial Instruments by Levels 1, 2, and 3

The table below represents the fair value of all financial instruments at June 30, 2015, however, not all financial instruments are reported at fair value in the Company's financial statements.

Type of Financial Instrument	Aggregate Fair Value	Admitted Assets	Level 1	Level 2	Level 3	Not Practicable (Carrying Value)
Bonds	$ 1,090,878,122	$ 1,086,978,625	$ 151,067,423	$ 939,810,699	$ --	$ --
Cash equivalents	4,899,873	4,899,873	4,899,873	--	--	--
Short-term investments	178,339	178,339	178,339	--	--	--
Common stock	187,079,050	187,079,050	187,079,050	--	--	--
Total	$ 1,283,035,384	$ 1,279,135,887	$ 343,224,685	$ 939,810,699	$ --	$ --

D. Financial Instruments for Which it is Not Practicable to Estimate Fair Values

Not applicable

21. Other Items

No significant change

NOTES TO FINANCIAL STATEMENTS

22. Events Subsequent

Subsequent events have been considered through August 7, 2015 for the statutory statement that was available for issuance by August 15, 2015. There were no subsequent events to report.

23. Reinsurance

No significant change

24. Retrospectively Rated Contracts and Contracts Subject to Redetermination

F. Risk-Sharing Provisions of the Affordable Care Act

The Company does not write health insurance.

25. Changes in Incurred Losses and Loss Adjustment Expenses

Incurred losses and LAE attributable to insured events of prior accident years decreased by $10,014,720 in 2015, which is 2.1% of the total prior year net unpaid losses and LAE of $482,955,345. The favorable development is primarily due to private passenger auto liability originally anticipated severity for accident year 2014 decreasing by 1% and less late reported losses than anticipated for auto physical damage. The LAE reserves developed favorably primarily due to favorable adjusting and other expense reserve development.

26. Intercompany Pooling Arrangements

No significant change

27. Structured Settlements

No significant change

28. Health Care Receivables

No significant change

29. Participating Accident and Health Policies

No significant change

30. Premium Deficiency Reserves

No significant change

31. High Deductibles

No significant change

32. Discounting of Liabilities for Unpaid Losses and Unpaid Loss Adjustment Expenses

No significant change

33. Asbestos and Environmental Reserves

No significant change

34. Subscriber Savings Accounts

No significant change

35. Multiple Peril Crop Insurance

No significant change

36. Financial Guaranty Insurance

B. Schedule of Insured Financial Obligations at the End of the Period

Not applicable

GENERAL INTERROGATORIES

PART 1 - COMMON INTERROGATORIES

GENERAL

1.1 Did the reporting entity experience any material transactions requiring the filing of Disclosure of Material Transactions with the State of Domicile, as required by the Model Act? Yes [ ] No [X]

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

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

2.2 If yes, date of change:

3.1 Is the reporting entity a member of an Insurance Holding Company System consisting of two or more affiliated persons, one or more of which is an insurer? Yes [X] No [ ]
If yes, complete Schedule Y, Parts 1 and 1A.

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

3.3 If the response to 3.2 is yes, provide a brief description of those changes.

ON APRIL 1, 2015 THE PROGRESSIVE CORPORATION ACQUIRED A CONTROLLING INTEREST IN ARX HOLDING CORPORATION, WHICH IN TURN HAS A CONTROLLING INTEREST IN VARIOUS COMPANIES (SEE SCHEDULE Y PART 1 - ORGANIZATIONAL CHART).

4.1 Has the reporting entity been a party to a merger or consolidation during the period covered by this statement? Yes [ ] No [X]

4.2 If yes, provide name of entity, NAIC Company Code, and state of domicile (use two letter state abbreviation) for any entity that has ceased to exist as a result of the merger or consolidation.

1 Name of Entity	2 NAIC Company Code	3 State of Domicile

5. If the reporting entity is subject to a management agreement, including third-party administrator(s), managing general agent(s), attorney-in-fact, or similar agreement, have there been any significant changes regarding the terms of the agreement or principals involved?
If yes, attach an explanation. Yes [ ] No [X] N/A [ ]

6.1 State as of what date the latest financial examination of the reporting entity was made or is being made. 12/31/2012

6.2 State the as of date that the latest financial examination report became available from either the state of domicile or the reporting entity. This date should be the date of the examined balance sheet and not the date the report was completed or released. 12/31/2012

6.3 State as of what date the latest financial examination report became available to other states or the public from either the state of domicile or the reporting entity. This is the release date or completion date of the examination report and not the date of the examination (balance sheet date). 08/06/2013

6.4 By what department or departments?

OHIO

6.5 Have all financial statement adjustments within the latest financial examination report been accounted for in a subsequent financial statement filed with the Department? Yes [ ] No [ ] N/A [X]

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

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

7.2 If yes, give full information:

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

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

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

8.4 If the response to 8.3 is yes, please provide below the names and location (city and state of the main office) of any affiliates regulated by a federal regulatory services agency [i.e. the Federal Reserve Board (FRB), the Office of the Comptroller of the Currency (OCC), the Federal Deposit Insurance Corporation (FDIC) and the Securities Exchange Commission (SEC)] and identify the affiliate's primary federal regulator].

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

9.1 Are the senior officers (principal executive officer, principal financial officer, principal accounting officer or controller, or persons performing similar functions) of the reporting entity subject to a code of ethics, which includes the following standards? Yes [X] No [ ]

(a) Honest and ethical conduct, including the ethical handling of actual or apparent conflicts of interest between personal and professional relationships;

(b) Full, fair, accurate, timely and understandable disclosure in the periodic reports required to be filed by the reporting entity;

(c) Compliance with applicable governmental laws, rules and regulations;

(d) The prompt internal reporting of violations to an appropriate person or persons identified in the code; and

(e) Accountability for adherence to the code.

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

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

9.21 If the response to 9.2 is Yes, provide information related to amendment(s).

9.3 Have any provisions of the code of ethics been waived for any of the specified officers? Yes [ ] No [X]

9.31 If the response to 9.3 is Yes, provide the nature of any waiver(s).

FINANCIAL

10.1 Does the reporting entity report any amounts due from parent, subsidiaries or affiliates on Page 2 of this statement? Yes [X] No [ ]

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

INVESTMENT

11.1 Were any of the stocks, bonds, or other assets of the reporting entity loaned, placed under option agreement, or otherwise made available for use by another person? (Exclude securities under securities lending agreements.) Yes [ ] No [X]

11.2 If yes, give full and complete information relating thereto:

12. Amount of real estate and mortgages held in other invested assets in Schedule BA: $ 0

13. Amount of real estate and mortgages held in short-term investments: $ 0

14.1 Does the reporting entity have any investments in parent, subsidiaries and affiliates? Yes [ ] No [X]

14.2 If yes, please complete the following:

		1 Prior Year-End Book/Adjusted Carrying Value	2 Current Quarter Book/Adjusted Carrying Value
14.21	Bonds	$ 0	$ 0
14.22	Preferred Stock	0	0
14.23	Common Stock	0	0
14.24	Short-Term Investments	0	0
14.25	Mortgage Loans on Real Estate	0	0
14.26	All Other	0	0
14.27	Total Investment in Parent, Subsidiaries and Affiliates (Subtotal Lines 14.21 to 14.26)	$ 0	$ 0
14.28	Total Investment in Parent included in Lines 14.21 to 14.26 above	$ 0	$ 0

15.1 Has the reporting entity entered into any hedging transactions reported on Schedule DB? Yes [ ] No [X]

15.2 If yes, has a comprehensive description of the hedging program been made available to the domiciliary state? Yes [ ] No [ ]

If no, attach a description with this statement.

16. For the reporting entity's security lending program, state the amount of the following as of current statement date:

16.1 Total fair value of reinvested collateral assets reported on Schedule DL, Parts 1 and 2: $ 0

16.2 Total book adjusted/carrying value of reinvested collateral assets reported on Schedule DL, Parts 1 and 2: $ 0

16.3 Total payable for securities lending reported on the liability page: $ 0

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

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

1 Name of Custodian(s)	2 Custodian Address
CITIBANK, N.A.	338 GREENWICH STREET NEW YORK, NY 10013
STATE STREET	801 PENNSYLVANIA AVE KANSAS CITY, MO 64105

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

1 Name(s)	2 Location(s)	3 Complete Explanation(s)
NONE		

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

17.4 If yes, give full and complete information relating thereto:

1 Old Custodian	2 New Custodian	3 Date of Change	4 Reason
NONE			

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

1 Central Registration Depository	2 Name(s)	3 Address
30107	STATE STREET GLOBAL MARKETS, LLC	225 FRANKLIN ST BOSTON, MA 02110

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

18.2 If no, list exceptions:

GENERAL INTERROGATORIES (continued)

PART 2 – PROPERTY & CASUALTY INTERROGATORIES

1. If the reporting entity is a member of a pooling arrangement, did the agreement or the reporting entity's participation change? Yes [ ] No [X] N/A [ ]

   If yes, attach an explanation.

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

   If yes, attach an explanation.

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

3.2 If yes, give full and complete information thereto:

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

4.2 If yes, complete the following schedule:

1	2	3	Total Discount				Discount Taken During Period			
Line of Business	Maximum Interest	Disc. Rate	4 Unpaid Losses	5 Unpaid LAE	6 IBNR	7 Total	8 Unpaid Losses	9 Unpaid LAE	10 IBNR	11 Total
	0.000	0.000	0	0	0	0	0	0	0	0
Total	XXX	XXX	0	0	0	0	0	0	0	0

5.1 Operating Percentages:

5.1	A&H loss percent	0.000%
5.2	A&H cost containment percent	0.000%
5.3	A&H expense percent excluding cost containment expenses	0.000%

6.1 Do you act as a custodian for health savings accounts? Yes [ ] No [X]

6.2 If yes, please provide the amount of custodial funds held as of the reporting date. $ 0

6.3 Do you act as an administrator for health savings accounts? Yes [ ] No [X]

6.4 If yes, please provide the amount of funds administered as of the reporting date. $ 0

SCHEDULE F - CEDED REINSURANCE

Showing All New Reinsurers - Current Year to Date

1 NAIC Company Code	2 ID Number	3 Name of Reinsurer	4 Domiciliary Jurisdiction	5 Type of Reinsurer	6 Certified Reinsurer Rating (1 through 6)	7 Effective Date of Certified Reinsurer Rating

NONE

SCHEDULE T - EXHIBIT OF PREMIUMS WRITTEN

Current Year to Date - Allocated by States and Territories

		1	Direct Premiums Written		Direct Losses Paid (Deducting Salvage)		Direct Losses Unpaid	
	States, Etc.	Active Status	2 Current Year to Date	3 Prior Year to Date	4 Current Year to Date	5 Prior Year to Date	6 Current Year to Date	7 Prior Year to Date
1.	Alabama AL	N						
2.	Alaska AK	L	2,220,218	2,297,292	625,757	890,471	789,785	1,309,313
3.	Arizona AZ	L	986,218	1,138,827	673,338	608,314	382,767	701,915
4.	Arkansas AR	L	35,008,490	33,950,244	17,799,868	20,311,348	14,252,384	14,036,065
5.	California CA	L						
6.	Colorado CO	L						
7.	Connecticut CT	L	17,739,852	19,133,013	9,809,381	8,894,542	19,581,660	21,129,135
8.	Delaware DE	L			(613)	(1,013)		
9.	District of Columbia DC	L						
10.	Florida FL	N						
11.	Georgia GA	L			(403)	(2,528)		
12.	Hawaii HI	L	174,570	197,255	100,328	154,069	64,204	103,040
13.	Idaho ID	L	21,971,086	21,204,537	13,043,212	12,623,787	13,442,751	13,734,081
14.	Illinois IL	N						
15.	Indiana IN	L	1,456,695	1,683,712	907,376	1,473,373	877,687	1,170,556
16.	Iowa IA	L						
17.	Kansas KS	L	50,941,100	49,608,485	31,387,444	28,910,491	20,991,198	21,583,871
18.	Kentucky KY	L						
19.	Louisiana LA	L						
20.	Maine ME	L	29,385,222	29,543,568	16,970,993	16,406,029	20,119,464	20,258,053
21.	Maryland MD	L						
22.	Massachusetts MA	N						
23.	Michigan MI	Q						
24.	Minnesota MN	L			14,297	22,003	25,000	10,291
25.	Mississippi MS	L						
26.	Missouri MO	L	12,668,452	12,876,507	4,771,324	6,294,077	6,041,025	6,546,529
27.	Montana MT	L	23,229,305	22,098,140	12,925,289	16,915,298	12,728,728	12,550,865
28.	Nebraska NE	L						
29.	Nevada NV	L	381,488	444,688	202,711	157,418	204,570	186,989
30.	New Hampshire NH	N						
31.	New Jersey NJ	L						
32.	New Mexico NM	L			(3,973)	896,397	184,891	123,514
33.	New York NY	L	22,413,104	21,565,637	6,687,815	8,573,172	11,106,011	12,577,509
34.	North Carolina NC	L						
35.	North Dakota ND	L	23,818,425	22,810,965	11,192,055	12,528,329	11,217,860	11,292,887
36.	Ohio OH	L						
37.	Oklahoma OK	L						
38.	Oregon OR	L		(25)	(323)	(2,186)		
39.	Pennsylvania PA	N						
40.	Rhode Island RI	L	251,005	314,172	220,508	447,773	384,912	385,143
41.	South Carolina SC	L						
42.	South Dakota SD	L						
43.	Tennessee TN	L			(1,529)	(595)		
44.	Texas TX	L						
45.	Utah UT	L			(1,320)	(120)		
46.	Vermont VT	N						
47.	Virginia VA	L	2,016,639	2,213,528	860,958	1,455,263	1,349,585	2,200,258
48.	Washington WA	L	8,958,687	10,738,119	5,806,114	8,186,516	11,996,724	13,214,972
49.	West Virginia WV	L						
50.	Wisconsin WI	L						
51.	Wyoming WY	N						
52.	American Samoa AS	N						
53.	Guam GU	N						
54.	Puerto Rico PR	N						
55.	US Virgin Islands VI	N						
56.	Northern Mariana Islands MP	N						
57.	Canada CAN	N						
58.	Aggregate Other Alien OT	XXX	0	0	0	0	0	0
59.	Totals	(a) 42	253,620,556	251,818,665	133,990,605	145,742,228	145,741,204	153,114,987

DETAILS OF WRITE-INS

58001.	XXX						
58002.	XXX						
58003.	XXX						
58998. Summary of remaining write-ins for Line 58 from overflow page	XXX	0	0	0	0	0	0
58999. Totals (Lines 58001 thru 58003+ Line 58998) (Line 58 above)	XXX	0	0	0	0	0	0

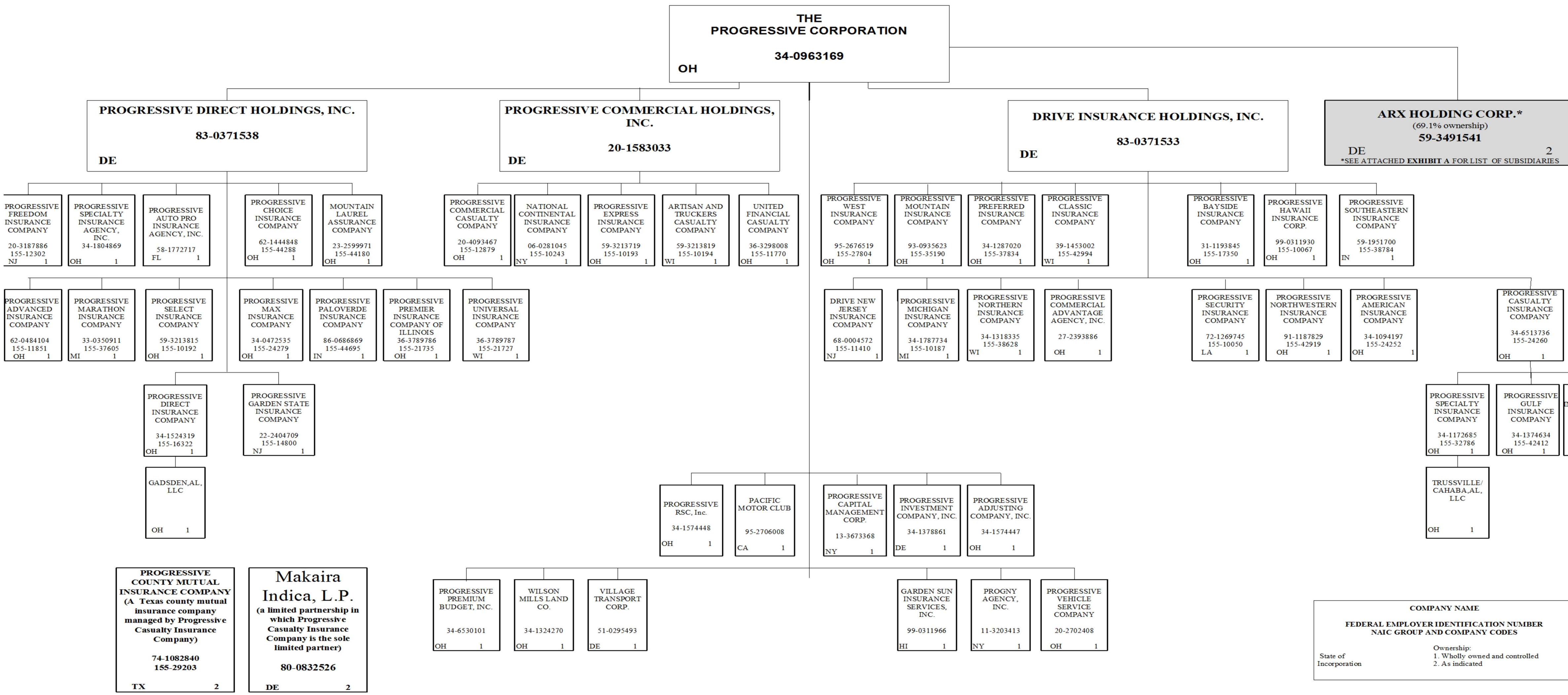
(L) - Licensed or Chartered - Licensed Insurance Carrier or Domicilied RRG; (R) - Registered - Non-domiciled RRGs; (Q) - Qualified - Qualified or Accredited Reinsurer;

(E) - Eligible - Reporting Entities eligible or approved to write Surplus Lines in the state; (N) - None of the above - Not allowed to write business in the state.

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

SCHEDULE Y – INFORMATION CONCERNING ACTIVITIES OF INSURER MEMBERS OF A HOLDING COMPANY GROUP

PART 1 – ORGANIZATIONAL CHART



06/30/15

SCHEDULE Y – INFORMATION CONCERNING ACTIVITIES OF INSURER MEMBERS OF A HOLDING COMPANY GROUP

PART 1 – ORGANIZATIONAL CHART

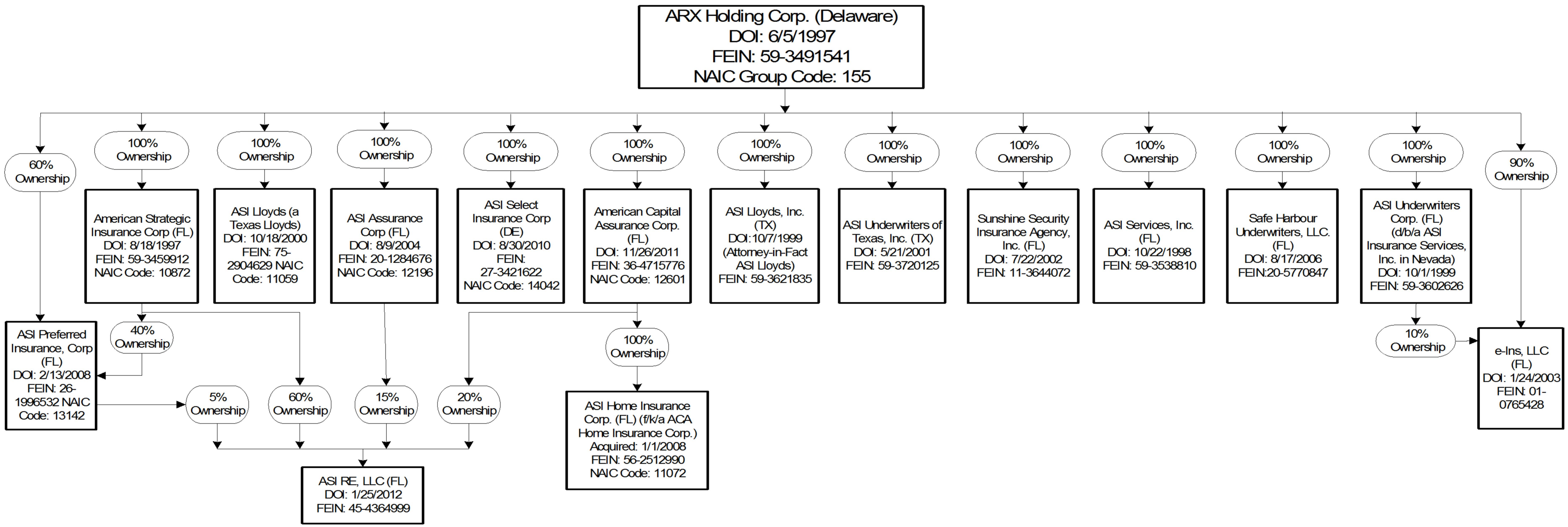


EXHIBIT A

SCHEDULE Y

PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

1 Group Code	2 Group Name	3 NAIC Company Code	4 ID Number	5 Federal RSSD	6 CIK	7 Name of Securities Exchange if Publicly Traded (U.S. or International)	8 Names of Parent, Subsidiaries or Affiliates	9 Domiciliary Location	10 Relationship to Reporting Entity	11 Directly Controlled by (Name of Entity/Person)	12 Type of Control (Ownership Board, Management Attorney-in-Fact, Influence, Other)	13 If Control is Ownership Provide Percentage	14 Ultimate Controlling Entity(ies)/Person(s)	15 *
Members														
	The Progressive Corporation	00000	34-0963169		0000080661	NYSE	The Progressive Corporation	OH	UIP	Board, Management	Board		The Progressive Corporation.	1, 3
	The Progressive Corporation	00000	83-0371533				Drive Insurance Holdings, Inc.	DE	UDP	The Progressive Corporation	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Corporation	11410	68-0004572				Drive New Jersey Insurance Company	NJ	IA	Drive Insurance Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Corporation	24252	34-1094197				Progressive American Insurance Company	OH	IA	Drive Insurance Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Corporation	17350	31-1193845				Progressive Bayside Insurance Company	OH	IA	Drive Insurance Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Corporation	24260	34-6513736				Progressive Casualty Insurance Company	OH	IA	Drive Insurance Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
	The Progressive Corporation	00000	34-1576555				PC Investment Company	DE	NIA	Progressive Casualty Insurance Company	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Corporation	29203	74-1082840				Progressive County Mutual Insurance Company	TX	IA	Progressive Casualty Insurance Company	Management		The Progressive Corporation.	2, 3
0155	The Progressive Corporation	42412	34-1374634				Progressive Gulf Insurance Company	OH	IA	Progressive Casualty Insurance Company	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Corporation	32786	34-1172685				Progressive Specialty Insurance Company	OH	IA	Progressive Casualty Insurance Company	Ownership	100.000	The Progressive Corporation.	1, 3
	The Progressive Corporation	00000					Trussville/Cahaba, AL , LLC	OH	NIA	Progressive Specialty Insurance Company	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Corporation	42994	39-1453002				Progressive Classic Insurance Company	WI	IA	Drive Insurance Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Corporation	10067	99-0311930				Progressive Hawaii Insurance Corp.	OH	IA	Drive Insurance Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Corporation	10187	34-1787734				Progressive Michigan Insurance Company	MI	IA	Drive Insurance Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Corporation	35190	93-0935623				Progressive Mountain Insurance Company	OH	IA	Drive Insurance Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Corporation	38628	34-1318335				Progressive Northern insurance Company	WI	IA	Drive Insurance Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Corporation	42919	91-1187829				Progressive Northwestern Insurance Company	OH	RE	Drive Insurance Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Corporation	37834	34-1287020				Progressive Preferred Insurance Company	OH	IA	Drive Insurance Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Corporation	10050	72-1269745				Progressive Security Insurance Company	LA	IA	Drive Insurance Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Corporation	38784	59-1951700				Progressive Southeastern Insurance Company	IN	IA	Drive Insurance Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Corporation	27804	95-2676519				Progressive West Insurance Company	OH	IA	Drive Insurance Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
	The Progressive Corporation	00000	27-2393886				Progressive Commercial Advantage Agency, Inc.	OH	NIA	Drive Insurance Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
	The Progressive Corporation	00000	20-1583033				Progressive Commercial Holdings, Inc.	DE	NIA	The Progressive Corporation	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Corporation	10194	59-3213819				Artisan and Truckers Casualty Company	WI	IA	Progressive Commercial Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Corporation	10243	06-0281045				National Continental Insurance Company	NY	IA	Progressive Commercial Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Corporation	12879	20-4093467				Progressive Commercial Casualty Company	OH	IA	Progressive Commercial Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Corporation	10193	59-3213719				Progressive Express Insurance Company	OH	IA	Progressive Commercial Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Corporation	11770	36-3298008				United Financial Casualty Company	OH	IA	Progressive Commercial Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
	The Progressive Corporation	00000	83-0371538				Progressive Direct Holdings, Inc.	DE	NIA	The Progressive Corporation	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Corporation	44180	23-2599971				Mountain Laurel Assurance Company	OH	IA	Progressive Direct Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Corporation	11851	62-0484104				Progressive Advanced Insurance Company	OH	IA	Progressive Direct Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
	The Progressive Corporation	00000	58-1772717				Progressive Auto Pro Insurance Agency, Inc.	FL	NIA	Progressive Direct Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Corporation	44288	62-1444848				Progressive Choice Insurance Company	OH	IA	Progressive Direct Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Corporation	16322	34-1524319				Progressive Direct Insurance Company	OH	IA	Progressive Direct Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
	The Progressive Corporation	00000					Gadsden, AL, LLC	OH	NIA	Progressive Direct Insurance Company	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Corporation	12302	20-3187886				Progressive Freedom Insurance Company	NJ	IA	Progressive Direct Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3

SCHEDULE Y

PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Group Code	Group Name	NAIC Company Code	ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Names of Parent, Subsidiaries or Affiliates	Domiciliary Location	Relationship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership Board, Management Attorney-in-Fact, Influence, Other)	If Control is Ownership Provide Percentage	Ultimate Controlling Entity(ies)/Person(s)	*
0155	The Progressive Corporation	14800	22-2404709				Progressive Garden State Insurance Company	NJ	IA	Progressive Direct Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Corporation	37605	33-0350911				Progressive Marathon Insurance Company	MI	IA	Progressive Direct Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Corporation	24279	34-0472535				Progressive Max Insurance Company	OH	IA	Progressive Direct Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Corporation	44695	86-0686869				Progressive Paloverde Insurance Company	IN	IA	Progressive Direct Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Corporation	21735	36-3789786				Progressive Premier Insurance Company of Illinois	OH	IA	Progressive Direct Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Corporation	10192	59-3213815				Progressive Select Insurance Company	OH	IA	Progressive Direct Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
	The Progressive Corporation	00000	34-1804869				Progressive Specialty Insurance Agency, Inc.	OH	NIA	Progressive Direct Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
0155	The Progressive Corporation	21727	36-3789787				Progressive Universal Insurance Company	WI	IA	Progressive Direct Holdings, Inc.	Ownership	100.000	The Progressive Corporation.	1, 3
	The Progressive Corporation	00000	99-0311966				Garden Sun Insurance Services, LLC	HI	NIA	The Progressive Corporation	Ownership	100.000	The Progressive Corporation.	1, 3
	The Progressive Corporation	00000	95-2706008				Pacific Motor Club	CA	NIA	The Progressive Corporation	Ownership	100.000	The Progressive Corporation.	1, 3
	The Progressive Corporation	00000	11-3203413				PROGNY Agency, Inc.	NY	NIA	The Progressive Corporation	Ownership	100.000	The Progressive Corporation.	1, 3
	The Progressive Corporation	00000	34-1574447				Progressive Adjusting Company, Inc.	OH	NIA	The Progressive Corporation	Ownership	100.000	The Progressive Corporation.	1, 3
	The Progressive Corporation	00000	13-3673368				Progressive Capital Management Corp.	NY	NIA	The Progressive Corporation	Ownership	100.000	The Progressive Corporation.	1, 3
	The Progressive Corporation	00000	34-1378861				Progressive Investment Company, Inc.	DE	NIA	The Progressive Corporation	Ownership	100.000	The Progressive Corporation.	1, 3
	The Progressive Corporation	00000	34-6530101				Progressive Premium Budget, Inc.	OH	NIA	The Progressive Corporation	Ownership	100.000	The Progressive Corporation.	1, 3
	The Progressive Corporation	00000	34-1574448				Progressive RSC, Inc.	OH	NIA	The Progressive Corporation	Ownership	100.000	The Progressive Corporation.	1, 3
	The Progressive Corporation	00000	20-2702408				Progressive Vehicle Service Company	OH	NIA	The Progressive Corporation	Ownership	100.000	The Progressive Corporation.	1, 3
	The Progressive Corporation	00000	51-0295493				Village Transport Corp.	DE	NIA	The Progressive Corporation	Ownership	100.000	The Progressive Corporation.	1, 3
	The Progressive Corporation	00000	34-1324270				Wilson Mills Land Co.	OH	NIA	The Progressive Corporation	Ownership	100.000	The Progressive Corporation.	1, 3
	The Progressive Corporation	00000	80-0832526				Makaira Indica, LP	CA	NIA	Progressive Casualty Insurance Company	Other		The Progressive Corporation.	1, 3, 4
	The Progressive Corporation	00000	59-3491541				ARX Holding Corp.	DE	NIA	The Progressive Corporation	Ownership	69.130	The Progressive Corporation.	5
0155	The Progressive Corporation, ARX Interest...	12601	36-4715776				American Capital Assurance Corp.	FL	IA	ARX Holding Corp.	Ownership	100.000	The Progressive Corporation.	1, 3, 5
0155	The Progressive Corporation, ARX Interest...	11072	56-2512990				ASI Home Insurance Corp.	FL	IA	American Capital Assurance Corp.	Ownership	100.000	The Progressive Corporation.	1, 3, 5
	The Progressive Corporation, ARX Interest...	00000	45-4364999				ASI RE, LLC	FL	NIA	American Capital Assurance Corp.	Ownership	20.000	The Progressive Corporation.	1, 3, 5
	The Progressive Corporation, ARX Interest...	00000	45-4364999				ASI RE, LLC	FL	NIA	ASI Preferred Insurance Corp.	Ownership	5.000	The Progressive Corporation.	1, 3, 5
	The Progressive Corporation, ARX Interest...	00000	45-4364999				ASI RE, LLC	FL	NIA	American Strategic Insurance Corp.	Ownership	60.000	The Progressive Corporation.	1, 3, 5
	The Progressive Corporation, ARX Interest...	00000	45-4364999				ASI RE, LLC	FL	NIA	ASI Assurance Corp.	Ownership	15.000	The Progressive Corporation.	1, 3, 5
0155	The Progressive Corporation, ARX Interest...	13142	26-1996532				ASI Preferred Insurance Corp.	FL	IA	American Strategic Insurance Corp.	Ownership	40.000	The Progressive Corporation.	1, 3, 5
0155	The Progressive Corporation, ARX Interest...	13142	26-1996532				ASI Preferred Insurance Corp.	FL	IA	ARX Holding Corp.	Ownership	60.000	The Progressive Corporation.	1, 3, 5
0155	The Progressive Corporation, ARX Interest...	10872	59-3459912				American Strategic Insurance Corp.	FL	IA	ARX Holding Corp.	Ownership	100.000	The Progressive Corporation.	1, 3, 5
0155	The Progressive Corporation, ARX Interest...	11059	75-2904629				ASI Lloyds	TX	IA	ARX Holding Corp.	Ownership	100.000	The Progressive Corporation.	1, 3, 5
0155	The Progressive Corporation, ARX Interest...	12196	20-1284676				ASI Assurance Corp.	FL	IA	ARX Holding Corp.	Ownership	100.000	The Progressive Corporation.	1, 3, 5
0155	The Progressive Corporation, ARX Interest...	14042	27-3421622				ASI Select Insurance Corp.	DE	IA	ARX Holding Corp.	Ownership	100.000	The Progressive Corporation.	1, 3, 5
	The Progressive Corporation, ARX Interest...	00000	59-3538810				ASI Services Inc.	FL	NIA	ARX Holding Corp.	Ownership	100.000	The Progressive Corporation.	1, 3, 5
	The Progressive Corporation, ARX Interest...	00000	20-5770847				Safe Harbour Underwriters, LLC	FL	NIA	ARX Holding Corp.	Ownership	100.000	The Progressive Corporation.	1, 3, 5
	The Progressive Corporation, ARX Interest...	00000	59-3621835				ASI Lloyds, Inc.	TX	NIA	ARX Holding Corp.	Ownership	100.000	The Progressive Corporation.	1, 3, 5
	The Progressive Corporation, ARX Interest...	00000	59-3720125				ASI Underwriters of Texas, Inc.	TX	NIA	ARX Holding Corp.	Ownership	100.000	The Progressive Corporation.	1, 3, 5

SCHEDULE Y

PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Group Code	Group Name	NAIC Company Code	ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Names of Parent, Subsidiaries or Affiliates	Domiciliary Location	Relationship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership Board, Management Attorney-in-Fact, Influence, Other)	If Control is Ownership Provide Percentage	Ultimate Controlling Entity(ies)/Person(s)	*
....	The Progressive Corporation, ARX Interest...	00000...	11-3644072..	....	....	....	Sunshine Security Insurance Agency, Inc....................	FL............	NIA..............	ARX Holding Corp..	Ownership.........	...100.000	The Progressive Corporation.	1, 3, 5...
....	The Progressive Corporation, ARX Interest...	00000...	59-3602626..	....	....	....	ASI Underwriters Corp..	FL............	NIA..............	ARX Holding Corp..	Ownership.........	...100.000	The Progressive Corporation.	1, 3, 5...
....	The Progressive Corporation, ARX Interest...	00000...	01-0765428..	....	....	....	e-Ins, LLC..	FL............	NIA..............	ARX Holding Corp..	Ownership.........	.....90.000	The Progressive Corporation.	1, 3, 5...
....	The Progressive Corporation, ARX Interest...	00000...	01-0765428..	....	....	....	e-Ins, LLC..	FL............	NIA..............	ASI Underwriters Corp.......................................	Ownership.........	.....10.000	The Progressive Corporation.	1, 3, 5...

Asterisk	Explanation
1	Schedule Y Part 1A is a common schedule for all companies of The Progressive Corporation, however column 10 requires specific relationship information relative to the reporting entity.
2	Progressive County Mutual Insurance Company is a Texas county mutual insurance company that is controlled, but not owned by Progressive Casualty Insurance Company.
3	None of the companies that are part of The Progressive Corporation are Federally chartered or insured institutions and therefore, do not have Federal RSSD numbers.
4	Makaira Indica, LP is a limited partnership in which Progressive Casualty Insurance Company is the sole limited partner.
5	Effective April 1, 2015, The Porgressive Corporation purchased a majority ownsership share in the ARX Holding Corp., consisting of ARX Holding Corp. and 15 subsidiaries.

PART 1 - LOSS EXPERIENCE

	Current Year to Date			4
Lines of Business	1 Direct Premiums Earned	2 Direct Losses Incurred	3 Direct Loss Percentage	Prior Year to Date Direct Loss Percentage
1. Fire			0.0	
2. Allied lines			0.0	
3. Farmowners multiple peril			0.0	
4. Homeowners multiple peril			0.0	
5. Commercial multiple peril			0.0	
6. Mortgage guaranty			0.0	
8. Ocean marine			0.0	
9. Inland marine	6,650,409	2,924,432	44.0	46.0
10. Financial guaranty			0.0	
11.1. Medical professional liability - occurrence			0.0	
11.2. Medical professional liability - claims-made			0.0	
12. Earthquake			0.0	
13. Group accident and health			0.0	
14. Credit accident and health			0.0	
15. Other accident and health			0.0	
16. Workers' compensation			0.0	
17.1 Other liability-occurrence	3,560,314	240,105	6.7	8.5
17.2 Other liability-claims made		(6,674)	0.0	
17.3 Excess workers' compensation			0.0	
18.1 Products liability-occurrence			0.0	
18.2 Products liability-claims made			0.0	
19.1, 19.2 Private passenger auto liability	122,189,619	69,751,469	57.1	61.4
19.3, 19.4 Commercial auto liability	14,512,023	6,487,099	44.7	55.9
21. Auto physical damage	91,753,883	52,453,555	57.2	61.3
22. Aircraft (all perils)			0.0	
23. Fidelity			0.0	
24. Surety			0.0	
26. Burglary and theft			0.0	
27. Boiler and machinery			0.0	
28. Credit			0.0	
29. International			0.0	
30. Warranty			0.0	
31. Reinsurance-nonproportional assumed property	XXX	XXX	XXX	XXX
32. Reinsurance-nonproportional assumed liability	XXX	XXX	XXX	XXX
33. Reinsurance-nonproportional assumed financial lines	XXX	XXX	XXX	XXX
34. Aggregate write-ins for other lines of business	0	0	0.0	
35. Totals	238,666,248	131,849,986	55.2	59.8
DETAILS OF WRITE-INS				
3401.			0.0	
3402.			0.0	
3403.			0.0	
3498. Sum. of remaining write-ins for Line 34 from overflow page	0	0	0.0	XXX
3499. Totals (Lines 3401 thru 3403 plus 3498) (Line 34)	0	0	0.0	

PART 2 - DIRECT PREMIUMS WRITTEN

Lines of Business	1 Current Quarter	2 Current Year to Date	3 Prior Year Year to Date
1. Fire			
2. Allied lines			
3. Farmowners multiple peril			
4. Homeowners multiple peril			
5. Commercial multiple peril			
6. Mortgage guaranty			
8. Ocean marine			
9. Inland marine	5,411,081	8,226,605	7,450,965
10. Financial guaranty			
11.1 Medical professional liability - occurrence			
11.2 Medical professional liability - claims made			
12. Earthquake			
13. Group accident and health			
14. Credit accident and health			
15. Other accident and health			
16. Workers' compensation			
17.1 Other liability-occurrence	2,238,265	4,267,846	4,006,791
17.2 Other liability-claims made			
17.3 Excess workers' compensation			
18.1 Products liability-occurrence			
18.2 Products liability-claims made			
19.1 19.2 Private passenger auto liability	65,690,773	127,868,767	127,829,236
19.3 19.4 Commercial auto liability	8,149,443	15,204,461	16,527,045
21. Auto physical damage	52,013,317	98,052,877	96,004,628
22. Aircraft (all perils)			
23. Fidelity			
24. Surety			
26. Burglary and theft			
27. Boiler and machinery			
28. Credit			
29. International			
30. Warranty			
31. Reinsurance-nonproportional assumed property	XXX	XXX	XXX
32. Reinsurance-nonproportional assumed liability	XXX	XXX	XXX
33. Reinsurance-nonproportional assumed financial lines	XXX	XXX	XXX
34. Aggregate write-ins for other lines of business	0	0	0
35. Totals	133,502,878	253,620,556	251,818,665
DETAILS OF WRITE-INS			
3401.			
3402.			
3403.			
3498. Sum. of remaining write-ins for Line 34 from overflow page	0	0	0
3499. Totals (Lines 3401 thru 3403 plus 3498) (Line 34)	0	0	0

PART 3 (000 omitted)

LOSS AND LOSS ADJUSTMENT EXPENSE RESERVES SCHEDULE

Years in Which Losses Occurred	1 Prior Year-End Known Case Loss and LAE Reserves	2 Prior Year-End IBNR Loss and LAE Reserves	3 Total Prior Year-End Loss and LAE Reserves (Cols. 1 + 2)	4 2015 Loss and LAE Payments on Claims Reported as of Prior Year-End	5 2015 Loss and LAE Payments on Claims Unreported as of Prior Year-End	6 Total 2015 Loss and LAE Payments (Cols. 4 + 5)	7 Q.S. Date Known Case Loss and LAE Reserves on Claims Reported and Open as of Prior Year-End	8 Q.S. Date Known Case Loss and LAE Reserves on Claims Reported or Reopened Subsequent to Prior Year-End	9 Q.S. Date IBNR Loss and LAE Reserves	10 Total Q.S. Loss and LAE Reserves (Cols. 7 + 8 + 9)	11 Prior Year-End Known Case Loss and LAE Reserves Developed (Savings)/Deficiency (Cols. 4 + 7 minus Col. 1)	12 Prior Year-End IBNR Loss and LAE Reserves Developed (Savings)/Deficiency (Cols. 5 + 8 + 9 minus Col. 2)	13 Prior Year-End Total Loss and LAE Reserve Developed (Savings)/Deficiency (Cols. 11 + 12)
1. 2012 + Prior	73,916	15,503	89,419	25,864	1,046	26,910	48,258	1,629	12,014	61,901	206	(814)	(608)
2. 2013	89,216	20,812	110,028	31,250	2,176	33,426	58,565	5,602	12,536	76,703	599	(498)	101
3. Subtotals 2013 + Prior	163,132	36,315	199,447	57,114	3,223	60,337	106,823	7,231	24,550	138,604	805	(1,312)	(507)
4. 2014	216,655	66,853	283,508	94,645	8,304	102,949	115,874	20,250	34,927	171,051	(6,136)	(3,372)	(9,508)
5. Subtotals 2014 + Prior	379,787	103,168	482,955	151,759	11,527	163,286	222,697	27,480	59,477	309,655	(5,331)	(4,684)	(10,015)
6. 2015	XXX	XXX	XXX	XXX	248,883	248,883	XXX	145,320	44,020	189,340	XXX	XXX	XXX
7. Totals	379,787	103,168	482,955	151,759	260,410	412,169	222,697	172,801	103,497	498,995	(5,331)	(4,684)	(10,015)
8. Prior Year-End's Surplus As Regards Policyholders	387,593										Col. 11, Line 7 As % of Col. 1, Line 7	Col. 12, Line 7 As % of Col. 2, Line 7	Col. 13, Line 7 As % of Col. 3, Line 7
											1. (1.4)%	2. (4.5)%	3. (2.1)%
													Col. 13, Line 7 Line 8
													4. (2.6)%

SUPPLEMENTAL EXHIBITS AND SCHEDULES INTERROGATORIES

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

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

Explanation:

1.
2.
3.
4.

Bar Code:

* 4 2 9 1 9 2 0 1 5 4 9 0 0 0 0 0 2 *

* 4 2 9 1 9 2 0 1 5 4 5 5 0 0 0 0 2 *

* 4 2 9 1 9 2 0 1 5 3 6 5 0 0 0 0 2 *

* 4 2 9 1 9 2 0 1 5 5 0 5 0 0 0 0 2 *

Overflow Page for Write-Ins

Additional Write-ins for Liabilities:

	1 Current Statement Date	2 December 31, Prior Year
2504. UNEARNED FEE RESERVE	273	8,548
2597. Summary of remaining write-ins for Line 25	273	8,548

SCHEDULE A - VERIFICATION

Real Estate

	1 Year to Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year	0	
2. Cost of acquired:		
2.1 Actual cost at time of acquisition		
2.2 Additional investment made after acquisition		
3. Current year change in encumbrances		
4. Total gain (loss) on disposals		
5. Deduct amounts received on disposals		
6. Total foreign exchange change in book/adjusted carrying value		
7. Deduct current year's other than temporary impairment recognized		
8. Deduct current year's depreciation		
9. Book/adjusted carrying value at end of current period (Lines 1+2+3+4-5+6-7-8)	0	0
10. Deduct total nonadmitted amounts		
11. Statement value at end of current period (Line 9 minus Line 10)	0	0

NONE

SCHEDULE B - VERIFICATION

Mortgage Loans

	1 Year to Date	2 Prior Year Ended December 31
1. Book value/recorded investment excluding accrued interest, December 31 of prior year	0	
2. Cost of acquired:		
2.1 Actual cost at time of acquisition		
2.2 Additional investment made after acquisition		
3. Capitalized deferred interest and other		
4. Accrual of discount		
5. Unrealized valuation increase (decrease)		
6. Total gain (loss) on disposals		
7. Deduct amounts received on disposals		
8. Deduct amortization of premium and mortgage interest points and commitment fees		
9. Total foreign exchange change in book value/recorded investment excluding accrued interest		
10. Deduct current year's other than temporary impairment recognized		
11. Book value/recorded investment excluding accrued interest at end of current period (Lines 1+2+3+4+5+6-7-8+9-10)	0	0
12. Total valuation allowance		
13. Subtotal (Line 11 plus Line 12)	0	0
14. Deduct total nonadmitted amounts		
15. Statement value at end of current period (Line 13 minus Line 14)	0	0

NONE

SCHEDULE BA - VERIFICATION

Other Long-Term Invested Assets

	1 Year to Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year	0	
2. Cost of acquired:		
2.1 Actual cost at time of acquisition		
2.2 Additional investment made after acquisition		
3. Capitalized deferred interest and other		
4. Accrual of discount		
5. Unrealized valuation increase (decrease)		
6. Total gain (loss) on disposals		
7. Deduct amounts received on disposals		
8. Deduct amortization of premium and depreciation		
9. Total foreign exchange change in book/adjusted carrying value		
10. Deduct current year's other than temporary impairment recognized		
11. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5+6-7-8+9-10)	0	0
12. Deduct total nonadmitted amounts		
13. Statement value at end of current period (Line 11 minus Line 12)	0	0

NONE

SCHEDULE D - VERIFICATION

Bonds and Stocks

	1 Year to Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value of bonds and stocks, December 31 of prior year	1,194,730,773	1,157,641,299
2. Cost of bonds and stocks acquired	333,288,755	595,990,578
3. Accrual of discount	1,112,078	2,531,375
4. Unrealized valuation increase (decrease)	(3,277,237)	8,536,766
5. Total gain (loss) on disposals	3,433,771	16,087,132
6. Deduct consideration for bonds and stocks disposed of	252,127,405	578,418,497
7. Deduct amortization of premium	3,103,059	7,637,880
8. Total foreign exchange change in book/adjusted carrying value		
9. Deduct current year's other than temporary impairment recognized		
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9)	1,274,057,676	1,194,730,773
11. Deduct total nonadmitted amounts		
12. Statement value at end of current period (Line 10 minus Line 11)	1,274,057,676	1,194,730,773

SCHEDULE D - PART 1B

Showing the Acquisitions, Dispositions and Non-Trading Activity

During the Current Quarter for all Bonds and Preferred Stock by NAIC Designation

NAIC Designation	1 Book/Adjusted Carrying Value Beginning of Current Quarter	2 Acquisitions During Current Quarter	3 Dispositions During Current Quarter	4 Non-Trading Activity During Current Quarter	5 Book/Adjusted Carrying Value End of First Quarter	6 Book/Adjusted Carrying Value End of Second Quarter	7 Book/Adjusted Carrying Value End of Third Quarter	8 Book/Adjusted Carrying Value December 31 Prior Year
BONDS								
1. NAIC 1 (a)	794,465,797	125,838,319	80,056,591	26,199,005	794,465,797	866,446,530		807,273,845
2. NAIC 2 (a)	204,194,891	9,473,395	5,000,000	(27,119,470)	204,194,891	181,548,816		202,369,358
3. NAIC 3 (a)	46,057,084		14,002,070	(30,413)	46,057,084	32,024,601		13,886,901
4. NAIC 4 (a)	12,325,860			(290,394)	12,325,860	12,035,466		10,835,135
5. NAIC 5 (a)								
6. NAIC 6 (a)	16,202			(14,778)	16,202	1,424		47,188
7. Total Bonds	1,057,059,834	135,311,714	99,058,661	(1,256,050)	1,057,059,834	1,092,056,837	0	1,034,412,427
PREFERRED STOCK								
8. NAIC 1								
9. NAIC 2								
10. NAIC 3								
11. NAIC 4								
12. NAIC 5								
13. NAIC 6								
14. Total Preferred Stock	0	0	0	0	0	0	0	0
15. Total Bonds and Preferred Stock	1,057,059,834	135,311,714	99,058,661	(1,256,050)	1,057,059,834	1,092,056,837	0	1,034,412,427

(a) Book/Adjusted Carrying Value column for the end of the current reporting period includes the following amount of non-rated short-term and cash equivalent bonds by NAIC designation:
NAIC 1 $..........0; NAIC 2 $..........0; NAIC 3 $..........0; NAIC 4 $..........0; NAIC 5 $..........0; NAIC 6 $..........0.

SCHEDULE DA - PART 1

Short-Term Investments

	1 Book/Adjusted Carrying Value	2 Par Value	3 Actual Cost	4 Interest Collected Year To Date	5 Paid for Accrued Interest Year To Date
9199999	178,339	XXX	178,339	7	

SCHEDULE DA - VERIFICATION

Short-Term Investments

	1 Year to Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year	195,049	171,792
2. Cost of short-term investments acquired	4,354,506	4,795,265
3. Accrual of discount		
4. Unrealized valuation increase (decrease)		
5. Total gain (loss) on disposals		
6. Deduct consideration received on disposals	4,371,216	4,772,008
7. Deduct amortization of premium		
8. Total foreign exchange change in book/adjusted carrying value		
9. Deduct current year's other than temporary impairment recognized		
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9)	178,339	195,049
11. Deduct total nonadmitted amounts		
12. Statement value at end of current period (Line 10 minus Line 11)	178,339	195,049

Sch. DB-Pt A-Verification
NONE

Sch. DB-Pt B-Verification
NONE

Sch. DB-Pt C-Sn 1
NONE

Sch. DB-Pt C-Sn 2
NONE

Sch. DB-Verification
NONE

SCHEDULE E- VERIFICATION

Cash Equivalents

	1 Year to Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year	25,499,572	15,699,477
2. Cost of cash equivalents acquired	12,399,141	306,189,540
3. Accrual of discount	1,160	10,555
4. Unrealized valuation increase (decrease)		
5. Total gain (loss) on disposals		
6. Deduct consideration received on disposals	33,000,000	296,400,000
7. Deduct amortization of premium		
8. Total foreign exchange change in book/ adjusted carrying value		
9. Deduct current year's other than temporary impairment recognized		
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9)	4,899,873	25,499,572
11. Deduct total nonadmitted amounts		
12. Statement value at end of current period (Line 10 minus Line 11)	4,899,873	25,499,572

Sch. A-Pt 2
NONE

Sch. A-Pt 3
NONE

Sch. B-Pt 2
NONE

Sch. B-Pt 3
NONE

Sch. BA-Pt 2
NONE

Sch. BA-Pt 3
NONE

SCHEDULE D - PART 3

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

1 Identification	2 Description	3 Foreign	4 Date Acquired	5 Name of Vendor	6 Number of Shares of Stock	7 Actual Cost	8 Par Value	9 Paid for Accrued Interest and Dividends	10 NAIC Designation or Market Indicator (a)
Bonds - U.S. Special Revenue and Special Assessment									
944514 MN 5	WAYNE CNTY MI ARPT AUTH REVENU 5.000% 12/01/22		05/14/2015	Royal Bank of Canada		5,678,100	5,000,000	116,667	1FE
3199999. Total Bonds - U.S. Special Revenue and Special Assessment						5,678,100	5,000,000	116,667	XXX
Bonds - Industrial and Miscellaneous									
052769 AC 0	AUTODESK INC 3.125% 06/15/20		06/02/2015	JP Morgan Securities		6,989,920	7,000,000		2FE
05947N JY 1	BALL 2006-277A PAC 5.158% 10/10/45		04/01/2015	Morgan Stanley				2,679	1FM
17305E FE 0	CCCIT 2013-A6 A6 1.320% 09/07/18		06/11/2015	Deutsche Bank		8,037,813	8,000,000	29,040	1FE
21870K AG 3	CORE 2015-WEST B 3.574% 02/10/37		04/07/2015	Goldman Sachs		20,598,654	20,000,000	29,783	1FE
29372E AW 8	EFF 2013-1 A3 0.910% 09/20/18		06/16/2015	JP Morgan Securities		7,996,875	8,000,000	5,864	1FE
30225A AC 7	ESA 2013-ESFL A2FL 0.885% 12/05/31		05/07/2015	Goldman Sachs		1,198,500	1,200,000	206	1FM
36192L AG 0	GSMS 2012-SHOP B 3.311% 06/05/31		05/07/2015	CSFBdirect		19,193,750	18,500,000	18,716	1FM
46636D AE 6	JPMCC 2011-C4 A3 4.106% 07/15/46		05/07/2015	Various		19,561,109	18,275,000	27,276	1FM
46641P AG 7	JPMCC 2014-FL4 B 1.936% 12/15/30		04/28/2015	Various		8,136,992	8,125,000	7,643	1FM
61744C VX 1	MSAC 2005-HE6 M1 0.577% 11/25/35		06/15/2015	Citicorp Securities Inc		27,228,692	28,709,000	10,542	1FM
747262 AQ 6	QVC INC 3.125% 04/01/19		06/22/2015	Stifel Nicolaus		2,483,475	2,500,000	18,229	2FE
3899999. Total Bonds - Industrial and Miscellaneous						121,425,780	120,309,000	149,978	XXX
8399997. Total Bonds - Part 3						127,103,880	125,309,000	266,645	XXX
8399999. Total Bonds						127,103,880	125,309,000	266,645	XXX
Common Stocks - Industrial and Miscellaneous									
101137 10 7	BOSTON SCIENTIFIC CORP		06/24/2015	State Street Bank	65,600.000	1,177,612	XXX		L
413875 10 5	HARRIS CORP		05/29/2015	State Street Bank	2,009.000	123,873	XXX		L
46122T 10 2	INTREXON CORP		06/24/2015	State Street Bank	4,900.000	239,739	XXX		L
478160 10 4	JOHNSON & JOHNSON		06/24/2015	State Street Bank	11,600.000	1,153,822	XXX		L
49456B 10 1	KINDER MORGAN INC		06/24/2015	State Street Bank	7,200.000	284,647	XXX		L
761713 10 6	REYNOLDS AMERICAN INC		06/12/2015	State Street Bank	11,345.100	260,754	XXX		L
767754 10 4	RITE AID CORP		06/24/2015	State Street Bank	57,100.000	500,139	XXX		L
87422J 10 5	TALEN ENERGY CORP		06/02/2015	Spin Off	2,872.700	27,342	XXX		L
9099999. Total Common Stocks - Industrial and Miscellaneous						3,767,928	XXX	0	XXX
9799997. Total Common Stocks - Part 3						3,767,928	XXX	0	XXX
9799999. Total Common Stocks						3,767,928	XXX	0	XXX
9899999. Total Preferred and Common Stocks						3,767,928	XXX	0	XXX
9999999. Total Bonds, Preferred and Common Stocks						130,871,808	XXX	266,645	XXX

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

SCHEDULE D - PART 4

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

1	2	3	4	5	6	7	8	9	10	Change in Book/Adjusted Carrying Value					16	17	18	19	20	21	22
										11	12	13	14	15							
CUSIP Identification	Description	Foreign	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consideration	Par Value	Actual Cost	Prior Year Book/Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amortization)/ Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Change in B./A.C.V. (11+12-13)	Total Foreign Exchange Change in B./A.C.V.	Book/Adjusted Carrying Value at Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/Stock Dividends Received During Year	Stated Contractual Maturity Date	NAIC Designation or Market Indicator (a)
Bonds - U.S. Government																					
912828 J2 7	US TREASURY NOTE 2.000% 02/15/25		04/07/2015	Goldman Sachs		15,148,242	15,000,000	14,680,478			1,771		1,771		14,682,249		465,994	465,994	43,094	02/15/2025	1
912828 J5 0	US TREASURY NOTE 1.375% 02/29/20		04/02/2015	CSFBdirect		5,007,813	5,000,000	4,989,844			69		69		4,989,913		17,899	17,899	6,912	02/29/2020	1
0599999. Total Bonds - U.S Government						20,156,055	20,000,000	19,670,322	0	0	1,840	0	1,840	0	19,672,162	0	483,893	483,893	50,006	XXX	XXX
Bonds - U.S. Special Revenue and Special Assessment																					
3137AH 6D 5	FHMS 2011-K015 X1 IO 1.637% 07/25/21		06/01/2015	Paydown				649,381	465,223		(465,223)		(465,223)					0	48,359	07/25/2021	1
31392C MS 0	FNW 2002-W1 2A 6.443% 02/25/42		06/01/2015	Paydown		17,003	17,003	17,869	17,275		(272)		(272)		17,003			0	465	02/25/2042	1
462467 NS 6	IOWA FIN AUTH SF MTG 4.500% 07/01/28		04/15/2015	Call 100.0000		105,000	105,000	112,991	109,257		(4,257)		(4,257)		105,000			0	3,728	01/01/2021	1FE
61212R 4G 8	MONTANA ST BRD HSG 3.500% 12/01/44		06/01/2015	Call 100.0000		275,000	275,000	282,777	281,319		(6,319)		(6,319)		275,000			0	4,813	12/01/2023	1FE
676907 KV 9	OHIO HSG FIN AGY 5.500% 03/01/36		06/01/2015	Call 100.0000		35,000	35,000	37,355	35,339		(339)		(339)		35,000			0	1,444	09/01/2016	1FE
67886M NN 5	OKLAHOMA HSG FIN SF 4.500% 09/01/27		06/01/2015	Call 100.0000		140,000	140,000	150,744	146,304		(6,304)		(6,304)		140,000			0	4,069	09/01/2021	1FE
83712D QV 1	SOUTH CAROLINA HSG 6.000% 07/01/38		04/01/2015	Call 100.0000		130,000	130,000	140,951	133,749		(3,749)		(3,749)		130,000			0	5,850	01/01/2017	1FE
83755G 5A 1	SOUTH DAKOTA HSG 5.500% 11/01/37		06/18/2015	Call 100.0000		15,000	15,000	14,847	14,964		36		36		15,000			0	520	05/01/2016	1FE
3199999. Total Bonds - U.S. Special Revenue and Special Assessment						717,003	717,003	1,406,915	1,203,430	0	(486,427)	0	(486,427)	0	717,003	0	0	0	69,248	XXX	XXX
Bonds - Industrial and Miscellaneous																					
00101J AE 6	ADT CORP 2.250% 07/15/17		06/02/2015	Morgan Stanley		7,000,000	7,000,000	7,004,940	6,772,500	230,038	(468)		229,570		7,002,070		(2,070)	(2,070)	140,000	07/15/2017	3FE
00764M FB 8	AABST 2005-2 M1 0.607% 06/25/35		06/25/2015	Paydown		807,441	807,441	729,176	787,564		19,877		19,877		807,441			0	2,034	06/25/2035	1FM
09658U AB 5	BMWOT 2014-A A2 0.530% 04/25/17		06/25/2015	Paydown		2,503,439	2,503,439	2,503,355	2,503,372		67		67		2,503,439			0	6,122	04/25/2017	1FE
125354 AG 5	CGRBS 2013-VN05 C 3.703% 03/13/35		04/01/2015	CSFBdirect									0					0	18,046	03/13/2035	1FM
12648G AU 1	CSMC 2014-3R 3A1 2.250% 09/27/35		06/01/2015	Paydown		318,815	318,815	308,454	309,478		9,337		9,337		318,815			0	2,989	09/27/2035	1FM
126670 AW 8	CWL 2005-10 MV2 0.667% 02/25/36		06/25/2015	Paydown		384,780	384,780	350,631	370,758		14,022		14,022		384,780			0	1,029	02/25/2036	1FM
161571 FJ 8	CHAIT 2012-A3 A3 0.790% 06/15/17		06/15/2015	Paydown		9,000,000	9,000,000	9,031,094	9,016,138		(16,138)		(16,138)		9,000,000			0	35,550	06/15/2017	1FE
17307G WR 5	CMLTI 2005-HE3 M1 0.647% 09/25/35		06/25/2015	Paydown		852,238	852,238	829,867	847,238		5,000		5,000		852,238			0	2,250	09/25/2035	1FM
20046F AS 9	COMM 2001-J2A X IO 0.352% 07/01/34		06/01/2015	Paydown				911	73		(73)		(73)					0	25	07/01/2034	3FE
22540V G6 3	CSFB 2002-9 1A1 7.000% 03/25/40		06/01/2015	Paydown		2,582	2,582	2,618	2,581	78	(78)		0		2,582			0	73	03/25/2040	1FM
26882P AS 1	ERAC USA FINANCE COMPANY 5.600% 05/01/15.		05/01/2015	Maturity		5,000,000	5,000,000	4,992,300	4,998,815		1,185		1,185		5,000,000			0	140,000	05/01/2015	2FE
30225A AC 7	ESA 2013-ESFL A2FL 0.885% 12/05/31		06/05/2015	Paydown		6,100,000	6,100,000	6,095,609	4,499,449		3,926		3,926		6,100,000			0	22,212	12/05/2031	1FM
30225A AJ 2	ESA 2013-ESFL BFL 1.285% 12/05/31		06/05/2015	Paydown		5,450,021	5,450,021	5,443,647	5,446,681		3,339		3,339		5,450,021			0	35,042	12/05/2031	1FM
33736X AH 2	FUNBC 2000-C1 IO 1.727% 05/01/32		06/01/2015	Paydown				6,780	1,596		(1,596)		(1,596)					0	2,570	05/01/2032	6FE
34530D AC 3	FORDO 2013-C A3 0.820% 12/15/17		06/15/2015	Paydown		954,659	954,659	954,498	954,602		57		57		954,659			0	3,223	12/15/2017	1FE
3622N6 AG 4	GSR 2007-AR2 4A1 2.760% 02/25/51		06/01/2015	Paydown		43,666	43,666	42,503	42,503		1,163		1,163		43,666			0	500	02/25/2051	1FM
36830L AC 7	GEEST 2013-1A A3 1.020% 02/24/17		06/24/2015	Paydown		2,473,736	2,473,736	2,473,428	2,473,566		170		170		2,473,736			0	11,669	02/24/2017	1FE
43814C AC 3	HAROT 2013-1 A3 0.480% 11/21/16		06/21/2015	Paydown		1,249,718	1,249,718	1,249,816	1,249,797		(79)		(79)		1,249,718			0	2,482	11/21/2016	1FE
44890P AC 9	HALST 2013-B A3 0.980% 10/17/16		06/15/2015	Paydown		3,299,722	3,299,722	3,299,653	3,299,698		24		24		3,299,722			0	16,028	10/17/2016	1FE
46628K AT 7	JPMMT 2006-A3 6A1 2.631% 08/25/34		06/01/2015	Paydown		158,363	158,363	153,693	168,239		(9,876)		(9,876)		158,363			0	1,678	08/25/2034	1FM
46628K AV 2	JPMMT 2006-A3 7A1 2.614% 12/25/48		06/01/2015	Paydown		86,668	86,668	83,834	83,834		2,834		2,834		86,668			0	927	12/25/2048	1FM
55292L AC 8	MTBAT 2013-1A A3 1.060% 11/15/17		06/15/2015	Paydown		1,439,910	1,439,910	1,439,891	1,439,903		6		6		1,439,910			0	6,263	11/15/2017	1FE

SCHEDULE D - PART 4

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

1	2	3	4	5	6	7	8	9	10	Change in Book/Adjusted Carrying Value					16	17	18	19	20	21	22
										11	12	13	14	15							
CUSIP Identification	Description	Foreign	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consideration	Par Value	Actual Cost	Prior Year Book/Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amortization)/ Accretion	Current Year's Other Than Temporary Impairment Recognized	Total Change in B./A.C.V. (11+12-13)	Total Foreign Exchange Change in B./A.C.V.	Book/Adjusted Carrying Value at Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/Stock Dividends Received During Year	Stated Contractual Maturity Date	NAIC Desig-nation or Market Indicator (a)
55313U AD 1	MMAF 2009-AA A4 3.510% 01/15/30		06/15/2015	Paydown		444,309	444,309	462,637	446,590		(2,281)		(2,281)		444,309			0	6,390	01/15/2030	1FE
574599 BJ 4	MASCO CORP 4.450% 04/01/25		05/19/2015	Various		7,135,000	7,000,000	7,000,000					0		7,000,000		135,000	135,000	48,703	04/01/2025	3FE
60689L AB 1	MMAF 2013-AA A2 0.690% 05/09/16		06/09/2015	Paydown		2,759,492	2,759,492	2,759,204	2,759,436		56		56		2,759,492			0	7,854	05/09/2016	1FE
68389F KP 8	OOMLT 2006-1 2A3 0.377% 01/25/36		06/25/2015	Paydown		120,956	120,956	102,757	111,378		9,578		9,578		120,956			0	183	01/25/2036	1FM
73329A AB 4	PILOT 2014-1 A2 0.650% 01/20/17		06/20/2015	Paydown		2,175,046	2,175,046	2,175,043	2,175,044		2		2		2,175,046			0	5,802	01/20/2017	1FE
78444V AA 9	SLCLT 2010-B A1 4.000% 07/15/42		06/15/2015	Paydown		318,158	318,158	321,728	321,462		(3,304)		(3,304)		318,158			0	5,295	07/15/2042	1FE
78447X AA 2	SLMA 2013-C A1 1.036% 02/15/22		06/15/2015	Paydown		710,975	710,975	710,975	711,014		(38)		(38)		710,975			0	3,011	02/15/2022	1FE
83611M GG 7	SVHE 2005-OPT2 A6 0.567% 08/25/35		06/25/2015	Paydown		3,169,545	3,169,545	3,106,154	3,161,719		7,825		7,825		3,169,545			0	7,397	08/25/2035	1FM
949802 AA 0	WFMBS 2003-I A1 2.506% 09/25/33		06/01/2015	Paydown		27,016	27,016	26,934	27,561		(545)		(545)		27,016			0	281	09/25/2033	1FM
98158L AB 3	WOART 2014-A A2 0.430% 05/15/17		06/15/2015	Paydown		3,997,485	3,997,485	3,997,229	3,997,379		105		105		3,997,485			0	7,107	05/15/2017	1FE
3899999. Total Bonds - Industrial and Miscellaneous						67,983,740	67,848,740	67,659,359	58,979,968	230,116	44,097	0	274,213	0	67,850,810	0	132,930	132,930	542,735	XXX	XXX
8399997. Total Bonds - Part 4						88,856,798	88,565,743	88,736,596	60,183,398	230,116	(440,490)	0	(210,374)	0	88,239,975	0	616,823	616,823	661,989	XXX	XXX
8399999. Total Bonds						88,856,798	88,565,743	88,736,596	60,183,398	230,116	(440,490)	0	(210,374)	0	88,239,975	0	616,823	616,823	661,989	XXX	XXX
Common Stocks - Industrial and Miscellaneous																					
30162A 10 8	EXELIS INC		05/29/2015	State Street Bank	19,600.000	449,723	XXX	123,873	343,588	(219,715)			(219,715)		123,873		325,850	325,850	4,049	XXX	L
544147 10 1	LORILLARD INC		06/12/2015	State Street Bank	39,000.000	2,230,254	XXX	260,754	2,454,660	(2,193,906)			(2,193,906)		260,754		1,969,500	1,969,500	51,480	XXX	L
69351T 10 6	PPL CORPORATION		06/02/2015	Spin Off		27,342	XXX	27,342	60,212	(32,870)			(32,870)		27,342			0		XXX	L
761713 10 6	REYNOLDS AMERICAN INC		06/26/2015	State Street Bank	0.100	8	XXX	2					0		2		5	5		XXX	L
87422J 10 5	TALEN ENERGY CORP		06/16/2015	State Street Bank	0.700	15	XXX	7					0		7		9	9		XXX	L
9099999. Total Common Stocks - Industrial and Miscellaneous						2,707,342	XXX	411,978	2,858,460	(2,446,491)	0	0	(2,446,491)	0	411,978	0	2,295,364	2,295,364	55,529	XXX	XXX
9799997 Total Common Stocks - Part 4						2,707,342	XXX	411,978	2,858,460	(2,446,491)	0	0	(2,446,491)	0	411,978	0	2,295,364	2,295,364	55,529	XXX	XXX
9799999. Total Common Stocks						2,707,342	XXX	411,978	2,858,460	(2,446,491)	0	0	(2,446,491)	0	411,978	0	2,295,364	2,295,364	55,529	XXX	XXX
9899999. Total Preferred and Common Stocks						2,707,342	XXX	411,978	2,858,460	(2,446,491)	0	0	(2,446,491)	0	411,978	0	2,295,364	2,295,364	55,529	XXX	XXX
9999999. Total Bonds, Preferred and Common Stocks						91,564,140	XXX	89,148,574	63,041,858	(2,216,375)	(440,490)	0	(2,656,865)	0	88,651,953	0	2,912,187	2,912,187	717,518	XXX	XXX

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

Sch. DB-Pt A-Sn 1
NONE

Sch. DB-Pt B-Sn 1
NONE

Sch. DB-Pt D-Sn 1
NONE

Sch. DB-Pt D-Sn 2
NONE

Sch. DL-Pt. 1
NONE

Sch. DL-Pt. 2
NONE

SCHEDULE E - PART 1 - CASH

Month End Depository Balances

1	2	3	4	5	Book Balance at End of Each Month During Current Quarter			9
					6	7	8	
Depository	Code	Rate of Interest	Amount of Interest Received During Current Quarter	Amount of Interest Accrued at Current Statement Date	First Month	Second Month	Third Month	*
Open Depositories								
STATE STREET BANK KANSAS CITY, MO							20,329	XXX
CITIBANK NEW YORK, NY								XXX
0199999. Total Open Depositories	XXX	XXX	0	0	0	0	20,329	XXX
0399999. Total Cash on Deposit	XXX	XXX	0	0	0	0	20,329	XXX
0599999. Total Cash	XXX	XXX	0	0	0	0	20,329	XXX

SCHEDULE E - PART 2 - CASH EQUIVALENTS

Show Investments Owned End of Current Quarter

1 Description	2 Code	3 Date Acquired	4 Rate of Interest	5 Maturity Date	6 Book/Adjusted Carrying Value	7 Amount of Interest Due & Accrued	8 Amount Received During Year
Bonds - Industrial and Miscellaneous (Unaffiliated) - Issuer Obligations							
CARGILL		06/29/2015	0.050	07/07/2015	2,399,980		7
CPPIB CAPITAL INC		06/24/2015	0.070	07/23/2015	2,499,893		34
3299999. Industrial and Miscellaneous (Unaffiliated) - Issuer Obligations					4,899,873	0	41
3899999. Total - Industrial and Miscellaneous (Unaffiliated)					4,899,873	0	41
Total Bonds							
7799999. Subtotals - Issuer Obligations					4,899,873	0	41
8399999. Subtotals - Bonds					4,899,873	0	41
8699999. Total - Cash Equivalents					4,899,873	0	41