



PROPERTY AND CASUALTY COMPANIES - ASSOCIATION EDITION

QUARTERLY STATEMENT

AS OF MARCH 31, 2016
OF THE CONDITION AND AFFAIRS OF THE

Republic-Franklin Insurance Company

NAIC Group Code 0201 (Current) 0201 (Prior) NAIC Company Code 12475 Employer's ID Number 31-4290270

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

Country of Domicile United States of America

Incorporated/Organized 02/10/1949 Commenced Business 02/10/1949

Statutory Home Office 2600 Corporate Exchange Drive (Street and Number) Columbus, OH, US 43231 (City or Town, State, Country and Zip Code)

Main Administrative Office 180 Genesee Street (Street and Number) New Hartford, NY, US 13413 (City or Town, State, Country and Zip Code) 315-734-2000 (Area Code) (Telephone Number)

Mail Address Post Office Box 530 (Street and Number or P.O. Box) Utica, NY, US 13503-0530 (City or Town, State, Country and Zip Code)

Primary Location of Books and Records 180 Genesee Street (Street and Number) New Hartford, NY, US 13413 (City or Town, State, Country and Zip Code) 315-734-2000 (Area Code) (Telephone Number)

Internet Website Address www.uticanational.com

Statutory Statement Contact Sandra J Giehl (Name) 315-734-2192 (Area Code) (Telephone Number) sandy.giehl@uticanational.com (E-mail Address) 315-734-2994 (FAX Number)

OFFICERS

Chairman James Douglas Robinson VP, CFO & Treasurer Brian Wade Miller Jr.

President & CEO # Richard Patrick Creedon Secretary Louisa Suzanne Ruffine #

OTHER

Steven Paul Guzski, Executive Vice President

DIRECTORS OR TRUSTEES

Clarence William Bachman Alfred Elliot Calligaris Richard Patrick Creedon

Paul Alan Hagstrom, Ph.D. Gregory Miller Harden Alan Joseph Pope, Sr.

James Douglas Robinson Linda Ellen Romano Eric Keith Scholl

State of New York SS:

County of Oneida

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.

Richard Patrick Creedon President & CEO

Brian Wade Miller, Jr. VP, CFO & Treasurer

Louisa Suzanne Ruffine Secretary

Subscribed and sworn to before me this day of

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.....

STATEMENT AS OF MARCH 31, 2016 OF THE REPUBLIC-FRANKLIN INSURANCE COMPANY

ASSETS

	Current Statement Date			4 December 31 Prior Year Net Admitted Assets
	1 Assets	2 Nonadmitted Assets	3 Net Admitted Assets (Cols. 1 - 2)	
1. Bonds	85,427,148		85,427,148	85,211,777
2. Stocks:				
2.1 Preferred stocks				
2.2 Common stocks	4,362,866		4,362,866	4,305,294
3. Mortgage loans on real estate:				
3.1 First liens				
3.2 Other than first liens.....				
4. Real estate:				
4.1 Properties occupied by the company (less \$ encumbrances)				
4.2 Properties held for the production of income (less \$ encumbrances)				
4.3 Properties held for sale (less \$ encumbrances)				
5. Cash (\$81,334), cash equivalents (\$) and short-term investments (\$100,000)	181,334		181,334	617,732
6. Contract loans (including \$ premium notes)				
7. Derivatives				
8. Other invested assets				
9. Receivables for securities				
10. Securities lending reinvested collateral assets				
11. Aggregate write-ins for invested assets				
12. Subtotals, cash and invested assets (Lines 1 to 11)	89,971,348		89,971,348	90,134,803
13. Title plants less \$ charged off (for Title insurers only)				
14. Investment income due and accrued	730,847		730,847	699,951
15. Premiums and considerations:				
15.1 Uncollected premiums and agents' balances in the course of collection	7,951,712	130,346	7,821,367	7,980,606
15.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due (including \$20,062 earned but unbilled premiums)	563,048	2,229	560,819	580,748
15.3 Accrued retrospective premiums (\$) and contracts subject to redetermination (\$)				
16. Reinsurance:				
16.1 Amounts recoverable from reinsurers	333,324		333,324	276,230
16.2 Funds held by or deposited with reinsured companies				
16.3 Other amounts receivable under reinsurance contracts				
17. Amounts receivable relating to uninsured plans				
18.1 Current federal and foreign income tax recoverable and interest thereon				
18.2 Net deferred tax asset	2,243,859	222,378	2,021,481	2,026,875
19. Guaranty funds receivable or on deposit	1,583,436		1,583,436	1,590,048
20. Electronic data processing equipment and software	45,373		45,373	50,679
21. Furniture and equipment, including health care delivery assets (\$)	10,256	10,256		
22. Net adjustment in assets and liabilities due to foreign exchange rates				
23. Receivables from parent, subsidiaries and affiliates				
24. Health care (\$) and other amounts receivable				
25. Aggregate write-ins for other than invested assets	2,165,938	1,049,031	1,116,907	992,737
26. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 12 to 25)	105,599,141	1,414,240	104,184,901	104,332,678
27. From Separate Accounts, Segregated Accounts and Protected Cell Accounts				
28. Total (Lines 26 and 27)	105,599,141	1,414,240	104,184,901	104,332,678
DETAILS OF WRITE-INS				
1101.				
1102.				
1103.				
1198. Summary of remaining write-ins for Line 11 from overflow page				
1199. Totals (Lines 1101 through 1103 plus 1198)(Line 11 above)				
2501. Accounts Receivable – Other	1,001,511	3,735	997,776	847,746
2502. Equities and Deposits in Pools and Associations	120,033	902	119,131	144,991
2503. Prepaid Expenses	105,342	105,342		
2598. Summary of remaining write-ins for Line 25 from overflow page	939,052	939,052		
2599. Totals (Lines 2501 through 2503 plus 2598)(Line 25 above)	2,165,938	1,049,031	1,116,907	992,737

STATEMENT AS OF MARCH 31, 2016 OF THE REPUBLIC-FRANKLIN INSURANCE COMPANY

LIABILITIES, SURPLUS AND OTHER FUNDS

	1 Current Statement Date	2 December 31, Prior Year
1. Losses (current accident year \$3,950,590)	28,911,273	28,537,561
2. Reinsurance payable on paid losses and loss adjustment expenses		
3. Loss adjustment expenses	7,331,757	7,307,825
4. Commissions payable, contingent commissions and other similar charges	359,273	584,066
5. Other expenses (excluding taxes, licenses and fees)	1,185,907	1,264,882
6. Taxes, licenses and fees (excluding federal and foreign income taxes)	994,880	1,061,756
7.1 Current federal and foreign income taxes (including \$ on realized capital gains (losses))	32,127	461,261
7.2 Net deferred tax liability		
8. Borrowed money \$ and interest thereon \$		
9. Unearned premiums (after deducting unearned premiums for ceded reinsurance of \$91,359,557 and including warranty reserves of \$ and accrued accident and health experience rating refunds including \$ for medical loss ratio rebate per the Public Health Service Act)	12,345,315	12,054,079
10. Advance premium	105,226	101,159
11. Dividends declared and unpaid:		
11.1 Stockholders		
11.2 Policyholders	76,126	190,471
12. Ceded reinsurance premiums payable (net of ceding commissions)	219,210	235,199
13. Funds held by company under reinsurance treaties		18,456
14. Amounts withheld or retained by company for account of others	1,120,716	1,212,005
15. Remittances and items not allocated		
16. Provision for reinsurance (including \$ certified)		
17. Net adjustments in assets and liabilities due to foreign exchange rates		
18. Drafts outstanding		
19. Payable to parent, subsidiaries and affiliates	453,281	987,426
20. Derivatives		
21. Payable for securities		
22. Payable for securities lending		
23. Liability for amounts held under uninsured plans		
24. Capital notes \$ and interest thereon \$		
25. Aggregate write-ins for liabilities	(182,959)	(129,103)
26. Total liabilities excluding protected cell liabilities (Lines 1 through 25)	52,952,133	53,887,043
27. Protected cell liabilities		
28. Total liabilities (Lines 26 and 27)	52,952,133	53,887,043
29. Aggregate write-ins for special surplus funds	186,353	180,750
30. Common capital stock	3,500,000	3,500,000
31. Preferred capital stock		
32. Aggregate write-ins for other than special surplus funds		
33. Surplus notes		
34. Gross paid in and contributed surplus	5,139,802	5,139,802
35. Unassigned funds (surplus)	42,406,613	41,625,083
36. Less treasury stock, at cost:		
36.1 shares common (value included in Line 30 \$)		
36.2 shares preferred (value included in Line 31 \$)		
37. Surplus as regards policyholders (Lines 29 to 35, less 36)	51,232,768	50,445,635
38. Totals (Page 2, Line 28, Col. 3)	104,184,901	104,332,678
DETAILS OF WRITE-INS		
2501. Contingent Balances in Safety Groups	21,930	32,691
2502. Miscellaneous Accounts Payable	1	27,809
2503. Liability for Pension Benefits	(204,890)	(189,603)
2598. Summary of remaining write-ins for Line 25 from overflow page		
2599. Totals (Lines 2501 through 2503 plus 2598)(Line 25 above)	(182,959)	(129,103)
2901. Reserve for Undeclared Dividends	186,353	180,750
2902.		
2903.		
2998. Summary of remaining write-ins for Line 29 from overflow page		
2999. Totals (Lines 2901 through 2903 plus 2998)(Line 29 above)	186,353	180,750
3201.		
3202.		
3203.		
3298. Summary of remaining write-ins for Line 32 from overflow page		
3299. Totals (Lines 3201 through 3203 plus 3298)(Line 32 above)		

STATEMENT OF INCOME

	1	2	3
	Current Year to Date	Prior Year to Date	Prior Year Ended December 31
UNDERWRITING INCOME			
1. Premiums earned:			
1.1 Direct (written \$43,891,672)	48,279,657	44,237,755	184,962,287
1.2 Assumed (written \$6,489,005)	6,208,832	5,747,762	23,804,439
1.3 Ceded (written \$43,891,672)	48,290,720	44,237,755	184,956,465
1.4 Net (written \$6,489,005)	6,197,769	5,747,762	23,810,260
DEDUCTIONS:			
2. Losses incurred (current accident year \$4,777,530):			
2.1 Direct	25,154,052	26,431,806	85,928,521
2.2 Assumed	3,574,763	3,247,497	12,711,505
2.3 Ceded	25,256,773	26,431,439	86,025,833
2.4 Net	3,472,043	3,247,865	12,614,193
3. Loss adjustment expenses incurred	870,128	773,960	2,975,434
4. Other underwriting expenses incurred	2,211,866	2,173,473	8,457,050
5. Aggregate write-ins for underwriting deductions			
6. Total underwriting deductions (Lines 2 through 5)	6,554,037	6,195,298	24,046,677
7. Net income of protected cells			
8. Net underwriting gain or (loss) (Line 1 minus Line 6 + Line 7)	(356,268)	(447,536)	(236,417)
INVESTMENT INCOME			
9. Net investment income earned	739,948	691,077	2,768,544
10. Net realized capital gains (losses) less capital gains tax of \$	(3,106)	(166,501)	(129,733)
11. Net investment gain (loss) (Lines 9 + 10)	736,842	524,576	2,638,811
OTHER INCOME			
12. Net gain or (loss) from agents' or premium balances charged off (amount recovered \$635 amount charged off \$3,318)	(2,684)	(10,470)	(39,205)
13. Finance and service charges not included in premiums	37,166	53,555	217,600
14. Aggregate write-ins for miscellaneous income	(8,062)	(8,471)	(34,962)
15. Total other income (Lines 12 through 14)	26,420	34,613	143,434
16. Net income before dividends to policyholders, after capital gains tax and before all other federal and foreign income taxes (Lines 8 + 11 + 15)	406,994	111,654	2,545,828
17. Dividends to policyholders	52,273	63,379	300,198
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)	354,720	48,275	2,245,631
19. Federal and foreign income taxes incurred	(429,134)	17,088	49,702
20. Net income (Line 18 minus Line 19)(to Line 22)	783,854	31,187	2,195,928
CAPITAL AND SURPLUS ACCOUNT			
21. Surplus as regards policyholders, December 31 prior year	50,445,635	49,035,801	49,035,801
22. Net income (from Line 20)	783,854	31,187	2,195,928
23. Net transfers (to) from Protected Cell accounts			
24. Change in net unrealized capital gains (losses) less capital gains tax of \$40,035	82,961	76,025	(157,038)
25. Change in net unrealized foreign exchange capital gain (loss)			
26. Change in net deferred income tax	70,704	(45,486)	(142,191)
27. Change in nonadmitted assets	(176,434)	51,882	(345,544)
28. Change in provision for reinsurance			
29. Change in surplus notes			
30. Surplus (contributed to) withdrawn from protected cells			
31. Cumulative effect of changes in accounting principles			
32. Capital changes:			
32.1 Paid in			
32.2 Transferred from surplus (Stock Dividend)			
32.3 Transferred to surplus			
33. Surplus adjustments:			
33.1 Paid in			
33.2 Transferred to capital (Stock Dividend)			
33.3 Transferred from capital			
34. Net remittances from or (to) Home Office			
35. Dividends to stockholders			
36. Change in treasury stock			
37. Aggregate write-ins for gains and losses in surplus	26,048	(37,612)	(141,322)
38. Change in surplus as regards policyholders (Lines 22 through 37)	787,133	75,996	1,409,834
39. Surplus as regards policyholders, as of statement date (Lines 21 plus 38)	51,232,768	49,111,797	50,445,635
DETAILS OF WRITE-INS			
0501.			
0502.			
0503.			
0598. Summary of remaining write-ins for Line 5 from overflow page			
0599. Totals (Lines 0501 through 0503 plus 0598)(Line 5 above)			
1401. Gain/Loss on Sale of Assets	443	(100)	518
1402. Miscellaneous Income	(8,505)	(8,371)	(35,479)
1403.			
1498. Summary of remaining write-ins for Line 14 from overflow page			
1499. Totals (Lines 1401 through 1403 plus 1498)(Line 14 above)	(8,062)	(8,471)	(34,962)
3701. Contingent Balance in Safety Groups	10,761	10,590	(3,381)
3702. Pension Expense		(35,895)	
3703. Pension Benefit Obligation	15,287	(12,307)	(137,941)
3798. Summary of remaining write-ins for Line 37 from overflow page			
3799. Totals (Lines 3701 through 3703 plus 3798)(Line 37 above)	26,048	(37,612)	(141,322)

STATEMENT AS OF MARCH 31, 2016 OF THE REPUBLIC-FRANKLIN INSURANCE COMPANY

CASH FLOW

	1 Current Year To Date	2 Prior Year To Date	3 Prior Year Ended December 31
Cash from Operations			
1. Premiums collected net of reinsurance	6,639,383	5,606,227	23,199,198
2. Net investment income	788,215	724,928	3,033,014
3. Miscellaneous income	26,420	34,613	143,434
4. Total (Lines 1 to 3)	7,454,017	6,365,768	26,375,646
5. Benefit and loss related payments	3,155,425	2,949,155	12,838,658
6. Net transfers to Separate Accounts, Segregated Accounts and Protected Cell Accounts			
7. Commissions, expenses paid and aggregate write-ins for deductions	3,607,578	3,544,369	11,458,536
8. Dividends paid to policyholders	166,618	57,809	199,572
9. Federal and foreign income taxes paid (recovered) net of \$ tax on capital gains (losses)		824,337	1,709,532
10. Total (Lines 5 through 9)	6,929,621	7,375,670	26,206,297
11. Net cash from operations (Line 4 minus Line 10)	524,396	(1,009,902)	169,348
Cash from Investments			
12. Proceeds from investments sold, matured or repaid:			
12.1 Bonds	4,168,015	5,134,558	13,276,447
12.2 Stocks		3,311,582	3,311,582
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	(21,658)		46,681
12.8 Total investment proceeds (Lines 12.1 to 12.7)	4,146,357	8,446,141	16,634,710
13. Cost of investments acquired (long-term only):			
13.1 Bonds	4,379,861	8,102,390	16,732,342
13.2 Stocks	23,184	22,166	89,283
13.3 Mortgage loans			
13.4 Real estate			
13.5 Other invested assets			
13.6 Miscellaneous applications			
13.7 Total investments acquired (Lines 13.1 to 13.6)	4,403,045	8,124,555	16,821,625
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)	(256,688)	321,585	(186,915)
Cash from Financing and Miscellaneous Sources			
16. Cash provided (applied):			
16.1 Surplus notes, capital notes			
16.2 Capital and paid in surplus, less treasury stock			
16.3 Borrowed funds			
16.4 Net deposits on deposit-type contracts and other insurance liabilities			
16.5 Dividends to stockholders			
16.6 Other cash provided (applied)	(704,106)	522,304	275,903
17. Net cash from financing and miscellaneous sources (Line 16.1 through Line 16.4 minus Line 16.5 plus Line 16.6)	(704,106)	522,304	275,903
RECONCILIATION OF CASH, CASH EQUIVALENTS AND SHORT-TERM INVESTMENTS			
18. Net change in cash, cash equivalents and short-term investments (Line 11, plus Lines 15 and 17) ..	(436,398)	(166,012)	258,336
19. Cash, cash equivalents and short-term investments:			
19.1 Beginning of year	617,732	359,396	359,396
19.2 End of period (Line 18 plus Line 19.1)	181,334	193,383	617,732

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

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STATEMENT AS OF MARCH 31, 2016 OF THE REPUBLIC-FRANKLIN INSURANCE COMPANY

NOTES TO FINANCIAL STATEMENTS

Note 1 – Summary of Significant Accounting Policies

A. Accounting Practices

The financial statements of Republic-Franklin Insurance Company are presented on the basis of accounting practices prescribed or permitted by the Ohio Insurance Department.

The Ohio Insurance Department recognizes only statutory accounting practices prescribed or permitted by the state of Ohio for determining and reporting the financial condition and results of operations of an insurance company and for determining its solvency under the Ohio Insurance Laws. The National Association of Insurance Commissioners’ (NAIC) *Accounting Practices and Procedures* manual (NAIC SAP) has been adopted as a component of prescribed or permitted practices by the state of Ohio. The state of Ohio has adopted some practices that differ from NAIC SAP; however, none of those changes would impact the financial results of Republic-Franklin Insurance Company.

A reconciliation of the Company’s net income and capital and surplus between NAIC SAP and practices prescribed and permitted by the state of Ohio is not required since there are no differences.

<u>Net Income</u>	<u>State of Domicile</u>	<u>2016</u>	<u>2015</u>
(1) Net Income, state basis (Page 4, Line 20, Columns 1 & 3)	Ohio	783,854	2,195,928
(2) State Prescribed Practices that increase/(decrease) NAIC SAP	Ohio	0	0
(3) State Permitted Practices that increase/(decrease) NAIC SAP	Ohio	0	0
(4) Net Income, NAIC SAP (1 - 2 - 3 = 4)	Ohio	783,854	2,195,928
<u>Surplus</u>			
(1) Statutory surplus, state basis (Page 3, Line 37, Columns 1 & 2)	Ohio	51,232,768	50,445,635
(2) State Prescribed Practices that increase/(decrease) NAIC SAP	Ohio	0	0
(3) State Permitted Practices that increase/(decrease) NAIC SAP	Ohio	0	0
(4) Statutory Surplus, NAIC SAP (1 - 2 - 3 = 4)	Ohio	51,232,768	50,445,635

B. No change.

C. No change.

D. Management’s evaluation of the financial condition of the Company did not indicate any going concern issues.

Note 2 – Accounting Changes and Corrections of Errors

No change.

Note 3 – Business Combinations and Goodwill

No change.

Note 4 – Discontinued Operations

No change.

Note 5 - Investments

- A. No change.
- B. No change.
- C. No change.

D. Loan-Backed Securities

- (1) Our asset manager uses a proprietary model for loss assumptions and widely accepted models for prepayment assumptions in valuing mortgage-backed and asset-backed securities with inputs from major third party data providers. The models combine the effects of interest rates, volatility, and pre-payment speeds based on various scenarios (Monte Carlo), simulations with resulting effective analytics (spreads, duration, convexity) and cash-flows on a monthly basis. Credit sensitive cash flows are calculated using a proprietary model which estimates future loan defaults in terms of timing and severity. Model assumptions are specific to asset class and collateral types and are regularly evaluated and adjusted where appropriate.
- (2) Not applicable.
- (3) Not applicable.
- (4) Unrealized Losses

a. The aggregate amount of unrealized losses:

Less than 12 months	Greater than 12 months	Total
183,251	450,549	633,800

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

Less than 12 months	Greater than 12 months	Total
4,950,269	9,573,122	14,523,391

STATEMENT AS OF MARCH 31, 2016 OF THE REPUBLIC-FRANKLIN INSURANCE COMPANY

NOTES TO FINANCIAL STATEMENTS

(5) There are a number of factors considered in determining if an other-than-temporary impairment does not exist for an investment, including, but not limited to, debt burden, credit ratings, sector, liquidity, financial flexibility, company management, expected earnings and cash flow stream, and economic prospects associated with the investment.

- E. Not applicable.
- F. Not applicable.
- G. Not applicable.
- H. No change.
- I. Not applicable.
- J. Not applicable.

Note 6 – Joint Ventures, Partnerships, and Limited Liability Companies

No change.

Note 7 – Investment Income

No change.

Note 8 – Derivative Instruments

No change.

Note 9 – Income Taxes

No change.

Note 10 – Information Concerning Parent, Subsidiaries, and Affiliates

No change.

Note 11 - Debt

No change.

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

No change.

Note 13 – Capital and Surplus, Dividend Restrictions and Quasi-Reorganizations

No change.

Note 14 - Contingencies

No change.

Note 15 – Leases

No change.

Note 16 – Information About Financial Instruments With Off-Balance-Sheet Risk And Financial Instruments With Concentrations of Credit Risk

No change.

Note 17 – Sale, Transfer, and Servicing of Financial Assets and Extinguishments of Liabilities

- A. No change.
- B. No change.
- C. Not applicable.

Note 18 – Gain or Loss to the Reporting Entity from Uninsured Plans and the Uninsured Portion of Partially Plans

No change.

Note 19 – Direct Premium Written / Produced by Managing General Agents / Third Party Administrators

No change.

Note 20 – Fair Value Measurement

- A. Assets Measured at Fair Value on a Recurring Basis

- (1) Fair Value Measurements at Reporting Date
 - (a) Assets at Fair Value

	Level 1	Level 2	Level 3	Total
Bonds	0	1,661,975	0	1,661,975
Common Stock	4,362,866	0	0	4,362,866
Total Assets at Fair Value	4,362,866	1,661,975	0	6,024,841

STATEMENT AS OF MARCH 31, 2016 OF THE REPUBLIC-FRANKLIN INSURANCE COMPANY

NOTES TO FINANCIAL STATEMENTS

(b) Liabilities at Fair Value: Not applicable.

(2) Not applicable.

(3) Not applicable.

(4) The following are the levels of the hierarchy and a brief description of the type of valuation inputs that are used to establish each level:

Pricing Level 1 – Valuations based on unadjusted quoted prices in active markets for identical assets that our pricing sources have the ability to access. Since the valuations are based on quoted prices that are readily and regularly available in an active market, valuation of these securities does not entail a significant amount or degree of judgment.

Pricing Level 2 – Valuations based upon quoted prices for similar assets in active markets, quoted prices for identical or similar assets in inactive markets; or valuations based on models where significant inputs are observable (e.g. interest rates, yield curves, prepayment speeds, default rates, loss severities) or can be corroborated by observable market data.

Pricing Level 3 – Valuations that are derived from techniques in which one or more of the significant inputs are unobservable, including broker quotes which are non-binding.

(5) Not applicable.

B. Not applicable.

C.

Type of Financial Instrument	Aggregate Fair Value	Admitted Assets	Level 1	Level 2	Level 3	Not Practicable (Carrying Value)
Bonds	88,675,636	85,527,148	100,000	88,575,636	0	0
Common Stock	4,362,866	4,362,866	4,362,866	0	0	0

D. Not applicable.

Note 21 – Other Items

No change.

Note 22 – Events Subsequent

No change.

Property & Casualty Specific Notes

Note 23 – Reinsurance

No change.

Note 24 – Retrospectively Rated Contracts and Contracts Subject to Redetermination

No change.

Note 25 – Change in Incurred Losses and Loss Adjustment Expenses

Reserves as of December 31, 2015 were \$35.8 million. As of March 31, 2016, \$3.1 million has been paid for incurred claims and claim adjustment expenses attributable to insured events of prior years. Reserves remaining for prior years are now \$32.3 million as a result of re-estimation of unpaid claims and claim adjustment expenses. Therefore, there has been a \$435 thousand favorable prior-year development since December 31, 2015 to March 31, 2016.

Note 26 – Intercompany Pooling Arrangements

No change.

Note 27 – Structured Settlements

No change.

Note 28 – Health Care Receivables

No change.

Note 29 –Participating Policies

No change.

Note 30 –Premium Deficiency Reserves

No change.

Note 31 – High Deductibles

No change.

STATEMENT AS OF MARCH 31, 2016 OF THE REPUBLIC-FRANKLIN INSURANCE COMPANY

NOTES TO FINANCIAL STATEMENTS

Note 32 – Discounting of Liabilities for Unpaid Losses or Unpaid Loss Adjustment Expenses

No change.

Note 33 – Asbestos / Environmental Reserves

No change.

Note 34 – Subscriber Savings Accounts

No change

Note 35 –Multiple Peril Crop Insurance

No change.

Note 36 –Financial Guaranty Insurance

No change.

STATEMENT AS OF MARCH 31, 2016 OF THE REPUBLIC-FRANKLIN INSURANCE COMPANY

GENERAL INTERROGATORIES

PART 1 - COMMON INTERROGATORIES

GENERAL

- 1.1

Did the reporting entity experience any material transactions requiring the filing of Disclosure of Material Transactions with the State of Domicile, as required by the Model Act?

Yes ☐ No ☒
- 1.2

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

Yes ☐ No ☐
- 2.1

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

Yes ☐ No ☒
- 2.2

If yes, date of change:
- 3.1

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?
If yes, complete Schedule Y, Parts 1 and 1A.

Yes ☒ No ☐
- 3.2

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

Yes ☐ No ☒
- 3.3

If the response to 3.2 is yes, provide a brief description of those changes.
- 4.1

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

Yes ☐ No ☒
- 4.2

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

1 Name of Entity	2 NAIC Company Code	3 State of Domicile
5.

If the reporting entity is subject to a management agreement, including third-party administrator(s), managing general agent(s), attorney-in-fact, or similar agreement, have there been any significant changes regarding the terms of the agreement or principals involved?
If yes, attach an explanation.

Yes ☐ No ☐ N/A ☒
- 6.1

State as of what date the latest financial examination of the reporting entity was made or is being made.

12/31/2014
- 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.

12/31/2009
- 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).

03/14/2011
- 6.4

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

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

Yes ☐ No ☐ N/A ☒
- 6.6

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

Yes ☒ No ☐ N/A ☐
- 7.1

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

Yes ☐ No ☒
- 7.2

If yes, give full information:
- 8.1

Is the company a subsidiary of a bank holding company regulated by the Federal Reserve Board?

Yes ☐ No ☒
- 8.2

If response to 8.1 is yes, please identify the name of the bank holding company.
- 8.3

Is the company affiliated with one or more banks, thrifts or securities firms?

Yes ☐ No ☒
- 8.4

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

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

GENERAL INTERROGATORIES

- 9.1

Are the senior officers (principal executive officer, principal financial officer, principal accounting officer or controller, or persons performing similar functions) of the reporting entity subject to a code of ethics, which includes the following standards?
(a) Honest and ethical conduct, including the ethical handling of actual or apparent conflicts of interest between personal and professional relationships;
(b) Full, fair, accurate, timely and understandable disclosure in the periodic reports required to be filed by the reporting entity;
(c) Compliance with applicable governmental laws, rules and regulations;
(d) The prompt internal reporting of violations to an appropriate person or persons identified in the code; and
(e) Accountability for adherence to the code.

Yes [X] No []
- 9.11

If the response to 9.1 is No, please explain:
- 9.2

Has the code of ethics for senior managers been amended?

Yes [] No [X]
- 9.21

If the response to 9.2 is Yes, provide information related to amendment(s).
- 9.3

Have any provisions of the code of ethics been waived for any of the specified officers?

Yes [] No [X]
- 9.31

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

FINANCIAL

- 10.1

Does the reporting entity report any amounts due from parent, subsidiaries or affiliates on Page 2 of this statement?

Yes [] No [X]
- 10.2

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

\$

INVESTMENT

- 11.1

Were any of the stocks, bonds, or other assets of the reporting entity loaned, placed under option agreement, or otherwise made available for use by another person? (Exclude securities under securities lending agreements.)

Yes [] No [X]
- 11.2

If yes, give full and complete information relating thereto:
12.

Amount of real estate and mortgages held in other invested assets in Schedule BA:

\$
13.

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

\$
- 14.1

Does the reporting entity have any investments in parent, subsidiaries and affiliates?

Yes [] No [X]
- 14.2

If yes, please complete the following:
- | | 1 | 2 |
|---|---|--|
| | Prior Year-End
Book/Adjusted
Carrying Value | Current Quarter
Book/Adjusted
Carrying Value |
| 14.21 Bonds | \$ | \$ |
| 14.22 Preferred Stock | \$ | \$ |
| 14.23 Common Stock | \$ | \$ |
| 14.24 Short-Term Investments | \$ | \$ |
| 14.25 Mortgage Loans on Real Estate | \$ | \$ |
| 14.26 All Other | \$ | \$ |
| 14.27 Total Investment in Parent, Subsidiaries and Affiliates (Subtotal Lines 14.21 to 14.26) | \$ | \$ |
| 14.28 Total Investment in Parent included in Lines 14.21 to 14.26 above | \$ | \$ |
- 15.1

Has the reporting entity entered into any hedging transactions reported on Schedule DB?

Yes [] No [X]
- 15.2

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

Yes [] No []

STATEMENT AS OF MARCH 31, 2016 OF THE REPUBLIC-FRANKLIN INSURANCE COMPANY

GENERAL INTERROGATORIES

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

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

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

\$

\$

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

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

1 Name of Custodian(s)	2 Custodian Address
Bank of New York Mellon	One Wall Street, New York, NY

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

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

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

- 17.4 If yes, give full information relating thereto:

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

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

1 Central Registration Depository	2 Name(s)	3 Address
107423	Conning Asset Management	One Financial Plaza, Hartford, CT

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

- 18.2 If no, list exceptions:

GENERAL INTERROGATORIES

PART 2 - PROPERTY & CASUALTY INTERROGATORIES

1.

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

Yes [] No [X] N/A []
2.

Has the reporting entity reinsured any risk with any other reporting entity and agreed to release such entity from liability, in whole or in part, from any loss that may occur on the risk, or portion thereof, reinsured?
If yes, attach an explanation.

Yes [] No [X]
- 3.1

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

Yes [] No [X]
- 3.2

If yes, give full and complete information thereto.
- 4.1

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

Yes [] No [X]

4.2 If yes, complete the following schedule:

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

5.

Operating Percentages:

5.1 A&H loss percent %

5.2 A&H cost containment percent %

5.3 A&H expense percent excluding cost containment expenses %
- 6.1

Do you act as a custodian for health savings accounts?

Yes [] No [X]
- 6.2

If yes, please provide the amount of custodial funds held as of the reporting date\$.....
- 6.3

Do you act as an administrator for health savings accounts?

Yes [] No [X]
- 6.4

If yes, please provide the balance of the funds administered as of the reporting date\$.....

STATEMENT AS OF MARCH 31, 2016 OF THE REPUBLIC-FRANKLIN INSURANCE COMPANY

SCHEDULE F - CEDED REINSURANCE

Showing All New Reinsurers - Current Year to Date

[illegible]

SCHEDULE T - EXHIBIT OF PREMIUMS WRITTEN

Current Year to Date - Allocated by States and Territories							
States, etc.	1 Active Status	Direct Premiums Written		Direct Losses Paid (Deducting Salvage)		Direct Losses Unpaid	
		2 Current Year To Date	3 Prior Year To Date	4 Current Year To Date	5 Prior Year To Date	6 Current Year To Date	7 Prior Year To Date
1. Alabama.....AL	N						
2. Alaska.....AK	N						
3. Arizona.....AZ	N						
4. Arkansas.....AR	N						
5. California.....CA	N						
6. Colorado.....CO	N						
7. Connecticut.....CT	L	5,428,124	4,885,367	2,650,002	2,746,048	23,514,436	24,184,807
8. Delaware.....DE	L	204,830	177,148	363,551	305,656	3,089,832	4,335,152
9. District of Columbia.....DC	L	29,597	5,025		19,580	36,386	29,146
10. Florida.....FL	N						
11. Georgia.....GA	L	2,522,510	2,035,296	1,456,434	1,117,369	6,428,693	7,018,713
12. Hawaii.....HI	N						
13. Idaho.....ID	N						
14. Illinois.....IL	L	1,034,697	829,436	2,005,673	151,838	3,557,353	3,856,492
15. Indiana.....IN	L	184,362	160,788	28,186	45,538	213,145	233,475
16. Iowa.....IA	N						
17. Kansas.....KS	L	28,273	36,716		900	80,720	25,847
18. Kentucky.....KY	N						
19. Louisiana.....LA	N						
20. Maine.....ME	N						
21. Maryland.....MD	L	441,682	501,883	300,913	269,223	5,538,314	6,340,504
22. Massachusetts.....MA	L	2,477,992	2,748,025	1,501,314	1,468,032	9,949,825	16,856,706
23. Michigan.....MI	L	862,480	620,731	137,526	402	1,376,502	1,056,533
24. Minnesota.....MN	N						
25. Mississippi.....MS	N						
26. Missouri.....MO	N						
27. Montana.....MT	N						
28. Nebraska.....NE	N						
29. Nevada.....NV	N						
30. New Hampshire.....NH	L	73,441	23,646	64,469	62,903	97,005	279,683
31. New Jersey.....NJ	L	8,402,555	7,046,768	3,613,229	2,444,189	35,331,706	25,193,843
32. New Mexico.....NM	N						
33. New York.....NY	L	13,226,749	13,211,225	5,799,513	11,744,327	68,735,059	86,687,569
34. North Carolina.....NC	L	2,089,500	2,140,563	782,138	948,857	4,802,032	4,456,877
35. North Dakota.....ND	N						
36. Ohio.....OH	L	1,364,215	1,104,386	610,075	408,788	2,866,316	2,645,648
37. Oklahoma.....OK	N						
38. Oregon.....OR	N						
39. Pennsylvania.....PA	L	1,793,204	1,257,132	822,764	605,823	5,643,347	5,873,420
40. Rhode Island.....RI	L	220,364	192,876	101,556	58,516	359,286	182,125
41. South Carolina.....SC	N						
42. South Dakota.....SD	N						
43. Tennessee.....TN	L	439,262	449,941	168,195	337,373	1,339,430	1,747,989
44. Texas.....TX	L	1,506,672	1,342,708	568,580	322,053	5,201,276	3,575,820
45. Utah.....UT	N						
46. Vermont.....VT	N						
47. Virginia.....VA	L	1,004,491	836,801	429,657	568,343	2,745,744	2,701,152
48. Washington.....WA	N						
49. West Virginia.....WV	N						
50. Wisconsin.....WI	L	556,672	734,001	183,095	93,924	4,528,590	2,561,292
51. Wyoming.....WY	N						
52. American Samoa.....AS	N						
53. Guam.....GU	N						
54. Puerto Rico.....PR	N						
55. U.S. Virgin Islands.....VI	N						
56. Northern Mariana Islands.....MP	N						
57. Canada.....CAN	N						
58. Aggregate Other Alien OT	XXX						
59. Totals	(a) 21	43,891,672	40,340,463	21,586,871	23,719,684	185,434,999	199,842,795
DETAILS OF WRITE-INS							
58001.	XXX						
58002.	XXX						
58003.	XXX						
58998. Summary of remaining write-ins for Line 58 from overflow page	XXX						
58999. Totals (Lines 58001 through 58003 plus 58998)(Line 58 above)	XXX						

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

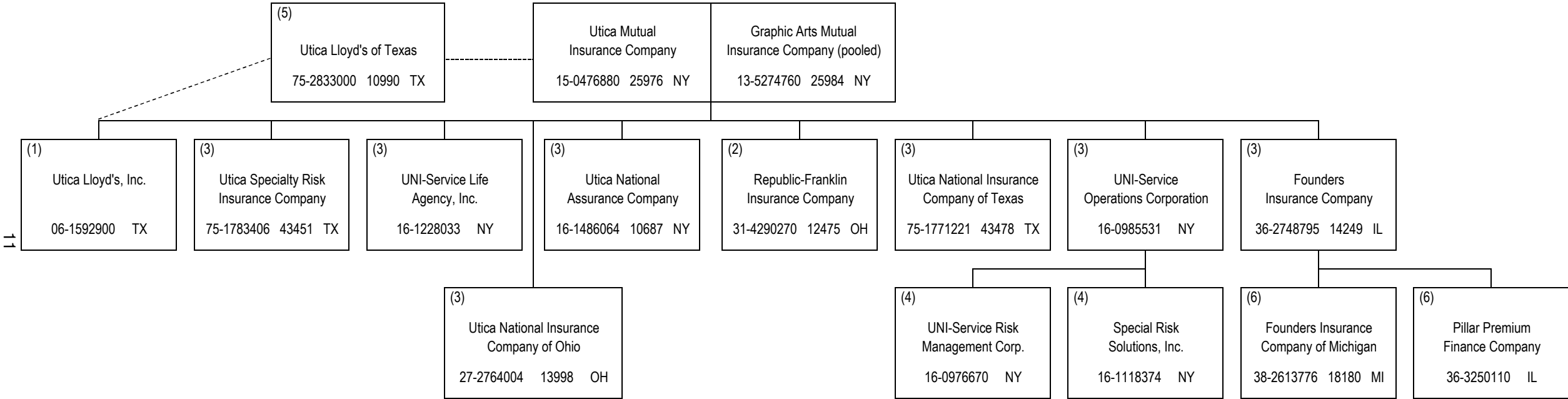
(a) Insert the number of L responses except for Canada and Other Alien.

STATEMENT AS OF MARCH 31, 2016 OF THE REPUBLIC-FRANKLIN INSURANCE COMPANY

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

PART 1 - ORGANIZATIONAL CHART

UTICA NATIONAL INSURANCE GROUP ORGANIZATION STRUCTURE MARCH 31, 2016



1. Owned 100% by Utica Mutual Insurance Company; operates as attorney-in-fact for Utica Lloyd's of Texas.

2. Owned 94% by Utica Mutual Insurance Company and 6% by Graphic Arts Mutual Insurance Company.

3. Owned 100% by Utica Mutual Insurance Company.

4. Owned 100% by UNI-Service Operations Corporation.

5. A Texas Lloyd's association of twelve underwriters under sponsorship of the Utica Mutual Insurance Company.

6. Owned 100% by Founders Insurance Company.

7. Shares common management with the group.

SCHEDULE Y

PART 1A - DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

Asterisk	Explanation
1	Owned 6% by Graphic Arts Mutual Insurance Company.
2	A Texas Lloyd's association of twelve underwriters under the sponsorship of the Utica Mutual Insurance Company.
3	Shares common management with the group.

PART 1 - LOSS EXPERIENCE

Line of Business		Current Year to Date			4 Prior Year to Date Direct Loss Percentage
		1 Direct Premiums Earned	2 Direct Losses Incurred	3 Direct Loss Percentage	
1.	Fire	11,875			
2.	Allied Lines	11,605			
3.	Farmowners multiple peril				
4.	Homeowners multiple peril	4,161,646	2,336,219	56.1	99.2
5.	Commercial multiple peril	16,120,313	7,740,560	48.0	68.0
6.	Mortgage guaranty				
8.	Ocean marine				
9.	Inland marine	85,705	31,269	36.5	5.1
10.	Financial guaranty				
11.1	Medical professional liability - occurrence				
11.2	Medical professional liability - claims-made				
12.	Earthquake	3,134			
13.	Group accident and health				
14.	Credit accident and health				
15.	Other accident and health				
16.	Workers' compensation	8,378,561	2,796,895	33.4	28.4
17.1	Other liability - occurrence	800,711	(867,380)	(108.3)	(106.0)
17.2	Other liability - claims-made	4,463,837	2,551,273	57.2	73.9
17.3	Excess workers' compensation				
18.1	Products liability - occurrence	9,188	12,523	136.3	
18.2	Products liability - claims-made				
19.1,19.2	Private passenger auto liability	1,424,348	766,134	53.8	77.8
19.3,19.4	Commercial auto liability	9,526,740	8,109,060	85.1	61.1
21.	Auto physical damage	3,280,079	1,678,145	51.2	70.4
22.	Aircraft (all perils)				
23.	Fidelity				
24.	Surety	1,170	(645)	(55.2)	
26.	Burglary and theft	745			
27.	Boiler and machinery				
28.	Credit				
29.	International				
30.	Warranty				
31.	Reinsurance - Nonproportional Assumed Property	XXX	XXX	XXX	XXX
32.	Reinsurance - Nonproportional Assumed Liability	XXX	XXX	XXX	XXX
33.	Reinsurance - Nonproportional Assumed Financial Lines	XXX	XXX	XXX	XXX
34.	Aggregate write-ins for other lines of business				
35.	Totals	48,279,657	25,154,052	52.1	59.7
DETAILS OF WRITE-INS					
3401.	.....			
3402.	.....			
3403.	.....			
3498.	Summary of remaining write-ins for Line 34 from overflow page				
3499.	Totals (Lines 3401 through 3403 plus 3498)(Line 34 above)				

PART 2 - DIRECT PREMIUMS WRITTEN

Line of Business		1	2	3
		Current Quarter	Current Year to Date	Prior Year Year to Date
1.	Fire	12,279	12,279	9,022
2.	Allied Lines	17,759	17,759	13,281
3.	Farmowners multiple peril			
4.	Homeowners multiple peril	3,506,502	3,506,502	3,571,960
5.	Commercial multiple peril	11,535,217	11,535,217	10,816,361
6.	Mortgage guaranty			
8.	Ocean marine			
9.	Inland marine	76,274	76,274	77,279
10.	Financial guaranty			
11.1	Medical professional liability - occurrence			
11.2	Medical professional liability - claims-made			
12.	Earthquake	1,787	1,787	1,927
13.	Group accident and health			
14.	Credit accident and health			
15.	Other accident and health			
16.	Workers' compensation	9,175,879	9,175,879	8,031,117
17.1	Other liability - occurrence	673,326	673,326	593,684
17.2	Other liability - claims-made	5,566,552	5,566,552	4,013,573
17.3	Excess workers' compensation			
18.1	Products liability - occurrence	19,885	19,885	12,142
18.2	Products liability - claims-made			
19.1,19.2	Private passenger auto liability	1,352,488	1,352,488	1,548,437
19.3,19.4	Commercial auto liability	9,033,134	9,033,134	8,715,504
21.	Auto physical damage	2,919,825	2,919,825	2,935,409
22.	Aircraft (all perils)			
23.	Fidelity			
24.	Surety			
26.	Burglary and theft	765	765	767
27.	Boiler and machinery			
28.	Credit			
29.	International			
30.	Warranty			
31.	Reinsurance - Nonproportional Assumed Property	XXX	XXX	XXX
32.	Reinsurance - Nonproportional Assumed Liability	XXX	XXX	XXX
33.	Reinsurance - Nonproportional Assumed Financial Lines	XXX	XXX	XXX
34.	Aggregate write-ins for other lines of business			
35.	Totals	43,891,672	43,891,672	40,340,463
DETAILS OF WRITE-INS				
3401.	.....		
3402.	.....		
3403.	.....		
3498.	Summary of remaining write-ins for Line 34 from overflow page			
3499.	Totals (Lines 3401 through 3403 plus 3498)(Line 34 above)			

STATEMENT AS OF MARCH 31, 2016 OF THE REPUBLIC-FRANKLIN INSURANCE COMPANY

PART 3 (000 omitted)

LOSS AND LOSS ADJUSTMENT EXPENSE RESERVES SCHEDULE

	1	2	3	4	5	6	7	8	9	10	11	12	13	
Years in Which Losses Occurred	Prior Year-End Known Case Loss and LAE Reserves	Prior Year-End IBNR Loss and LAE Reserves	Total Prior Year-End Loss and LAE Reserves (Cols. 1+2)	2016 Loss and LAE Payments on Claims Reported as of Prior Year-End	2016 Loss and LAE Payments on Claims Unreported as of Prior Year-End	Total 2016 Loss and LAE Payments (Cols. 4+5)	Q.S. Date Known Case Loss and LAE Reserves on Claims Reported and Open as of Prior Year End	Q.S. Date Known Case Loss and LAE Reserves on Claims Reported or Reopened Subsequent to Prior Year End	Q.S. Date IBNR Loss and LAE Reserves	Total Q.S. Loss and LAE Reserves (Cols.7+8+9)	Prior Year-End Known Case Loss and LAE Reserves Developed (Savings)/ Deficiency (Cols.4+7 minus Col. 1)	Prior Year-End IBNR Loss and LAE Reserves Developed (Savings)/ Deficiency (Cols. 5+8+9 minus Col. 2)	Prior Year-End Total Loss and LAE Reserve Developed (Savings)/ Deficiency (Cols. 11+12)	
1. 2013 + Prior	10,878	7,657	18,535	1,272	27	1,299	10,041	100	6,985	17,126	435	(545)	(110)	
2. 2014	3,261	3,622	6,882	529	16	545	2,897	115	3,169	6,180	166	(323)	(157)	
3. Subtotals 2014 + Prior	14,139	11,278	25,418	1,801	43	1,844	12,938	215	10,153	23,306	600	(867)	(267)	
4. 2015	4,164	6,264	10,428	1,142	131	1,273	3,459	356	5,171	8,986	437	(606)	(168)	
5. Subtotals 2015 + Prior	18,303	17,542	35,845	2,943	174	3,118	16,397	571	15,324	32,292	1,038	(1,473)	(435)	
6. 2016	XXX	XXX	XXX	XXX	827	827	XXX	1,300	2,650	3,951	XXX	XXX	XXX	
7. Totals	18,303	17,542	35,845	2,943	1,001	3,945	16,397	1,871	17,974	36,243	1,038	(1,473)	(435)	
8. Prior Year-End Surplus As Regards Policyholders	50,446										Col. 11, Line 7 As % of Col. 1 Line 7	Col. 12, Line 7 As % of Col. 2 Line 7	Col. 13, Line 7 As % of Col. 3 Line 7	
												1. 5.7	2. (8.4)	3. (1.2)
													Col. 13, Line 7 As a % of Col. 1 Line 8	
4. (0.9)														

STATEMENT AS OF MARCH 31, 2016 OF THE REPUBLIC-FRANKLIN INSURANCE COMPANY

SUPPLEMENTAL EXHIBITS AND SCHEDULES INTERROGATORIES

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

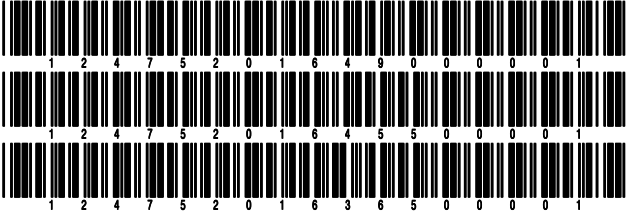
	Response
1. Will the Trusteed Surplus Statement be filed with the state of domicile and the NAIC with this statement?	NO
2. Will Supplement A to Schedule T (Medical Professional Liability Supplement) be filed with this statement?	NO
3. Will the Medicare Part D Coverage Supplement be filed with the state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

Explanations:

1.
2.
3.

Bar Codes:

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



STATEMENT AS OF MARCH 31, 2016 OF THE REPUBLIC-FRANKLIN INSURANCE COMPANY

OVERFLOW PAGE FOR WRITE-INS

Additional Write-ins for Assets Line 25

		Current Statement Date			4 December 31 Prior Year Net Admitted Assets
		1 Assets	2 Nonadmitted Assets	3 Net Admitted Assets (Cols. 1 - 2)	
2504.	Miscellaneous Office Equipment	884,893	884,893		
2505.	Clearing Accounts	53,759	53,759		
2506.	Deposits	400	400		
2597.	Summary of remaining write-ins for Line 25 from overflow page	939,052	939,052		

SCHEDULE A - VERIFICATION

Real Estate

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

SCHEDULE B - VERIFICATION

Mortgage Loans

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

SCHEDULE BA - VERIFICATION

Other Long-Term Invested Assets

	1	2
	Year to Date	Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year		
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)		
12. Deduct total nonadmitted amounts		
13. Statement value at end of current period (Line 11 minus Line 12)		

SCHEDULE D - VERIFICATION

Bonds and Stocks

	1	2
	Year to Date	Prior Year Ended December 31
1. Book/adjusted carrying value of bonds and stocks, December 31 of prior year	89,517,074	89,998,475
2. Cost of bonds and stocks acquired	4,403,045	16,821,631
3. Accrual of discount	13,611	25,821
4. Unrealized valuation increase (decrease)	122,996	(236,978)
5. Total gain (loss) on disposals	(3,106)	(129,733)
6. Deduct consideration for bonds and stocks disposed of	4,168,015	16,588,033
7. Deduct amortization of premium	95,587	374,109
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)	89,790,018	89,517,074
11. Deduct total nonadmitted amounts		
12. Statement value at end of current period (Line 10 minus Line 11)	89,790,018	89,517,074

STATEMENT AS OF MARCH 31, 2016 OF THE REPUBLIC-FRANKLIN INSURANCE COMPANY

SCHEDULE D - PART 1B

Showing the Acquisitions, Dispositions and Non-Trading Activity
During the Current Quarter for all Bonds and Preferred Stock by 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)	70,142,383	3,690,723	3,069,201	(379,044)	70,384,861			70,142,383
2. NAIC 2 (a)	13,965,891	989,138	767,186	(707,531)	13,480,312			13,965,891
3. NAIC 3 (a)	1,203,503		634,735	380,832	949,600			1,203,503
4. NAIC 4 (a)				712,375	712,375			
5. NAIC 5 (a)								
6. NAIC 6 (a)								
7. Total Bonds	85,311,777	4,679,861	4,471,122	6,632	85,527,148			85,311,777
PREFERRED STOCK								
8. NAIC 1								
9. NAIC 2								
10. NAIC 3								
11. NAIC 4								
12. NAIC 5								
13. NAIC 6								
14. Total Preferred Stock								
15. Total Bonds and Preferred Stock	85,311,777	4,679,861	4,471,122	6,632	85,527,148			85,311,777

(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 \$100,000 ; NAIC 2 \$; NAIC 3 \$;
NAIC 4 \$; NAIC 5 \$; NAIC 6 \$

SCHEDULE DA - PART 1

Short-Term Investments

	1	2	3	4	5
	Book/Adjusted Carrying Value	Par Value	Actual Cost	Interest Collected Year-to-Date	Paid for Accrued Interest Year-to-Date
9199999 Totals	100,000	xxx	100,000		

SCHEDULE DA - VERIFICATION

Short-Term Investments

	1	2
	Year To Date	Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year	99,998	99,998
2. Cost of short-term investments acquired	300,000	1,200,000
3. Accrual of discount		
4. Unrealized valuation increase (decrease)		
5. Total gain (loss) on disposals		
6. Deduct consideration received on disposals	300,000	1,200,000
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)	99,998	99,998
11. Deduct total nonadmitted amounts		
12. Statement value at end of current period (Line 10 minus Line 11)	99,998	99,998

SCHEDULE DB - PART A - VERIFICATION

Options, Caps, Floors, Collars, Swaps and Forwards

1.	Book/Adjusted Carrying Value, December 31, prior year (Line 9, prior year)		
2.	Cost Paid/(Consideration Received) on additions		
3.	Unrealized Valuation increase/(decrease)		
4.	Total gain (loss) on termination recognized		
5.	Considerations received/(paid) on terminations		
6.	Amortization		
7.	Adjustment to the Book/Adjusted Carrying Value of hedged item		
8.	Total foreign exchange change in Book/Adjusted Carrying Value		
9.	Book/Adjusted Carrying Value at End of Current Period (Lines 1+2+3+4-5+6+7+8)		
10.	Deduct nonadmitted assets		
11.	Statement value at end of current period (Line 9 minus Line 10)		

SCHEDULE DB - PART B - VERIFICATION

Futures Contracts

1.	Book/Adjusted carrying value, December 31 of prior year (Line 6, prior year)		
2.	Cumulative cash change (Section 1, Broker Name/Net Cash Deposits Footnote - Cumulative Cash Change column)		
3.1	Add:		
	Change in variation margin on open contracts - Highly Effective Hedges		
3.11	Section 1, Column 15, current year to date minus		
3.12	Section 1, Column 15, prior year		
	Change in variation margin on open contracts - All Other		
3.13	Section 1, Column 18, current year to date minus		
3.14	Section 1, Column 18, prior year		
3.2	Add:		
	Change in adjustment to basis of hedged item		
3.21	Section 1, Column 17, current year to date minus		
3.22	Section 1, Column 17, prior year		
	Change in amount recognized		
3.23	Section 1, Column 19, current year to date minus		
3.24	Section 1, Column 19, prior year		
3.3	Subtotal (Line 3.1 minus Line 3.2)		
4.1	Cumulative variation margin on terminated contracts during the year		
4.2	Less:		
	4.21 Amount used to adjust basis of hedged item		
	4.22 Amount recognized		
4.3	Subtotal (Line 4.1 minus Line 4.2)		
5.	Dispositions gains (losses) on contracts terminated in prior year:		
	5.1 Total gain (loss) recognized for terminations in prior year		
	5.2 Total gain (loss) adjusted into the hedged item(s) for terminations in prior year		
6.	Book/Adjusted carrying value at end of current period (Lines 1+2+3.3-4.3-5.1-5.2)		
7.	Deduct total nonadmitted amounts		
8.	Statement value at end of current period (Line 6 minus Line 7)		

Replication (Synthetic Asset) Transactions Open as of Current Statement Date

NONE

SCHEDULE DB - PART C - SECTION 2

Replication (Synthetic Asset) Transactions Open

	First Quarter		Second Quarter		Third Quarter		Fourth Quarter		Year To Date	
	1 Number of Positions	2 Total Replication (Synthetic Asset) Transactions Statement Value	3 Number of Positions	4 Total Replication (Synthetic Asset) Transactions Statement Value	5 Number of Positions	6 Total Replication (Synthetic Asset) Transactions Statement Value	7 Number of Positions	8 Total Replication (Synthetic Asset) Transactions Statement Value	9 Number of Positions	10 Total Replication (Synthetic Asset) Transactions Statement Value
1. Beginning Inventory										
2. Add: Opened or Acquired Transactions.....										
3. Add: Increases in Replication (Synthetic Asset) Transactions Statement Value.....	XXX		XXX		XXX		XXX		XXX	
4. Less: Closed or Disposed of Transactions.....										
5. Less: Positions Disposed of for Failing Effectiveness Criteria.....										
6. Less: Decreases in Replication (Synthetic Asset) Transactions Statement Value	XXX		XXX		XXX		XXX		XXX	
7. Ending Inventory										

NONE

SCHEDULE DB - VERIFICATION

Verification of Book/Adjusted Carrying Value, Fair Value and Potential Exposure of all Open Derivative Contracts

		Book/Adjusted Carrying Value Check
1.	Part A, Section 1, Column 14.....	.....
2.	Part B, Section 1, Column 15 plus Part B, Section 1 Footnote - Total Ending Cash Balance.....	.....
3.	Total (Line 1 plus Line 2) .....	.....
4.	Part D, Section 1, Column 5 .....	.....
5.	Part D, Section 1, Column 6 .....	.....
6.	Total (Line 3 minus Line 4 minus Line 5) .....	.....
		Fair Value Check
7.	Part A, Section 1, Column 16 .....	.....
8.	Part B, Section 1, Column 13 .....	.....
9.	Total (Line 7 plus Line 8) .....	.....
10.	Part D, Section 1, Column 8 .....	.....
11.	Part D, Section 1, Column 9 .....	.....
12.	Total (Line 9 minus Line 10 minus Line 11) .....	.....
		Potential Exposure Check
13.	Part A, Section 1, Column 21 .....	.....
14.	Part B, Section 1, Column 20 .....	.....
15.	Part D, Section 1, Column 11 .....	.....
16.	Total (Line 13 plus Line 14 minus Line 15) .....	.....

NONE

SCHEDULE E - VERIFICATION

(Cash Equivalents)

	1	2
	Year To Date	Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year		
2. Cost of cash equivalents acquired		
3. Accrual of discount		
4. Unrealized valuation increase (decrease)		
5. Total gain (loss) on disposals		
6. Deduct consideration received on disposals		
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)		
11. Deduct total nonadmitted amounts		
12. Statement value at end of current period (Line 10 minus Line 11)		

NONE

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SCHEDULE A - PART 2

Showing All Real Estate ACQUIRED AND ADDITIONS MADE During the Current Quarter

1	Location		4	5	6	7	8	9
	2	3						
Description of Property	City	State	Date Acquired	Name of Vendor	Actual Cost at Time of Acquisition	Amount of Encumbrances	Book/Adjusted Carrying Value Less Encumbrances	Additional Investment Made After Acquisition
			NONE					
0399999 - Totals								

SCHEDULE A - PART 3

Showing All Real Estate DISPOSED During the Quarter, Including Payments During the Final Year on "Sales Under Contract"

1	Location		4	5	6	7 Expended for Additions, Permanent Improvements and Changes in Encum- brances	8 Book/ Adjusted Carrying Value Less Encum- brances Prior Year	Change in Book/Adjusted Carrying Value Less Encumbrances					14 Book/ Adjusted Carrying Value Less Encum- brances on Disposal	15 Amounts Received During Year	16 Foreign Exchange Gain (Loss) on Disposal	17 Realized Gain (Loss) on Disposal	18 Total Gain (Loss) on Disposal	19 Gross Income Earned Less Interest Incurred on Encum- brances	20 Taxes, Repairs and Expenses Incurred
	2	3						9 Current Year's Depreci- ation	10 Current Year's Other Than Temporary Impairment Recognized	11 Current Year's Change in Encum- brances	12 Total Change in Book/ Adjusted Carrying Value (11-9-10)	13 Total Foreign Exchange Change in Book/ Adjusted Carrying Value							
Description of Property	City	State	Disposal Date	Name of Purchaser	Actual Cost														
						NONE													
0399999 - Totals																			

STATEMENT AS OF MARCH 31, 2016 OF THE REPUBLIC-FRANKLIN INSURANCE COMPANY

SCHEDULE B - PART 2

Showing All Mortgage Loans ACQUIRED AND ADDITIONS MADE During the Current Quarter

[illegible]

SCHEDULE B - PART 3

Showing All Mortgage Loans DISPOSED, Transferred or Repaid During the Current Quarter

[illegible]

STATEMENT AS OF MARCH 31, 2016 OF THE REPUBLIC-FRANKLIN INSURANCE COMPANY

SCHEDULE BA - PART 2

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

[illegible]

SCHEDULE BA - PART 3

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

[illegible]

STATEMENT AS OF MARCH 31, 2016 OF THE REPUBLIC-FRANKLIN INSURANCE COMPANY

SCHEDULE D - PART 3

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

1	2	3	4	5	6	7	8	9	10
CUSIP Identification	Description	Foreign	Date Acquired	Name of Vendor	Number of Shares of Stock	Actual Cost	Par Value	Paid for Accrued Interest and Dividends	NAIC Designation or Market Indicator (a)
3138X4-V9-8	FN AU5139		.01/19/2016	J.P. MORGAN		363,014	348,306	711	1
31417D-TR-4	FN AB6859		.01/11/2016	BANK AMERICA		312,792	300,942	351	1
31417G-5A-0	FN AB9840		.02/18/2016	AMHERST PIERPONT SECURITIES LLC		210,385	200,426	429	1
409327-HH-9	HAMPTON ROADS VA SANTN DIST IIS		.03/07/2016	JEFFERIES & CO		431,298	350,000		1FE
3199999. Subtotal - Bonds - U.S. Special Revenues						1,317,489	1,199,674	1,491	XXX
00206R-CW-0	AT&T INC		.03/21/2016	EXCHANGE		124,591	125,000	401	2FE
12594C-BF-6	COMM 2016-DC2 A5		.03/03/2016	DEUTSCHE BANK		401,669	390,000	612	1FE
25470D-AL-3	DISCOVERY COMMUNICATIONS		.03/09/2016	VARIOUS		400,054	400,000	98	2FE
285512-AC-3	ELECTRONIC ARTS INC		.02/17/2016	BANK AMERICA		124,813	125,000		2FE
29364D-AU-4	ENTERGY ARKANSAS INC		.01/05/2016	GOLDMAN SACHS		473,437	475,000		1FE
30219G-AL-2	EXPRESS SCRIPTS HOLDING		.02/22/2016	CREDIT SUISSE		119,748	120,000		2FE
459200-JG-7	IBM CORP		.02/16/2016	J.P. MORGAN		398,660	400,000		1FE
46625H-CW-3	JPMORGAN CHASE & CO		.03/18/2016	J.P. MORGAN		399,524	400,000		1FE
651229-AV-8	NEWELL RUBBERMAID INC		.03/18/2016	GOLDMAN SACHS		219,932	220,000		2FE
91159H-HL-7	US BANCORP		.01/26/2016	US BANCORP INVESTMENTS INC		399,944	400,000		1FE
3899999. Subtotal - Bonds - Industrial and Miscellaneous (Unaffiliated)						3,062,372	3,055,000	1,111	XXX
8399997. Total - Bonds - Part 3						4,379,861	4,254,674	2,602	XXX
8399998. Total - Bonds - Part 5						XXX	XXX	XXX	XXX
8399999. Total - Bonds						4,379,861	4,254,674	2,602	XXX
8999997. Total - Preferred Stocks - Part 3							XXX		XXX
8999998. Total - Preferred Stocks - Part 5						XXX	XXX	XXX	XXX
8999999. Total - Preferred Stocks							XXX		XXX
922908-71-0	VANGUARD 500 INDEX-ADM		.03/18/2016	DIVIDEND REINVESTMENT	122.693	23,184			L
9299999. Subtotal - Common Stocks - Mutual Funds						23,184	XXX		XXX
9799997. Total - Common Stocks - Part 3						23,184	XXX		XXX
9799998. Total - Common Stocks - Part 5						XXX	XXX	XXX	XXX
9799999. Total - Common Stocks						23,184	XXX		XXX
9899999. Total - Preferred and Common Stocks						23,184	XXX		XXX
9999999 - Totals						4,403,045	XXX	2,602	XXX

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

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SCHEDULE D - PART 4

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

1	2	3	4	5	6	7	8	9	10	Change In Book/Adjusted Carrying Value					16	17	18	19	20	21	22
										11	12	13	14	15							
CUSIP Identification	Description	For- eign	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consid- eration	Par Value	Actual Cost	Prior Year Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amor- tization)/ Accretion	Current Year's Other Than Temporary Impairment Recogn- ized	Total Change in Book/ Adjusted Carrying Value (11 + 12 - 13)	Total Foreign Exchange Change in Book /Adjusted Carrying Value	Book/ Adjusted Carrying Value at Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/ Stock Dividends Received During Year	Stated Con- tractual Maturity Date	NAIC Design- ation or Market In- dicator (a)
36178W-GL-7	GN AB9203		03/01/2016	MBS PAYMENT		42,854	42,854	45,783	42,880		(26)		(26)		42,854				200	11/15/2042	1
36202E-RS-0	G2 4097		03/01/2016	MBS PAYMENT		4,010	4,010	3,933	4,008		1		1		4,010				33	03/20/2038	1
36205B-4L-3	GN 386127		03/01/2016	MBS PAYMENT		559	559	559	559						559				7	01/15/2030	1
36209D-B2-9	GN 468157		03/01/2016	MBS PAYMENT		182	182	182	182						182				2	08/15/2028	1
36209M-4A-9	GN 476117		03/01/2016	MBS PAYMENT		36	36	36	36						36					07/15/2028	1
36209U-PA-8	GN 482017		03/01/2016	MBS PAYMENT		90	90	90	90						90				1	08/15/2028	1
36209W-AJ-8	GN 484225		03/01/2016	MBS PAYMENT		22	22	25	22						22					08/15/2028	1
36210Y-D9-3	GN 506028		03/01/2016	MBS PAYMENT		238	238	238	238						238				3	10/15/2029	1
36211C-QY-1	GN 509071		03/01/2016	MBS PAYMENT		335	335	318	335						335				4	05/15/2029	1
36213E-L3-8	GN 552146		03/01/2016	MBS PAYMENT		733	733	737	733						733				7	11/15/2016	1
36220U-Z2-0	GN 288861		03/01/2016	MBS PAYMENT		178	178	177	178						178				2	12/15/2022	1
36224J-HS-4	GN 329741		03/01/2016	MBS PAYMENT		95	95	97	95						95				1	01/15/2023	1
36225A-KU-3	GN 780307		03/01/2016	MBS PAYMENT		234	234	250	234						234				4	12/15/2021	1
36225A-NY-2	GN 780407		03/01/2016	MBS PAYMENT		1,050	1,050	1,056	1,050						1,050				11	08/15/2024	1
36230S-ZC-8	GN 616439		03/01/2016	MBS PAYMENT		1,902	1,902	1,896	1,902						1,902				16	06/15/2024	1
38378B-7C-7	GNR 2013-33 A		03/01/2016	MBS PAYMENT		2,696	2,696	2,683	2,695						2,696				5	07/16/2038	1
0599999. Subtotal - Bonds - U.S. Governments						55,214	55,214	58,061	55,237		(25)		(25)		55,214				296	XXX	XXX
683234-C5-5	ONTARIO (PROVINCE OF)	A	02/04/2016	NATIONAL BANK FINANCIAL - US		275,110	275,000	274,709	274,874		6		6		274,880		230	230	1,604	02/14/2018	1FE
1099999. Subtotal - Bonds - All Other Governments						275,110	275,000	274,709	274,874		6		6		274,880		230	230	1,604	XXX	XXX
31283G-K8-9	FG 600319		03/01/2016	MBS PAYMENT		59	59	62	59						59				1	04/01/2025	1
31283H-HN-8	FG 601137		03/01/2016	MBS PAYMENT		22	22	22	22						22					09/01/2030	1
31287Q-ND-9	FG 064888		03/01/2016	MBS PAYMENT		70	70	70	70						70				1	03/01/2032	1
31288E-B5-5	FG 075460		03/01/2016	MBS PAYMENT		526	526	534	526						526				5	01/01/2033	1
31289W-Z2-0	FG E92592		03/01/2016	MBS PAYMENT		1,532	1,532	1,579	1,533		(1)		(1)		1,532				14	11/01/2017	1
3128M9-2M-3	FG 607680		03/01/2016	MBS PAYMENT		7,272	7,272	7,680	7,277		(5)		(5)		7,272				44	04/01/2044	1
3128M9-XG-2	FG 607579		03/01/2016	MBS PAYMENT		1,269	1,269	1,315	1,269						1,269				9	08/01/2043	1
3128MC-UH-3	FG 613997		03/01/2016	MBS PAYMENT		7,449	7,449	7,635	7,455		(6)		(6)		7,449				51	12/01/2025	1
3128MJ-UH-1	FG 608583		03/01/2016	MBS PAYMENT		15,486	15,486	16,637	15,512		(27)		(27)		15,486				109	04/01/2044	1
31292H-D6-8	FG 001025		03/01/2016	MBS PAYMENT		35	35	35	35						35					07/01/2030	1
31292K-7G-6	FG 003595		03/01/2016	MBS PAYMENT		8,489	8,489	8,846	8,493		(4)		(4)		8,489				48	10/01/2040	1
31293R-ME-8	FG 027557		03/01/2016	MBS PAYMENT		56	56	53	56						56				1	06/01/2029	1
31294Z-NF-8	FG A93990		03/01/2016	MBS PAYMENT		5,899	5,899	6,103	5,903		(4)		(4)		5,899				39	09/01/2040	1
31298U-CF-4	FG 057270		03/01/2016	MBS PAYMENT		143	143	141	143						143				1	09/01/2031	1
31298W-CR-4	FG 059080		03/01/2016	MBS PAYMENT		315	315	313	315						315				3	10/01/2031	1
31307A-EK-4	FG 021938		03/01/2016	MBS PAYMENT		22,793	22,793	23,786	22,807		(14)		(14)		22,793				92	01/01/2028	1
31325D-H5-4	FG 000252		03/01/2016	MBS PAYMENT		14,248	14,248	14,613	14,251		(3)		(3)		14,248				149	04/01/2041	1
31323K-5A-0	FG 004741		03/01/2016	MBS PAYMENT		8,507	8,507	9,092	8,512		(5)		(5)		8,507				92	11/01/2041	1
31323K-V9-4	FG 004540		03/01/2016	MBS PAYMENT		16,601	16,601	16,919	16,603		(3)		(3)		16,601				85	11/01/2041	1
31323K-ZN-9	FG 004649		03/01/2016	MBS PAYMENT		27,890	27,890	28,344	27,896		(6)		(6)		27,890				166	11/01/2041	1
31323L-FM-1	FG 004972		03/01/2016	MBS PAYMENT		12,125	12,125	12,389	12,128		(3)		(3)		12,125				64	12/01/2041	1
3132J6-US-1	FG 015592		03/01/2016	MBS PAYMENT		6,256	6,256	6,401	6,257		(1)		(1)		6,256				32	02/01/2043	1
3132M8-3G-9	FG 028299		03/01/2016	MBS PAYMENT		7,620	7,620	8,024	7,626		(5)		(5)		7,620				49	09/01/2044	1
3132M9-2R-4	FG 029184		03/01/2016	MBS PAYMENT		9,255	9,255	9,886	9,261		(6)		(6)		9,255				52	10/01/2044	1
313615-LF-1	FN 50726		03/01/2016	MBS PAYMENT		176	176	176	176						176				2	05/01/2023	1
31365D-UL-7	FN 124887		03/01/2016	MBS PAYMENT		512	512	516	513						512				5	06/01/2023	1
31369T-N7-7	FN 220114		03/01/2016	MBS PAYMENT		74	74	73	74						74				1	06/01/2023	1
31371K-HW-4	FN 254145		03/01/2016	MBS PAYMENT		881	881	888	881						881				5	01/01/2032	1
31380S-5J-8	FN 449149		03/01/2016	MBS PAYMENT		21	21	21	21						21					12/01/2028	1
31386T-FU-4	FN 572679		03/01/2016	MBS PAYMENT		58	58	59	58						58				1	04/01/2031	1
3138AW-RQ-8	FN AJ4994		03/01/2016	MBS PAYMENT		13,535	13,535	14,570	13,549		(13)		(13)		13,535				90	11/01/2041	1
3138EJ-3Y-2	FN AL2614		03/01/2016	MBS PAYMENT		9,052	9,052	9,360	9,056		(4)		(4)		9,052				48	11/01/2042	1
3138EK-QD-0	FN AL3151		03/01/2016	MBS PAYMENT		8,889	8,889	9,541	8,892		(3)		(3)		8,889				94	06/01/2042	1
3138EN-4H-9	FN AL6223		03/01/2016	MBS PAYMENT		31,787	31,787	34,588	31,853		(66)		(66)		31,787				224	08/01/2044	1
3138M5-EA-3	FN AP1928		03/01/2016	MBS PAYMENT		18,478	18,478	19,685	18,500		(22)		(22)		18,478				153	08/01/2042	1
3138M5-LP-2	FN AP2133		03/01/2016	MBS PAYMENT		6,499	6,499	6,743	6,502		(2)		(2)		6,499				36	08/01/2042	1
3138MP-YV-1	FN A07923		03/01/2016	MBS PAYMENT		21,763	21,763	22,722	21,772		(9)		(9)		21,763				87	12/01/2042	1

SCHEDULE D - PART 4

E05.1

CUSIP Identification	Description	3 For- eign	4 Disposal Date	5 Name of Purchaser	6 Number of Shares of Stock	7 Consid- eration	8 Par Value	9 Actual Cost	10 Prior Year Book/ Adjusted Carrying Value	Change In Book/Adjusted Carrying Value					16 Book/ Adjusted Carrying Value at Disposal Date	17 Foreign Exchange Gain (Loss) on Disposal	18 Realized Gain (Loss) on Disposal	19 Total Gain (Loss) on Disposal	20 Bond Interest/ Stock Dividends Received During Year	21 Stated Con- tractual Maturity Date	22 NAIC Desig- nation or Market In- dicator (a)
										11 Unrealized Valuation Increase/ (Decrease)	12 Current Year's (Amor- tization)/ Accretion	13 Current Year's Other Than Temporary Impairment Recog- nized	14 Total Change in Book/ Adjusted Carrying Value (11 + 12 - 13)	15 Total Foreign Exchange Change in Book /Adjusted Carrying Value							
.3138W- HL-7	FN AS0234		.03/01/2016	MBS PAYMENT		19,883	19,883	20,849	19,901		(18)		(18)		19,883				109	08/01/2043	1
.3138W- AR-6	FN AS1815		.03/01/2016	MBS PAYMENT		7,150	7,153	7,446	7,150		(3)		(3)		7,150				48	02/01/2044	1
.3138W- GU-3	FN AS2010		.03/01/2016	MBS PAYMENT		10,172	10,172	10,617	10,177		(5)		(5)		10,172				58	03/01/2044	1
.3138W- UK-9	FN AS2385		.03/01/2016	MBS PAYMENT		4,593	4,593	4,849	4,595		(1)		(1)		4,593				31	05/01/2044	1
.3138W- GG-9	FN AS5370		.03/01/2016	MBS PAYMENT		2,980	2,980	3,103	2,982		(1)		(1)		2,980				15	07/01/2045	1
.3138W- ZJ-1	FN AS5244		.03/01/2016	MBS PAYMENT		4,931	4,931	5,128	4,934		(2)		(2)		4,931				31	06/01/2045	1
.3138W- BG-2	FN AS5460		.03/01/2016	MBS PAYMENT		2,676	2,676	2,803	2,677		(1)		(1)		2,676				15	07/01/2045	1
.3138V- V9-8	FN AU5139		.03/01/2016	MBS PAYMENT		7,444	7,444	7,758			(3)		(3)		7,444				36	08/01/2043	1
.3138Y- 3S-1	FN AX5308		.03/01/2016	MBS PAYMENT		5,521	5,521	5,791	5,523		(3)		(3)		5,521				33	01/01/2042	1
.3139D- SX-1	FN 644134		.03/01/2016	MBS PAYMENT		58	58	58	58						58				1	05/01/2032	1
.31403A- XD-2	FN 743276		.03/01/2016	MBS PAYMENT		170	170	174							170				2	10/01/2033	1
.31403C- 6L-0	FN 745275		.03/01/2016	MBS PAYMENT		2,478	2,478	2,414	2,477		2		2		2,478				20	02/01/2036	1
.31403C- 6U-0	FN 745283		.03/01/2016	MBS PAYMENT		6,469	6,469	6,249	6,464		5		5		6,469				59	01/01/2036	1
.31404F- J4-6	FN 767183		.03/01/2016	MBS PAYMENT		5,536	5,536	5,513	5,535		1		1		5,536				43	02/01/2019	1
.3140BJ- DS-7	FN 852513		.03/01/2016	MBS PAYMENT		119	119	118	119						119				1	01/01/2036	1
.3140W- D9-9	FN 880428		.03/01/2016	MBS PAYMENT		132	132	133							132				1	04/01/2036	1
.31410X- ZR-0	FN 900852		.03/01/2016	MBS PAYMENT		2,009	2,009	2,019	2,009						2,009				28	01/01/2037	1
.31416X- QU-7	FN AB2266		.03/01/2016	MBS PAYMENT		9,604	9,604	10,001	9,611		(7)		(7)		9,604				67	02/01/2041	1
.31417D- TR-4	FN AB6859		.03/01/2016	MBS PAYMENT		7,912	7,912	8,223			(3)		(3)		7,912				35	11/01/2042	1
.31417E- CG-4	FN AB7270		.03/01/2016	MBS PAYMENT		10,913	10,913	11,408	10,919		(6)		(6)		10,913				54	12/01/2042	1
.31417E- H2-0	FN AB7448		.03/01/2016	MBS PAYMENT		26,601	26,601	27,584	26,613		(12)		(12)		26,601				110	01/01/2028	1
.31417E- ZK-0	FN AB7945		.03/01/2016	MBS PAYMENT		14,791	14,791	15,272	14,794		(2)		(2)		14,791				48	02/01/2043	1
.31417G- 5A-0	FN AB9840		.03/01/2016	MBS PAYMENT		1,321	1,321	1,387							1,321				4	07/01/2043	1
.31419F- FW-1	FN AC4680		.03/01/2016	MBS PAYMENT		7,503	7,503	7,781	7,507		(3)		(3)		7,503				50	11/01/2040	1
3199999. Subtotal - Bonds - U.S. Special Revenues						446,608	446,608	466,099	430,206		(274)		(274)		446,608				2,752	XXX	XXX
.09064A-AH-4	BIOMED REALTY LP		.02/11/2016	104,817		167,708	160,000	159,053	159,358		8,350		8,350		167,708				1,167	05/01/2019	3FE
.12591F-AC-0	CNH 2013-A A3		.03/15/2016	MBS PAYMENT		81,649	81,649	81,649	81,649		11		11		81,649				72	06/15/2018	1FE
.14313L-AC-0	CARMX 2013-1 A3		.03/15/2016	MBS PAYMENT		62,481	62,481	62,479	62,475		6		6		62,481				62	10/16/2017	1FE
.25179M-AH-6	DEVON ENERGY CORPORATION		.03/08/2016	MORGAN STANLEY		449,780	450,000	497,619	468,114		(1,087)		(1,087)		467,027		(17,248)	(17,248)	18,585	01/15/2019	3FE
.25459H-BH-7	DIRECTV HOLDINGS/FING		.03/21/2016	EXCHANGE		124,591	125,000	123,909	124,542		49		49		124,591				1,620	01/15/2018	2FE
.36252A-AA-4	GSMS 2015-GS1 A1		.03/01/2016	VARIOUS		11,356	11,356	11,355	11,356						11,356				47	11/13/2048	1FE
.46625H-KA-7	JPMORGAN CHASE & CO		.03/18/2016	FIRST TENNESSEE		402,424	400,000	400,000	400,000						400,000		2,424	2,424	6,000	01/23/2020	1FE
.46643G-AA-8	JPMIBB 2014-C24 A1		.03/01/2016	MBS PAYMENT		5,223	5,223	5,223	5,223						5,223				14	11/18/2047	1FM
.61746B-DG-8	MORGAN STANLEY		.02/25/2016	MATURITY		220,000	220,000	219,584	219,979		21		21		220,000				1,925	02/25/2016	1FE
.636180-BK-6	NATIONAL FUEL GAS CO		.01/07/2016	ROBERT W. BAIRD & CO		541,406	525,000	524,302	524,547		2		2		524,549		16,857	16,857	2,930	12/01/2021	2FE
.842400-GF-4	SOUTHERN CAL EDISON		.02/01/2016	SINK		17,143	17,143	17,143	17,143						17,143				158	02/01/2022	1FE
.064159-BE-5	BANK OF NOVA SCOTIA	A	.02/12/2016	VARIOUS		439,651	440,000	439,512	439,804		13		13		439,817		(166)	(166)	992	12/18/2017	1FE
.067901-AQ-1	BARRICK GOLD CORP	A	.01/06/2016	MILLENNIUM ADVISORS		108,127	126,000	116,216	118,020		25		25		118,045		(9,919)	(9,919)	1,005	05/01/2023	2FE
.136089-FA-4	CANADIAN IMPERIAL BANK	A	.02/12/2016	LLC		498,965	500,000	499,595	499,829		11		11		499,840		(875)	(875)	4,413	01/23/2018	1FE
.06739F-HT-1	BARCLAYS BANK PLC	F	01/14/2016	TENDER OFFER		260,582	255,000	254,987	254,992						254,992		5,590	5,590	2,550	02/20/2019	1FE
3899999. Subtotal - Bonds - Industrial and Miscellaneous (Unaffiliated)						3,391,086	3,378,852	3,412,626	3,387,020		7,401		7,401		3,394,421		(3,337)	(3,337)	41,540	XXX	XXX
8399997. Total - Bonds - Part 4						4,168,018	4,155,674	4,211,495	4,147,337		7,108		7,108		4,171,123		(3,107)	(3,107)	46,192	XXX	XXX
8399998. Total - Bonds - Part 5						XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX
8399999. Total - Bonds						4,168,018	4,155,674	4,211,495	4,147,337		7,108		7,108		4,171,123		(3,107)	(3,107)	46,192	XXX	XXX
8999997. Total - Preferred Stocks - Part 4							XXX													XXX	XXX
8999998. Total - Preferred Stocks - Part 5						XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX
8999999. Total - Preferred Stocks							XXX													XXX	XXX
9799997. Total - Common Stocks - Part 4							XXX													XXX	XXX
9799998. Total - Common Stocks - Part 5						XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX	XXX
9799999. Total - Common Stocks							XXX													XXX	XXX

STATEMENT AS OF MARCH 31, 2016 OF THE REPUBLIC-FRANKLIN INSURANCE COMPANY

SCHEDULE D - PART 4

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

1	2	3	4	5	6	7	8	9	10	Change In Book/Adjusted Carrying Value					16	17	18	19	20	21	22
										11	12	13	14	15							
CUSIP Ident- ification	Description	For- eign	Disposal Date	Name of Purchaser	Number of Shares of Stock	Consid- eration	Par Value	Actual Cost	Prior Year Book/ Adjusted Carrying Value	Unrealized Valuation Increase/ (Decrease)	Current Year's (Amor- tization)/ Accretion	Current Year's Other Than Temporary Impairment Recog- nized	Total Change in Book/ Adjusted Carrying Value (11 + 12 - 13)	Total Foreign Exchange Change in Book /Adjusted Carrying Value	Book/ Adjusted Carrying Value at Disposal Date	Foreign Exchange Gain (Loss) on Disposal	Realized Gain (Loss) on Disposal	Total Gain (Loss) on Disposal	Bond Interest/ Stock Dividends Received DuringYear	Stated Con- tractual Maturity Date	NAIC Desig- nation or Market In- dicator (a)
9899999. Total - Preferred and Common Stocks							XXX													XXX	XXX
9999999 - Totals						4,168,018	XXX	4,211,495	4,147,337		7,108		7,108		4,171,123		(3,107)	(3,107)	46,192	XXX	XXX

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

SCHEDULE DB - PART A - SECTION 1

Showing all Options, Caps, Floors, Collars, Swaps and Forwards Open as of Current Statement Date

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15	16	17	18	19	20	21	22	23
Description	Description of Item(s) Hedged, Used for Income Generation or Replicated	Schedule/ Exhibit Identifier	Type(s) of Risk(s) (a)	Exchange, Counterparty or Central Clearinghouse	Trade Date	Date of Maturity or Expiration	Number of Contracts	Notional Amount	Strike Price or Rate or Index Received (Paid)	Cumulative Price Year(s) Initial Cost or Premium (Received) Paid	Current Year Initial Cost or Premium Received Paid	Current Year Income	Book/ Adjusted Carrying Value	Code	Fair Value	Unrealized Valuation Increase/ (Decrease)	Total Foreign Exchange Change in B./A.C.V.	Current Year's (Amortization)/ Accretion	Adjustment to Carrying Value of Hedged Item	Potential Exposure	Credit Quality of Reference Entity	Hedge Effectiveness at Inception and at Quarter-end (b)
1449999 - Totals															XXX						XXX	XXX

(a)	Code	Description of Hedged Risk(s)																				
(b)	Code	Financial or Economic Impact of the Hedge at the End of the Reporting Period																				

SCHEDULE DB - PART B - SECTION 1

1	2	3	4	5	6	7	8	9	10	11	12	13	14	Highly Effective Hedges			18	19	20	21	22
Ticker Symbol	Number of Contracts	Notional Amount	Description	Description of Item(s) Hedged, Used for Income Generation or Replicated	Schedule/ Exhibit Identifier	Type(s) of Risk(s) (a)	Date of Maturity or Expiration	Exchange	Trade Date	Transaction Price	Reporting Date Price	Fair Value	Book/ Adjusted Carrying Value	15 Cumulative Variation Margin	16 Deferred Variation Margin	17 Change in Variation Margin Gain (Loss) Used to Adjust Basis of Hedged Item	Cumulative Variation Margin for All Other Hedges	Change in Variation Margin Gain (Loss) Recognized in Current Year	Potential Exposure	Hedge Effectiveness at Inception and at Quarter-end (b)	Value of One (1) Point
NONE																					
1449999 - Totals																				XXX	XXX

(a)	Code	Description of Hedged Risk(s)
(b)	Code	Financial or Economic Impact of the Hedge at the End of the Reporting Period

SCHEDULE DB - PART D - SECTION 1

[illegible]

Collateral for Derivative Instruments Open as of Current Statement Date

1	2	3	4	5	6	7	8	9
Exchange, Counterparty or Central Clearinghouse	Type of Asset Pledged	CUSIP Identification	Description	Fair Value	Par Value	Book/Adjusted Carrying Value	Maturity Date	Type of Margin (I, V or IV)
NONE								
0199999 - Total							XXX	XXX

1	2	3	4	5	6	7	8	9
Exchange, Counterparty or Central Clearinghouse	Type of Asset Pledged	CUSIP Identification	Description	Fair Value	Par Value	Book/Adjusted Carrying Value	Maturity Date	Type of Margin (I, V or IV)
NONE								
0299999 - Total						xxx	xxx	xxx

SCHEDULE DL - PART 1
SECURITIES LENDING COLLATERAL ASSETS

1 CUSIP Identification	2 Description	3 Code	4 NAIC Designation/ Market Indicator	5 Fair Value	6 Book/Adjusted Carrying Value	7 Maturity Date
NONE						
9999999 - Totals						XXX

General Interrogatories:

- E10

SCHEDULE DL - PART 2
SECURITIES LENDING COLLATERAL ASSETS

1 CUSIP Identification	2 Description	3 Code	4 NAIC Designation/ Market Indicator	5 Fair Value	6 Book/Adjusted Carrying Value	7 Maturity Date
NONE						
9999999 - Totals						XXX

General Interrogatories:

- E11

SCHEDULE E - PART 1 - CASH

[illegible]

SCHEDULE E - PART 2 - CASH EQUIVALENTS

Show Investments Owned End of Current Quarter

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



SUPPLEMENT FOR THE QUARTER ENDING MARCH 31, 2016 OF THE REPUBLIC-FRANKLIN INSURANCE COMPANY

DIRECTOR AND OFFICER INSURANCE COVERAGE SUPPLEMENT

Year To Date For The Period Ended MARCH 31, 2016

NAIC Group Code 0201 NAIC Company Code 12475

Company Name REPUBLIC-FRANKLIN INSURANCE COMPANY

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

1. Monoline Policies

1 Direct Written Premium	2 Direct Earned Premium	3 Direct Losses Incurred
\$ 3,732	\$ 2,917	

2. Commercial Multiple Peril (CMP) Packaged Policies

- 2.1 Does the reporting entity provide D&O liability coverage as part of a CMP packaged policy?

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

Yes ☒ No ☐
- 2.3 If the answer to question 2.2 is yes, provide the quantified or estimated direct premium earned amount for D&O liability coverage in CMP packaged policies

2.31 Amount quantified:

\$ 19,917

2.32 Amount estimated using reasonable assumptions:

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

\$