



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

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, Columbus, OH, US 43231
(Street and Number) (City or Town, State, Country and Zip Code)

Main Administrative Office 180 Genesee Street
(Street and Number)
New Hartford , NY, US 13413 , 315-734-2000

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

(Street and Number or P.O. Box) (City or Town, State, Country and Zip Code)

New Hartford , NY, US 13413 (Street and Number)
(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, 315-734-2192
(Name) (Area Code) (Telephone Number)
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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 County of Oneida SS:

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

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 [] No []
b. If no,
1. State the amendment number.....
2. Date filed
3. Number of pages attached.....

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 (\$ 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 AS OF MARCH 31, 2016 OF THE REPUBLIC-FRANKLIN INSURANCE COMPANY
STATEMENT OF INCOME

	1 Current Year to Date	2 Prior Year to Date	3 Prior Year Ended December 31
UNDERWRITING INCOME			
1. Premiums earned:			
1.1 Direct (written \$ 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.

	State of Domicile	<u>2016</u>	<u>2015</u>
<u>Net Income</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	<u>783,854</u>	<u>2,195,928</u>
<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	<u>51,232,768</u>	<u>50,445,635</u>

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 [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? If yes, complete Schedule Y, Parts 1 and 1A. Yes [X] No []

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

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 [X]

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

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

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

6.1 State as of what date the latest financial examination of the reporting entity was made or is being made. 12/31/2014

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 [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 by the Federal Reserve Board? Yes [] No [X]

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

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

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

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

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

9.1 Are the senior officers (principal executive officer, principal financial officer, principal accounting officer or controller, or persons performing similar functions) of the reporting entity subject to a code of ethics, which includes the following standards? Yes [] No []
 (a) Honest and ethical conduct, including the ethical handling of actual or apparent conflicts of interest between personal and professional relationships;
 (b) Full, fair, accurate, timely and understandable disclosure in the periodic reports required to be filed by the reporting entity;
 (c) Compliance with applicable governmental laws, rules and regulations;
 (d) The prompt internal reporting of violations to an appropriate person or persons identified in the code; and
 (e) Accountability for adherence to the code.

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

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

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

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

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

FINANCIAL

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

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

INVESTMENT

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

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

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

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

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

14.2 If yes, please complete the following:

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

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

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

If no, attach a description with this statement.

STATEMENT AS OF 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 [] 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 []

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 [] No []

18.2 If no, list exceptions:

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

PART 2 - PROPERTY & CASUALTY INTERROGATORIES

1. If the reporting entity is a member of a pooling arrangement, did the agreement or the reporting entity's participation change? Yes [] No [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 Line of Business	2 Maximum Interest	3 Discount Rate	TOTAL DISCOUNT			DISCOUNT TAKEN DURING PERIOD			10 IBNR	11 TOTAL
			4 Unpaid Losses	5 Unpaid LAE	6 IBNR	7 TOTAL	8 Unpaid Losses	9 Unpaid LAE		
			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

SCHEDULE T - EXHIBIT OF PREMIUMS WRITTEN

Current Year to Date - Allocated by States and Territories

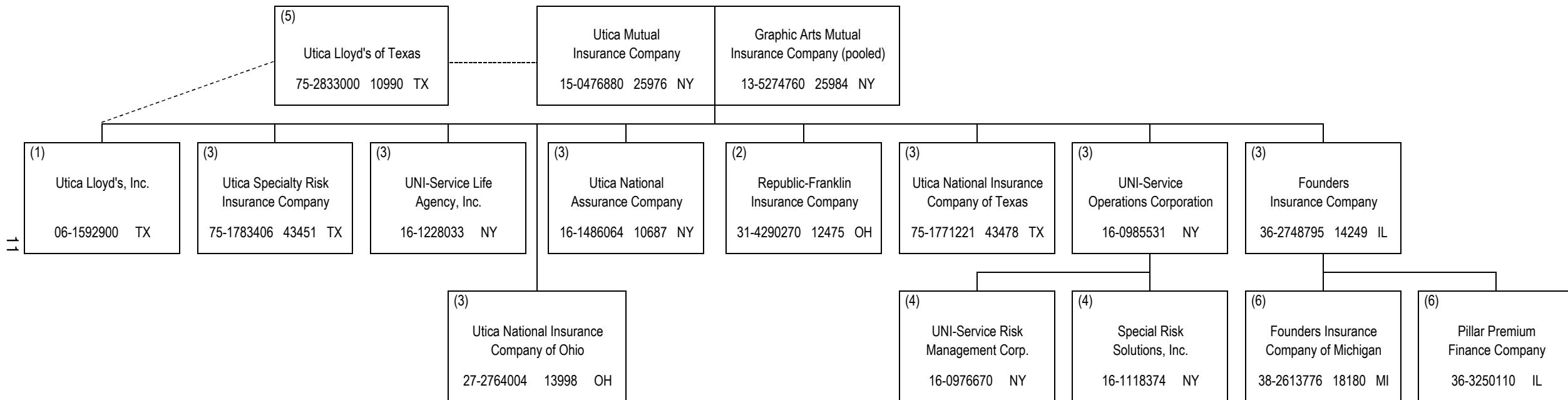
States, etc.	1 Active Status	Direct Premiums Written		Direct Losses Paid (Deducting Salvage)		Direct Losses Unpaid	
		2 Current Year To Date	3 Prior Year To Date	4 Current Year To Date	5 Prior Year To Date	6 Current Year To Date	7 Prior Year To Date
1. Alabama	AL	N					
2. Alaska	AK	N					
3. Arizona	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
8. Delaware	DE	L	204,830	177,148	363,551	305,656	3,089,832
9. District of Columbia	DC	L	29,597	5,025		19,580	36,386
10. Florida	FL	N					
11. Georgia	GA	L	2,522,510	2,035,296	1,456,434	1,117,369	6,428,693
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
15. Indiana	IN	L	184,362	160,788	28,186	45,538	213,145
16. Iowa	IA	N					
17. Kansas	KS	L	28,273	36,716		900	80,720
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
22. Massachusetts	MA	L	2,477,992	2,748,025	1,501,314	1,468,032	9,949,825
23. Michigan	MI	L	862,480	620,731	137,526	402	1,376,502
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
31. New Jersey	NJ	L	8,402,555	7,046,768	3,613,229	2,444,189	35,331,706
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
34. North Carolina	NC	L	2,089,500	2,140,563	782,138	948,857	4,802,032
35. North Dakota	ND	N					
36. Ohio	OH	L	1,364,215	1,104,386	610,075	408,788	2,866,316
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
40. Rhode Island	RI	L	220,364	192,876	101,556	58,516	359,286
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
44. Texas	TX	L	1,506,672	1,342,708	568,580	322,053	5,201,276
45. Utah	UT	N					
46. Vermont	VT	N					
47. Virginia	VA	L	1,004,491	836,801	429,657	568,343	2,745,744
48. Washington	WA	N					
49. West Virginia	WV	N					
50. Wisconsin	WI	L	556,672	734,001	183,095	93,924	4,528,590
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		XXX					
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.

(7)
Utica National Group Foundation, Inc.
16-1313450 NY

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

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.

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

PART 1 - LOSS EXPERIENCE

Line of Business	Current Year to Date			4 Prior Year to Date Direct Loss Percentage
	1 Direct Premiums Earned	2 Direct Losses Incurred	3 Direct Loss Percentage	
1. Fire	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 Current Quarter	2 Current Year to Date	3 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	765	765	767	
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				
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

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 2016 Loss and LAE Payments on Claims Reported as of Prior Year-End	5 2016 Loss and LAE Payments on Claims Unreported as of Prior Year-End	6 Total 2016 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. 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)
													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]



1 2 4 7 5 2 0 1 6 4 9 0 0 0 0 0 1

2. Supplement A to Schedule T [Document Identifier 455]



1 2 4 7 5 2 0 1 6 4 5 5 0 0 0 0 1

3. Medicare Part D Coverage Supplement [Document Identifier 365]



1 2 4 7 5 2 0 1 6 3 6 5 0 0 0 0 1

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

NONE**SCHEDULE B - VERIFICATION**

Mortgage Loans

	1 Year to Date	2 Prior Year Ended December 31
1. Book value/recorded investment excluding accrued interest, December 31 of prior year		
2. Cost of acquired:		
2.1 Actual cost at time of acquisition		
2.2 Additional investment made after acquisition		
3. Capitalized deferred interest and other		
4. Accrual of discount		
5. Unrealized valuation increase (decrease)		
6. Total gain (loss) on disposals		
7. Deduct amounts received on disposals		
8. Deduct amortization of premium and mortgage interest paid 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 Year to Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year		
2. Cost of acquired:		
2.1 Actual cost at time of acquisition		
2.2 Additional investment made after acquisition		
3. 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 Year to Date	2 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 \$

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

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 Totals	100,000	XXX	100,000		

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	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)

NONE**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)

NONE

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

SCHEDULE DB - PART C - SECTION 1

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

NONE

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

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)

NONE

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)

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		
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

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

SCHEDULE A - PART 2

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

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

SCHEDULE A - PART 3

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

1 Description of Property	Location		4 Disposal Date	5 Name of Purchaser	6 Actual Cost	7 Expended for Additions, Permanent Improvements and Changes in Encumbrances	8 Book/Adjusted Carrying Value Less Encumbrances Prior Year	Change in Book/Adjusted Carrying Value Less Encumbrances					14 Book/Adjusted Carrying Value Less Encumbrances 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 Encumbrances	20 Taxes, Repairs and Expenses Incurred
	2 City	3 State						9 Current Year's Depreciation	10 Other Than Temporary Impairment Recognized	11 Current Year's Change in Encumbrances	12 Total Change in Book/Adjusted Carrying Value (11-9-10)	13 Total Foreign Exchange Change in Book/Adjusted Carrying Value							
0399999 - Totals																			
NONE																			

E01

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

SCHEDULE B - PART 3

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

0599999 - Totals

E02

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

SCHEDULE BA - PART 3

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

ЕОЗ

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 CUSIP Identification	2 Description	3 Foreign	4 Date Acquired	5 Name of Vendor	6 Number of Shares of Stock	7 Actual Cost	8 Par Value	9 Paid for Accrued Interest and Dividends	10 NAIC Desig- nation or Market Indicator (a)
3138X4-V9-8	FN AU5139		.01/19/2016	J.P. MORGAN	363,014	.348,306		.711	1...
31417D-TR-4	FN AB8859		.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 WS		.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-QW-3	JPMORGAN CHASE & CO		.03/18/2016	J.P. MORGAN	399,524	.400,000			1FE
651229-AV-8	NEVELL 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			
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

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 CUSIP Ident- ification	2 Description	3 For- eign	4 Disposal Date	5 Name of Purchaser	6 Number of Shares of Stock	7 Consid- eration	8 Par Value	9 Actual Cost	10 Prior Year Book/ Adjusted Carrying Value	Change In Book/Adjusted Carrying Value					16 Book/ Adjusted Carrying Value at Disposal Date	17 Foreign Exchange Gain/ Loss on Disposal	18 Realized Gain (Loss) on Disposal	19 Total Gain (Loss) on Disposal	20 Bond Interest/ Stock Dividends Received During Year	21 Stated Con- tractual Maturity Date	22 NAIC Design- ation or Market In- dicator (a)		
										11 Unrealized Valuation Increase/ (Decrease)	12 Current Year's (Amor- tization)/ Accretion	13 Current Year's Other Than Temporary Impairment Recogn- ized	14 Total Change in Book/ Adjusted Carrying Value (11 + 12 - 13)	15 Total Foreign Exchange Change in Book /Adjusted Carrying Value									
36178I-GL-7	GN AB9203		03/01/2016	MBS PAYMENT		42,854	42,854	.45,783	.42,880		(26)		(26)							.200	11/15/2042	1	
36202E-RS-0	GN 4097		03/01/2016	MBS PAYMENT		4,010	4,010	.3,933	.4,008		1		1							.33	03/01/2038	1	
36205B-4L-3	GN 386127		03/01/2016	MBS PAYMENT		559	559	.560	.559											.559	01/15/2030	1	
36209D-B2-9	GN 468157		03/01/2016	MBS PAYMENT		182	182	.182	.182											.182	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	08/15/2028	1	
36209W-4J-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	10/15/2029	1	
36211C-QY-1	GN 509071		03/01/2016	MBS PAYMENT		335	335	.318	.335											.335	05/15/2029	1	
36213E-L3-8	GN 552146		03/01/2016	MBS PAYMENT		733	733	.737	.733											.733	11/15/2016	1	
36220U-Z2-0	GN 288861		03/01/2016	MBS PAYMENT		178	178	.177	.178											.178	12/15/2022	1	
36224J-HS-4	GN 329741		03/01/2016	MBS PAYMENT		95	95	.97	.95											.95	01/15/2023	1	
36225A-KU-3	GN 780307		03/01/2016	MBS PAYMENT		234	234	.250	.234											.234	12/01/2021	1	
36225A-NY-2	GN 780407		03/01/2016	MBS PAYMENT		1,050	1,050	1,056	1,050										1,050	11/08/2024	1		
36290S-ZC-8	GN 616439		03/01/2016	MBS PAYMENT		1,902	1,902	1,886	1,902										1,902	16/06/2024	1		
36378E-7C-7	GN 2013-33 A		03/01/2016	MBS PAYMENT		2,696	2,696	2,683	2,695										2,696	07/16/2038	1		
0599999. Subtotal - Bonds - U.S. Governments					55,214	55,214	58,061	55,237		(25)		(25)									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
1099999. Subtotal - Bonds - All Other Governments					275,110	275,000	274,709	274,874		6		6								274,880	230	230	1,604
31283G-K8-9	FG G00319		03/01/2016	MBS PAYMENT		.59	.59	.62	.59										.59			1	
31283H-HN-8	FG G01137		03/01/2016	MBS PAYMENT		.22	.22	.22	.22										.22			09/01/2030	
31287Q-ND-9	FG C64888		03/01/2016	MBS PAYMENT		.70	.70	.70	.70										.70			03/01/2032	
31288E-B5-5	FG C75460		03/01/2016	MBS PAYMENT		526	526	.534	.526										.526			01/01/2033	
31289W-22-0	FG E92592		03/01/2016	MBS PAYMENT		1,532	1,532	1,579	1,533		(1)								1,532			11/01/2017	
31289M-2M-3	FG G07680		03/01/2016	MBS PAYMENT		7,272	7,272	7,680	7,277		(5)		(5)						7,272			11/01/2044	
31289M-XG-2	FG G07579		03/01/2016	MBS PAYMENT		1,269	1,269	1,315	1,269										1,269			08/01/2043	
31289M-UW-3	FG G13997		03/01/2016	MBS PAYMENT		7,449	7,449	7,635	7,455		(6)		(6)						7,449			12/01/2025	
31289M-UH-1	FG G08583		03/01/2016	MBS PAYMENT		15,486	15,486	16,637	15,512		(27)		(27)						15,486			04/01/2044	
31292H-D6-8	FG C01025		03/01/2016	MBS PAYMENT		35	35	.35	.35										.35			07/01/2030	
31292K-TG-6	FG C03595		03/01/2016	MBS PAYMENT		8,489	8,489	8,846	8,493		(4)		(4)						8,489			10/01/2040	
31293R-ME-8	FG C27557		03/01/2016	MBS PAYMENT		.56	.56	.53	.56										.56			06/01/2029	
31294Z-NF-8	FG A93990		03/01/2016	MBS PAYMENT		5,899	5,899	6,103	5,903		(4)		(4)						5,899			39	
31298U-CF-4	FG C52720		03/01/2016	MBS PAYMENT		143	143	.141	.143										143			09/01/2031	
31298W-CR-4	FG C59080		03/01/2016	MBS PAYMENT		315	315	.313	.315										315			10/01/2031	
31307A-EK-4	FG J21938		03/01/2016	MBS PAYMENT		22,793	22,793	23,786	22,807		(14)		(14)						22,793			92	
31326D-H5-4	FG Q00252		03/01/2016	MBS PAYMENT		14,248	14,248	14,613	14,251		(3)		(3)						14,248			01/01/2041	
31326K-5A-0	FG Q04741		03/01/2016	MBS PAYMENT		8,507	8,507	9,092	8,512		(5)		(5)						8,507			11/01/2041	
31326K-V9-4	FG 004540		03/01/2016	MBS PAYMENT		16,601	16,601	16,919	16,603		(3)		(3)						16,601			.85	
31326K-ZN-9	FG Q04649		03/01/2016	MBS PAYMENT		27,890	27,890	28,344	27,896		(6)		(6)						27,890			.166	
31326L-FM-1	FG Q04972		03/01/2016	MBS PAYMENT		12,125	12,125	12,389	12,128		(3)		(3)						12,125			.64	
31326J-US-1	FG Q15592		03/01/2016	MBS PAYMENT		6,256	6,256	6,401	6,257		(1)		(1)						6,256			.32	
31326M-8G-3	FG Q28239		03/01/2016	MBS PAYMENT		7,620	7,620	8,024	7,626		(5)		(5)						7,620			.49	
31326M-2R-4	FG Q29184		03/01/2016	MBS PAYMENT		9,255	9,255	9,886	9,261		(6)		(6)						9,255			.52	
313615-LF-1	FN 50726		03/01/2016	MBS PAYMENT		176	176	.176	.176										.176			2	
313650-UL-7	FN 124887		03/01/2016	MBS PAYMENT		512	512	.516	.513										.512			5	
31369T-N7-7	FN 220114		03/01/2016	MBS PAYMENT		.74	.74	.73	.74										.74			06/01/2023	
31371K-HW-4	FN 254145		03/01/2016	MBS PAYMENT		881	881	888	881										881			5	
31380S-5J-8	FN 449149		03/01/2016	MBS PAYMENT		.21	.21	.21	.21										.21			12/01/2028	
31386T-FU-4	FN 572679		03/01/2016	MBS PAYMENT		58	58	.59	.58										.58			1	
3138AII-RO-8	FN AJ4994		03/01/2016	MBS PAYMENT		13,535	13,535	14,570	13,549		(13)		(13)						13,				

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 CUSIP Ident- ification	2 Description	3 For- eign	4 Disposal Date	5 Name of Purchaser	6 Number of Shares of Stock	7 Consid- eration	8 Par Value	9 Actual Cost	10 Prior Year Book/ Adjusted Carrying Value	Change In Book/Adjusted Carrying Value					16 Book/ Adjusted Carrying Value at Disposal Date	17 Foreign Exchange Gain Value at Disposal	18 Realized Gain (Loss) on Disposal	19 Total Gain (Loss) on Disposal	20 Bond Interest/ Stock Dividends Received During Year	21 Stated Con- tractual Maturity Date	22 NAIC Design- ation or Market In- dicator (a)			
										11 Unrealized Valuation Increase/ (Decrease)	12 Current Year's (Amor- tization)/ Accretion	13 Current Year's Other Than Temporary Impairment Recogn- ized	14 Total Change in Book/ Adjusted Carrying Value (11 + 12 - 13)	15 Total Foreign Exchange Change in Book /Adjusted Carrying Value										
3138W9-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	
3138W9-AR-6	FN AS1815		03/01/2016	MBS PAYMENT		7,150	7,150	7,446	7,153		(3)		(3)				7,150					.48	02/01/2044	1
3138W9-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
3138W9-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
3138W9-EE-9	FN AS3370		03/01/2016	MBS PAYMENT		2,980	2,980	3,103	2,982		(1)		(1)				2,980					.15	07/01/2045	1
3138W9-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
3138W9-BG-2	FN AS5460		03/01/2016	MBS PAYMENT		2,676	2,676	2,803	2,677		(1)		(1)				2,676					.05	07/01/2045	1
3138W9-V9-8	FN AU5139		03/01/2016	MBS PAYMENT		7,444	7,444	7,758			(3)		(3)				7,444					.36	08/01/2043	1
3138Y6-SS-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
31390E-SX-1	FN 644134		03/01/2016	MBS PAYMENT		58	58	58	58								58					.01	05/01/2032	1
31403A-XD-2	FN 743276		03/01/2016	MBS PAYMENT		170	170	174	170								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
31408J-D8-7	FN 852513		03/01/2016	MBS PAYMENT		119	119	118	119								119					.1	01/01/2036	1
31409W-D9-9	FN 880426		03/01/2016	MBS PAYMENT		132	132	133	132								132					.01	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-SA-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 AE4680		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)		(274)			446,608					2,752	XXX	XXX
09064A-AH-4	BIMED 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 3		03/15/2016	MBS PAYMENT		81,649	81,649	81,649	81,638		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	01/16/2018	2FE
36252A-AA-4	GSMS 2015-GS1 A1		03/01/2016	VARIOUS		11,356	11,356	11,356	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	JPMBB 2014-C24 A1		03/01/2016	MBS PAYMENT		5,223	5,223	5,223	5,223								5,223					.14	11/18/2047	1FE
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
136069-FA-4	CANADIAN IMPERIAL BANK	A	02/12/2016	WELLS FARGO SECURITIES		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	02/01/2019	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
839																								

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 CUSIP Ident- ification	2 Description	3 For- eign	4 Disposal Date	5 Name of Purchaser	6 Number of Shares of Stock	7 Consid- eration	8 Par Value	9 Actual Cost	10 Prior Year Book/ Adjusted Carrying Value	Change In Book/Adjusted Carrying Value					16 Book/ Adjusted Carrying Value at Disposal Date	17 Foreign Exchange Gain Value at Disposal	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								
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.....

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

SCHEDULE DB - PART A - SECTION 1

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

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

NO
NE

(a) Code	Description of Hedged Risk(s)

(b) Code	Financial or Economic Impact of the Hedge at the End of the Reporting Period

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

SCHEDULE DB - PART B - SECTION 1

Futures Contracts Open as of the Current Statement Date

1449999 - Totals

10

XX

Broker Name	Beginning Cash Balance	Cumulative Cash Change	Ending Cash Balance
Total Net Cash Deposits	None		

Total Net Cash Deposits

Description of Hedged Risk(s)

(b) **Financial or Economic Impact of the Hedge at the End of the Reporting Period**

Financial or Economic Impact of the Hedge at the End of the Reporting Period

20E

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

SCHEDULE DB - PART D - SECTION 1

Counterparty Exposure for Derivative Instruments Open as of Current Statement Date

1 Description of Exchange, Counterparty or Central Clearinghouse	2 Master Agreement (Y or N)	3 Credit Support Annex (Y or N)	4 Fair Value of Acceptable Collateral	Book/Adjusted Carrying Value			Fair Value			11 Potential Exposure	12 Off-Balance Sheet Exposure
				5 Contracts With Book/Adjusted Carrying Value >0	6 Contracts With Book/Adjusted Carrying Value <0	7 Exposure Net of Collateral	8 Contracts With Fair Value >0	9 Contracts With Fair Value <0	10 Exposure Net of Collateral		
0199999 - Aggregate Sum of Exchange Traded Derivatives	XXX	XXX	XXX								
0999999 - Gross Totals											
1. Offset per SSAP No. 64											
2. Net after right of offset per SSAP No. 64											

NONE

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

SCHEDULE DB - PART D - SECTION 2

Collateral for Derivative Instruments Open as of Current Statement Date

Collateral Pledged by Reporting Entity

1 Exchange, Counterparty or Central Clearinghouse	2 Type of Asset Pledged	3 CUSIP Identification	4 Description	5 Fair Value	6 Par Value	7 Book/Adjusted Carrying Value	8 Maturity Date	9 Type of Margin (I, V or IV)
0199999 - Total							XXX	XXX

Collateral Pledged to Reporting Entity

1 Exchange, Counterparty or Central Clearinghouse	2 Type of Asset Pledged	3 CUSIP Identification	4 Description	5 Fair Value	6 Par Value	7 Book/Adjusted Carrying Value	8 Maturity Date	9 Type of Margin (I, V or IV)
0299999 - Total							XXX	XXX

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

SCHEDULE DL - PART 1
SECURITIES LENDING COLLATERAL ASSETS

Reinvested Collateral Assets Owned Current Statement Date

9999999 - Totals
General Interrog.

XXX

General Interrogatories:

1. Total activity for the year to date Fair Value \$ Book/Adjusted Carrying Value \$
2. Average balance for the year to date Fair Value \$ Book/Adjusted Carrying Value \$
3. Reinvested securities lending collateral assets book/adjusted carrying value included in this schedule by NAIC designation:

NAIC 1 \$	NAIC 2 \$	NAIC 3 \$	NAIC 4 \$	NAIC 5 \$	NAIC 6 \$
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STATEMENT AS OF MARCH 31, 2016 OF THE REPUBLIC-FRANKLIN INSURANCE COMPANY

SCHEDULE DL - PART 2
SECURITIES LENDING COLLATERAL ASSETS

Reinvested Collateral Assets Owned Current Statement Date

9999999 - Totals
General Interrogation

General Interrogatories:

1. Total activity for the year to date Fair Value \$ Book/Adjusted Carrying Value \$
 2. Average balance for the year to date Fair Value \$ Book/Adjusted Carrying Value \$

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

SCHEDULE E - PART 1 - CASH

Month End Depository Balances

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

SCHEDULE E - PART 2 - CASH EQUIVALENTS

Show Investments Owned End of Current Quarter

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. \$